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Return of Private Foundation

2013

Department of the Treasury
Internal Revenue Service

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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 **SEP 19, 2013**, and ending **MAY 31, 2014**

Name of foundation: **Tiffany-Thompson Foundation**

Employer identification number: **46-3221995**

Number and street (or P O box number if mail is not delivered to street address): **Cummings & Lockwood LLC, PO Box 271820**

Room/suite: _____

Telephone number: **(860) 313-4930**

City or town, state or province, country, and ZIP or foreign postal code: **West Hartford, CT 06127**

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16): **\$ 1,756,564.** (Part I, column (d) must be on cash basis.)

J Accounting method: Cash, Accrual, Other (specify) _____

C If exemption application is pending, check here

D 1. Foreign organizations, check here
2. Foreign organizations meeting the 85% test, check here and attach computation

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	1,688,218.		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	6.	6.		Statement 1
	4 Dividends and interest from securities	18,936.	15,967.		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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	1,707,160.	15,973.			
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	4,993.	4,993.		0.
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes	168.	168.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	10,942.	9,321.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	16,103.	14,482.		0.
	25 Contributions, gifts, grants paid	69,600.			69,600.
26 Total expenses and disbursements. Add lines 24 and 25	85,703.	14,482.		69,600.	
27 Subtract line 26 from line 12	1,621,457.				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		1,491.			
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			
	2 Savings and temporary cash investments		8,237.	8,237.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations Stmt 6	0.	165,042.	166,638.
	b Investments - corporate stock Stmt 7	0.	1,443,330.	1,579,491.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other Stmt 8	0.	4,848.	2,198.	
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)	0.	1,621,457.	1,756,564.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	0.	1,621,457.		
30 Total net assets or fund balances	0.	1,621,457.		
31 Total liabilities and net assets/fund balances	0.	1,621,457.		

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	0.
2 Enter amount from Part I, line 27a	2	1,621,457.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,621,457.
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	1,621,457.

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	NONE			
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				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
2 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	
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	

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) N/A

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			
2011			
2010			
2009			
2008			

2 Total of line 1, column (d)	2
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
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4
5 Multiply line 4 by line 3	5
6 Enter 1% of net investment income (1% of Part I, line 27b)	6
7 Add lines 5 and 6	7
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8

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

Table with 11 rows for excise tax calculations. Includes items like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', and 'Total credits and payments'. Values range from 0 to 30.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, unrelated business income, and substantial contributors. Includes 'Yes' and 'No' columns. Some cells contain 'X' or 'N/A'.

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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X		
14	The books are in care of ▶ Paul L. Bourdeau, Esquire Located at ▶ 75 Isham Road Suite 400, West Hartford, CT	Telephone no ▶ (860) 313-4930 ZIP+4 ▶ 06107		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year		15	N/A
16	At any time during calendar year 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		
		N/A	
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?		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)		
		N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
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.)		
		N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		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)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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
Elizabeth T. Thompson Geer Village #301, 77 South Canaan Rd Canaan, CT 06018	Trustee 0.00	0.	0.	0.
Joseph W. Sparver, Jr. Cohn Reznick, 76 Batterson Park Road Farmington, CT 06032-2571	Trustee 0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 0

Part 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	1,461,070.
b	Average of monthly cash balances	1b	48,442.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,509,512.
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	1,509,512.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	22,643.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,486,869.
6	Minimum investment return. Enter 5% of line 5 Adjusted for Short Tax Period	6	51,939.

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	51,939.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	30.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	30.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	51,909.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	51,909.
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	51,909.

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	69,600.
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	69,600.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	69,600.

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				51,909.
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				
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 ▶ \$ <u>69,600.</u>				
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				51,909.
e Remaining amount distributed out of corpus	17,691.			
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	17,691.			
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	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	17,691.			
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	17,691.			

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

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

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

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

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

	Tax year				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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					
3 Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

None

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

None

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

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

a The name, address, and telephone number or e-mail 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	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				
Auxiliary for Community Health PO Box 146 Winsted, CT 06098	None	Public	Current Use for General Charitable Purposes	500.
Beardsley & Memorial Library 40 Munro Pl Winsted, CT 06098	None	Public	Current Use for General Charitable Purposes	5,000.
Canaan Fire Company Inc. Main Street, PO Box 642 Canaan, CT 06018	None	Public	Current Use for General Charitable Purposes	500.
Colebrook Center Fire Department PO Box 82 Colebrook, CT 06021	None	Public	Current Use for General Charitable Purposes	3,000.
Colebrook Congregational Church 471 Smith Hill Road, PO Box 14 Colebrook, CT 06021	None	Public	Current Use for General Charitable Purposes	7,500.
Total	See continuation sheet(s)			69,600.
b Approved for future payment				
None				
Total				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

Tiffany-Thompson Foundation

Employer identification number

46-3221995

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 Tiffany-Thompson Foundation	Employer identification number 46-3221995
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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	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 75,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 47,400.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
3	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 6,404.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
4	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 23,615.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
5	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 51,472.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
6	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 95,232.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

Tiffany-Thompson Foundation

46-3221995

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 30,510.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
8	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 50,568.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
9	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 143,480.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
10	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 97,920.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
11	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 97,173.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
12	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 25,920.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization Tiffany-Thompson Foundation	Employer identification number 46-3221995
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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
13	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 67,200.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
14	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 20,042.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
15	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 54,484.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
16	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 54,169.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
17	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 56,389.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
18	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 4,848.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization Tiffany-Thompson Foundation	Employer identification number 46-3221995
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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
19	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 37,180.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
20	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 50,330.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
21	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 58,877.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
22	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 64,143.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
23	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 80,220.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
24	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 46,386.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization Tiffany-Thompson Foundation	Employer identification number 46-3221995
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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
25	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 36,790.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
26	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 64,576.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
27	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 107,259.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
28	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 93,823.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
29	Elizabeth Thompson Geer Village #301, 77 South Canaan Road Canaan, CT 06018	\$ 46,810.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" 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 Tiffany-Thompson Foundation	Employer identification number 46-3221995
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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
2	1,000 Shs. Abbvie Inc.	\$ 47,400.	09/19/13
3	150 Shs. ADT Corp	\$ 6,404.	09/19/13
4	50 Shs. Apple Inc.	\$ 23,615.	09/19/13
5	3,200 Shs. Applied Materials Inc.	\$ 51,472.	09/19/13
6	800 Shs. Boeing Company	\$ 95,232.	09/19/13
7	687 Shs. Comcast Corp New	\$ 30,510.	09/19/13

Name of organization

Employer identification number

Tiffany-Thompson Foundation

46-3221995

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
8	800 Shs. Dominion Resources Inc.	\$ 50,568.	09/19/13
9	2,720 Shs. JP Morgan Chase & Co.	\$ 143,480.	09/19/13
10	1,000 Shs. McDonald's Corp.	\$ 97,920.	09/19/13
11	1,175 Shs. Nextera Energy Inc.	\$ 97,173.	09/19/13
12	150 Shs. Novo Nordisk ADR Denmark	\$ 25,920.	09/19/13
13	600 Shs. United Technologies Corp.	\$ 67,200.	09/19/13

Name of organization

Employer identification number

Tiffany-Thompson Foundation

46-3221995

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
14	240 Shs. Zimmer Holdings Inc.	\$ 20,042.	09/19/13
15	\$50,000 Connecticut ST Tax Ob Ser A 3.875% due 8/1/2018	\$ 54,484.	09/19/13
16	\$50,000 Norwalk CT for Issues Dt 4% due 7/1/2022	\$ 54,169.	09/19/13
17	\$50,000 Wethersfield CT 4% due 7/15/2022	\$ 56,389.	09/19/13
18	960 WTS Kinder Morgan Hold Co. Warrants	\$ 4,848.	09/19/13
19	1,000 Shs. Abbott Labs	\$ 37,180.	02/07/14

Name of organization

Employer identification number

Tiffany-Thompson Foundation

46-3221995

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
20	1,000 Shs. Bristol Myers Squibb Co.	\$ 50,330.	02/07/14
21	650 Shs. Exxon Mobil Corp.	\$ 58,877.	02/07/14
22	2,650 Shs. Intel Corp.	\$ 64,143.	02/07/14
23	1,000 Shs. Pepsico Inc.	\$ 80,220.	02/07/14
24	600 Shs. Procter & Gamble Co.	\$ 46,386.	02/07/14
25	1,000 Shs. Spectra Energy Corp.	\$ 36,790.	02/07/14

Name of organization Tiffany-Thompson Foundation	Employer identification number 46-3221995
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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
26	1,788.306 Shs. Columbia Acorn Fund _____ _____ _____	\$ 64,576.	02/07/14
27	6,032.538 Shs. John Hancock Disciplined Value Mid Cap Fund _____ _____ _____	\$ 107,259.	02/07/14
28	4,779.567 Shs. Columbia Small Cap Core _____ _____ _____	\$ 93,823.	02/07/14
29	1,000 Shs. Verizon Communications Inc. _____ _____ _____	\$ 46,810.	02/07/14
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____

Name of organization Tiffany-Thompson Foundation	Employer identification number 46-3221995
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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	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

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
Colebrook Historical Society Incorporated PO Box 85 Colebrook, CT 06021	None	Public	Current Use for General Charitable Purposes	500.
Colebrook Senior & Community Center 2 School House Road Colebrook, CT 06021	None	Public	Current Use for General Charitable Purposes	5,000.
Forge Volunteer Fire Company 300 Colebrook River Road Winsted, CT 06098	None	Public	Current Use for General Charitable Purposes	3,000.
Friends of Main Street Winsted Winchester Inc. PO Box 18 Winsted, CT 06098	None	Public	Current Use for General Charitable Purposes	1,500.
Greenwoods Scholarship Foundation Inc PO Box 834 Winsted, CT 06098	None	Public	Current Use for General Charitable Purposes	7,500.
New Britain Museum of American Art 56 Lexington St New Britain, CT 06052	None	Public	Current Use for General Charitable Purposes	5,000.
North Canaan Volunteer Amulance Corp. PO Box 178 North Canaan, CT 06018	None	Public	Current Use for General Charitable Purposes	500.
Northwestern Community College Foundation Park Place Winsted, CT 06098	None	Public	Current Use for General Charitable Purposes	1,000.
Open Door Inc. PO Box 57 Winsted, CT 06098	None	Public	Current Use for General Charitable Purposes	3,000.
The Salvation Army 234 Oak Avenue, PO Box 209 Torrington, CT 06790	None	Public	Current Use for General Charitable Purposes	3,000.
Total from continuation sheets				53,100.

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
Susan B Anthony Project Inc. 179 Water Street Torrington, CT 06790	None	Public	Current Use for General Charitable Purposes	100.
United Way of Northwest Connecticut Inc. PO Box 1001 Torrington, CT 06790	None	Public	Current Use for General Charitable Purposes	500.
Winchester Historical Society PO Box 206 Winsted, CT 06098	None	Public	Current Use for General Charitable Purposes	500.
Winchester Police Department (Town of Winchester) 338 Main Street Winsted, CT 06098	None	Public	Current Use for General Charitable Purposes	5,000.
Winsted Area Volunteer Ambulance Association, Inc. PO Box 56 Winsted, CT 06098	None	Public	Current Use for General Charitable Purposes	3,000.
Winsted Area Child Care Center Inc. 185 Prospect Street Winsted, CT 06098	None	Public	Current Use for General Charitable Purposes	3,000.
Winsted Fire Department (City of Winsted) 27 Elm Street, PO Box 443 Winsted, CT 06098	None	Public	Current Use for General Charitable Purposes	5,000.
Winsted Health Center Foundation Inc. PO Box 888 Winsted, CT 06098	None	Public	Current Use for General Charitable Purposes	1,000.
Winsted Playground Association 10 White Street Winsted, CT 06098	None	Public	Current Use for General Charitable Purposes	5,000.
Total from continuation sheets				

	(Line 1a)		(Line 1b)	
	FMV of Securities	Calculated Averages	Cash Balances	Calculated Averages
Beginning (optional):				
1st month ..				
Ending:				
1st month	916,718.	916,718.	74,836.	74,836.
2nd month	943,286.	943,286.	67,152.	67,152.
3rd month	968,852.	968,852.	59,224.	59,224.
4th month	983,970.	983,970.	46,323.	46,323.
5th month	967,100.	967,100.	40,892.	40,892.
6th month	1,701,647.	1,701,647.	42,444.	42,444.
7th month	1,726,405.	1,726,405.	40,753.	40,753.
8th month	1,732,254.	1,732,254.	7,675.	7,675.
9th month	1,748,327.	1,748,327.	8,237.	8,237.
10th month				
11th month				
12th month				
Total of all months		11,688,559.		387,536.
Number of months in year		8		8
Average monthly value		1,461,070.		48,442.
Number of months in year - override				

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
UBS Bank USA Acct #HA06652LC	6.	6.	
Total to Part I, line 3	6.	6.	

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Abbott Labs	220.	0.	220.	220.	
Abbvie Inc.	1,220.	0.	1,220.	1,220.	
ADT Corp	79.	0.	79.	79.	
Apple Inc.	470.	0.	470.	470.	
Applied Materials Inc.	640.	0.	640.	640.	
Boeing Company	972.	0.	972.	972.	
Bristol Myers Squibb Co	360.	0.	360.	360.	
Comcast Corp New	423.	0.	423.	423.	
Connecticut ST Tax Ob Ser A 3.875% due 8/1/2018	969.	0.	969.	0.	
Dominion Resources Inc.	930.	0.	930.	930.	
Exxon Mobil Corp	410.	0.	410.	410.	
Intel Corp	596.	0.	596.	596.	
JP Morgan Chase & Co.	3,101.	0.	3,101.	3,101.	
McDonald's Corp.	1,620.	0.	1,620.	1,620.	
Nextera Energy Inc.	1,627.	0.	1,627.	1,627.	
Norwalk CT for Issues DT 4% due 7/1/2022	1,000.	0.	1,000.	0.	
Novo Nordisk ADR Denmark	623.	0.	623.	623.	
Pepsico Inc.	568.	0.	568.	568.	
Procter & Gamble Co.	386.	0.	386.	386.	
Spectra Energy Corp	335.	0.	335.	335.	
United Technologies Corp	708.	0.	708.	708.	

Verizon Communications Inc.	530.	0.	530.	530.
Wethersfield CT 4% due 7/15/2022	1,000.	0.	1,000.	0.
Zimmer Holdings Inc.	149.	0.	149.	149.
To Part I, line 4	18,936.	0.	18,936.	15,967.

Form 990-PF Legal Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Cummings & Lockwood LLC - Legal Fees	4,993.	4,993.		0.
To Fm 990-PF, Pg 1, ln 16a	4,993.	4,993.		0.

Form 990-PF Taxes Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign Tax Paid	168.	168.		0.
To Form 990-PF, Pg 1, ln 18	168.	168.		0.

Form 990-PF Other Expenses Statement 5

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
U.S. Post Office - Stamps	49.	49.		0.
United States Treasury - Form 1023 filing	850.	850.		0.
UBS Strategic Advisor - Fees	10,043.	8,422.		0.
To Form 990-PF, Pg 1, ln 23	10,942.	9,321.		0.

Form 990-PF	U.S. and State/City Government Obligations		Statement	6
Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
\$50,000 Connecticut ST Sp Tax 3.875% 8/1/2018		X	54,484.	54,506.
\$50,000 Wethersfield CT 4% 7/15/22		X	56,389.	57,064.
\$50,000 Norwalk CT for Issues Sr D 4% 7/1/22		X	54,169.	55,068.
Total U.S. Government Obligations				
Total State and Municipal Government Obligations			165,042.	166,638.
Total to Form 990-PF, Part II, line 10a			165,042.	166,638.

Form 990-PF	Corporate Stock		Statement	7
Description			Book Value	Fair Market Value
1,000 Shs. Abbott Labs			37,180.	40,010.
1,000 Shs. Abbvie Inc.			47,400.	54,330.
150 Shs. ADT Corp			6,404.	4,830.
50 Shs. Apple Inc.			23,615.	31,650.
3,200 Shs. Applied Materials Inc.			51,472.	64,608.
800 Shs. Boeing Company			95,232.	108,200.
1,000 Shs. Bristol Myers Squibb Co.			50,330.	49,740.
687 Shs. Comcast			30,510.	35,861.
800 Shs. Dominion Resources Inc.			50,568.	55,168.
650 Shs. Exxon Mobil Corp			58,877.	65,345.
2,650 Shs. Intel Corp			64,143.	72,398.
27720 Shs. JP Morgan Chase & Co.			143,480.	151,150.
1,000 Shs. McDonald's Corp			97,920.	101,430.
1,175 Shs. Nextera Energy Inc.			97,173.	114,398.
150 Shs. Novo Nordisk Denmark			25,920.	31,710.
1,000 Shs. Pepsico Inc.			80,220.	88,330.
600 Shs. Procter & Gamble Co.			46,386.	48,474.
1,000 Shs. Spectra Energy Corp			36,790.	40,580.
600 shs. United Technologies Corp.			67,200.	69,732.
1,000 Shs. Verizon Communications Inc.			46,810.	49,960.
240 Shs. Zimmer Holdings Inc.			20,042.	25,044.
4,779.567 Shs. Columbia Small Cap Core			93,823.	96,595.
1,788.306 Shs. Columbia Acorn Fund CL Z			64,576.	65,631.
6,032.538 Shs. John Hancock Disciplined Value Mid Cap Fund CL I			107,259.	114,317.
Total to Form 990-PF, Part II, line 10b			1,443,330.	1,579,491.

Form 990-PF Other Investments Statement 8

<u>Description</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
960 Warrants Kinder Morgan Hold Co LLC	COST	4,848.	2,198.
Total to Form 990-PF, Part II, line 13		4,848.	2,198.

Form 990-PF List of Substantial Contributors Statement 9
Part VII-A, Line 10

<u>Name of Contributor</u>	<u>Address</u>
Elizabeth T. Thompson	Geer Village #301, 77 South Canaan Road Canaan, CT 06018