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Return of Private Foundation

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
 Do not enter Social Security numbers on this form as it may be made public.
 Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning OCT 1, 2013, and ending SEP 30, 2014

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

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
300 CONNECTICUT BOULEVARD

City or town, state or province, country, and ZIP or foreign postal code
EAST HARTFORD, CT 06108-3065

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) **\$ 370,636.** (Part I, column (d) must be on cash basis.)

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____

A Employer identification number
06-1188156

B Telephone number
860-289-3461

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	180,595.		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	7,374.	7,374.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	153,424.			
	b Gross sales price for all assets on line 6a	446,225.			
	7 Capital gain net income (from Part IV, line 2)		153,424.		
	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	341,393.	160,798.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	1,500.	1,500.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes	2,174.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	1,825.	1,825.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	5,499.	3,325.		0.
	25 Contributions, gifts, grants paid	268,150.			268,150.
26 Total expenses and disbursements. Add lines 24 and 25	273,649.	3,325.		268,150.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	67,744.				
b Net investment income (if negative, enter -0-)		157,473.			
c Adjusted net income (if negative, enter -0-)			N/A		

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FOUNDATION, INC.**

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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		30,262.	10,211.	10,211.
	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	376,010.	326,695.	360,425.
	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)		406,272.	336,906.	370,636.
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	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		406,272.	336,906.	
	30	Total net assets or fund balances		406,272.	336,906.	
	31	Total liabilities and net assets/fund balances		406,272.	336,906.	

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	406,272.
2	Enter amount from Part I, line 27a	2	67,744.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	474,016.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 5	5	137,110.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	336,906.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a BNY MELLON #10008779000 - SEE ATTACHED	P	VARIOUS	VARIOUS
b BNY MELLON #10008779000 - SEE ATTACHED	D	VARIOUS	VARIOUS
c CAPITAL GAINS DIVIDENDS			
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 236,977.		233,664.	3,313.
b 205,790.		59,137.	146,653.
c 3,458.			3,458.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			3,313.
b			146,653.
c			3,458.
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	153,424.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }	3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

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

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	203,280.	499,832.	.406697
2011	155,855.	399,248.	.390371
2010	151,473.	413,881.	.365982
2009	51,650.	389,011.	.132773
2008	90,879.	386,134.	.235356

2 Total of line 1, column (d)	2	1.531179
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	.306236
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	408,228.
5 Multiply line 4 by line 3	5	125,014.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,575.
7 Add lines 5 and 6	7	126,589.
8 Enter qualifying distributions from Part XII, line 4	8	268,150.

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	1,575.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,575.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,575.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,080.	
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	1,080.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	9.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	504.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for 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 type="checkbox"/> \$ 0. (2) On foundation managers. <input 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 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 type="checkbox"/> CT		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 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 N/A	13	X	
14	The books are in care of E CLAYTON GENGRAS JR. Telephone no. (860) 289-3461 Located at 300 CONNECTICUT BLVD, EAST HARTFORD, CT ZIP+4 06108			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A			
16	At any time during calendar year 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 N/A	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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 N/A	2a	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. N/A		
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	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 VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
EDITH P GENGRAS	PRES/DIRECTOR			
30 BRAEBURNIE LA				
BLOOMFIELD, CT 06002	1.00	0.	0.	0.
E CLAYTON GENGRAS JR	SCTY/DIRECTOR			
30 BRAEBURNIE LA				
BLOOMFIELD, CT 06002	1.00	0.	0.	0.
MERRILY MOYNIHAN	DIRECTOR			
54 IRONWOOD RD				
WEST HARTFORD, CT 06117	1.00	0.	0.	0.

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

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

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

0

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Part VIII	Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors <i>(continued)</i>
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3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

[illegible]

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

Total number of others receiving over \$50,000 for professional services	
Part IX-A	Summary of Direct Charitable Activities

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

1	N/A	
2		
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Describe the two largest program-related investments made by the foundation during the last year on lines 1 and 2.		Amount
1	N/A	
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3		0.

Form **990-PF** (2013)

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FOUNDATION, INC.**

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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	383,712.
b	Average of monthly cash balances	1b	30,733.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	414,445.
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	414,445.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	6,217.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	408,228.
6	Minimum investment return. Enter 5% of line 5	6	20,411.

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	20,411.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,575.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,575.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	18,836.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	18,836.
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	18,836.

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	268,150.
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	268,150.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	1,575.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	266,575.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				18,836.
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	71,814.			
b From 2009	32,755.			
c From 2010	132,033.			
d From 2011	137,583.			
e From 2012	180,428.			
f Total of lines 3a through e	554,613.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$	268,150.			
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				18,836.
e Remaining amount distributed out of corpus	249,314.			
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:	803,927.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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	71,814.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	732,113.			
10 Analysis of line 9:				
a Excess from 2009	32,755.			
b Excess from 2010	132,033.			
c Excess from 2011	137,583.			
d Excess from 2012	180,428.			
e Excess from 2013	249,314.			

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling

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

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

SEE STATEMENT 7

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:

E CLAYTON & EDITH P GENGRAS JR. FOUNDATION INC., (860) 289-3461
300 CONNECTICUT BLVD, EAST HARTFORD, CT 06108

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

COPY ATTACHED SEE STATEMENT 11

c Any submission deadlines:

NONE

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

NONE

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

Form 990-PF (2013)

06-1188156 Page 11

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED LISTING - STATEMENT 8	NONE	501(C)(3)	GENERAL SUPPORT	268,150.
Total			3a	268,150.
b Approved for future payment				
NONE				
Total			3b	0.

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	7,374.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	153,424.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		160,798.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13 160,798.	

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

[illegible]

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




		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No


b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

Sign Here   

Signature of officer or trustee Date Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	STEPHEN M. GUEST		11/25/14		P01239915
	Firm's name ▶ BLUM, SHAPIRO & COMPANY, P.C., CPA'S			Firm's EIN ▶ 06-1009205	
	Firm's address ▶ 29 S. MAIN STREET, P.O. BOX 272000 WEST HARTFORD, CT 06127-2000			Phone no. 860 561-4000	

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

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

Employer identification number

06-1188156

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

Check 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

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

Employer identification number

06-1188156

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	EDITH P. GENGRAS 30 BRAEBURNIE LANE BLOOMFIELD, CT 06002	\$ <u>9,980.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
<u>2</u>	EDITH P. GENGRAS 30 BRAEBURNIE LANE BLOOMFIELD, CT 06002	\$ <u>10,053.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
<u>3</u>	E. CLAYTON GENGRAS, JR. 30 BRAEBURNIE LANE BLOOMFIELD, CT 06002	\$ <u>6,968.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
<u>4</u>	E. CLAYTON GENGRAS, JR. 30 BRAEBURNIE LANE BLOOMFIELD, CT 06002	\$ <u>6,890.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
<u>5</u>	E. CLAYTON GENGRAS, JR. 30 BRAEBURNIE LANE BLOOMFIELD, CT 06002	\$ <u>6,774.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
<u>6</u>	E. CLAYTON GENGRAS, JR. 30 BRAEBURNIE LANE BLOOMFIELD, CT 06002	\$ <u>6,924.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization E. CLAYTON AND EDITH P. GENGRAS JR., FOUNDATION, INC.	Employer identification number 06-1188156
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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
7	GENGRAS MOTOR CARS, INC. 300 CONNECTICUT BOULEVARD EAST HARTFORD, CT 06108	\$ 50,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
8	E. CLAYTON GENGRAS, JR. 30 BRAEBURNIE LANE BLOOMFIELD, CT 06002	\$ 61,245.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
9	E. CLAYTON GENGRAS, JR. 30 BRAEBURNIE LANE BLOOMFIELD, CT 06002	\$ 16,740.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
10	E. CLAYTON GENGRAS, JR. 30 BRAEBURNIE LANE BLOOMFIELD, CT 06002	\$ 1,674.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
11	E. CLAYTON GENGRAS, JR. 30 BRAEBURNIE LANE BLOOMFIELD, CT 06002	\$ 3,348.	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 E. CLAYTON AND EDITH P. GENGRAS JR., FOUNDATION, INC.	Employer identification number 06-1188156
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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
<u>1</u>	<u>108 SHS EXXON MOBIL CORP</u> _____ _____	\$ <u>9,980.</u>	<u>11/13/13</u>
<u>2</u>	<u>103 SHS EXXON MOBIL CORP</u> _____ _____	\$ <u>10,053.</u>	<u>04/01/14</u>
<u>3</u>	<u>70 SHS EXXON MOBIL CORP</u> _____ _____	\$ <u>6,968.</u>	<u>04/16/14</u>
<u>4</u>	<u>35 SHS IBM CORP</u> _____ _____	\$ <u>6,890.</u>	<u>04/16/14</u>
<u>5</u>	<u>80 SHS PEPSICO INC</u> _____ _____	\$ <u>6,774.</u>	<u>04/16/14</u>
<u>6</u>	<u>85 SHS PROCTER & GAMBLE</u> _____ _____	\$ <u>6,924.</u>	<u>04/16/14</u>

Name of organization

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

Employer identification number

06-1188156**Part II Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>8</u>	<u>1,005 SHS FACEBOOK, INC</u> _____ _____	\$ <u>61,245.</u>	<u>05/22/14</u>
<u>9</u>	<u>2,000 SHS RITE AID CORP</u> _____ _____	\$ <u>16,740.</u>	<u>05/29/14</u>
<u>10</u>	<u>200 SHS RITE AID CORP</u> _____ _____	\$ <u>1,674.</u>	<u>05/29/14</u>
<u>11</u>	<u>400 SHS RITE AID CORP</u> _____ _____	\$ <u>3,348.</u>	<u>05/29/14</u>
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____

Name of organization

Employer identification number

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

06-1188156

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

Use duplicate copies of Part III if additional space is needed

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

FORM 990-PF		DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
BNY MELLON - DIVIDENDS	10,832.	3,458.	7,374.	7,374.		
TO PART I, LINE 4	10,832.	3,458.	7,374.	7,374.		

FORM 990-PF		ACCOUNTING FEES			STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
ACCOUNTING FEES	1,500.	1,500.			0.	
TO FORM 990-PF, PG 1, LN 16B	1,500.	1,500.			0.	

FORM 990-PF		TAXES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
EXCISE TAXES	2,174.	0.			0.	
TO FORM 990-PF, PG 1, LN 18	2,174.	0.			0.	

FORM 990-PF		OTHER EXPENSES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
INVESTMENT FEES	1,821.	1,821.			0.	
FILING FEES & MISC.	4.	4.			0.	
TO FORM 990-PF, PG 1, LN 23	1,825.	1,825.			0.	

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	5
DESCRIPTION		AMOUNT	
BOOK/TAX DIFFERENCE ON SALE OF DONATED ASSETS		137,109.	
ADJUST TO ACTUAL		1.	
TOTAL TO FORM 990-PF, PART III, LINE 5		137,110.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
INVESTMENTS - SEE ATTACHED PORTFOLIO LISTING - STATEMENT 9	326,695.	360,425.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	326,695.	360,425.	

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

EDITH P GENGRAS
E CLAYTON GENGRAS JR

E. Clayton and Edith P. Gengras, Jr., Foundation, Inc.
Form 990-PF
Part IV, Gain/Loss Schedule
September 30, 2014
EIN# 06-1188156

<u>Description</u>	<u># of Shares</u>	<u>(d) Date Sold</u>	<u>(e) Sale Proceeds</u>	<u>(g) Basis of Sale</u>	<u>(h) Gain/(Loss) on Sale</u>
Long Term					
<u>Purchases:</u>					
BNY Mellon Intermediate Bd-M	1,526.718	10/31/2013	19,648.86	20,000.00	(351.14)
BNY Mellon Bond Fund - M	2,961.365	11/14/2013	38,468.13	40,000.00	(1,531.87)
BNY Mellon Muni Opport-M	500	11/14/2013	6,315.00	6,560.00	(245.00)
Dreyfus Emerging Market Debt Loc C-I	205	02/03/2014	2,689.23	3,200.00	(510.77)
Apple Inc	13	01/15/2014	6,913.80	1,105.41	5,808.39
BNY Mellon Nat S/T Muni Bd-M	10,676.627	07/29/2014	137,942.02	138,000.00	(57.98)
BNY Mellon Asset Allocation Fund - M	2,009.646	07/29/2014	25,000.00	24,799.04	200.96
Donated Stock					
Coca Cola Co	205	11/4/2013	8,126.45	144.53	7,981.92
Exxon Mobil	125	1/15/2014	12,436.28	625.00	11,811.28
Coca Cola Co	50	1/15/2014	1,995.47	35.25	1,960.22
Plains All American Pipeline	100	11/04/2013	5,146.15	2,799.50	2,346.65
Rite Aid Corp	2,000	06/04/14	16,739.64	8,191.02	8,548.62
Rite Aid Corp	200	06/04/14	1,673.96	819.10	854.86
Rite Aid Corp	400	06/04/14	3,347.92	1,638.20	1,709.72
IBM Corp	35	04/24/14	6,644.95	70.37	6,574.58
Proctor & Gamble	85	4/24/2014	6930.75	12.78	6,917.97
Pepsico	80	04/24/14	6,800.65	148.34	6,652.31
Exxon Mobil	111.00	04/07/14	10,810.54	555.00	10,255.54
Exxon Mobil	167.00	04/07/14	16,264.50	835.00	15,429.50
Exxon Mobil	82.00	04/25/14	8,244.10	410.00	7,834.10
Exxon Mobil	107.00	04/24/14	10,706.18	535.00	10,171.18
Exxon Mobil	100.00	05/07/14	10,199.78	500.00	9,699.78
Exxon Mobil	70	4/24/2014	7,004.05	219.14	6,784.91
Coca Cola Co	82	4/24/2014	3,144.63	57.81	3,086.82
Coca Cola Co	100	5/7/2014	4,074.92	70.50	4,004.42
Coca Cola Co	100	5/9/2014	4,054.41	70.49	3,983.92
Facebook Inc.	1005	5/28/2014	61,444.33	41,399.76	20,044.57
Total Long Term Gain.			442,766.70	292,801.24	149,965.46

E. Clayton and Edith P. Gengras, Jr., Foundation, Inc.
Form 990-PF; Part XV
Grants and Contributions
September 30, 2014
EIN# 06-1188156

<u>Recipient</u>	<u>Relationship</u>	<u>Foundation Status</u>	<u>Purpose of Contribution</u>	<u>Amount</u>
CT Children's Medical Center	None	Public	General Support	1,000
CPBN	None	Public	General Support	200
CRWC	None	Public	General Support	100
Florence Griswold Museum	None	Public	General Support	250
Friends of Loblolly	None	Public	General Support	600
Friends of Fenwick	None	Public	General Support	5,000
Heathcote Botanical Garden	None	Public	General Support	500
High 5 Adventure	None	Public	General Support	100
House of Bread	None	Public	General Support	100
KHCAC	None	Public	General Support	1,000
Knox Parks, Inc.	None	Public	General Support	100
Loblollypop Foundation	None	Public	General Support	5,000
Lyme Academy College of Fine Arts	None	Public	General Support	100
Miss Porter's School	None	Public	General Support	1,250
Mooreland Hill School	None	Public	General Support	250
Mystic Seaport	None	Public	General Support	100
New Britain Industrial Museum	None	Public	General Support	100
Old Saybrook Fire Company	None	Public	General Support	100
Old Saybrook Historical Society	None	Public	General Support	100
Shoreline Soup Kitchen	None	Public	General Support	100
Smith College	None	Public	General Support	1,000
Trust For Public Land	None	Public	General Support	1,000
University of Saint Joseph	None	Public	General Support	250,000
White Doves Holiday Project	None	Public	General Support	100
Total Contributions				\$ 268,150

Asset detail

Cash and cash equivalents

Description	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
10,210.51 CRA (BNY Mellon, N.A., Member FDIC) (Principal Holding)	\$ 10,210.51	\$ 10,210.51		\$ 0.00	0.0%	2.8%
Total cash and cash equivalents	\$ 10,210.51	\$ 10,210.51	\$ 0.00	\$ 0.00		2.8%

Fixed income

Taxable

Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
2,688.405	BNY Mellon Corporate Bond Fund	\$ 12.8200	\$ 34,465.35	\$ 34,800.00	\$ -334.65	\$ 1,113.00	3.2%	9.3%
1,557.128	BNY Mellon Intermediate Bond Fund	12.6700	19,728.81	20,500.00	-771.19	412.64	2.1	5.3
Total taxable pooled vehicle			\$ 54,194.16	\$ 55,300.00	\$ -1,105.84	\$ 1,525.64		14.6%
Total taxable fixed income			\$ 54,194.16	\$ 55,300.00	\$ -1,105.84	\$ 1,525.64		14.6%

Tax exempt

Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
1,378.587	BNY Mellon Municipal Opportunities Fund	\$ 13.1900	\$ 18,183.56	\$ 18,440.00	\$ -256.44	\$ 665.86	3.7%	4.9%
Total tax exempt pooled vehicle			\$ 18,183.56	\$ 18,440.00	\$ -256.44	\$ 665.86		4.9%
Total tax exempt fixed income			\$ 18,183.56	\$ 18,440.00	\$ -256.44	\$ 665.86		4.9%



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High yield

Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
1,171,309	Dreyfus High Yield Fund	\$ 6.6400	\$ 7,777.49	\$ 7,900.00	\$ -122.51	\$ 484.92	6.2%	2.1%
Total high yield pooled vehicle								
			\$ 7,777.49	\$ 7,900.00	\$ -122.51	\$ 484.92		2.1%
Total high yield fixed income								
			\$ 7,777.49	\$ 7,900.00	\$ -122.51	\$ 484.92		2.1%

Emerging markets

Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
522,388	Tcw Emerging Markets Income Fund-I	\$ 8.4900	\$ 4,435.07	\$ 4,865.01	\$ -429.94	\$ 219.40	5.0%	1.2%
Total emerging markets pooled vehicle								
			\$ 4,435.07	\$ 4,865.01	\$ -429.94	\$ 219.40		1.2%
Total emerging markets fixed income								
			\$ 4,435.07	\$ 4,865.01	\$ -429.94	\$ 219.40		1.2%
Total fixed income								
			\$ 84,590.28	\$ 86,505.01	\$ -1,914.73	\$ 2,895.82		22.8%

Equities

U.S. large cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
200	Coca - Cola Co (KO)	\$ 42.6600	\$ 8,532.00	\$ 140.97	\$ 8,391.03	\$ 244.00	2.9%	2.3%
111	Exxon Mobil Corp (XOM)	94.0500	10,439.55	555.00	9,884.55	306.36	2.9	2.8
6,772,692	BNY Mellon Income Stock Fund (MPISX)	9.7600	66,101.47	49,542.16	16,559.31	1,313.90	2.0	17.8
2,712.13	Dreyfus U.S. Equity Fund (DPUYX)	20.1200	54,568.06	40,000.00	14,568.06	328.17	0.6	14.7
Total U.S. large cap								
			\$ 139,641.08	\$ 90,238.13	\$ 49,402.95	\$ 2,192.43		37.7%



U.S. mid cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
1,291,515	The BNY Mellon Mid Cap (MPMCX) Multi-Strategy Fund	\$ 15.0300	\$ 19,411.47	\$ 18,000.00	\$ 1,411.47	\$ 69.74	0.4%	5.2%

Total U.S. mid cap

			\$ 19,411.47	\$ 18,000.00	\$ 1,411.47	\$ 69.74		5.2%
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U.S. small cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
208,418	Dreyfus Select Managers Small Cap (DSGYX) Growth Fund	\$ 23.8700	\$ 4,974.94	\$ 5,000.00	\$ -25.06	\$ 0.00	0.0%	1.3%
296,479	Dreyfus Select Managers Small Cap (DMVYX) Value Fund	23.9300	7,094.74	7,000.00	94.74	43.29	0.6	1.9

Total U.S. small cap

			\$ 12,069.68	\$ 12,000.00	\$ 69.68	\$ 43.29		3.3%
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Developed international

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
2,416,603	Dreyfus Diversified International (DFPIX) Fund	\$ 11.6800	\$ 28,225.92	\$ 26,370.38	\$ 1,855.54	\$ 422.91	1.5%	7.6%

Total developed international

			\$ 28,225.92	\$ 26,370.38	\$ 1,855.54	\$ 422.91		7.6%
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Emerging markets

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
1,109,316	BNY Mellon Emerging Markets Fund (MEMKX)	\$ 10.1000	\$ 11,204.09	\$ 11,000.00	\$ 204.09	\$ 117.59	1.1%	3.0%
759,688	Dfa Emerging Markets Core Equity (DFCEX) Funds	19.9700	15,170.97	15,000.00	170.97	301.60	2.0	4.1
1,561,157	Virtus Emerging Markets Opportunity (HIEMX) Fund	10.2500	16,001.86	16,000.00	1.86	171.73	1.1	4.3

Total emerging markets

			\$ 42,376.92	\$ 42,000.00	\$ 376.92	\$ 590.92		11.4%
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BNY MELLON
WEALTH MANAGEMENT

Portfolio manager

Eileen Foley Allgrove
860 570 1905



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Equity reits

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
1,052.42	Dreyfus Global Real Estate (DRLYX) Securities Fund	\$ 8.6400	\$ 9,092.91	\$ 8,800.00	\$ 292.91	\$ 248.37	2.7%	2.5%
Total equity reits			\$ 9,092.91	\$ 8,800.00	\$ 292.91	\$ 248.37		2.5%
Total equities			\$ 250,817.98	\$ 197,408.51	\$ 53,409.47	\$ 3,567.66		67.7%

Other assets

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
2,042.217	BNY Mellon Asset Allocation Fund - M	\$ 12.2500	\$ 25,017.16	\$ 25,200.96	\$ -183.80	\$ 533.02	2.1%	6.8%
Total other assets			\$ 25,017.16	\$ 25,200.96	\$ -183.80	\$ 533.02		6.8%
Total assets			\$ 370,635.93	\$ 319,324.99	\$ 51,310.94	\$ 6,996.50		100.0%

Cash (10,210.51)

360,425.42

309,114.48

17,580.60

BOOK/TAX Difference

326,695.08

BOOK VALUE



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

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

APPLICATION FOR GRANT OF FUNDS

Name of Organization

Address of Organization

Date:

Telephone:

Amount Requested:

Specific purpose for which grant is to be used:

Period of time in which it is to be used:

Anticipated benefits:

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

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

STATEMENT II

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

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

Please attach the above items to this application

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

Signature _____

Title _____

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

STATEMENT II