

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

- Do not enter social security numbers on this form as it may be made public.
► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning 9/01, 2015, and ending 8/31, 2016

Marie G. Dennett Foundation, Inc.
c/o S&G 9 Greenwich Office Park
Greenwich, CT 06831

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, column (c), line 16)
► \$ 6,640,974.

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)

A Employer identification number
06-1060970

B Telephone number (see instructions)
(203) 661-1100

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) (see instructions))		(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. (attach schedule)				
	2 Ck <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	24.	24.	24.	
	4 Dividends and interest from securities	229,101.	229,101.	229,101.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	43,621.			
	b Gross sales price for all assets on line 6a 1,368,554.				
	7 Capital gain net income (from Part IV, line 2)		43,621.		
	8 Net short-term capital gain			43,621.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	272,746.	272,746.	272,746.		
ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc.	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) See St 1	7,639.	5,347.		2,292.
	b Accounting fees (attach sch)				
	c Other prof. fees (attach sch) See St 2	18,793.	18,793.		
	17 Interest				
	18 Taxes (attach schedule X see instrs)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses Add lines 13 through 23	1,629.	187.		1,416.
	25 Contributions, gifts, grants paid Part XV	28,061.	24,327.		3,708.
26 Total expenses and disbursements. Add lines 24 and 25	346,000.			346,000.	
27 Subtract line 26 from line 12:	374,061.	24,327.	0.	349,708.	
a Excess of revenue over expenses and disbursements	-101,315.				
b Net investment income (if negative, enter -0-)		248,419.			
c Adjusted net income (if negative, enter -0-)			272,746.		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		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		356,912.	344,994.	344,994.
	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 (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach sch)				
		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 (attach schedule)				
	b	Investments — corporate stock (attach schedule) Statement 4		3,893,656.	3,804,259.	6,295,980.
	c	Investments — corporate bonds (attach schedule)				
	11	Investments — land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule)					
12	Investments — mortgage loans					
13	Investments — other (attach schedule)					
14	Land, buildings, and equipment basis					
	Less: accumulated depreciation (attach schedule)					
15	Other assets (describe)					
16	Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)		4,250,568.	4,149,253.	6,640,974.	
LIABILITIES	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe See Statement 5)		3.	3.	
	23	Total liabilities (add lines 17 through 22)		3.	3.	
NET FUND ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds		4,250,565.	4,149,250.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)		4,250,565.	4,149,250.	
	31	Total liabilities and net assets/fund balances (see instructions)		4,250,568.	4,149,253.	

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	4,250,565.
2	Enter amount from Part I, line 27a	2	-101,315.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	4,149,250.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	4,149,250.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a See Statement 6				
b				
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			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			

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	43,621.
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) (see instructions) If (loss), enter -0- in Part I, line 8	3	43,621.

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))
2014	350,947.	6,548,248.	0.053594
2013	316,299.	6,434,301.	0.049158
2012	294,516.	6,102,886.	0.048258
2011	332,951.	5,807,790.	0.057328
2010	201,000.	5,433,099.	0.036995

2 Total of line 1, column (d)	2	0.245333
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	0.049067
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	6,134,810.
5 Multiply line 4 by line 3	5	301,017.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,484.
7 Add lines 5 and 6	7	303,501.
8 Enter qualifying distributions from Part XII, line 4	8	349,708.

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)

1 a 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 instrs)			
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	2,484.
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	2,484.
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	2,484.
6 Credits/Payments:			
a 2015 estimated tax pmts and 2014 overpayment credited to 2015	6a	4,747.	
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	4,747.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,263.	
11 Enter the amount of line 10 to be Credited to 2016 estimated tax	11	2,263.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>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</i>		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? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a 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?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		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? <i>If 'Yes,' complete Part II, col. (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) CT		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>Anne M. Piedade, Esq.</u> Telephone no <u>(203) 661-1100</u> Located at <u>c/o S&G 9 Greenwich Office Park Greenwich CT</u> ZIP + 4 <u>06831</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year <u>N/A</u>	15		N/A
16	At any time during calendar year 2015, 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 FinCEN Form 114. If 'Yes,' enter the name of the foreign country <u></u>	16		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
1 a 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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input 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 <u></u>	1 b	X
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 2015?	1 c	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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.)	2 b	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 <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a 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 2015 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 2015.)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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 2015?	4 b	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 4945(d)(4)(A)? (see instructions)

☐ 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)?

5b N/A

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 (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 7		0.	0.	0.

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

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

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

0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

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

Part IX-A Summary of Direct Charitable Activities

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

1	<u>N/A</u>	
2		
3		
4		

Part IX-B Summary of Program-Related Investments (see instructions)

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

1	N/A	
2		
All other program-related investments See instructions		
3		
Total. Add lines 1 through 3		0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
a Average monthly fair market value of securities	1 a	5,993,323.
b Average of monthly cash balances	1 b	234,910.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	6,228,233.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	6,228,233.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	93,423.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,134,810.
6 Minimum investment return. Enter 5% of line 5	6	306,741.

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	306,741.
2a Tax on investment income for 2015 from Part VI, line 5	2 a	2,484.
b Income tax for 2015 (This does not include the tax from Part VI.)	2 b	
c Add lines 2a and 2b	2 c	2,484.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	304,257.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	304,257.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	304,257.

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	1 a	349,708.
b Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	349,708.
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 (see instructions)	5	2,484.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	347,224.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				304,257.
2 Undistributed income, if any, as of the end of 2015:				
a Enter amount for 2014 only			0.	
b Total for prior years: 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				13,617.
e From 2014				36,995.
f Total of lines 3a through e	50,612.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 349,708.				
a Applied to 2014, 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 2015 distributable amount				304,257.
e Remaining amount distributed out of corpus	45,451.			
5 Excess distributions carryover applied to 2015 (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	96,063.			
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 2014. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required — see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	96,063.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				13,617.
d Excess from 2014				36,995.
e Excess from 2015				45,451.

BAA

Form 990-PF (2015)

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 2015, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
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))

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

See Statement 8

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

See Statement for Line 2a

c Any submission deadlines.

See Statement for Line 2a

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

See Statement for Line 2a

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a</i> Paid during the year				
Per attached Schedule B-3	none	Public	various	346,000.
various				
various				
Total			3 a	346,000.
<i>b</i> Approved for future payment				
Total			3 b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
- - - - -	- - - - -	- - - - -	- - - - -	- - - - -
		14	24.	
		14	229,101.	
		18	43,621.	
			272,746.	
			13	272,746.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Schedule B-3

DISTRIBUTIONS

	<u>Inventory Value</u>	<u>Distribution Value</u>
American Red Cross 51 Main Street New Canaan, CT 06840 10/29/15 Cash	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions American Red Cross 51 Main Street New Canaan, CT 06840	<u>\$1,000.00</u> =====	<u>\$1,000.00</u> =====
Avon Old Farms School Alumni Office Avon, CT 06001 10/02/15 Cash Donald Pierpont Headmaster's Chair	<u>\$2,000.00</u>	<u>\$2,000.00</u>
10/02/15 Cash Class of 1959	<u>2,000.00</u>	<u>2,000.00</u>
Total Distributions Avon Old Farms School Alumni Office Avon, CT 06001	<u>\$4,000.00</u> =====	<u>\$4,000.00</u> =====
Capital Trees 5111 Cary Street Road Richmond, VA 23226 08/17/16 Cash	<u>\$2,000.00</u>	<u>\$2,000.00</u>
Total Distributions Capital Trees 5111 Cary Street Road Richmond, VA 23226	<u>\$2,000.00</u> =====	<u>\$2,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Carnegie Hall Society, Inc. 881 Seventh Avenue New York, NY 10019-3210 <u>10/15/15 Cash</u>	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions Carnegie Hall Society, Inc. 881 Seventh Avenue New York, NY 10019-3210	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
Central Park Conservancy 14 East 60th Street, 8th Floor New York, NY 10021 <u>10/22/15 Cash</u>	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions Central Park Conservancy 14 East 60th Street, 8th Floor New York, NY 10021	<u>\$1,000.00</u> =====	<u>\$1,000.00</u> =====
Collegiate Schools 103 N. Moreland Road Richmond, VA 23229 <u>10/15/15 Cash</u>	<u>\$15,000.00</u>	<u>\$15,000.00</u>
Total Distributions Collegiate Schools 103 N. Moreland Road Richmond, VA 23229	<u>\$15,000.00</u> =====	<u>\$15,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Comfort Zone Camp 7201 Glen Forest Drive, Suite 301 Richmond, VA 23226		
<u>10/16/15 Cash</u>	<u>\$2,500.00</u>	<u>\$2,500.00</u>
Total Distributions		
Comfort Zone Camp 7201 Glen Forest Drive, Suite 301 Richmond, VA 23226	<u>\$2,500.00</u>	<u>\$2,500.00</u>
	=====	=====
Connecticut Challenge 1300 Post Road Fairfield, CT 06824		
<u>10/09/15 Cash</u>	<u>\$1,500.00</u>	<u>\$1,500.00</u>
Total Distributions		
Connecticut Challenge 1300 Post Road Fairfield, CT 06824	<u>\$1,500.00</u>	<u>\$1,500.00</u>
	=====	=====
Darden School Foundation P.O. Box 400894 Charlottesville, VA 22907-3015		
<u>11/05/15 Cash</u>	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions		
Darden School Foundation P.O. Box 400894 Charlottesville, VA 22907-3015	<u>\$1,000.00</u>	<u>\$1,000.00</u>
	=====	=====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Duke University c/o Alumni & Development Records Box 90581 Durham, NC 27708		
<u>10/19/15 Cash</u> Art & Sciences	<u>\$2,000.00</u>	<u>\$2,000.00</u>
Total Distributions Duke University c/o Alumni & Development Records Box 90581 Durham, NC 27708	<u>\$2,000.00</u> =====	<u>\$2,000.00</u> =====
Elk Hill P.O. Box 99 Goochland, VA 23063		
<u>10/28/15 Cash</u>	<u>\$3,500.00</u>	<u>\$3,500.00</u>
Total Distributions Elk Hill P.O. Box 99 Goochland, VA 23063	<u>\$3,500.00</u> =====	<u>\$3,500.00</u> =====
The Episcopal School 35 East 69th Street New York, NY 10021		
<u>10/20/15 Cash</u> Annual Fund	<u>\$2,000.00</u>	<u>\$2,000.00</u>
Total Distributions The Episcopal School 35 East 69th Street New York, NY 10021	<u>\$2,000.00</u> =====	<u>\$2,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Fairfield County Community Foundation c/o The Patterson Club 1118 Cross Highway Fairfield, CT 06824		
10/21/15 Cash		
Patterson Club Schoarship Fund	\$2,500.00	\$2,500.00
Total Distributions		
Fairfield County Community Foundation c/o The Patterson Club 1118 Cross Highway Fairfield, CT 06824	\$2,500.00 =====	\$2,500.00 =====
Family Service of the Piedmont 902 Bonner Drive Jamestown, NC 27282		
11/09/15 Cash	\$1,000.00	\$1,000.00
Total Distributions		
Family Service of the Piedmont 902 Bonner Drive Jamestown, NC 27282	\$1,000.00 =====	\$1,000.00 =====
Fessenden School 250 Waltham Street West Newton, MA 02465		
10/23/15 Cash		
Lacrosse Field	\$15,000.00	\$15,000.00
10/23/15 Cash		
Class of 2002	<u>2,000.00</u>	<u>2,000.00</u>
Total Distributions		
Fessenden School 250 Waltham Street West Newton, MA 02465	\$17,000.00 =====	\$17,000.00 =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Friends of CalPerformances University of California - Berkeley 101 Zellerbach Hall #4800 Berkeley, CA 94720-4800		
<u>10/21/15 Cash</u>	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions		
Friends of CalPerformances University of California - Berkeley 101 Zellerbach Hall #4800 Berkeley, CA 94720-4800		
	<u>\$1,000.00</u>	<u>\$1,000.00</u>
	=====	=====
Gettysburg College 300 North Washington Street Gettysburg, PA 17325		
<u>10/14/15 Cash</u>		
Class of 2003	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions		
Gettysburg College 300 North Washington Street Gettysburg, PA 17325		
	<u>\$1,000.00</u>	<u>\$1,000.00</u>
	=====	=====
Girl Scouts of Eastern Massachusetts 95 Berkeley Street Boston, MA 02116		
<u>10/01/15 Cash</u>	<u>\$3,000.00</u>	<u>\$3,000.00</u>
Total Distributions		
Girl Scouts of Eastern Massachusetts 95 Berkeley Street Boston, MA 02116		
	<u>\$3,000.00</u>	<u>\$3,000.00</u>
	=====	=====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Golf Fights Cancer 300 Arnold Palmer Blvd Norton, MA 02461 <u>10/09/15 Cash</u>	<u>\$10,000.00</u>	<u>\$10,000.00</u>
Total Distributions Golf Fights Cancer 300 Arnold Palmer Blvd Norton, MA 02461	<u>\$10,000.00</u> =====	<u>\$10,000.00</u> =====
 Greensboro Children's Museum 220 N. Church Street Greensboro, NC 27401 <u>11/03/15 Cash</u>	 <u>\$1,000.00</u>	 <u>\$1,000.00</u>
Total Distributions Greensboro Children's Museum 220 N. Church Street Greensboro, NC 27401	<u>\$1,000.00</u> =====	<u>\$1,000.00</u> =====
 Greensboro Day School 5401 Lawndale Drive Greensboro, NC 27455 <u>11/05/15 Cash</u>	 <u>\$1,000.00</u>	 <u>\$1,000.00</u>
Total Distributions Greensboro Day School 5401 Lawndale Drive Greensboro, NC 27455	<u>\$1,000.00</u> =====	<u>\$1,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Greensboro Science Center 4301 Lawndale Drive Greensboro, NC 27455		
<u>11/25/15 Cash</u>	<u>\$2,000.00</u>	<u>\$2,000.00</u>
Total Distributions Greensboro Science Center 4301 Lawndale Drive Greensboro, NC 27455	<u>\$2,000.00</u> =====	<u>\$2,000.00</u> =====
 GROW Associates, Inc. 101 Wales Avenue Avon, MA 02322		
<u>10/13/15 Cash</u>	<u>\$3,000.00</u>	<u>\$3,000.00</u>
Total Distributions GROW Associates, Inc. 101 Wales Avenue Avon, MA 02322	<u>\$3,000.00</u> =====	<u>\$3,000.00</u> =====
 Henrico CASA 3001 Hungary Spring Road, Suite A Henrico, VA 23228		
<u>11/02/15 Cash</u>	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions Henrico CASA 3001 Hungary Spring Road, Suite A Henrico, VA 23228	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Holy Trinity Episcopal Church 607 N. Greene Street Greensboro, NC 27401		
<u>11/03/15 Cash</u>	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions		
Holy Trinity Episcopal Church 607 N. Greene Street Greensboro, NC 27401	<u>\$1,000.00</u>	<u>\$1,000.00</u>
	=====	=====
 Hope Water Project 1825 E. Square Lake Road Troy, MI 48085		
<u>10/19/15 Cash</u>		
Hope Project International	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions		
Hope Water Project 1825 E. Square Lake Road Troy, MI 48085	<u>\$1,000.00</u>	<u>\$1,000.00</u>
	=====	=====
 Hospital for Special Surgery 535 East 70th Street New York, NY 10021		
<u>10/26/15 Cash</u>	<u>\$2,000.00</u>	<u>\$2,000.00</u>
Total Distributions		
Hospital for Special Surgery 535 East 70th Street New York, NY 10021	<u>\$2,000.00</u>	<u>\$2,000.00</u>
	=====	=====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Jacob's Ladder P.O. Box 555 Urbanna, VA 23175 <u>10/15/15 Cash</u>	<u>\$3,000.00</u>	<u>\$3,000.00</u>
Total Distributions Jacob's Ladder P.O. Box 555 Urbanna, VA 23175	<u>\$3,000.00</u> =====	<u>\$3,000.00</u> =====
Marion Institute c/o BMN 202 Spring Street Marion, MA 02738 <u>10/20/15 Cash</u>		
The Corny Fund	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions Marion Institute c/o BMN 202 Spring Street Marion, MA 02738	<u>\$1,000.00</u> =====	<u>\$1,000.00</u> =====
Massachusetts Golf Association, Inc. 300 Arnold Palmer Blvd Norton, MA 02766 <u>10/05/15 Cash</u>		
First Tee	<u>\$5,000.00</u>	<u>\$5,000.00</u>
10/05/15 Cash	<u>5,000.00</u>	<u>5,000.00</u>
Total Distributions Massachusetts Golf Association, Inc. 300 Arnold Palmer Blvd Norton, MA 02766	<u>\$10,000.00</u> =====	<u>\$10,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
McIntire School Foundation Virginia University P.O. Box 400173 Charlottesville, VA 22904-4173		
11/03/15 Cash	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions		
McIntire School Foundation Virginia University P.O. Box 400173 Charlottesville, VA 22904-4173	<u>\$1,000.00</u>	<u>\$1,000.00</u>
	=====	=====
Memorial Sloan Kettering 1275 York Avenue New York, NY 10021		
10/13/15 Cash		
Sharon Chaikin Memorial Fund	\$1,000.00	\$1,000.00
10/26/15 Cash	<u>3,000.00</u>	<u>3,000.00</u>
Total Distributions		
Memorial Sloan Kettering 1275 York Avenue New York, NY 10021	<u>\$4,000.00</u>	<u>\$4,000.00</u>
	=====	=====
Metropolitan Opera Association Lincoln Center New York, NY 10023		
10/14/15 Cash	<u>\$30,000.00</u>	<u>\$30,000.00</u>
Total Distributions		
Metropolitan Opera Association Lincoln Center New York, NY 10023	<u>\$30,000.00</u>	<u>\$30,000.00</u>
	=====	=====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Miss Porter's School 50 Main Street Farmington, CT 06032 10/15/15 Cash	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions Miss Porter's School 50 Main Street Farmington, CT 06032	<u>\$1,000.00</u> =====	<u>\$1,000.00</u> =====
 New Canaan Library 151 Main Street New Canaan, CT 06840 10/14/15 Cash	 <u>\$1,000.00</u>	 <u>\$1,000.00</u>
Total Distributions New Canaan Library 151 Main Street New Canaan, CT 06840	 <u>\$1,000.00</u> =====	 <u>\$1,000.00</u> =====
 New Canaan Volunteer Fire Dept. 60 Main Street New Canaan, CT 06840 12/14/15 Cash	 <u>\$3,000.00</u>	 <u>\$3,000.00</u>
Total Distributions New Canaan Volunteer Fire Dept. 60 Main Street New Canaan, CT 06840	 <u>\$3,000.00</u> =====	 <u>\$3,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
<u>The New York Botanical Gardens Bronx, NY 10458-5126</u>		
10/20/15 Cash	<u>\$2,000.00</u>	<u>\$2,000.00</u>
Total Distributions		
The New York Botanical Gardens Bronx, NY 10458-5126	<u>\$2,000.00</u> =====	<u>\$2,000.00</u> =====
<u>Nightingale School 20 East 92nd Street New York, NY 10128</u>		
10/19/15 Cash		
Class of 1999	<u>\$2,000.00</u>	<u>\$2,000.00</u>
Total Distributions		
Nightingale School 20 East 92nd Street New York, NY 10128	<u>\$2,000.00</u> =====	<u>\$2,000.00</u> =====
<u>Northeast Accessible Golf Association P.O. Box 81246 Wellesley Hills, MA 02481</u>		
10/02/15 Cash	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions		
Northeast Accessible Golf Association P.O. Box 81246 Wellesley Hills, MA 02481	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Open Paths Counseling Center 12655 W Washington Blvd., Suite 101 Los Angeles, CA 90066		
<u>10/15/15 Cash</u>	<u>\$2,500.00</u>	<u>\$2,500.00</u>
Total Distributions		
Open Paths Counseling Center 12655 W Washington Blvd., Suite 101 Los Angeles, CA 90066	<u>\$2,500.00</u>	<u>\$2,500.00</u>
	=====	=====
Quimet Scholarship Fund, Inc. 300 Arnold Palmer Blvd Norton, MA 02766		
<u>10/05/15 Cash</u>		
Priscilla D. Ramsey Scholarship Fund	\$10,000.00	\$10,000.00
10/05/15 Cash		
Dennett Goodrich Edowed	<u>15,000.00</u>	<u>15,000.00</u>
Total Distributions		
Quimet Scholarship Fund, Inc. 300 Arnold Palmer Blvd Norton, MA 02766	<u>\$25,000.00</u>	<u>\$25,000.00</u>
	=====	=====
Parkinson's Disease Foundation 1359 Broadway, Suite 1509 New York, NY 10018		
<u>10/19/15 Cash</u>	<u>\$3,000.00</u>	<u>\$3,000.00</u>
Total Distributions		
Parkinson's Disease Foundation 1359 Broadway, Suite 1509 New York, NY 10018	<u>\$3,000.00</u>	<u>\$3,000.00</u>
	=====	=====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
The Penn Fund - University of PA 501 Franklin Bldg, 3451 Walnut Street Philadelphia, PA 19104-6285		
<u>10/15/15 Cash</u>	<u>\$2,000.00</u>	<u>\$2,000.00</u>
Total Distributions		
The Penn Fund - University of PA 501 Franklin Bldg, 3451 Walnut Street Philadelphia, PA 19104-6285	<u>\$2,000.00</u> =====	<u>\$2,000.00</u> =====
Philharmonic-Symphony Society of NY 10 Lincoln Center Plaza New York, NY 10023-6970		
<u>10/15/15 Cash</u>	<u>\$6,000.00</u>	<u>\$6,000.00</u>
Total Distributions		
Philharmonic-Symphony Society of NY 10 Lincoln Center Plaza New York, NY 10023-6970	<u>\$6,000.00</u> =====	<u>\$6,000.00</u> =====
Pomfret School P.O. Box 128 Pomfret, CT 06258-0128		
<u>10/14/15 Cash</u>		
Class of 2005	<u>\$3,000.00</u>	<u>\$3,000.00</u>
Total Distributions		
Pomfret School P.O. Box 128 Pomfret, CT 06258-0128	<u>\$3,000.00</u> =====	<u>\$3,000.00</u> =====
Rockport Music 37 Main Street Rockport, MA 01966		
<u>10/20/15 Cash</u>	<u>\$5,000.00</u>	<u>\$5,000.00</u>

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Rockport Music 87 Main Street Rockport, MA 01966 (Cont'd)		
11/10/15 Cash	<u>\$25,000.00</u>	<u>\$25,000.00</u>
Total Distributions		
Rockport Music 87 Main Street Rockport, MA 01966	<u>\$30,000.00</u> =====	<u>\$30,000.00</u> =====
SEAL-NSW Family Foundation 300 Carlsbad Village Drive Suite 108A-361 Carlsbad, CA 92008		
10/20/15 Cash	<u>\$2,000.00</u>	<u>\$2,000.00</u>
Total Distributions		
SEAL-NSW Family Foundation 300 Carlsbad Village Drive Suite 108A-361 Carlsbad, CA 92008	<u>\$2,000.00</u> =====	<u>\$2,000.00</u> =====
Schools of Sacred Heart San Francisco 2222 Broadway San Francisco, CA 94115		
10/19/15 Cash		
Russell R. Miller Endowed Scholarship	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions		
Schools of Sacred Heart San Francisco 2222 Broadway San Francisco, CA 94115	<u>\$1,000.00</u> =====	<u>\$1,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Society of the Four Arts 2 Four Arts Plaza Palm Beach, FL 33480 <u>10/15/15 Cash</u>	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions Society of the Four Arts 2 Four Arts Plaza Palm Beach, FL 33480	<u>\$1,000.00</u> =====	<u>\$1,000.00</u> =====
The Spence School 22 East 91st Street New York, NY 10128 <u>10/19/15 Cash</u> Annual Fund	<u>\$2,000.00</u>	<u>\$2,000.00</u>
Total Distributions The Spence School 22 East 91st Street New York, NY 10128	<u>\$2,000.00</u> =====	<u>\$2,000.00</u> =====
St. Bernard's School 4 East 98th Street New York, NYn 10029 <u>10/22/15 Cash</u> Class of 1998 & Class of 2000	<u>\$2,000.00</u>	<u>\$2,000.00</u>
Total Distributions St. Bernard's School 4 East 98th Street New York, NYn 10029	<u>\$2,000.00</u> =====	<u>\$2,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
St. Lawrence University 23 Romoda Drive Canton, NY 13617-1475		
10/13/15 Cash	<u>\$2,500.00</u>	<u>\$2,500.00</u>
Total Distributions		
St. Lawrence University 23 Romoda Drive Canton, NY 13617-1475	<u>\$2,500.00</u>	<u>\$2,500.00</u>
	=====	=====
St. Mark's Episcopal Church 111 Oenoke Ridge Road New Canaan, CT 06840		
10/19/15 Cash	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions		
St. Mark's Episcopal Church 111 Oenoke Ridge Road New Canaan, CT 06840	<u>\$5,000.00</u>	<u>\$5,000.00</u>
	=====	=====
St. Mark's School P.O. Box 9105 Southborough, MA 01772-9105		
10/15/15 Cash		
Annual Fund	\$5,000.00	\$5,000.00
10/15/15 Cash		
Annual Fund	<u>1,000.00</u>	<u>1,000.00</u>
Total Distributions		
St. Mark's School P.O. Box 9105 Southborough, MA 01772-9105	<u>\$6,000.00</u>	<u>\$6,000.00</u>
	=====	=====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
St. Paul's School 325 Pleasant Street Concord, NH 03301-2591 10/15/15 Cash Class of 1992	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions St. Paul's School 325 Pleasant Street Concord, NH 03301-2591	<u>\$1,000.00</u> =====	<u>\$1,000.00</u> =====
Stepping Stones Museum for Children Mathews Park, 303 West Avenue Norwalk, CT 06850 10/09/15 Cash	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions Stepping Stones Museum for Children Mathews Park, 303 West Avenue Norwalk, CT 06850	<u>\$1,000.00</u> =====	<u>\$1,000.00</u> =====
Stoughton Association for Exeptional Citizens P.O. Box 153 Stoughton, MA 02072 11/12/15 Cash	<u>\$2,000.00</u>	<u>\$2,000.00</u>
Total Distributions Stoughton Association for Exeptional Citizens P.O. Box 153 Stoughton, MA 02072	<u>\$2,000.00</u> =====	<u>\$2,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Stratford Hall (Robert E. Memorial Association) 483 Great House Road Stratford, VA 22558		
<u>11/04/15 Cash</u>	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions		
Stratford Hall (Robert E. Memorial Association) 483 Great House Road Stratford, VA 22558	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
Sweetbrier College Box G Sweetbrier, VA 24595-9988		
<u>10/08/15 Cash</u>	<u>\$10,000.00</u>	<u>\$10,000.00</u>
Saving Sweet Briar		
Total Distributions		
Sweetbrier College Box G Sweetbrier, VA 24595-9988	<u>\$10,000.00</u> =====	<u>\$10,000.00</u> =====
Trustees of Tufts University 200 Westboro Road North Grafton, MA 01536		
<u>10/05/15 Cash</u>	<u>\$10,000.00</u>	<u>\$10,000.00</u>
Total Distributions		
Trustees of Tufts University 200 Westboro Road North Grafton, MA 01536	<u>\$10,000.00</u> =====	<u>\$10,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
University of Denver 190 South High Street, Room 109 Denver, CO 80208		
10/21/15 Cash	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions		
University of Denver 190 South High Street, Room 109 Denver, CO 80208	<u>\$1,000.00</u> =====	<u>\$1,000.00</u> =====
University of Denver 2050 E. Evans Avenue, Suite 046 Denver, CO 80208		
10/21/15 Cash		
Class of 2006	<u>\$3,000.00</u>	<u>\$3,000.00</u>
Total Distributions		
University of Denver 2050 E. Evans Avenue, Suite 046 Denver, CO 80208	<u>\$3,000.00</u> =====	<u>\$3,000.00</u> =====
University of Pennsylvania 601 Franklin Bldg, 3451 Walnut Street Philadelphia, PA 19104-6285		
10/06/15 Cash		
Class of 1963	<u>\$3,000.00</u>	<u>\$3,000.00</u>
Total Distributions		
University of Pennsylvania 601 Franklin Bldg, 3451 Walnut Street Philadelphia, PA 19104-6285	<u>\$3,000.00</u> =====	<u>\$3,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
VCUarts Pollak Buldg 201, 325 N. Harrison Richmond, VA 23284		
10/08/15 Cash		
ICA Campaign	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions		
VCUarts Pollak Buldg 201, 325 N. Harrison Richmond, VA 23284	<u>\$5,000.00</u>	<u>\$5,000.00</u>
	=====	=====
Virginia Center for the Creative Arts 154 San Angelo Drive Amherst, VA 24521		
10/08/15 Cash	<u>\$10,000.00</u>	<u>\$10,000.00</u>
Total Distributions		
Virginia Center for the Creative Arts 154 San Angelo Drive Amherst, VA 24521	<u>\$10,000.00</u>	<u>\$10,000.00</u>
	=====	=====
Virginia Engineering Foundation P.O. Box 400256 Charlottesville, VA 22904-4256		
10/13/15 Cash	<u>\$2,500.00</u>	<u>\$2,500.00</u>
Total Distributions		
Virginia Engineering Foundation P.O. Box 400256 Charlottesville, VA 22904-4256	<u>\$2,500.00</u>	<u>\$2,500.00</u>
	=====	=====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Virginia FIRST 1995 Sheppardtown Road Crozier, VA 23039		
10/09/15 Cash	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions		
Virginia FIRST 1995 Sheppardtown Road Crozier, VA 23039	<u>\$5,000.00</u>	<u>\$5,000.00</u>
	=====	=====
 Virginia Museum of Fine Arts 200 N. Boulevard Richmond, VA 23220-4007		
10/07/15 Cash		
ARTshare Pledge w/Parsons Foundation	<u>\$9,500.00</u>	<u>\$9,500.00</u>
Total Distributions		
Virginia Museum of Fine Arts 200 N. Boulevard Richmond, VA 23220-4007	<u>\$9,500.00</u>	<u>\$9,500.00</u>
	=====	=====
 Wakeman Boys & Girls Club Smilow-Burroughs Clubhouse 244 Fairfield Avenue Bridgeport, CT 06605		
10/15/15 Cash	<u>\$1,500.00</u>	<u>\$1,500.00</u>
Total Distributions		
Wakeman Boys & Girls Club Smilow-Burroughs Clubhouse 244 Fairfield Avenue Bridgeport, CT 06605	<u>\$1,500.00</u>	<u>\$1,500.00</u>
	=====	=====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Walsh Park Benevolent Corporation P.O. Box 684 Fishers Island, NY 06390		
<u>10/21/15 Cash</u>	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions		
Walsh Park Benevolent Corporation P.O. Box 684 Fishers Island, NY 06390	\$5,000.00 =====	\$5,000.00 =====
 Waveney Care Center 3 Farm Road New Canaan, CT 06840		
<u>10/22/15 Cash</u>	<u>\$2,000.00</u>	<u>\$2,000.00</u>
Total Distributions		
Waveney Care Center 3 Farm Road New Canaan, CT 06840	\$2,000.00 =====	\$2,000.00 =====
 WGBH Educational Foundation The Ralph Lowell Society 125 Western Avenue, Boston, MA 02134		
<u>12/23/15 Cash</u>	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions		
WGBH Educational Foundation The Ralph Lowell Society 125 Western Avenue, Boston, MA 02134	\$5,000.00 =====	\$5,000.00 =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Wildlife Conservation Society 2300 Southern Boulevard Bronx, NY 10460		
<u>10/16/15 Cash</u>	<u>\$2,000.00</u>	<u>\$2,000.00</u>
Total Distributions		
Wildlife Conservation Society 2300 Southern Boulevard Bronx, NY 10460	<u>\$2,000.00</u>	<u>\$2,000.00</u>
	=====	=====
Woodberry Forest School 402 Woodberry Station Woodberry Forest, VA 22989		
<u>10/13/15 Cash</u>		
Class of 2003 & Class of 1997	<u>\$4,500.00</u>	<u>\$4,500.00</u>
Total Distributions		
Woodberry Forest School 402 Woodberry Station Woodberry Forest, VA 22989	<u>\$4,500.00</u>	<u>\$4,500.00</u>
	=====	=====
World Pediatric Project (aka International Children's Hospital) 7201 Glen Forest Drive Richmond, VA 23226		
<u>10/06/15 Cash</u>	<u>\$10,000.00</u>	<u>\$10,000.00</u>
Total Distributions		
World Pediatric Project (aka International Children's Hospital) 7201 Glen Forest Drive Richmond, VA 23226	<u>\$10,000.00</u>	<u>\$10,000.00</u>
	=====	=====
TOTAL SCHEDULE B-3	<u>\$346,000.00</u>	<u>\$346,000.00</u>
	=====	=====

Client DENNETT

Marie G. Dennett Foundation, Inc.

06-1060970

11/29/16

11.10AM

Statement 1
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Fogarty Cohen Selby & Nemiroff LLC	\$ 7,639.	\$ 5,347.		\$ 2,292.
Total	<u>\$ 7,639.</u>	<u>\$ 5,347.</u>	<u>\$ 0.</u>	<u>\$ 2,292.</u>

Statement 2
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Moors & Cabot - management fee	\$ 18,793.	\$ 18,793.		
Total	<u>\$ 18,793.</u>	<u>\$ 18,793.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 3
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FCS&N - disbursements	\$ 187.	\$ 187.		
Hagendoorn & Edmond - D&O Insurance	1,416.			\$ 1,416.
Harland Clarke - check fee	18.			
Moors&Cabot Express Delivery fee	8.			
Total	<u>\$ 1,629.</u>	<u>\$ 187.</u>	<u>\$ 0.</u>	<u>\$ 1,416.</u>

Statement 4
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
7,000 shs AT&T Inc.	Cost	\$ 64,717.	\$ 286,160.
1,500 shs Exxon Mobil Corp.	Cost	4,251.	130,710.
5,000 shs Royal Dutch Shell PLC	Cost	138,719.	244,500.
4,000 shs Camden PPTY TR	Cost	111,359.	351,080.
2,000 shs United Parce Svc Inc Cl B	Cost	128,228.	218,440.
5,500 shs Consolidated Edison Inc.	Cost	33,165.	413,875.
3,500 shs Dominion Res Inc VA New	Cost	69,276.	259,560.
3,500 shs Duke Energy Corp.	Cost	144,654.	278,810.
4,000 shs Verizon Communications Inc.	Cost	70,875.	209,320.
7,000 shs General Electric Co.	Cost	196,612.	218,680.
5,000 shs Dow Chemical Co.	Cost	171,799.	268,200.

Client DENNETT

Marie G. Dennett Foundation, Inc.

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Statement 4 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
3,500 shs Procter & Gamble Co.	Cost	\$ 207,879.	\$ 305,585.
8,000 shs Spectra Energy Corp.	Cost	158,631.	284,960.
4,000 shares MetLife Inc.	Cost	207,155.	173,600.
4,000 shs Nextera Energy Inc.	Cost	72,926.	483,760.
2,500 shs Kinder Morgan Inc. Del	Cost	98,456.	54,625.
10,000 sh Hilton Worldwide Holdings Inc.	Cost	280,615.	238,700.
2,500 shs Williams Cos Inc	Cost	95,121.	69,850.
4,500 Shs Abbott Laboratories	Cost	180,612.	189,090.
8,500 shs Intel Corp.	Cost	230,521.	305,065.
5,000 shs Pfizer Inc.	Cost	150,217.	174,000.
6,000 shs STAG Industrial Inc.	Cost	142,151.	148,980.
2,500 shs Honeywell International	Cost	289,724.	291,775.
1,000 shs JPMorgan Chase & Co	Cost	65,518.	67,500.
2,500 shs Kraft Foods Group Inc	Cost	195,723.	223,725.
3,000 shs Las Vegas Sands Corp.	Cost	150,947.	150,630.
8,000 shs Weyerhaeuser	Cost	144,408.	254,800.
	Total	\$ 3,804,259.	\$ 6,295,980.

Statement 5
Form 990-PF, Part II, Line 22
Other Liabilities

Rounding	3.
Total	\$ 3.

Statement 6
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	2,000 Dow Chemical	Purchased		12/09/2015
2	4,000 Mondelez International	Purchased		4/08/2016
3	4,000 Plum Creek Timber Inc.	Purchased		11/10/2015
4	1,000 Verizon Communications Inc.	Purchased		8/11/2016
5	1,500 Bank of Nova Scotia	Purchased		9/09/2015
6	1,500 Blackstone Group LP	Purchased		7/06/2016
7	7,200 Blackstone Group LP	Purchased		8/24/2016
8	3,300 Bristol-Myers Squibb Co.	Purchased		8/08/2016
9	5,000 Dunkin' Brands Group Inc.	Purchased		10/09/2015
10	2,500 Kinder Morgan Inc. Del	Purchased		12/11/2015
11	2,000 MetLife Inc.	Purchased		6/16/2016
12	160 PJT Partners Inc.	Purchased		10/12/2015

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	112,960.		64,955.	48,005.				\$ 48,005.

Client DENNETT

Marie G. Dennett Foundation, Inc.

06-1060970

11/29/16

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Statement 6 (continued)

Form 990-PF, Part IV, Line 1

Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
2	167,693.		91,389.	76,304.				\$ 76,304.
3	186,016.		102,544.	83,472.				83,472.
4	53,865.		17,719.	36,146.				36,146.
5	68,091.		99,600.	-31,509.				-31,509.
6	34,183.		50,994.	-16,811.				-16,811.
7	201,955.		244,770.	-42,815.				-42,815.
8	205,319.		211,938.	-6,619.				-6,619.
9	210,923.		235,202.	-24,279.				-24,279.
10	40,578.		98,456.	-57,878.				-57,878.
11	83,619.		103,578.	-19,959.				-19,959.
12	3,352.		3,788.	-436.				-436.
Total								\$ 43,621.

Statement 7

Form 990-PF, Part VIII, Line 1

List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen- sation	Contri- bution to EBP & DC	Expense Account/ Other
Dennett W. Goodrich Fox Hill #475; 10 Longwood Dr. Westwood, MA 02090	President/Ttee 0	\$ 0.	\$ 0.	\$ 0.
Richard L. Ramsey 205 Hillpoint Road Richmond, VA 23233	Trustee 0	0.	0.	0.
John A. Goodrich 155 East 72nd Street New York, NY 10021	Vice Pres/Ttee 0	0.	0.	0.
Ramsey W. Goodrich 10 Wood House Road Fairfield, CT 06824	Trustee 0	0.	0.	0.
Langdon P. Cook 195 West Old Mill Road Greenwich, CT 06830	Trustee 0	0.	0.	0.
Richard H. Ramsey 205 Sunset Drive Greensboro, NC 27408	Trustee 0	0.	0.	0.
Anne M. Piedade c/o S&G 9 Greenwich OfficePark Greenwich, CT 06831	Asst Sec/Ttee 0	0.	0.	0.
Total		\$ 0.	\$ 0.	\$ 0.

Client DENNETT

Marie G. Dennett Foundation, Inc.

06-1060970

11/29/16

11:10AM

Statement 8**Form 990-PF, Part XV, Line 2a-d****Application Submission Information**

Name of Grant Program: Marie G. Dennett Foundation, Inc.

Name: Att: Anne M Piedade

Care Of: Smith & Grant LLP

Street Address: 9 Greenwich Office Park

City, State, Zip Code: Greenwich, CT 06831

Telephone: 203-661-1100

E-Mail Address:

Form and Content: All grant requests should be submitted in writing and should contain details on the specific program for which a grant is being requested. A copy of the organization's exemption letter issued by the Internal Revenue Service should accompany every grant request.

Submission Deadlines: None

Restrictions on Awards: None