



EXTENDED TO MARCH 15, 2018
Return of Private Foundation
 or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No. 1545-0052

2016

Open to Public Inspection

Form **990-PF**

Department of the Treasury
 Internal Revenue Service

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.

For calendar year 2016 or tax year beginning **MAY 1, 2016**, and ending **APR 30, 2017**

Name of foundation: **WETHERSFIELD FOUNDATION, INC.**

Number and street (or P O box number if mail is not delivered to street address): **257 PUGSLEY HILL ROAD**

Room/suite: _____

City or town, state or province, country, and ZIP or foreign postal code: **AMENIA, NY 12501**

A Employer identification number: **13-6113816**

B Telephone number: **845-373-8037**

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

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): **\$ 35,334,018.** (Part I, column (d) must be on cash basis)

J Accounting method: Cash Accrual
 Other (specify) _____

Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		15,361.		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		7,952.	7,952.		STATEMENT 2
4 Dividends and interest from securities		252,013.	252,013.		STATEMENT 3
5a Gross rents		102,872.	102,872.		STATEMENT 4
b Net rental income or (loss) 74,195.					STATEMENT 5
6a Net gain or (loss) from sale of assets not on line 10		1,924,106.			STATEMENT 1
b Gross sales price for all assets on line 6a 4,027,827.					
7 Capital gain net income (from Part IV, line 2)			1,925,431.		
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		110,477.	110,446.		STATEMENT 6
12 Total. Add lines 1 through 11		2,412,781.	2,398,714.		
13 Compensation of officers, directors, trustees, etc		242,654.	0.		242,654.
14 Other employee salaries and wages		421,789.	0.		421,789.
15 Pension plans, employee benefits		212,558.	0.		212,558.
16a Legal fees STMT 7		264,944.	0.		264,944.
b Accounting fees STMT 8		155,844.	8,117.		147,727.
c Other professional fees STMT 9		138,425.	72,916.		65,509.
17 Interest					
18 Taxes STMT 10		167,047.	15,379.		151,668.
19 Depreciation and depletion		211,630.	0.		
20 Occupancy		15,000.	0.		15,000.
21 Travel, conferences, and meetings		19,281.	0.		19,281.
22 Printing and publications		3,478.	0.		3,478.
23 Other expenses STMT 11		673,773.	39,597.		626,968.
24 Total operating and administrative expenses. Add lines 13 through 23		2,526,423.	136,009.		2,171,576.
25 Contributions, gifts, grants paid		0.			0.
26 Total expenses and disbursements. Add lines 24 and 25		2,526,423.	136,009.		2,171,576.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-113,642.			
b Net investment income (if negative, enter -0-)			2,262,705.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	253,728.	156,024.	156,024.
	2 Savings and temporary cash investments	4,073,281.	1,332,325.	1,332,325.
	3 Accounts receivable ▶ 36,982.			
	Less: allowance for doubtful accounts ▶	3,750.	36,982.	36,982.
	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	200,555.	92,325.	92,325.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 15	9,797,839.	12,033,089.	12,033,089.
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis		
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other STMT 16		357,825.	137,703.	137,703.
14 Land, buildings, and equipment: basis ▶ 13,753,779.				
Less: accumulated depreciation STMT 14 ▶ 7,315,971.		6,594,168.	6,437,808.	6,437,808.
15 Other assets (describe ▶ STATEMENT 17)		11,672,762.	15,107,762.	15,107,762.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		32,953,908.	35,334,018.	35,334,018.
17 Accounts payable and accrued expenses		249,834.	178,290.	
18 Grants payable				
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable				
22 Other liabilities (describe ▶ STATEMENT 18)	701,653.	689,515.		
23 Total liabilities (add lines 17 through 22)	951,487.	867,805.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>			
	24 Unrestricted	728,370.	3,133,846.	
	25 Temporarily restricted	15,084,518.	14,876,409.	
	26 Permanently restricted	16,189,533.	16,455,958.	
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances	32,002,421.	34,466,213.		
31 Total liabilities and net assets/fund balances	32,953,908.	35,334,018.		

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	32,002,421.
2 Enter amount from Part I, line 27a	2	-113,642.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 13	3	2,586,730.
4 Add lines 1, 2, and 3	4	34,475,509.
5 Decreases not included in line 2 (itemize) ▶ PENSION BENEFIT OBLIGATION ADJUSTMENT	5	9,296.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	34,466,213.

Part IV Capital Gains and Losses for Tax on Investment Income SEE ATTACHED STATEMENT

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b			
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 4,027,827.		2,062,921.	1,925,431.

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			
b			
c			
d			
e			1,925,431.

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	1,925,431.
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))
2015	2,141,808.	13,236,622.	.161809
2014	2,367,561.	12,841,322.	.184371
2013	2,174,045.	12,070,816.	.180108
2012	2,058,260.	14,610,403.	.140876
2011	1,750,251.	15,841,406.	.110486

2 Total of line 1, column (d)	2	.777650
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	.155530
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	13,699,444.
5 Multiply line 4 by line 3	5	2,130,675.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	22,627.
7 Add lines 5 and 6	7	2,153,302.
8 Enter qualifying distributions from Part XII, line 4	8	2,171,576.

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	22,627.
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	22,627.
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	22,627.
6	Credits/Payments:		
6a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	38,690.
6b	Exempt foreign organizations - tax withheld at source	6b	
6c	Tax paid with application for extension of time to file (Form 8868)	6c	10,000.
6d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	48,690.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	26,063.
11	Enter the amount of line 10 to be: Credited to 2017 estimated tax <input checked="" type="checkbox"/> 26,063. Refunded <input checked="" type="checkbox"/> 0.	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.WETHERSFIELDGARDEN.ORG
14 The books are in care of THE FOUNDATION Telephone no. 845-373-8037 Located at 257 PUGSLEY HILL ROAD, AMENIA, NY ZIP+4 12501
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 2016, 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

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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
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
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 2016?
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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2016 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 2016)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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 2016?

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)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870.

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 19		242,654.	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
KEVIN MALLOY - C/O FDN, 257 PUGSLEY HILL ROAD, AMENIA, NY 12501	ESTATE MANAGER 40.00	62,456.	25,801.	0.

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. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
KELLEY DRYE & WARREN, LLP 101 PARK AVE, NEW YORK, NY 10178-3099	LEGAL SERVICES	235,750.
BASIC PAY LLC - 231 W 29TH ST, STE 503, NEW YORK, NY 10001-5507	FINANCE, HR AND CORPORATE ADMIN	81,168.
HIRTLE CALLAGHAN - FIVE TOWER BRIDGE, 300 BARR HARBOR DRIVE, CONSHOHOCKEN, PA 1	INVESTMENT ADVISOR	62,117.
PKF O'CONNOR DAVIES - 500 MARMARONECK AVENUE, SUITE 201, HARRISON, NY 10528	AUDIT SERVICES	51,186.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 PRESERVATION AND EXHIBITION OF THE WETHERSFIELD ESTATE, CARRIAGE HOUSE, HOUSE MUSEUM, ART AND FORMAL GARDENS OF WETHERSFIELD.	2,171,576.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	11,243,663.
b	Average of monthly cash balances	1b	2,416,638.
c	Fair market value of all other assets	1c	247,764.
d	Total (add lines 1a, b, and c)	1d	13,908,065.
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	13,908,065.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	208,621.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,699,444.
6	Minimum investment return. Enter 5% of line 5	6	684,972.

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	684,972.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	22,627.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	22,627.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	662,345.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	662,345.
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	662,345.

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	2,171,576.
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	2,171,576.
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	22,627.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,148,949.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				662,345.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013	1,367,029.			
d From 2014	1,766,111.			
e From 2015				
f Total of lines 3a through e	3,133,140.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ 2,171,576.				
a Applied to 2015, 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 2016 distributable amount				662,345.
e Remaining amount distributed out of corpus	1,509,231.			
5 Excess distributions carryover applied to 2016 (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:	4,642,371.			
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 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				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 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	4,642,371.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013	1,367,029.			
c Excess from 2014	1,766,111.			
d Excess from 2015				
e Excess from 2016	1,509,231.			

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 2016, 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				(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
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:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
NONE				
Total			▶ 3a	0.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

WETHERSFIELD FOUNDATION, INC.

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 BALLAST POINT VENTURES, L.P.	P		
b BALLAST POINT VENTURES, L.P.	P		
c SPRING MOUNTAIN PARTNERS OVERSEAS I, LTD	P		
d LYND RESIDENTIAL PROPERTIES FUND I, LP	P		
e PUBLICLY TRADED SECURITIES	P		
f SALES OF PAINTINGS	D		
g CAPITAL GAINS DIVIDENDS			
h			
i			
j			
k			
l			
m			
n			
o			

(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 47,029.			47,029.
b			0.
c			-62,889.
d			23,414.
e 578,000.		502,921.	75,079.
f 3,191,400.		1,560,000.	1,631,400.
g 211,398.			211,398.
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			47,029.
b			0.
c			-62,889.
d			23,414.
e			75,079.
f			1,631,400.
g			211,398.
h			
i			
j			
k			
l			
m			
n			
o			

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	1,925,431.
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

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

2016

Name of the organization

WETHERSFIELD FOUNDATION, INC.

Employer identification number

13-6113816

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- For an organization described in section 501(c)(3) 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), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions 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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled 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. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't 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 doesn't 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) (2016)

Name of organization WETHERSFIELD FOUNDATION, INC.	Employer identification number 13-6113816
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Part I Contributors (See instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	FARNHAM COLLINS C/O FDN, 257 PUGSLEY HILL ROAD AMENIA, NY 12501	\$ 11,700.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

WETHERSFIELD FOUNDATION, INC.

13-6113816

Part II Noncash Property (See instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____

Name of organization

Employer identification number

WETHERSFIELD FOUNDATION, INC.

13-6113816

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. 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 info 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

(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

(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

(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

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BALLAST POINT VENTURES, L.P.				PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS		
47,029.	0.	0.	0.	47,029.		

(A) DESCRIPTION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BALLAST POINT VENTURES, L.P.				PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS		
0.	1,325.	0.	0.	-1,325.		

(A) DESCRIPTION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SPRING MOUNTAIN PARTNERS OVERSEAS I, LTD				PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS		
0.	0.	0.	0.	-62,889.		

(A) DESCRIPTION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LYND RESIDENTIAL PROPERTIES FUND I, LP				PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS		
0.	0.	0.	0.	23,414.		

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES	578,000.	502,921.	0.			
				(E) DEPREC.		(F) GAIN OR LOSS
				0.	0.	75,079.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER ACQUIRED DONATED	DATE ACQUIRED	DATE SOLD
SALES OF PAINTINGS	3,191,400.	1,560,000.	0.			
				(E) DEPREC.		(F) GAIN OR LOSS
				0.	0.	1,631,400.

CAPITAL GAINS DIVIDENDS FROM PART IV						211,398.
TOTAL TO FORM 990-PF, PART I, LINE 6A						1,924,106.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BALLAST POINT VENTURES, L.P.	22.	22.	
MONEY MARKET ACCOUNTS	7,930.	7,930.	
TOTAL TO PART I, LINE 3	7,952.	7,952.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PUBLICLY TRADED SECURITIES	463,411.	211,398.	252,013.	252,013.	
TO PART I, LINE 4	463,411.	211,398.	252,013.	252,013.	

FORM 990-PF	RENTAL INCOME	STATEMENT 4
KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
LAND AND REAL PROPERTY, STANFORD NY	1	102,872.
TOTAL TO FORM 990-PF, PART I, LINE 5A		102,872.

FORM 990-PF	RENTAL EXPENSES	STATEMENT 5	
DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
REPAIRS AND MAINTENANCE		9,018.	
INSURANCE		4,280.	
PROPERTY TAXES		15,379.	
- SUBTOTAL -	1		28,677.
TOTAL RENTAL EXPENSES			28,677.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			74,195.

FORM 990-PF	OTHER INCOME	STATEMENT 6	
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OIL AND GAS ROYALTIES	40,352.	40,352.	
ROYALTY INC: PUBLICATIONS	31.	0.	
MISCELLANEOUS INCOME	1,250.	1,250.	
EVENTS AND PROGRAMS	22,022.	22,022.	
SEASON PASSES	4,125.	4,125.	
HAY AND CROP SALES	20,074.	20,074.	
T-SHIRTS AND BOOKS	342.	342.	
ADMISSION FEES	11,330.	11,330.	
TRAIL FEES	9,409.	9,409.	
MISCELLANEOUS FARM INCOME	1,277.	1,277.	
BOOKS, TAPES, AND POST CARDS	265.	265.	
TOTAL TO FORM 990-PF, PART I, LINE 11	110,477.	110,446.	

FORM 990-PF	LEGAL FEES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	264,944.	0.		264,944.
TO FM 990-PF, PG 1, LN 16A	264,944.	0.		264,944.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING AND AUDITING FINANCE & ADMINISTRATION	74,676. 81,168.	0. 8,117.		74,676. 73,051.
TO FORM 990-PF, PG 1, LN 16B	155,844.	8,117.		147,727.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	72,916.	72,916.		0.
OTHER PROFESSIONAL FEES	65,509.	0.		65,509.
TO FORM 990-PF, PG 1, LN 16C	138,425.	72,916.		65,509.

FORM 990-PF	TAXES			STATEMENT 10
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	48,690.	0.		48,690.
EXCISE TAXES - DEFERRED	12,950.	0.		12,950.
PROPERTY TAXES	56,380.	0.		56,380.
PAYROLL TAXES	33,648.	0.		33,648.
PROPERTY TAXES	15,379.	15,379.		0.
TO FORM 990-PF, PG 1, LN 18	167,047.	15,379.		151,668.

FORM 990-PF

OTHER EXPENSES

STATEMENT 11

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUTO EXPENSE	20,150.	0.		20,150.
INSURANCE	214,671.	0.		214,671.
MISCELLANEOUS EXPENSE	5,279.	0.		5,279.
EVENT EXPENSES	25,896.	25,896.		0.
SUPPLIES	47,858.	0.		47,858.
OFFICE EXPENSE	59,555.	0.		52,347.
PENSION EXPENSE	20,055.	0.		20,055.
POSTAGE AND SHIPPING	2,491.	0.		2,491.
REPAIRS AND MAINTENANCE	98,652.	0.		98,652.
UTILITIES	164,893.	0.		164,893.
BANK FEES	492.	0.		492.
FILING FEES	80.	0.		80.
BALLAST POINT VENTURES, L.P.	403.	403.		0.
REPAIRS AND MAINTENANCE	9,018.	9,018.		0.
INSURANCE	4,280.	4,280.		0.
TO FORM 990-PF, PG 1, LN 23	673,773.	39,597.		626,968.

FOOTNOTES

STATEMENT 12

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES		STATEMENT 13
DESCRIPTION		AMOUNT
UNREALIZED GAIN/(LOSS) ON INVESTMENTS		760,305.
COLLECTIONS - PRIOR PERIOD ADJUSTMENT		1,826,425.
TOTAL TO FORM 990-PF, PART III, LINE 3		2,586,730.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT		STATEMENT 14		
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
LAND	4,598,453.	0.	4,598,453.	4,598,453.
BUILDING AND IMPROVEMENTS	8,068,517.	6,306,177.	1,762,340.	1,762,340.
EQUIPMENT AND VEHICLES	823,388.	749,774.	73,614.	73,614.
FURNITURE AND FIXTURES	263,421.	260,020.	3,401.	3,401.
TO 990-PF, PART II, LN 14	13,753,779.	7,315,971.	6,437,808.	6,437,808.

FORM 990-PF

CORPORATE STOCK

STATEMENT 15

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
HC CAPITAL TRUST-FIXED INCOME OPPORTUNITY (HCFOX) 106,759.205 SHARES	839,775.	839,775.
HC CAPITAL TRUST-US MORTGAGE/ASSET BACKED FI (HCASX) 36,054.986 SHARES	385,231.	385,231.
HC CAPITAL TRUST-US CORPORATE FIXED INCOME (HCXSX) 45,169.111 SHARES	501,391.	501,391.
HC CAPITAL TRUST-US GOVERNMENT FIXED INCOME (HCUSX) 38,713.149 SHARES	425,104.	425,104.
HC CAPITAL TRUST-INFLATION PROTECTED (HCPBX) 64,516.681 SHARES	714,870.	714,870.
HC CAPITAL TRUST-INSTITUTIONAL VALUE EQUITY (HCIVX) 76,451.225 SHARES	1,258,657.	1,258,657.
HC CAPITAL TRUST-INSTITUTIONAL GROWTH EQUITY (HCIGX) 89,058.021 SHARES	1,751,353.	1,751,353.
HC CAPITAL TRUST-INSTITUTIONAL SMALL CAPITALIZATION (HCSCX)10,914.179 SHARES	204,961.	204,961.
HC CAPITAL TRUST-EMERGING MARKETS (HCEMX) 79,453.003 SHARES	1,558,402.	1,558,402.
HC CAPITAL TRUST-INSTITUTIONAL INTERNATIONAL (HCINX) 277,289.915 SHARES	3,594,615.	3,594,615.
HC CAPITAL TRUST-COMMODITY RELATED SECURITIES (HCCSX) 117,596.203 SHARES	647,561.	647,561.
HC CAPITAL TRUST-REAL ESTATE SECURITIES (HCREX) 42,701.616 SHARES	151,169.	151,169.
TOTAL TO FORM 990-PF, PART II, LINE 10B	12,033,089.	12,033,089.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 16

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BALLAST POINT VENTURES, L.P.	FMV	120,768.	120,768.
GAS AND OIL LEASES	COST	16,935.	16,935.
TOTAL TO FORM 990-PF, PART II, LINE 13		137,703.	137,703.

FORM 990-PF	OTHER ASSETS		STATEMENT 17
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PAINTINGS AND SCULPTURES	10,154,885.	10,061,350.	10,061,350.
ANTIQUE FURNITURE	1,085,130.	1,465,075.	1,465,075.
CARRIAGE COLLECTION	348,900.	345,900.	345,900.
BOOKS AND PUBLICATIONS	16,985.	0.	0.
CASH SURRENDER VALUE OF LIFE	53,564.	2,803.	2,803.
DUE FROM WETHERSFIELD INSTITUTE	10,950.	10,245.	10,245.
INVESTMENT INTEREST RECEIVABLE	2,348.	2,555.	2,555.
DUE FROM AUCTION SALES	0.	3,191,400.	3,191,400.
DUE FROM FOW	0.	5,020.	5,020.
DUE FROM LYND RESIDENTIAL	0.	23,414.	23,414.
TOTAL TO FORM 990-PF, PART II, LINE 15	11,672,762.	15,107,762.	15,107,762.

FORM 990-PF	OTHER LIABILITIES		STATEMENT 18
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
SECURITY DEPOSITS PAYABLE	7,300.	7,300.	
PENSION BENEFIT OBLIGATION	688,653.	663,565.	
DEFERRED FEDERAL EXCISE TAX	5,700.	18,650.	
TOTAL TO FORM 990-PF, PART II, LINE 22	701,653.	689,515.	

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 19

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
REV. JOSEPH KOTERSKI C/O FDN, 257 PUGSLEY HILL ROAD AMENIA, NY 12501	CHAIRMAN 3.00	0.	0.	0.
THOMAS J. VITIELLO C/O FDN, 257 PUGSLEY HILL ROAD AMENIA, NY 12501	BOARD SECRETARY AND TREASURER 3.00	0.	0.	0.
DR. MARK C. HENRIE C/O FDN, 257 PUGSLEY HILL ROAD AMENIA, NY 12501	TRUSTEE 3.00	0.	0.	0.
THEODORA SHAFER C/O FDN, 257 PUGSLEY HILL ROAD AMENIA, NY 12501	TRUSTEE 3.00	0.	0.	0.
PETER BUDNIK C/O FDN, 257 PUGSLEY HILL ROAD AMENIA, NY 12501	TRUSTEE 3.00	0.	0.	0.
GERALD RUSSELLO C/O FDN, 257 PUGSLEY HILL ROAD AMENIA, NY 12501	TRUSTEE 3.00	0.	0.	0.
DR. MARIE NOELLE LANGAN C/O FDN, 257 PUGSLEY HILL ROAD AMENIA, NY 12501	TRUSTEE 3.00	0.	0.	0.
MARGARET M. LYONS C/O FDN, 257 PUGSLEY HILL ROAD AMENIA, NY 12501	TRUSTEE 3.00	0.	0.	0.
GEORGE T. WHALEN III C/O FDN, 257 PUGSLEY HILL ROAD AMENIA, NY 12501	TRUSTEE 3.00	0.	0.	0.
REV. GEORGE W. RUTLER C/O FDN, 257 PUGSLEY HILL ROAD AMENIA, NY 12501	TRUSTEE 3.00	0.	0.	0.

WETHERSFIELD FOUNDATION, INC.

13-6113816

FARNHAM F. COLLINS
C/O FDN, 257 PUGSLEY HILL ROAD
AMENIA, NY 12501

TRUSTEE
3.00

0. 0. 0.

THOMAS C. DONAHOE
C/O FDN, 257 PUGSLEY HILL ROAD
AMENIA, NY 12501

CIO AND ACTING EXECUTIVE DIRECTOR
45.00 242,654.

0. 0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

242,654. 0. 0.

FORM 990-PF

PROGRAM SERVICE REVENUE

STATEMENT 20

DESCRIPTION	BUS CODE	UNRELATED BUSINESS INC	EXCL CODE	EXCLUDED AMOUNT	RELATED OR EXEMPT FUNC- TION INCOME
EVENTS AND PROGRAMS					22,022.
SEASON PASSES					4,125.
HAY AND CROP SALES					20,074.
T-SHIRTS AND BOOKS					342.
ADMISSION FEES					11,330.
TRAIL FEES					9,409.
MISCELLANEOUS FARM INCOME					1,277.
BOOKS, TAPES, AND POST CARDS					265.
TOTAL TO FORM 990-PF, PG 12, LINE 1					<u>68,844.</u>