

Form 990-PF

Department of the Treasury  
Internal Revenue Service

# 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](http://www.irs.gov/form990pf).

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning 9/01, 2016, and ending 8/31, 2017

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

**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 ☐

**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)  
\$ 7,021,787.

**J** Accounting method ☒ Cash ☐ Accrual  
☐ Other (specify) \_\_\_\_\_  
(Part I, column (d) must be on cash basis)

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)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	36.	36.	N/A	
4	Dividends and interest from securities	239,806.	239,806.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	458,981.			
b	Gross sales price for all assets on line 6a 3,550,759.				
7	Capital gain net income (from Part IV, line 2)		458,981.		
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) (attach schedule)				
11	Other income (attach schedule)				
12	Total Add lines 1 through 11	698,823.	698,823.		
13	Compensation of officers, directors, trustees, etc.	0.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)	8,000.	4,000.		4,000.
b	Accounting fees (attach sch)				
c	Other professional fees (attach sch)	20,133.	20,133.		
17	Interest				
18	Taxes (attach schedule) (see instructions)				
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	28,133.	24,133.		4,000.
25	Contributions, gifts, grants paid	310,500.			310,500.
26	Total expenses and disbursements. Add lines 24 and 25	338,633.	24,133.		314,500.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	360,190.			
b	Net investment income (if negative, enter -0-)		674,690.		
c	Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	344,994.	336,990.	336,990.
	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)	3,804,259.	4,172,452.	6,684,797.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment basis			
LIABILITIES	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)	4,149,253.	4,509,442.	7,021,787.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
NET FUND ASSETS	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe See Statement 3 )	3.	2.	
	23 Total liabilities (add lines 17 through 22)	3.	2.	
NET FUND ASSETS	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	4,149,250.	4,509,440.	
	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)	4,149,250.	4,509,440.	
	31 Total liabilities and net assets/fund balances (see instructions)	4,149,253.	4,509,442.	

## 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	4,149,250.
2	Enter amount from Part I, line 27a	2	360,190.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	4,509,440.
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	4,509,440.

**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 4				
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			(i) 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)	<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div>		2	458,981.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0-            in Part I, line 8         </div>		3	41,415.

**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	347,224.	6,134,810.	0.056599
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

2 Total of line 1, column (d)	2	0.264937
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	0.052987
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	6,620,054.
5 Multiply line 4 by line 3	5	350,777.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,747.
7 Add lines 5 and 6	7	357,524.
8 Enter qualifying distributions from Part XII, line 4	8	314,500.

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 instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	13,494.	
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	13,494.	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.	
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-.	5	13,494.	
6 Credits/Payments			
a 2016 estimated tax pmts and 2015 overpayment credited to 2016	6 a	2,263.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	2,263.	
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	180.	
9 <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	11,411.	
10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10		
11 Enter the amount of line 10 to be <b>Credited to 2017 estimated tax</b>	11		
		<b>Refunded</b>	

**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)?		X
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		
c Did the foundation file <b>Form 1120-POL</b> 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: \$ 0. (2) On foundation managers: \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers: \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		X
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 <b>Form 990-T</b> for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, col. (c), and Part XV	X	
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 General Instruction G? If 'No,' attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		X

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**Part VII-A Statements Regarding Activities (continued)**

	Yes	No
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>Ramsey W. Goodrich</u> Telephone no <u>203-349-8375</u> Located at <u>c/o Carter M &amp; M, 99 Harbour Road Southport</u> ZIP + 4 <u>06890</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 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?	16	X
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.

	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 <input type="checkbox"/>	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 2016?	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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
b Are there any years listed in 2a for which the foundation is <b>not</b> 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 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)	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 2016?	4 b	X

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**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 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)?

5 b 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?

6 b 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

7 b

**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 5		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.

	Expenses
1 N/A	
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	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
<b>Total.</b> 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.)

<b>1</b> Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b> Average monthly fair market value of securities	<b>1 a</b>	6,413,909.
<b>b</b> Average of monthly cash balances	<b>1 b</b>	306,958.
<b>c</b> Fair market value of all other assets (see instructions)	<b>1 c</b>	
<b>d</b> Total (add lines 1a, b, and c)	<b>1 d</b>	6,720,867.
<b>e</b> Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1 e</b>	0.
<b>2</b> Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b> Subtract line 2 from line 1d	<b>3</b>	6,720,867.
<b>4</b> Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	100,813.
<b>5</b> Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	6,620,054.
<b>6</b> Minimum investment return. Enter 5% of line 5	<b>6</b>	331,003.

**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.)

<b>1</b> Minimum investment return from Part X, line 6		<b>1</b>	331,003.
<b>2 a</b> Tax on investment income for 2016 from Part VI, line 5	<b>2 a</b>	13,494.	
<b>b</b> Income tax for 2016 (This does not include the tax from Part VI)	<b>2 b</b>		
<b>c</b> Add lines 2a and 2b		<b>2 c</b>	13,494.
<b>3</b> Distributable amount before adjustments. Subtract line 2c from line 1		<b>3</b>	317,509.
<b>4</b> Recoveries of amounts treated as qualifying distributions		<b>4</b>	
<b>5</b> Add lines 3 and 4		<b>5</b>	317,509.
<b>6</b> Deduction from distributable amount (see instructions)		<b>6</b>	
<b>7</b> Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		<b>7</b>	317,509.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b> Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b> Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	<b>1 a</b>	314,500.
<b>b</b> Program-related investments — total from Part IX-B	<b>1 b</b>	
<b>2</b> Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b> Amounts set aside for specific charitable projects that satisfy the		
<b>a</b> Suitability test (prior IRS approval required)	<b>3 a</b>	
<b>b</b> Cash distribution test (attach the required schedule)	<b>3 b</b>	
<b>4</b> Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	314,500.
<b>5</b> 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)	<b>5</b>	
<b>6</b> Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	314,500.

**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
<b>1</b> Distributable amount for 2016 from Part XI, line 7				317,509.
<b>2</b> Undistributed income, if any, as of the end of 2016				
<b>a</b> Enter amount for 2015 only			0.	
<b>b</b> Total for prior years 20____, 20____, 20____		0.		
<b>3</b> Excess distributions carryover, if any, to 2016				
<b>a</b> From 2011				
<b>b</b> From 2012				
<b>c</b> From 2013	13,617.			
<b>d</b> From 2014	36,995.			
<b>e</b> From 2015	45,451.			
<b>f</b> Total of lines 3a through e	96,063.			
<b>4</b> Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 314,500.				
<b>a</b> Applied to 2015, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required — see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required — see instructions)	0.			
<b>d</b> Applied to 2016 distributable amount				314,500.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	3,009.			3,009.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	93,054.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b Taxable amount — see instructions		0.		
<b>e</b> Undistributed income for 2015 Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
<b>f</b> Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				0.
<b>7</b> 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.			
<b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	0.			
<b>9</b> Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	93,054.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2012				
<b>b</b> Excess from 2013	10,608.			
<b>c</b> Excess from 2014	36,995.			
<b>d</b> Excess from 2015	45,451.			
<b>e</b> Excess from 2016				

BAA

Form 990-PF (2016)

<b>Part XIV</b>	<b>Private Operating Foundations</b> (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)

- 2a** 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(i)(3)(B)(iii)

- (3) Largest amount of support from an exempt organization**

- (4) Gross investment income**

[illegible]

**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 6

- 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
<b>a</b> <i>Paid during the year</i> Per attached Schedule B-3	none	Public	various	310,500.
<b>Total</b>			▶ <b>3 a</b>	310,500.
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b>			▶ <b>3 b</b>	

Enter gross amounts unless otherwise indicated

(See worksheet in-line 13 instructions to verify calculations )

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

Form **990-PF** (2016)

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

**a Transfers from the reporting foundation to a noncharitable exempt organization of:**

(1) Cash. . .

(2) Other assets .

**b Other transactions:**

**(1) Sales of assets to a noncharitable exempt organization**

**(2) Purchases of assets from a noncharitable exempt organization**

**(3) Rental of facilities, equipment, or other assets**

#### (4) Reimbursement arrangements

**(5) Loans or loan guarantees**

**(6) Performance of services or membership or fundraising solicitations**

**c Sharing of facilities, equipment, mailing lists, other assets, or paid employees**

**d** If the answer to any of the above is 'Yes,' complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

[illegible]

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

**b** If 'Yes,' complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign  
Here**

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

*Donna L. Gooden*  
Signature of officer or trustee

Date \_\_\_\_\_

President  
Title

May the IRS discuss this return with the preparer shown below (see instructions)?

☒ Yes ☐ No

**Paid  
Preparer  
Use Only**

Print/Type preparer's name
----------------------------

Anne M Piedade

Preparer's signature

Anne M Piedade

Date

12/6/2017

Check <input type="checkbox"/> if self-employed
---

PTIN

P01481450

Firm's name ▶ **SMITH & GRANT LLP**

Firm's address ▶ PO BOX 4459

GREENWICH, CT 06831

Firm's EIN ▶ 20-1779419

Phone no (203) 661-1110

**BAA**

Form 990-PF (2016)

Marie G. Dennett Foundation, Inc.

06-1060970

**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
FCSN	\$ 2,500.	\$ 1,000.		\$ 1,500.
S&G	5,500.	3,000.		2,500.
Total	<u>\$ 8,000.</u>	<u>\$ 4,000.</u>		<u>\$ 4,000.</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	\$ 20,133.	\$ 20,133.		
Total	<u>\$ 20,133.</u>	<u>\$ 20,133.</u>		<u>\$ 0.</u>

**Statement 3**  
**Form 990-PF, Part II, Line 22**  
**Other Liabilities**

Rounding				2.
Total			<u>\$</u>	<u>2.</u>

**Statement 4**  
**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	7000 AT&T	Purchased	Various	Various
2	0.636 Brighthouse Financial Inc.	Purchased	8/07/2017	8/07/2017
3	1500 Bristol-Myers Squibb Co.	Purchased	9/16/2016	12/15/2016
4	2700 General Electric Co	Purchased	Various	1/27/2017
5	1000 Hilton Grand Vacations inc.	Purchased	Various	3/02/2017
6	0.010417 Hilton Worldwide Holdings Inc	Purchased	1/04/2017	1/04/2017
7	2000 Honeywell International Inc	Purchased	Various	3/31/2017
8	9500 Intel Corp.	Purchased	Various	Various
9	4500 JPMorgan Chase & Co.	Purchased	Various	11/16/2016
10	2500 Kraft Foods Group Inc	Purchased	Various	11/11/2016
11	4000 Las Vegas Sands Corp.	Purchased	8/08/2016	Various
12	3000 Spectra Energy Corp	Purchased	Various	Various
13	2000 United Parce SVC Inc Cl B	Purchased	Various	Various
14	4000 Verizon Communications Inc.	Purchased	Various	Various
15	4500 Abbott Laboratories	Purchased	Various	12/15/2016
16	100 Advansix Inc.	Purchased	Various	11/15/2016
17	1000 Air Products & Chemicals	Purchased	12/08/2013	3/14/2017

Marie G. Dennett Foundation, Inc.

06-1060970

**Statement 4 (continued)**  
**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
18	3000 Disney Walt Company	Purchased	Various	Various
19	500 Honeywell International Inc	Purchased	5/11/2016	10/07/2016
20	2500 Kinder Morgan Inc. Del	Purchased	Various	11/22/2016
21	5000 Qualcomm Inc	Purchased	Various	2/07/2017
22	6000 STAG Industrial Inc	Purchased	Various	Various
23	2500 Williams Cos Inc	Purchased	Various	11/22/2016

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	255,890.		64,717.	191,173.				\$ 191,173.
2	39.		38.	1.				1.
3	88,040.		83,776.	4,264.				4,264.
4	81,135.		75,836.	5,299.				5,299.
5	30,495.		26,002.	4,493.				4,493.
6	20.		1.	19.				19.
7	249,826.		230,476.	19,350.				19,350.
8	328,650.		267,294.	61,356.				61,356.
9	351,479.		301,286.	50,193.				50,193.
10	203,161.		195,722.	7,439.				7,439.
11	221,646.		206,790.	14,856.				14,856.
12	125,676.		59,486.	66,190.				66,190.
13	214,443.		128,228.	86,215.				86,215.
14	194,316.		70,875.	123,441.				123,441.
15	173,401.		180,612.	-7,211.				-7,211.
16	1,561.		1,628.	-67.				-67.
17	136,569.		148,021.	-11,452.				-11,452.
18	306,523.		329,968.	-23,445.				-23,445.
19	53,213.		57,619.	-4,406.				-4,406.
20	54,374.		98,456.	-44,082.				-44,082.
21	264,853.		327,675.	-62,822.				-62,822.
22	139,276.		142,151.	-2,875.				-2,875.
23	76,173.		95,121.	-18,948.				-18,948.
Total								\$ 458,981.

**Statement 5**  
**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.

Marie G. Dennett Foundation, Inc.

06-1060970

**Statement 5 (continued)**  
**Form 990-PF, Part VIII, Line 1**  
**List of Officers, Directors, Trustees, and Key Employees**

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP &amp; DC</u>	<u>Expense Account/ Other</u>
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	Sec/Treas 0	0.	0.	0.
	Total	\$ 0.	\$ 0.	\$ 0.

**Statement 6**  
**Form 990-PF, Part XV, Line 2a-d**  
**Application Submission Information**

Name of Grant Program: Marie G. Dennett Foundation, Inc.  
Name: Att: Ramsey W. Goodrich  
Care Of: Carter Morse & Mathias  
Street Address: The Tide Mill Building, 99 Harbor Road  
City, State, Zip Code: Southport, CT 06890  
Telephone: 203-349-8375  
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



Schedule B-3

DISTRIBUTIONS

	<u>Inventory Value</u>	<u>Distribution Value</u>
AFS Intercultural Programs, Inc. 71 West 23rd Street, 6th Floor New York, NY 10010		
12/09/16 Cash	<u>\$25,000.00</u>	<u>\$25,000.00</u>
Total Distributions		
AFS Intercultural Programs, Inc. 71 West 23rd Street, 6th Floor New York, NY 10010	<u>\$25,000.00</u> =====	<u>\$25,000.00</u> =====
 American Red Cross 51 Main Street New Canaan, CT 06840		
12/15/16 Cash		
New Canaan Chapter	<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		
11/18/16 Cash		
Donald Pierport Headmaster's Chair	<u>\$2,000.00</u>	<u>\$2,000.00</u>
11/18/16 Cash		
Class of '59	<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> =====

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		
12/06/16 Cash	<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		
12/05/16 Cash	<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		
11/16/16 Cash	<u>\$2,500.00</u>	<u>\$2,500.00</u>
Total Distributions Collegiate Schools 103 N. Moreland Road Richmond, VA 23229	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Connecticut Challenge 1300 Post Road <u>Fairfield, CT 06824</u> 12/01/16 Cash	<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 <u>Charlottesville, VA 22907-3015</u> 11/16/16 Cash	<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> =====
Duke University c/o Alumni & Development Records Box 90581 <u>Durham, NC 27708</u> 12/12/16 Cash Annual Fund for Trinity College of Arts & Sciences	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions Duke University c/o Alumni & Development Records Box 90581 Durham, NC 27708	<u>\$1,000.00</u> =====	<u>\$1,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
The Episcopal School 35 East 69th Street New York, NY 10021		
12/05/16 Cash		
Annual Fund	\$1,000.00	\$1,000.00
Total Distributions		
The Episcopal School 35 East 69th Street New York, NY 10021	\$1,000.00	\$1,000.00
	=====	=====
Fairfield County Community Foundation c/o The Patterson Club 1118 Cross Highway Fairfield, CT 06824		
12/06/16 Cash	\$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		
11/16/16 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		
11/29/16 Cash		
Locrosse Field	\$15,000.00	\$15,000.00

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Fessenden School 250 Waltham Street West Newton, MA 02465 (Cont'd)		
12/08/16  Cash Class of 2002	\$2,000.00	\$2,000.00
12/15/16  Cash	<u>1,000.00</u>	<u>1,000.00</u>
Total Distributions Fessenden School 250 Waltham Street West Newton, MA 02465	\$18,000.00 =====	\$18,000.00 =====
Gettysburg College 300 North Washington Street Gettysburg, PA 17325		
12/06/16  Cash Class of 2003	\$1,000.00	\$1,000.00
Total Distributions Gettysburg College 300 North Washington Street Gettysburg, PA 17325	\$1,000.00 =====	\$1,000.00 =====
Girl Scouts of Eastern Massachusetts 95 Berkeley Street Boston, MA 02116		
11/25/16  Cash	\$2,000.00	\$2,000.00
Total Distributions Girl Scouts of Eastern Massachusetts 95 Berkeley Street Boston, MA 02116	\$2,000.00 =====	\$2,000.00 =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Golf Fights Cancer 300 Arnold Palmer Blvd Norton, MA 02461		
11/22/16 Cash	<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> =====
 Golf For All P.O. Box 81246 Wellesley Hills, MA 02481		
02/17/17 Cash	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions		
Golf For All P.O. Box 81246 Wellesley Hills, MA 02481	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
 Greensboro Day School 5401 Lawndale Drive Greensboro, NC 27455		
11/16/16 Cash	<u>\$2,000.00</u>	<u>\$2,000.00</u>
Total Distributions		
Greensboro Day School 5401 Lawndale Drive Greensboro, NC 27455	<u>\$2,000.00</u> =====	<u>\$2,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Greensboro Science Center 4301 Lawndale Drive Greensboro, NC 27455 <u>11/16/16 Cash</u>	<u>\$2,000.00</u>	<u>\$2,000.00</u>
Total Distributions Greensboro Science Center 4301 Lawndale Drive Greensboro, NC 27455	\$2,000.00 =====	\$2,000.00 =====
GROW Associates, Inc. 101 Wales Avenue Avon, MA 02322 <u>11/23/16 Cash</u>	<u>\$4,000.00</u>	<u>\$4,000.00</u>
Total Distributions GROW Associates, Inc. 101 Wales Avenue Avon, MA 02322	\$4,000.00 =====	\$4,000.00 =====
Holy Trinity Episcopal Church 607 N. Greene Street Greensboro, NC 27401 <u>11/15/16 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	\$1,000.00 =====	\$1,000.00 =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Hospital for Special Surgery 535 East 70th Street New York, NY 10021		
<u>12/08/16 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	\$2,000.00 =====	\$2,000.00 =====
Massachusetts Golf Association, Inc. 300 Arnold Palmer Blvd Norton, MA 02766		
<u>11/21/16 Cash</u>	<u>\$5,000.00</u>	<u>\$5,000.00</u>
11/21/16 Cash First Tee	<u>5,000.00</u>	<u>5,000.00</u>
Total Distributions		
Massachusetts Golf Association, Inc. 300 Arnold Palmer Blvd Norton, MA 02766	\$10,000.00 =====	\$10,000.00 =====
McIntire School Foundation Virginia University P.O. Box 400173 Charlottesville, VA 22904-4173		
<u>11/15/16 Cash</u>	<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	\$1,000.00 =====	\$1,000.00 =====



Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Memorial Sloan Kettering 1275 York Avenue New York, NY 10021		
12/05/16 Cash	\$1,000.00	\$1,000.00
12/16/16 Cash	<u>3,000.00</u>	<u>3,000.00</u>
Total Distributions Memorial Sloan Kettering 1275 York Avenue New York, NY 10021	\$4,000.00 =====	\$4,000.00 =====
Metropolitan Opera Association Lincoln Center New York, NY 10023		
12/01/16 Cash	<u>\$30,000.00</u>	<u>\$30,000.00</u>
Total Distributions Metropolitan Opera Association Lincoln Center New York, NY 10023	\$30,000.00 =====	\$30,000.00 =====
Miss Porter's School 60 Main Street Farmington, CT 06032		
12/02/16 Cash	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions Miss Porter's School 60 Main Street Farmington, CT 06032	\$1,000.00 =====	\$1,000.00 =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
National Center on Addiction & Substance Abuse (CASA) 633 3rd Avenue, 19th Floor New York, NY 10017		
<u>12/28/16 Cash</u>	<u>\$2,000.00</u>	<u>\$2,000.00</u>
Total Distributions		
National Center on Addiction & Substance Abuse (CASA) 633 3rd Avenue, 19th Floor New York, NY 10017	\$2,000.00 =====	\$2,000.00 =====
 New Canaan Library 151 Main Street New Canaan, CT 06840		
<u>12/06/16 Cash</u>	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions		
New Canaan Library 151 Main Street New Canaan, CT 06840	\$1,000.00 =====	\$1,000.00 =====
 New Canaan Volunteer Fire Dept. 60 Main Street New Canaan, CT 06840		
<u>12/09/16 Cash</u>	<u>\$3,000.00</u>	<u>\$3,000.00</u>
Total Distributions		
New Canaan Volunteer Fire Dept. 60 Main Street New Canaan, CT 06840	\$3,000.00 =====	\$3,000.00 =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
The New York Botanical Gardens Bronx, NY 10458-5126		
12/06/16 Cash	\$2,000.00	\$2,000.00
Total Distributions		
The New York Botanical Gardens Bronx, NY 10458-5126	\$2,000.00 =====	\$2,000.00 =====
 Nightingale-Bamford School 20 East 92nd Street New York, NY 10128		
12/07/16 Cash		
Class of 1999	\$2,000.00	\$2,000.00
Total Distributions		
Nightingale-Bamford School 20 East 92nd Street New York, NY 10128	\$2,000.00 =====	\$2,000.00 =====
 Ouimet Scholarship Fund, Inc. 300 Arnold Palmer Blvd Norton, MA 02766		
11/23/16 Cash		
Priscilla D. Ramsey Scholarship Fund	\$10,000.00	\$10,000.00
11/23/16 Cash		
Dennett Goodrich Endowed	15,000.00	15,000.00
Total Distributions		
Ouimet Scholarship Fund, Inc. 300 Arnold Palmer Blvd Norton, MA 02766	\$25,000.00 =====	\$25,000.00 =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
The Penn Fund - University of PA 601 Franklin Bldg, 3451 Walnut Street Philadelphia, PA 19104-6285		
12/07/16 Cash	<u>\$2,000.00</u>	<u>\$2,000.00</u>
Total Distributions		
The Penn Fund - University of PA 601 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		
12/07/16 Cash	<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		
05/02/17 Cash	<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> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
SEAL-NSW Family Foundation 300 Carlsbad Village Drive Suite 108A-361 Carlsbad, CA 92008		
<u>11/18/16 Cash</u>	<u>\$1,500.00</u>	<u>\$1,500.00</u>
Total Distributions		
SEAL-NSW Family Foundation 300 Carlsbad Village Drive Suite 108A-361 Carlsbad, CA 92008	\$1,500.00 =====	\$1,500.00 =====
Schools of Sacred Heart San Francisco 2222 Broadway San Francisco, CA 94115		
<u>12/12/16 Cash</u>		
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	\$1,000.00 =====	\$1,000.00 =====
Society of the Four Arts 2 Four Arts Plaza Palm Beach, FL 33480		
<u>12/13/16 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	\$1,000.00 =====	\$1,000.00 =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
The Spence School 22 East 91st Street New York, NY 10128		
12/07/16 Cash		
Annual Fund	\$2,000.00	\$2,000.00
Total Distributions		
The Spence School 22 East 91st Street New York, NY 10128	\$2,000.00 =====	\$2,000.00 =====
St. Bernard's School 4 East 98th Street New York, NYn 10029		
12/05/16 Cash		
Class of 1998	\$1,000.00	\$1,000.00
12/05/16 -Cash - - - - -		
Class of 2000	1,000.00	1,000.00
Total Distributions		
St. Bernard's School 4 East 98th Street New York, NYn 10029	\$2,000.00 =====	\$2,000.00 =====
St. Lawrence University 23 Romoda Drive Canton, NY 13617-1475		
12/08/16 Cash	\$2,500.00	\$2,500.00
Total Distributions		
St. Lawrence University 23 Romoda Drive Canton, NY 13617-1475	\$2,500.00 =====	\$2,500.00 =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
St. Mark's Episcopal Church 111 Oenoke Ridge Road New Canaan, CT 06840		
12/07/16 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. Paul's School 325 Pleasant Street Concord, NH 03301-2591		
12/01/16 Cash		
Annual Fund	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions		
St. Paul's School 325 Pleasant Street Concord, NH 03301-2591	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
Stepping Stones Museum for Children Mathews Park, 303 West Avenue Norwalk, CT 06850		
11/29/16 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> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Stoughton Association for Exeptional Citizens P.O. Box 153 <u>Stoughton, MA 02072</u>		
11/22/16 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> =====
Stratford Hall 483 Great House Road <u>Stratford, VA 22558</u>		
11/23/16 Cash	<u>\$10,000.00</u>	<u>\$10,000.00</u>
Total Distributions		
Stratford Hall 483 Great House Road Stratford, VA 22558	<u>\$10,000.00</u> =====	<u>\$10,000.00</u> =====
Sweetbrier College Box G <u>Sweetbrier, VA 24595-9988</u>		
11/17/16 Cash		
Saving Sweet Briar	<u>\$10,000.00</u>	<u>\$10,000.00</u>
Total Distributions		
Sweetbrier College Box G Sweetbrier, VA 24595-9988	<u>\$10,000.00</u> =====	<u>\$10,000.00</u> =====



Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Trustees of Tufts University 200 Westboro Road <u>North Grafton, MA 01536</u>		
11/25/16 Cash	<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> =====
United Way of Greater Greensboro 1500 Yanceyville Street <u>Greensboro, NC 27405</u>		
11/15/16 Cash	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions		
United Way of Greater Greensboro 1500 Yanceyville Street Greensboro, NC 27405	<u>\$1,000.00</u> =====	<u>\$1,000.00</u> =====
University of Denver 2050 E. Evans Avenue, Suite 046 <u>Denver, CO 80208</u>		
12/09/16 Cash		
Fritz Knoebel School of Hospitality Management	<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> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
University of Pennsylvania 601 Franklin Bldg, 3451 Walnut Street Philadelphia, PA 19104-6285		
11/25/16 Cash		
Class of '63	<u>\$2,000.00</u>	<u>\$2,000.00</u>
Total Distributions		
University of Pennsylvania 601 Franklin Bldg, 3451 Walnut Street Philadelphia, PA 19104-6285	<u>\$2,000.00</u> =====	<u>\$2,000.00</u> =====
UP RVA 4609 Wythe Avenue Richmond, VA 23226		
11/16/16 Cash	<u>\$3,500.00</u>	<u>\$3,500.00</u>
Total Distributions		
UP RVA 4609 Wythe Avenue Richmond, VA 23226	<u>\$3,500.00</u> =====	<u>\$3,500.00</u> =====
VCUarts Pollak Buldg 201, 325 N. Harrison Richmond, VA 23284		
11/16/16 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> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Virginia Center for the Creative Arts 154 San Angelo Drive <u>Amherst, VA 24521</u>		
11/17/16 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 Museum of Fine Arts 200 N. Boulevard <u>Richmond, VA 23220-4007</u>		
11/16/16 Cash		
ARTshare Pledge	<u>\$15,000.00</u>	<u>\$15,000.00</u>
Total Distributions		
Virginia Museum of Fine Arts 200 N. Boulevard Richmond, VA 23220-4007	<u>\$15,000.00</u> =====	<u>\$15,000.00</u> =====
 Waveney Care Center 3 Farm Road <u>New Canaan, CT 06840</u>		
12/09/16 Cash	<u>\$2,000.00</u>	<u>\$2,000.00</u>
Total Distributions		
Waveney Care Center 3 Farm Road New Canaan, CT 06840	<u>\$2,000.00</u> =====	<u>\$2,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
WGBH Educational Foundation The Ralph Lowell Society <u>125 Western Avenue, Boston, MA 02134</u>		
04/05/17 Cash	<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 =====
Wildlife Conservation Society 2300 Southern Boulevard <u>Bronx, NY 10460</u>		
12/02/16 Cash	<u>\$2,000.00</u>	<u>\$2,000.00</u>
Total Distributions		
Wildlife Conservation Society 2300 Southern Boulevard Bronx, NY 10460	\$2,000.00 =====	\$2,000.00 =====
Woodberry Forest School 402 Woodberry Station <u>Woodberry Forest, VA 22989</u>		
11/17/16 Cash	\$1,000.00	\$1,000.00
11/17/16 Cash		
Amici Fund in Honor of Si Sitterson '03	<u>5,000.00</u>	<u>5,000.00</u>
Total Distributions		
Woodberry Forest School 402 Woodberry Station Woodberry Forest, VA 22989	\$6,000.00 =====	\$6,000.00 =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
World Pediatric Project (aka International Children's Hospital) 7201 Glen Forest Drive Richmond, VA 23226		
11/16/16 Cash		
Surgical Teams	\$10,000.00	\$10,000.00
11/16/16 Cash	<u>2,500.00</u>	<u>2,500.00</u>
Total Distributions World Pediatric Project (aka International Children's Hospital) 7201 Glen Forest Drive Richmond, VA 23226	\$12,500.00 =====	\$12,500.00 =====
World Wildlife Fund 1250 24th Street NW Washington, DC 20037		
11/15/16 Cash	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions World Wildlife Fund 1250 24th Street NW Washington, DC 20037	\$5,000.00 =====	\$5,000.00 =====
TOTAL SCHEDULE B-3	\$310,500.00 =====	\$310,500.00 =====