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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.

▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning , 2017, and ending , 20

Name of foundation: WYMAN EVERETT H. TR B MEM FD 43V189015

A Employer identification number: 03-0337672

Number and street (or P O box number if mail is not delivered to street address) / Room/suite: 850 MAIN STREET, RC 13-505

B Telephone number (see instructions): 802-872-6852

City or town, state or province, country, and ZIP or foreign postal code: BRIDGEPORT, CT 06604-4913

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 1,334,563.

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received (attach schedule)				
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	29,420.	29,420.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	82,412.			
	b Gross sales price for all assets on line 6a 675,970.				
	7 Capital gain net income (from Part IV, line 2)		82,412.		
	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)	306.			STMT 10
	12 **Total.** Add lines 1 through 11	112,138.	111,832.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	16,880.	15,192.		1,688.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 11	900.	NONE	NONE	NONE
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 12	762.	618.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 13	89.	89.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	18,631.	15,899.	NONE	1,688.
	25 Contributions, gifts, grants paid	64,311.			64,311.
	26 **Total expenses and disbursements** Add lines 24 and 25	82,942.	15,899.	NONE	65,999.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	29,196.			
	b **Net investment income** (if negative, enter -0-)		95,933.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	58,140.	82,323.	82,323.
	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 schedule) ▶			
		Less allowance for doubtful accounts ▶ NONE			
	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) STMT 14	586,730.	572,601.	697,680.
	c	Investments - corporate bonds (attach schedule) STMT 15	533,819.	550,624.	554,560.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	1,178,689.	1,205,548.	1,334,563.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26, and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ X and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	1,178,689.	1,205,548.	
	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)	1,178,689.	1,205,548.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,178,689.	1,205,548.	

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	1,178,689.
2	Enter amount from Part I, line 27a	2	29,196.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,207,885.
5	Decreases not included in line 2 (itemize) ▶ POSTING ADJUSTMENT	5	2,337.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,205,548.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, 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)
1 a PUBLICLY TRADED SECURITIES			
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	675,970.		593,558.	82,412.
b				
c				
d				
e				

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

	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				82,412.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	82,412.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8	3	

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 doesn't 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))
2016	63,664.	1,220,209.	0.052175
2015	67,766.	1,296,080.	0.052285
2014	70,518.	1,350,515.	0.052216
2013	66,309.	1,294,111.	0.051239
2012	63,344.	1,229,322.	0.051528

2 Total of line 1, column (d)	2	0.259443
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	0.051889
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	1,281,675.
5 Multiply line 4 by line 3	5	66,505.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	959.
7 Add lines 5 and 6	7	67,464.
8 Enter qualifying distributions from Part XII, line 4	8	65,999.

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 ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b	1	1,919.
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	NONE
3	Add lines 1 and 2	3	1,919.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	1,919.
6	Credits/Payments:		
a	2017 estimated tax payments and 2016 overpayment credited to 2017 — 6a: 144.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	144.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	1,775.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶ NONE **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		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 **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ▶ $ ____ (2) On foundation managers ▶ $ ____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____			
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.	2		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	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T.*	5		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?	6	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	7	X	
8a	Enter the states to which the foundation reports or with which it is registered See instructions ▶ VT			
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	8b	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 2017 or the tax year beginning in 2017? See the instructions for Part XIV If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

2

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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ SEE STATEMENT 16 Telephone no. ▶

Located at ▶ ZIP+4 ▶

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

			Yes	No
16	At any time during calendar year 2017, 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
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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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) ☐ Yes ☒ 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	1b		
	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 2017?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ Yes ☒ No If "Yes," list the years ▶ , , ,			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		X
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? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2017 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 2017.)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

			Yes	No
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 [X]			
	(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 [X]			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes [ ] No [X]			
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? See instructions Yes [ ] No [X]			
	(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 [X]			
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance? See instructions	5b		
	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? 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 [X]			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.	6b		X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes [ ] No [X]			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PEOPLES UNITED BANK, N.A. 850 MAIN STREET, RC13-505, BRIDGEPORT, CT 06604-4913	TRUSTEE	16,880.	-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		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

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		NONE
Total number of others receiving over $50,000 for professional services . . . . ▶		NONE

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 NONE	
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 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,230,826.
b	Average of monthly cash balances	1b	70,367.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	1,301,193.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,301,193.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	19,518.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,281,675.
6	**Minimum investment return.** Enter 5% of line 5	6	64,084.

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	64,084.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	1,919.		
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,919.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	62,165.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	62,165.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	62,165.

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	65,999.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	65,999.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	65,999.

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				62,165.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			NONE	
b Total for prior years 20____,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2017:				
a From 2012 . . . . . . 2,567.				
b From 2013 . . . . . . 5,666.				
c From 2014 . . . . . . 5,030.				
d From 2015 . . . . . . 3,858.				
e From 2016 . . . . . . 2,938.				
f Total of lines 3a through e	20,059.			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 65,999.				
a Applied to 2016, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2017 distributable amount				62,165.
e Remaining amount distributed out of corpus	3,834.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	23,893.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				NONE
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)	NONE			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)	2,567.			
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a	21,326.			
10 Analysis of line 9:				
a Excess from 2013 . . . 5,666.				
b Excess from 2014 . . . 5,030.				
c Excess from 2015 . . . 3,858.				
d Excess from 2016 . . . 2,938.				
e Excess from 2017 . . . 3,834.				

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	(e) Total
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 (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))

N/A

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.

N/A

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

Check here ▶ [X] 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., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions

a The name, address, and telephone number or email 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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
TRINITY UNITED METHODIST CHURCH 137 MAIN ST MONTPELIER VT 05602	NONE	EXEMPT	GENERAL SUPPORT	4,373.
FIRST PRESBYTERIAN CHURCH C/O FINANCE SECRETA C/O FINANCE SECRETARY BARRE VT 05641	NONE	EXEMPT	GENERAL SUPPORT	4,373.
UNITARIAN CHURCH - MONTPELIER ATTN: TREASURE 130 MAIN STREET MONTPELIER VT 05602	NONE	EXEMPT	GENERAL SUPPORT	4,373.
FIRST BAPTIST CHURCH C/O KEITH WORTMAN, TREAS 2 ST. PAUL STREET MONTPELIER VT 05602	NONE	EXEMPT	GENERAL SUPPORT	4,373.
BETHANY CHURCH 115 MAIN STREET MONTPELIER VT 05602	NONE	EXEMPT	GENERAL SUPPORT	4,373.
CENTRAL VT MEDICAL CENTER ATTN: CONTROLLER PO BOX 547 BARRE VT 05641	NONE	EXEMPT	GENERAL SUPPORT	21,223.
SHRINERS HOSPITALS FOR CHILDREN ATTN: MR. JI PO BOX 31356 TAMPA FL 33631-3356	NONE	EXEMPT	GENERAL SUPPORT	21,223.
Total . . . . ▶ **3a**				64,311.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions.)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	29,420.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	82,412.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b IRS REFUND				306.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				112,138.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 112,138.

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

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

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.)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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

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

Peter Oldershaw | 04/30/2018 | First V. P.

Signature of officer or trustee | Date | Title

PETER OLDERSHAW

May the IRS discuss this return with the preparer shown below? See instructions ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
MATTHEW GARAND	Matthew Garand	04/30/2018		P01445960
Firm's name ▶ ERNST & YOUNG U.S., LLP			Firm's EIN ▶ 34-6565596	
Firm's address ▶ 200 CLARENDON STREET BOSTON, MA 02116			Phone no 508-926-6707	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AIA GROUP LTD ADR	29.	29.
AT&T INC	121.	121.
ABBOTT LABS	23.	23.
ABBVIE INC	177.	177.
ACTIVISION BLIZZARD INC	37.	37.
ADECCO GROUP SA ADR	57.	57.
AEGON NV ORD	106.	106.
AETNA U S HEALTHCARE INC	2.	2.
AIRBUS SE ADR	47.	47.
ALASKA AIR GRP	55.	55.
ALBEMARLE CORP	58.	58.
ALTRIA GROUP INC	177.	177.
AMBEV SA ADR	37.	37.
AMERICAN CAMPUS CMNTYS INC REIT	124.	124.
AMERICAN EXPRESS CO	12.	12.
AMERICAN TOWER CORP REIT	20.	20.
AMERIPRISE FINL INC	34.	34.
AMGEN INC	122.	122.
ANHEUSER BUSCH INBEV SA/NV	17.	17.
APPLE COMPUTER, INC	123.	123.
APTARGROUP INC	22.	22.
ARTISAN PARTNERS ASSET MGMT INC	88.	88.
ASTELLA PHARMA INC- UNSP A	16.	16.
ASTRAZENECA PLC SPONSORED ADR	74.	74.
AXA ADR	76.	76.
BB&T CORP	24.	24.
BHP BILLITON PLC ADR	114.	114.
BOK FINANCIAL CORP	25.	25.
BP AMOCO PLC SPONSORED ADR	77.	77.
BANCO BILBAO VIZCAYA ARGENTA ADR SPONSOR	86.	86.
BANK AMER CORP COM	73.	73.
BANKUNITED INC	42.	42.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BAXTER INTERNATIONAL INC	32.	32.
BECTON DICKINSON & CO.	5.	5.
BJS RESTAURANTS INC	4.	4.
BLACKBAUD INC	14.	14.
BLACKROCK INC	58.	58.
BOEING CO	230.	230.
BOOZ ALLEN HAMILTON HOLDINGS	32.	32.
BRISTOL MYERS SQUIBB CO	24.	24.
BROADRIDGE FINL SOLUTIONS INC	91.	91.
CBS CORP NEW CL B	27.	27.
CEB INC	7.	7.
CDW CORP	45.	45.
C H ROBINSON WORLDWIDE INC	6.	6.
CK HUTCHISON HLDGS LTD ADR	53.	53.
CMS ENERGY	31.	31.
CVS CORP	54.	54.
CALATLANTIC GROUP INC	4.	4.
CANADIAN NAT RES LTD	21.	21.
CARDINAL HEALTH INC	8.	8.
CARLSBERG A/S -B- SPON ADR	29.	29.
CARREFOUR SA-SP ADR	58.	58.
CATERPILLAR TRACTOR CO	4.	4.
CHEVRONTEXACO CORP	227.	227.
CHINA MOBILE LTD ADR	175.	175.
CISCO SYSTEMS INC	183.	183.
CITIZENS FINANCIAL GROUP INC	39.	39.
COACH INC COM	11.	11.
COCA COLA CO	32.	32.
COGNEX	11.	11.
COMCAST CORP	90.	90.
COMPASS MINERALS INTL INC	53.	53.
CONOCOPHILLIPS COM	21.	21.
CONSTELLATION BRANDS	10.	10.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CORESITE REALTY CORP REIT	11.	11.
COSTCO WHSL CORP NEW	9.	9.
CUMMINS ENGINE INC	29.	29.
DBS GROUP HLDGS LTD ADR SPONSORED	57.	57.
DNB ASA-SPONSOR ADR	53.	53.
D R HORTON INC COM	46.	46.
DANAHER CORP	7.	7.
DENTSPLY SIRONA INC	3.	3.
DISNEY WALT CO	21.	21.
DISCOVER FINANCIAL SERVICES	63.	63.
DODGE & COX INCOME FUND	1,372.	1,372.
DR PEPPER SNAPPLE GROUP INC	111.	111.
DREYFUS GOVT CASH MGMT IS #289	569.	569.
EOG RES INC COM	6.	6.
E ON AG ADR SPONSORED	49.	49.
EAGLE MATERIALS INC	5.	5.
EASTERLY GOVERNMENT PPTYS INC	56.	56.
EBAY INC SENIOR GLOBAL NOTE 2.875% 8/01/	544.	544.
ECOLAB INC	13.	13.
ENGIE SPONS ADR	92.	92.
ERICSSON L M TEL CO ADR NEW	28.	28.
ESSILOR INTERNATIONAL SA-UNSPON ADR	23.	23.
EXELON CORP	136.	136.
EXPONENT INC	32.	32.
EXXON MOBIL CORP	107.	107.
FEDERAL HOME LOAN BANK 1.000% 6/21/2017	238.	238.
FEDERAL NATL MTG ASSN 1.875% 9/18/2018	659.	659.
FEDL NATL MTG ASSN 1.750% 09/12/2019	396.	396.
FIDELITY FLOATING RATE HIGH INCOME #314	1,121.	1,121.
FIDELITY NATIONAL FINANCIAL INC	22.	22.
FIRST REP BK SAN FRANCISCO	16.	16.
FORD MTR CO DEL COM PAR $0.01	15.	15.
FORTIVE CORP	4.	4.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FRESENIUS MEDICAL CARE ADR	23.	23.
GEMALTO ADR	18.	18.
GENERAL ELECTRIC	11.	11.
GE CAP CORP 1.600% 11/20/2017	224.	224.
GENERAL MILLS INC	25.	25.
GILEAD SCIENCES INC	17.	17.
GLACIER BANCORP INC	45.	45.
GOLDCORP INC NEW COM	1.	1.
GOLDMAN SACHS GROUP 2.375% 01/22/18	475.	475.
GRACO INC	14.	14.
W W GRAINGER INC	18.	18.
GREENHILL & CO INC	43.	43.
HSBC HLDGS PLC ADR NEW	110.	110.
HP INC	12.	12.
HALLIBURTON CO	27.	27.
HARMAN INTL INDS INC NEW	6.	6.
HARRIS CORP	13.	13.
HEALTHSOUTH CORP NEW	20.	20.
HEARTLAND EXPRESS INC	4.	4.
HELMERICH & PAYNE	36.	36.
HOME DEPOT INC	63.	63.
HONEYWELL INTL INC	122.	122.
IBERIABANK CORP	25.	25.
INGREDION INC	52.	52.
INTEL CORP	51.	51.
INTEL CORP 1.350% 12/15/2017	133.	133.
INTERNATIONAL BUSINESS MACHINES	68.	68.
INTESA SANPAOLO ADR	121.	121.
ISHARES U.S. HOME CONSTRUCTION ETF	10.	10.
J P MORGAN CHASE & CO	165.	165.
JPMORGAN CHASE & CO 1.800% 1/25/2018	248.	248.
JOHNSON & JOHNSON INC	153.	153.
JP MORGAN CORE BOND SELECT #3720	2,713.	2,713.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
JULIUS BAER GROUP LTD ADR	39.	39.
JUNIPER NETWORKS INC	32.	32.
KEYCORP NEW COMM	33.	33.
KIMBERLY CLARK CORP	135.	135.
KOMATSU LTD	12.	12.
KONINKLIJKE PHILIPS ELECTRS SPONS ADR NE	47.	47.
L BRANDS INC	38.	38.
LAM RESEARCH	89.	89.
LEAR CORP	56.	56.
LILLY ELI & CO	31.	31.
LINCOLN ELECTRIC HLDGS INC	29.	29.
LITHIA MOTORS INC CLASS A	14.	14.
LOGMEIN INC	2.	2.
LOWE'S CO	72.	72.
M & T BANK CORP	40.	40.
MARKETAXESS HLDGS INC	32.	32.
MATTEL INC	22.	22.
MAZDA MOTOR CORP ADR	29.	29.
MCCORMICK & CO	2.	2.
MCDONALDS CORP	18.	18.
METLIFE INC	77.	77.
METROPOLITAN WEST TOTAL RETURN BD I #512	65.	65.
MICROSOFT CORP	201.	201.
MICROCHIP TECHNOLOGY INC	23.	23.
MID-AMERICA APARTMENT CMNTYS	68.	68.
MITSUBISHI ESTATE ADR	16.	16.
MONSANTO CO NEW	21.	21.
MORGAN STANLEY DEAN WITTER	64.	64.
MOSAIC CO NEW	29.	29.
MURATA MANUFACTURING CO ADR	22.	22.
NASDAQ INC	33.	33.
NATIONAL GRID PLC SPON ADR NEW	31.	31.
NEWELL RUBBERMAID INC	20.	20.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NEXTERA ENERGY INC	27.	27.
NORDSON CORP	21.	21.
NOVARTIS ADR	52.	52.
NOVO IND AS ADR	11.	11.
OGE ENERGY CORP	51.	51.
OCCIDENTAL PETROLEUM CORP	85.	85.
OMEGA HEALTHCARE REIT	57.	57.
ORACLE CORPORATION	21.	21.
OPPENHEIMER DEVELOPING MARKETS I #799	440.	440.
ORANGE ADR	71.	71.
OTSUKA HLDGS CO LTD ADR	34.	34.
OWENS CORNING NEW	52.	52.
PIMCO TOTAL RETURN PORTFOLIO	1,763.	1,763.
PIMCO HIGH YIELD	1,176.	1,176.
PPG INDUSTRIES INC	16.	16.
PACKAGING CORP OF AMERICA	126.	126.
PANASONIC CORP- SPON ADR	6.	6.
PENSKE AUTOMOTIVE GROUP INC	12.	12.
PEPSICO INC	40.	40.
PFIZER INC	131.	131.
PHILLIPS 66	6.	6.
PHYSICIAN REIT	62.	62.
PIMCO INVESTMENT GRADE CORP BD INSTL #5	2,692.	2,692.
PINNACLE FINANCIAL PARTNERS INC	3.	3.
PIONEER NATURAL RESOURCES CO	1.	1.
POLARIS INDS INC	30.	30.
POOL CORP	4.	4.
PORTLAND GEN ELEC CO	58.	58.
POWER INTEGRATIONS INC	15.	15.
PRICESMART INC	19.	19.
PROASSURANCE CORP	278.	278.
PROCTOR & GAMBLE CO	76.	76.
PROLOGIS INC REIT	64.	64.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PRUDENTIAL FINL INC COM	60.	60.
QUAKER CHEMICAL CORP	18.	18.
QUALCOMM INC	48.	48.
RPM INC, OHIO	92.	92.
REPUBLIC SVCS INC	23.	23.
RITCHIE BROS AUCTIONEERS	46.	46.
ROCHE HLDG LTD SPON ADR	84.	84.
ROCKWELL COLLINS INC	11.	11.
T. ROWE PRICE INTERNATIONAL DISCOVER #43	164.	164.
ROYAL DSM NV ADR	43.	43.
ROYAL DUTCH SHELL PLC SPONSORED ADR A	151.	151.
KONINKLIJKE KPN NV ADR	74.	74.
SS&C TECHNOLOGIES HLDGS INC	14.	14.
SCHLUMBERGER LTD	177.	177.
CHARLES SCHWAB CO.	7.	7.
SECOM LTD ADR	26.	26.
SEIKO EPSON CORP ADR	37.	37.
SMITH & NEPHEW P L C SPON ADR NEW	26.	26.
SPECTRA ENERGY CORP	48.	48.
STANLEY BLACK & DECKER INC	83.	83.
STARBUCKS CORP	20.	20.
STARWOOD PROPERTY TRUST INC REIT	71.	71.
STRYKER CORP	51.	51.
SUMITOMO MITSUI FINL GROUP I SPONSORED A	30.	30.
SUMMIT HOTEL PROPERTIES INC REIT	28.	28.
SUN CMNTYS INC REIT	73.	73.
SUNTRUST BANKS INC	27.	27.
SUNTORY BEVERAGE & FOOD ADR	10.	10.
SYSCO CORP	92.	92.
TJX COS INC NEW	16.	16.
TARGET CORP	6.	6.
TEXAS INSTRUMENTS	36.	36.
THERMO ELECTRON	3.	3.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
3M CO	27.	27.
TORO CO	34.	34.
TOTAL FINA SA ADR	101.	101.
GERSTEIN FISHER MULTI-FACTOR INTL GR	692.	692.
GERSTEIN FISHER MLT-FTR GL RL EST SE	280.	280.
TUPPERWARE CORP	49.	49.
TWENTY FIRST CENTURY FOX INC CL A	3.	3.
US BANCORP DEL NEW	36.	36.
UMPQUA HOLDINGS CORP	31.	31.
UNIBAIL-RODAMCO SE ADR	36.	36.
UNION PACIFIC CORP	18.	18.
UNITED PARCEL SERVICE	37.	37.
UNITEDHEALTH GROUP INC	113.	113.
VALERO ENERGY CORP - NEW	121.	121.
VANGUARD GNMA FD ADMIRAL #536	729.	729.
VANGUARD REAL ESTATE ETF	253.	253.
VERIZON COMMUNICATIONS	120.	120.
VISA INC CLASS A SHARES	21.	21.
VIVENDI SA ADR	39.	39.
VODAFONE GROUP PLC SPONS ADR NEW	43.	43.
WEC ENERGY GROUP INC	62.	62.
WABTEC CORP	14.	14.
WAL-MART STORES	47.	47.
WEBSTER FINANCIAL CORP	40.	40.
WELLS FARGO & CO NEW	11.	11.
WEST PHARMACEUTICAL SVSC INC	17.	17.
WISDOMTREE EUROPE HEDGED EQ FUND ETF	489.	489.
XILINX INC	11.	11.
YUM BRANDS INC	2.	2.
YUM CHINA HOLDINGS INC	3.	3.
ZOETIS INC	3.	3.
ALLERGAN PLC	8.	8.
EATON CORP PLC	30.	30.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESCO LTD		7.	7.
JAMES RIVER GROUP HOLDINGS LTD		33.	33.
MEDTRONIC PLC		23.	23.
NIELSEN HOLDINGS PLC		7.	7.
STERIS PLC		55.	55.
CHUBB LTD		123.	123.
TE CONNECTIVITY LTD		9.	9.
LYONDELLBASELL INDUSTRIES NV		39.	39.
ROYAL CARIBBEAN CRUISES LTD		124.	124.
BROADCOM LTD		80.	80.
	TOTAL	29,420.	29,420.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
IRS REFUND		306.
	TOTALS	306.

STATEMENT 10

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	900.			
TOTALS	900.	NONE	NONE	NONE

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	458.	458.
FEDERAL ESTIMATES - PRINCIPAL	144.	
FOREIGN TAXES ON QUALIFIED FOR	142.	142.
FOREIGN TAXES ON NONQUALIFIED	18.	18.
TOTALS	762.	618.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER NON-ALLOCABLE EXPENSE -	20.	20.
OTHER NON-ALLOCABLE EXPENSE -	69.	69.
TOTALS	89.	89.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
STOCKS - SEE ATTACHED		572,601.	697,680.
	TOTALS	572,601.	697,680.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
BONDS - SEE ATTACHED		550,624.	554,560.
	TOTALS	550,624.	554,560.

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF

NAME: PEOPLES UNITED BANK, N.A.
ATTN: TIMBERLY GROUT
ADDRESS: 100 MAIN STREET
BRATTLEBORO, VT 05301

TELEPHONE NUMBER: (802)872-6852