

Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

2017Department of the Treasury
Internal Revenue Service

- or Section 4947(a)(1) Trust Treated as Private Foundation
- ▶ Do not enter social security numbers on this form as it may be made public
- ▶ Go to www.irs.gov/Form990PF for instructions and the latest information

Open to Public Inspection**For calendar year 2017 or tax year beginning , 2017, and ending , 20**

Name of foundation CAPEWELL M UW HTFD HOSPITAL ETAL 4		A Employer identification number 06-6030605						
Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 1802	Room/suite	B Telephone number (see instructions) 800-357-7094						
City or town, state or province, country, and ZIP or foreign postal code PROVIDENCE, RI 02901-1802		C If exemption application is pending, check here <input type="checkbox"/>						
G Check all that apply: <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization: <input type="checkbox"/> Section 501(c)(3) exempt private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>						
<input checked="" type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 47,129,545.								
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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.					
4 Dividends and interest from securities		881,774.	873,864.		STMT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		6,351,440.			
b Gross sales price for all assets on line 6a 27,490,052.					
7 Capital gain net income (from Part IV, line 2)			6,351,440.		
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)		16,730.	90,368.		STMT 2
12 Total. Add lines 1 through 11		7,249,944.	7,315,672.		
13 Compensation of officers, directors, trustees, etc.		160,658.	96,395.		64,263.
14 Other employee salaries and wages			NONE	NONE	
15 Pension plans, employee benefits			NONE	NONE	
16a Legal fees (attach schedule)		1,978.	NONE	NONE	1,978.
b Accounting fees (attach schedule)		4,450.	2,670.	NONE	1,780.
c Other professional fees (attach schedule)		13,114.	13,114.		
17 Interest					
18 Taxes (attach schedule) (see instructions)		179,709.	29,709.		
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)		9,379.	31,173.		
24 Total operating and administrative expenses. Add lines 13 through 23.		369,288.	173,061.	NONE	68,021.
25 Contributions, gifts, grants paid		1,992,592.			1,992,592.
26 Total expenses and disbursements. Add lines 24 and 25		2,361,880.	173,061.	NONE	2,060,613.
27 Subtract line 26 from line 12		4,888,064.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			7,142,611.		
c Adjusted net income (if negative, enter -0-)					

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 (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	1,304,711.	1,503,113.	1,503,113.
	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 ▶			
	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 8.	36,600,584.	39,377,664.	43,322,079.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) -			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 12.		1,510,500.	2,304,353.
	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)	37,905,295.	42,391,277.	47,129,545.	
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 <input type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	37,905,295.	42,391,277.	
	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)	37,905,295.	42,391,277.	
	31 Total liabilities and net assets/fund balances (see instructions)	37,905,295.	42,391,277.	

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	37,905,295.
2 Enter amount from Part I, line 27a	2	4,888,064.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 13	3	126,328.
4 Add lines 1, 2, and 3	4	42,919,687.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 14	5	528,410.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	42,391,277.

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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 OTHER GAINS AND LOSSES					
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 20,561,564.		15,249,745.	5,311,819.		
b 6,928,488.		5,888,867.	1,039,621.		
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			5,311,819.		
b			1,039,621.		
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	6,351,440.	
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.

(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	1,952,696.	40,624,282.	0.048067
2015	2,089,710.	42,187,293.	0.049534
2014	2,116,197.	43,274,264.	0.048902
2013	1,929,385.	41,127,476.	0.046912
2012	1,811,781.	38,410,329.	0.047169
2 Total of line 1, column (d)			2 0.240584
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 0.048117
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 44,147,275.
5 Multiply line 4 by line 3.			5 2,124,234.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 71,426.
7 Add lines 5 and 6			7 2,195,660.
8 Enter qualifying distributions from Part XII, line 4 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			8 2,060,613.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	142,852.
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	142,852.
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	142,852.
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	165,076.
b	Exempt foreign organizations - tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	13,698.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	178,774.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	35,922.
11	Enter the amount of line 10 to be Credited to 2018 estimated tax <input type="checkbox"/> 35,922. Refunded <input type="checkbox"/> 11	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions <input type="checkbox"/> CT		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? 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 2017 or the tax year beginning in 2017? See the 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		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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► BANK OF AMERICA, N.A Telephone no ► (860) 244-4877 Located at ► 99 FOUNDERS PLZ FL 05, EAST HARTFORD, CT ZIP+4 ► 06108-3208		
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
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? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ►		X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input 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		X
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?		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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)		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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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		
Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>	
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		<input checked="" type="checkbox"/>
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		

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
BANK OF AMERICA, N A 99 FOUNDERS PLZ, EAST HARTFORD, CT 06108-3208	TRUSTEE 1	160,658	-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**

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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		

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	43,872,800.
b	Average of monthly cash balances	1b	946,769.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	44,819,569.
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	44,819,569.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	672,294.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	44,147,275.
6	Minimum investment return. Enter 5% of line 5	6	2,207,364.

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	2,207,364.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	142,852.
b	Income tax for 2017. (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b	2c	142,852.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,064,512.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	2,064,512.
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	2,064,512.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,060,613.
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	2,060,613.
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	2,060,613.

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				2,064,512.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			521,621.	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2017				
a From 2012	NONE			
b From 2013	NONE			
c From 2014	NONE			
d From 2015	NONE			
e From 2016	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 2,060,613.				
a Applied to 2016, but not more than line 2a			521,621.	
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.				1,538,992.
e Remaining amount distributed out of corpus.	NONE			
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	NONE			
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				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018.				525,520.
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)	NONE			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2013	NONE			
b Excess from 2014	NONE			
c Excess from 2015	NONE			
d Excess from 2016	NONE			
e Excess from 2017	NONE			

NOT APPLICABLE

4942(j)(5)

(4) Gross investment income .

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				
HARTFORD HOSPITAL 80 SEYMOUR ST HARTFORD CT 06102-5037	NONE	PC	UNRESTRICTED GENERAL SUPPORT	664,082.
CONNECTICUT CHILDREN'S MEDICAL CENTER 282 WASHINGTON ST HARTFORD CT 06106-3322	NONE	PC	UNRESTRICTED GENERAL SUPPORT	332,041.
ST FRANCIS HOSPITAL 114 WOODLAND ST HARTFORD CT 06105-1208	NONE	PC	UNRESTRICTED GENERAL SUPPORT	332,041.
CONNECTICUT HUMANE SOCIETY 701 RUSSELL RD NEWINGTON CT 06111-1527	NONE	PC	UNRESTRICTED GENERAL SUPPORT	20.
VILLAGE FOR FAMILIES & CHILDREN 1680 ALBANY AVE HARTFORD CT 06105-1001	NONE	PC	UNRESTRICTED GENERAL SUPPORT	332,041.
CT INSTITUTE FOR THE BLIND 120 HOLCOMB CT HARTFORD CT 06112-1529	NONE	PC	UNRESTRICTED GENERAL SUPPORT	166,021.
HARTFORD HOSPITAL - JEFFERSON HOUSE 80 SEYMOUR ST HARTFORD CT 06102-5037	NONE	PC	UNRESTRICTED GENERAL SUPPORT	166,021.
TRINITY EPISCOPAL CHURCH OF HARTFORD 120 SIGOURNEY ST HARTFORD CT 06105-2755	NONE	PC	UNRESTRICTED GENERAL SUPPORT	325.
Total			3a	1,992,592.
b Approved for future payment				
Total			3b	

Part XVI-A	Analysis of Income-Producing Activities
-------------------	--

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments .						
4 Dividends and interest from securities			14	881,774.		
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	6,351,440.		
9 Net income or (loss) from special events . . .						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a _____						
b EXCISE TAX REFUND			1	16,730.		
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e)				7,249,944.		
13 Total Add line 12, columns (b), (d), and (e)					13	7,249,944.

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

[illegible]

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
USGI REPORTED AS NONQUALIFIED DIVIDENDS	9,721.	9,721.
FOREIGN DIVIDENDS	204,488.	204,488.
NONDIVIDEND DISTRIBUTIONS	9,670.	
DOMESTIC DIVIDENDS	322,175.	322,175.
OTHER INTEREST	82,520.	82,520.
FOREIGN INTEREST	6,750.	6,750.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE	15,132.	15,132.
NON-TAXABLE FOREIGN INCOME	-1,760.	
NONDISTRIBUTIVE U.S. GOVERNMENT INTEREST	278.	278.
US GOVERNMENT INTEREST REPORTED AS QUALI	39.	39.
NONQUALIFIED FOREIGN DIVIDENDS	72,928.	72,928.
NONQUALIFIED DOMESTIC DIVIDENDS	159,833.	159,833.
	-----	-----
TOTAL	881,774.	873,864.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
EXCISE TAX REFUND PARTNERSHIP INCOME	16,730.	90,368.
	-----	-----
TOTALS	16,730. =====	90,368. =====

FORM 990PF, PART I - LEGAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
LEGAL FEES - CHARITABLE	1,978.			1,978.
TOTALS	1,978.	NONE	NONE	1,978.
	=====	=====	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE - BOA	4,450.	2,670.		1,780.
TOTALS	4,450.	2,670.	NONE	1,780.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INVESTMENT ADVISORY FEES	13,114.	13,114.
	-----	-----
TOTALS	13,114.	13,114.
	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	20,187.	20,187.
EXCISE TAX ESTIMATES	150,000.	
FOREIGN TAXES ON QUALIFIED FOR	6,425.	6,425.
FOREIGN TAXES ON NONQUALIFIED	3,097.	3,097.
	-----	-----
TOTALS	179,709.	29,709.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER ALLOCABLE EXPENSE-PRINCI	4,690.	4,690.
OTHER ALLOCABLE EXPENSE-INCOME	4,689.	4,689.
PARTNERSHIP EXPENSES		21,794.
TOTALS	----- 9,379. =====	----- 31,173. =====

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
464287507 ISHARES CORE S&P MID	2,950,619.	3,267,822.
464287655 ISHARES RUSSELL 2000	3,288,154.	3,716,670.
73935S105 POWERSHARES DB COMMO	492,086.	485,195.
921943858 VANGUARD FTSE DEVELO	3,993,889.	4,472,766.
922042858 VANGUARD FTSE EMERGI	712,617.	947,904.
922908363 VANGUARD S&P 500 ETF	3,791,583.	4,469,429.
74253Q747 PRINCIPAL MIDCAP BLE	1,198,582.	1,357,862.
64128K868 NEUBERGER BERMAN HIG	486,942.	463,855.
207543877 SMALL CAP GROWTH LEA	605,265.	702,488.
29099J109 EMERGING MARKETS STO	1,991,611.	2,411,264.
302993993 MID CAP VALUE CTF	963,652.	958,547.
303995997 SMALL CAP VALUE CTF	633,385.	694,062.
323991307 MID CAP GROWTH CTF	863,728.	938,898.
45399C107 DIVIDEND INCOME COMM	2,227,854.	2,442,703.
99Z466163 HIGH QUALITY CORE CO	449,233.	480,063.
99Z466197 INTERNATIONAL FOCUSE	3,062,040.	3,532,082.
99Z501647 STRATEGIC GROWTH COM	2,215,201.	2,491,258.
00203H446 AQR LONG-SHORT EQUIT	920,276.	936,712.
00203H859 AQR MANAGED FUTURES	526,290.	474,668.
00287YAN9 ABBVIE INC	25,035.	24,988.
00507UAS0 ACTAVIS FDG SCS SR U	52,720.	50,903.
00817YAS7 AETNA INC NEW	11,010.	10,983.
0258M0DZ9 AMERICAN EXPRESS CR	75,269.	74,966.
035242AP1	66,083.	65,015.
03524BAE6 ANHEUSER BUSCH INBEV	12,907.	12,490.
03875R205 ARBITRAGE FUND	488,536.	485,820.
053332AT9 AUTOZONE INC	25,463.	24,350.
05531FAS2 BB&T CORP UNSECD SR	50,755.	50,166.
064159EX0 BANK NOVA SCOTIA	75,104.	74,816.

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
091936732 BLACKROCK GLOBAL LON	252,813.	250,631.
09256H286 BLACKROCK STRATEGICI	503,023.	504,632.
12527DAP5 CFCRE COML MTG TR	214.	213.
126650CB4 CVS CAREMARK	25,111.	25,033.
14042E5V8 CAPITAL ONE NATL ASS	25,105.	25,039.
14149YBL1 CARDINAL HEALTH INC	50,031.	49,693.
14313RAD5 CARMAX AUTO OWNER TR	39,638.	39,564.
151020AS3 CELGENE CORP	26,222.	25,877.
17275RBL5 CISCO SYS INC	75,225.	72,548.
172967KN0 CITIGROUP INC	25,732.	25,149.
17305EEE1 CITIBANK CR CARD ISS	51,418.	50,181.
26875PAG6 EOG RES INC	52,790.	52,134.
3128MAAF6 FEDERAL HOME LN MTG	113,484.	110,774.
312P7QT3 FEDERAL HOME LN MTG C	127,010.	123,692.
3128PA92 FEDERAL HOME LN MTG C	120,688.	118,585.
3138E0SE0 FEDERAL NATL MTG ASS	131,622.	128,485.
3138EH3F7 FEDERAL NATL MTG ASS	158,387.	158,150.
3138EL4A8 FEDERAL NATL MTG ASS	34,511.	33,963.
3138EQ6Q0 FEDERAL NATL MTG ASS	132,147.	128,512.
3140J5M30 FEDERAL NATL MTG ASS	128,535.	128,631.
31410LRR5 FEDERAL NATL MTG ASS	82,957.	80,789.
31718AF78 FEDERAL NATL MTG ASS	99,212.	98,209.
31620MAR7 FIDELITY NATL INFORM	7,738.	7,736.
34531GAD3 FORD CR AUTO LEASE T	50,162.	49,903.
345397XH1 FORD MTR CR CO LLC	25,048.	25,024.
37045XBG0 GENERAL MTRS FINL CO	53,216.	54,981.
38148LAE6 GOLDMAN SACHS GROUP	51,141.	51,513.
40428HPHP HSBC USA INC NEW	75,021.	74,995.
46625HQW3 JPMORGAN CHASE & CO	76,077.	75,591.

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
46639EAE1 J P MORGAN CHASE COM	51,844.	50,268.
524686672 LEGG MASON BW ABSOLU	238,478.	245,071.
540424AS7 LOEWS CORP	52,512.	52,065.
581557BD6	50,128.	50,010.
589509108 THE MERGER FD	487,653.	501,366.
59156RBQ0 METLIFE INC	77,691.	78,020.
594918BR4	74,729.	72,328.
61746BDZ6	51,882.	52,119.
64128R608 NEUBERGER BERMAN LON	931,409.	1,049,313.
68389XBM6 ORACLE CORP	75,130.	73,121.
69353REQ7 PNC BK N A PITTSBURG	49,751.	50,747.
74925K581 BOSTON PARTNERS LONG	253,083.	261,633.
759187BL0 REGIONS BK BIRMINGHA	25,023.	25,027.
80284BAF1 SANTANDER DRIVE AUTO	50,359.	50,105.
82481LAA SHIRE AQUISITIONS INV	50,020.	49,548.
867914BF9 SUNTRUST BKS INC	25,108.	25,068.
87165BAJ2 SYNCHRONY FINL	25,097.	25,047.
87938WAQ6	25,188.	25,089.
883556BR2 THERMO FISHER SCIENT	49,948.	48,586.
89114QB64 TORONTO DOMINION BK	75,218.	74,939.
9128282R0 UNITED STATES TREAS	123,957.	123,243.
912828P46 UNITED STATES TREAS	494,056.	478,423.
912828P53 UNITED STATES TREAS	155,013.	154,111.
912828P87 UNITED STATES TREAS	223,875.	218,804.
912828U73 UNITED STATES TREAS	124,681.	123,770.
912828W48 UNITED STATES TREAS	94,447.	94,061.
91324PCL4 UNITEDHEALTH GROUP I	50,305.	50,020.
91324PCV2	49,767.	50,370.
92938JAD4 WFRBS COML MTG TR 20	77,974.	76,722.

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FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV -----
95000KAY1 WELLS FARGO COML MTG	59,593.	58,646.
95768D400 WESTERN ASSET MACRO	253,453.	245,494.
961214BZ5 WESTPAC BKG CORP	75,085.	74,998.
976657AJ5 WISCONSIN ENERGY COR	25,040.	24,975.
	-----	-----
TOTALS	39,377,664.	43,322,079.
	=====	=====

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
71BB58888 EXCELSIOR PRIVATE MA	C	306,000.	376,057.
99Z378921 EXCELSIOR PRIVATE MA	C	1,204,500.	1,928,296.
		-----	-----
TOTALS		1,510,500.	2,304,353.
		=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION

AMOUNT

PARTNERSHIP ADJUSTMENT	31,570.
PURCHASE ACCRUED INTEREST - 2016	1,249.
ROUNDING	9.
ADJ FOR PARTNERSHIP DISTRIBUTION	93,500.

TOTAL	126,328.
	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
CTF ADJUSTMENT	42,273.
INCOME ADJUSTMENT	1,830.
SECURITIES ADJUSTMENT	358,737.
ADJUSTMENT OF CARRYING VALUE	124,063.
PURCHASED ACCRUED INTEREST - 2017	1,246.
SALE ADJ	261.

TOTAL	528,410.
	=====

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7F0970 1 000

GAINS AND LOSSES FROM PASS-THRU ENTITIES
=====NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIESCOMMON TRUST FUNDS 128,948.00
-----TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED) 128,948.00
=====NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS 909,232.00

PARTNERSHIPS, TRUSTS, S CORPORATIONS -31,570.00
-----TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED) 877,662.00
=====