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Form **990-PF**Department of the Treasury  
Internal Revenue Service**Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation**

Note The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

**2012**

Open to Public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation <b>AM FOUNDATION INC</b>		A Employer identification number <b>13-3388791</b>
Number and street (or P O box number if mail is not delivered to street address) <b>17 GREENBRIAR CIRCLE</b>	Room/suite	B Telephone number (see instructions) <b>914-273-3121</b>
City or town, state, and ZIP code <b>ARMONK NY 10504</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <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"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 19,544</b>	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
(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)
<b>Revenue</b>				
1 Contributions, gifts, grants, etc., received (attach schedule)	49,500			
2 Check <input 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				
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		0		
8 Net short-term capital gain			0	
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	49,500	0	0	
<b>Operating and Administrative Expenses</b>				
13 Compensation of officers, directors, trustees, etc	0			
14 Other employee salaries and wages	33,603			33,603
15 Pension plans, employee benefits	2,571			2,571
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 1	1,118			
c Other professional fees (attach schedule) STMT 2	1,704			1,704
17 Interest				
18 Taxes (attach schedule) (see instructions)				
19 Depreciation (attach schedule) and depletion STMT 3	6,334			
20 Occupancy	1,273			1,273
21 Travel, conferences, and meetings	34			34
22 Printing and publications				
23 Other expenses (att sch) STMT 4	7,637			1,874
24 Total operating and administrative expenses. Add lines 13 through 23	54,274	0	0	41,059
25 Contributions, gifts, grants paid	0			0
26 Total expenses and disbursements. Add lines 24 and 25	54,274	0	0	41,059
27 Subtract line 26 from line 12	-4,774			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		0		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

**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
<b>Assets</b>	1 Cash – non-interest-bearing	2,428	2,544	2,544
	2 Savings and temporary cash investments			
	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 ▶	0		
	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)			
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ 120,870 Less accumulated depreciation (attach sch.) ▶ STMT 5 101,539	23,876	19,331	17,000
15 Other assets (describe ▶ )				
16 <b>Total assets</b> (to be completed by all filers – see the instructions. Also, see page 1, item I)	26,304	21,875	19,544	
<b>Liabilities</b>	17 Accounts payable and accrued expenses		345	
	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 <b>Total liabilities</b> (add lines 17 through 22)	0	345	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b> ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	26,304	21,530	
30 <b>Total net assets or fund balances</b> (see instructions)	26,304	21,530		
31 <b>Total liabilities and net assets/fund balances</b> (see instructions)	26,304	21,875		

**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	26,304
2 Enter amount from Part I, line 27a	2	-4,774
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	21,530
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	21,530

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P – Purchase D – Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a N/A				
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) 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			
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
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

N/A

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))
2011			
2010			
2009			
2008			
2007			

  

2 Total of line 1, column (d)	2
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
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4
5 Multiply line 4 by line 3	5
6 Enter 1% of net investment income (1% of Part I, line 27b)	6
7 Add lines 5 and 6	7
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

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input checked="" type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: 03/04/92 (attach copy of letter if necessary—see instructions)		
<b>b</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	N/A	1
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2 0
<b>3</b>	Add lines 1 and 2		3
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4 0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		5 0
<b>6</b>	<b>Credits/Payments</b>		
<b>a</b>	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	
<b>b</b>	Exempt foreign organizations – tax withheld at source	6b	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	6c	
<b>d</b>	Backup withholding erroneously withheld	6d	
<b>7</b>	Total credits and payments. Add lines 6a through 6d		7
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>		9
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>		10
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2013 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>		11

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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>1b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
<b>1c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		X
<b>d</b> 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"/> \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
<b>2</b> 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
<b>3</b> 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
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
<b>4b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?		X
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
<b>6</b> 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	
<b>7</b> 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	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NY, VT		
<b>8b</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	
<b>9</b> 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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	X	
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

STMT 6

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► LISA WILLIAMS 976 SHAW HILL ROAD Located at ► STOWE VT ZIP+4 ► 05672 Telephone no ► 802-253-6344			
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 2012, 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 Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No 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 type="checkbox"/> Yes <input checked="" 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 N/A ► <input type="checkbox"/>	1b	
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 2012? N/A	1c	
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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ► 20 , 20 , 20 , 20 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions ) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20		
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 2012 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 2012 ) N/A	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 2012?	4b	X

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

**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)? ☐ N/A **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? ☐ 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? ☐ Yes ☒ No **6b** X

If "Yes" to 6b, file Form 8870

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

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ N/A **7b**

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARTHA A DAVIES 976 SHAW HILL RD STOWE VT 05672	PRESIDENT & 2.00	0	0	0
SAGE COWLES 115 5TH AVENUE MINNEAPOLIS MN 55401	VICE PRESIDE 1.00	0	0	0
RICHARD WISE 217 BUCHHOLZ CT ANN ARBOR MI 48106	SECRETARY 1.00	0	0	0
ANNABEL LEE 2533 GREGG HILL ROAD WATERBURY CT VT 05677	TREASURER 1.00	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		
<b>Total number of others receiving over \$50,000 for professional services</b>		▶

**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 SEE STATEMENT 7	
2	41,059
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

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



**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>1a</b>	0
<b>b</b>	Average of monthly cash balances	<b>1b</b>	1,783
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	17,000
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	18,783
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</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>	18,783
<b>4</b>	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	<b>4</b>	282
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	18,501
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	925

**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>	
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	
<b>b</b>	Income tax for 2012 (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	

**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>1a</b>	41,059
<b>b</b>	Program-related investments – total from Part IX-B	<b>1b</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>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	41,059
<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>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	41,059

**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 2011	(c) 2011	(d) 2012
<b>1</b> Distributable amount for 2012 from Part XI, line 7				
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only				
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007				
<b>b</b> From 2008				
<b>c</b> From 2009				
<b>d</b> From 2010				
<b>e</b> From 2011				
<b>f</b> Total of lines 3a through e				
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 41,059				
<b>a</b> Applied to 2011, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required – see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required – see instructions)				
<b>d</b> Applied to 2012 distributable amount				
<b>e</b> Remaining amount distributed out of corpus	41,059			
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<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	41,059			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b				
<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				
<b>d</b> Subtract line 6c from line 6b Taxable amount – see instructions				
<b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount – see instructions				
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008				
<b>b</b> Excess from 2009				
<b>c</b> Excess from 2010				
<b>d</b> Excess from 2011				
<b>e</b> Excess from 2012				

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling 03/04/92

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0				0
<b>b</b> 85% of line 2a					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed	41,059	42,572	47,346	94,938	225,915
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	41,059	42,572	47,346	94,938	225,915
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test – enter					
<b>(1)</b> Value of all assets				17,607	17,607
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)				17,607	17,607
<b>b</b> "Endowment" alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	617	585	621		1,823
<b>c</b> "Support" alternative test – enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				103,939	103,939
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				103,939	103,939
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> 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) )  
 MARTHA A DAVIES, PRESIDENT \$48,000

**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 ☐ 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 of the person to whom applications should be addressed  
 N/A

**b** The form in which applications should be submitted and information and materials they should include  
 N/A

**c** Any submission deadlines  
 N/A

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year N/A				
<b>Total</b>			▶ <b>3a</b>	
<b>b</b> Approved for future payment N/A				
<b>Total</b>			▶ <b>3b</b>	

## 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					
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					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a					
b						
c						
d						
e						
12	Subtotal Add columns (b), (d), and (e)		0		0	0
13	Total. Add line 12, columns (b), (d), and (e)					13

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

[illegible]



**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)  
Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

OMB No 1545-0047

**2012**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

Name of the organization

Employer identification number

AM FOUNDATION INC

13-3388791

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33<sup>1</sup>/<sub>3</sub> % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year.

▶ \$

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

## Name of organization

AM FOUNDATION INC

## Employer identification number

13-3388791

**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MARTHA A DAVIES 976 SHAW HILL ROAD  STOWE VT 05672	\$ 48,000	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )



Form **4562**Department of the Treasury  
Internal Revenue Service (99)**Depreciation and Amortization**  
(Including Information on Listed Property)

OMB No 1545-0172

**2012**Attachment  
Sequence No **179**

▶ See separate instructions.

▶ Attach to your tax return.

Name(s) shown on return

AM FOUNDATION INC

Identifying number

13-3388791

Business or activity to which this form relates

INDIRECT DEPRECIATION

**Part I Election To Expense Certain Property Under Section 179****Note:** If you have any listed property, complete Part V before you complete Part I

1	Maximum amount (see instructions)	1	500,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the <b>smaller</b> of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2013 Add lines 9 and 10, less line 12	13	

**Note:** Do not use Part II or Part III below for listed property. Instead, use Part V**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	4,068

**Part III MACRS Depreciation (Do not include listed property) (See instructions)****Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	1,908
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

**Section B—Assets Placed in Service During 2012 Tax Year Using the General Depreciation System**

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property		1,789	5.0	HY	200DB	358
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
i Nonresidential real property			27 5 yrs	MM	S/L	
			39 yrs	MM	S/L	
				MM	S/L	

**Section C—Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System**

20a Class life				S/L	
b 12-year			12 yrs	S/L	
c 40-year			40 yrs	MM	S/L

**Part IV Summary (See instructions.)**

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	6,334
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

For Paperwork Reduction Act Notice, see separate instructions.

Form **4562** (2012)

## Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INDIRECT ACCOUNTING FEES	\$ 1,118	\$	\$	\$
TOTAL	\$ 1,118	\$ 0	\$ 0	\$ 0

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ARTISTIC AND ADMINISTRATIVE CONS	\$ 1,704	\$	\$	\$ 1,704
TOTAL	\$ 1,704	\$ 0	\$ 0	\$ 1,704

Statement 3 - Form 990-PF, Part I, Line 19 - Depreciation

Date Acquired	Description	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
1/01/87	FILM PRODUCTIONS & VIDEO EQUIPMENT	\$ 22,997	\$ 22,997	S/L	7	\$	\$	\$
7/01/97	OFFICE EQUIPMENT	510	510	S/L	10			
7/01/94	FILM PRODUCTION EQUIPMENT	1,721	1,721	S/L	10			
1/01/95	DELL COMPUTER EQUIPMENT	3,534	3,534	S/L	10			
6/01/96	SOUND EQUIPMENT	3,020	3,020	S/L	10			
12/01/96	FILM PRODUCTION EQUIPMENT	1,028	1,028	S/L	10			
2/01/97	VIDEO PRODUCTION EQUIPMENT	1,188	1,188	S/L	10			
3/01/97	VIDEO PRODUCTION EQUIPMENT	3,355	3,355	S/L	10			

## Federal Statements

## Statement 3 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

Description		Date		Cost		Prior Year		Method		Life		Current Year		Net Investment		Adjusted Net	
		Acquired		Basis		Depreciation						Depreciation		Income		Income	
VIDEO PRODUCTION EQUIPMENT		10/01/97		\$ 699		\$ 699		S/L		10		\$		\$			
VIDEO PRODUCTION EQUIPMENT		11/01/97		2,591		2,591		S/L		10							
VIDEO PRODUCTION EQUIPMENT		12/01/97		2,528		2,528		S/L		10							
VIDEO EQUIPMENT		5/01/98		1,721		1,721		S/L		10							
VIDEO EQUIPMENT		5/01/98		2,780		2,780		S/L		10							
VIDEO EQUIPMENT		11/01/99		1,449		1,449		S/L		10							
VIDEO EQUIPMENT		11/01/00		3,201		3,201		S/L		10							
VIDEO EQUIPMENT		7/01/00		5,908		5,908		S/L		10							
VIDEO EQUIPMENT		4/01/00		4,234		4,234		S/L		10							
VIDEO EQUIPMENT		3/01/00		400		400		S/L		10							
VIDEO EQUIPMENT		2/01/00		1,620		1,620		S/L		10							
VIDEO EQUIPMENT		9/01/01		349		349		S/L		10							
VIDEO EQUIPMENT		6/01/01		2,500		2,500		S/L		10							
VIDEO EQUIPMENT		2/01/01		1,953		1,953		S/L		10							
VIDEO EQUIPMENT		1/01/01		1,200		1,200		S/L		10							
OFFICE FURNITURE		9/01/02		541		513		S/L		10		28					
VIDEO EQUIPMENT		7/01/02		1,044		989		S/L		10		55					

## Federal Statements

## Statement 3 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

Description		Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
OFFICE FURNITURE									
6/01/02 \$	2,460	\$	2,337	S/L	10	\$	123	\$	\$
OFFICE FURNITURE									
2/01/02	1,180		1,121	S/L	10		59		
SPEAKERS									
8/01/03	649		552	S/L	10		65		
VIDEO EQUIPMENT									
2/01/03	262		221	S/L	10		27		
COMPUTER EQUIPMENT									
11/01/04	1,525		1,146	S/L	10		153		
VIDEO EQUIPMENT									
9/01/04	500		375	S/L	10		50		
VIDEO EQUIPMENT									
6/01/04	1,113		834	S/L	10		111		
COMPUTER EQUIPMENT									
2/01/04	2,607		1,956	S/L	10		261		
COMPUTER EQUIPMENT									
2/01/04	518		390	S/L	10		51		
COMPUTER EQUIPMENT									
2/01/04	3,220		2,415	S/L	10		322		
COMPUTER EQUIPMENT									
2/01/04	200		150	S/L	10		20		
VIDEO EQUIPMENT									
12/01/05	1,497		936	S/L	10		150		
VIDEO EQUIPMENT									
10/01/05	2,342		1,464	S/L	10		235		
PROJECTION EQUIPMENT									
6/01/06	1,113		612	S/L	10		111		
COMPUTER EQUIPMENT									
1/01/06	1,299		715	S/L	10		130		
CAMCORDER									
11/01/07	3,500		1,488	S/L	10		350		
COMPUTER EQUIPMENT									
2/01/07	6,971		3,137	S/L	10		697		

## Federal Statements

## Statement 3 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

Description		Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
COMPUTER EQUIPMENT									
	5/01/09 \$		1,058 \$	371	S/L	10	\$ 105	\$	\$
VIDEO/COMPUTER EQUIPMENT									
	7/01/09		9,642	2,410	S/L	10	965		
4 SONY TRINITION									
	2/16/11		1,065	373	200DB	5	277		
APPLE EQUIPMENT									
	10/18/11		1,006	50	200DB	5	383		
VIDEO EQUIPMENT MONITOR									
	11/01/11		3,283	164	200DB	5	1,248		
CAMERA									
	4/17/12		1,789		200DB	5	358		
TOTAL	\$		120,870	\$ 95,205			\$ 6,334	\$ 0	\$ 0

## Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES		\$	\$	
EXPENDIBLE EQUIPMENT	753			
INSURANCE	1,935			
MISCELLANEOUS	50			
PERFORMANCE/PRODUCTION COSTS	1,874			1,874
STORAGE FEES	2,288			
TELEPHONE	676			
POSTAGE	61			
TOTAL	\$ 7,637	\$ 0	\$ 0	\$ 1,874

**Federal Statements****Statement 5 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment**

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
	\$ 23,876	\$ 120,870	\$ 101,539	\$ 17,000
TOTAL	\$ 23,876	\$ 120,870	\$ 101,539	\$ 17,000

**Statement 6 - Form 990-PF, Part VII-A, Line 10 - Substantial Contributors**

Name	Address	City, State, Zip
MARTHA DAVIES	976 SHAW HILL ROAD	STOWE VT 05672

**Federal Statements****Statement 7 - Form 990-PF, Part IX-A, Line 1 - Summary of Direct Charitable Activities****Description**

THE AM FOUNDATION, INC'S EXEMPT PURPOSE IS THE PROMOTION OF INTERDISCIPLINARY ART FORMS IN VIDEO, FILM, THE PERFORMING ARTS AND DANCE. IT CREATES ART PIECES AND TRIES TO INCREASE THE PUBLIC'S AWARENESS, APPRECIATION AND UNDERSTANDING OF THESE ART FORMS. SEE STATEMENT ATTACHED FOR ADDITIONAL INFORMATION RELATING TO ACTIVITIES IN 2012

**Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000**

<u>Name of Manager</u>	<u>Amount</u>
MARTHA A DAVIES, PRESIDENT	\$ 48,000
TOTAL	\$ 48,000

AM FOUNDATION, INC.

17 Greenbriar Circle

Armonk, New York 10504

13-3388791

2012 Form 990 PF

Part IX-A

The AM Foundation continued to prepare for the collaboration project in Paris FR in early 2012. Ms. Davies produced a new 2-channel piece titled *Toward Collaboration* about the upcoming collaboration between herself, Ms. Motley and two parisian artists. Mr. Roy and Ms. Davies prepared a security camera motion detection installation as well as a 'Quadror' to experiment with multi-surface projection. The project was cancelled at the very last moment when the gallery withdrew due to financial difficulties.

Over the summer AM Foundation installed another exhibit to be presented for Downstreet Art at the Artery gallery in North Adams MA. The 3 channel projection of *Beyond the Far Blue Mountains* was remastered from March through April and shown from June through August.

In July the annual 'Dance Camp' took place where dancers from local and NYC areas were invited for a week of dance study with Polly Motley at her studio in Stowe, VT. The foundation organized a video shoot with these dancers for a new video piece by Molly Davies, as yet untitled.

In the spring a capital purchase of an HD video switcher was made for the Paris project. When the project was cancelled it was decided the foundation would retain the equipment for live shoots in order to avoid the technically limiting problems experienced during *Critical State 2011*.

In October the foundation was invited to participate in the annual Magic Lantern Art Film/Short Film Festival put on by the Helen Day Art Center in Stowe, VT. Ms. Davies and Mr. Roy entered a piece titled *Halloween Moon*. Also at Helen Day Art Center, in November, the AM Foundation installed a large audio component for an outdoor performance choreographed by Polly Motley with live musicians and 7 dancers.

Over the year there were also multiple video shoots across VT for new, untitled video piece by Molly Davies.

Mr. Roy began the transition to a new editing platform for new projects as well as transferring old projects to this new format. He began digitizing archival media for future use and safe, redundant storage. As the winter began, preparations were made for a showing of *Sea Tails* at the Musée Matisse in Le Cateau-Cambrésis, FR.



# Federal Asset Report

## Form 990, Page 1

Asset	Description	Date In Service	Cost	Bus %	Sec 179 Bonus	Basis for Depr	Per Conv Meth	Prior	Current
<b>5-year GDS Property:</b>									
48	CAMERA	4/17/12	1,789			1,789	5 HY 200DB	0	358
			<u>1,789</u>			<u>1,789</u>		<u>0</u>	<u>358</u>
<b>Prior MACRS:</b>									
45	4 SONY TRINITION	2/16/11	1,065			1,065	5 MQ200DB	373	277
46	APPLE EQUIPMENT	10/18/11	1,006			1,006	5 MQ200DB	50	383
47	VIDEO EQUIPMENT MONITOR	11/01/11	3,283			3,283	5 MQ200DB	164	1,248
			<u>5,354</u>			<u>5,354</u>		<u>587</u>	<u>1,908</u>
<b>Other Depreciation:</b>									
1	FILM PRODUCTIONS & VIDEO EQUIP	1/01/87	22,997			22,997	7 MO S/L	22,997	0
2	OFFICE EQUIPMENT	7/01/97	510			510	10 MO S/L	510	0
3	FILM PRODUCTION EQUIPMENT	7/01/94	1,721			1,721	10 MO S/L	1,721	0
4	DELL COMPUTER EQUIPMENT	1/01/95	3,534			3,534	10 MO S/L	3,534	0
5	SOUND EQUIPMENT	6/01/96	3,020			3,020	10 MO S/L	3,020	0
6	FILM PRODUCTION EQUIPMENT	12/01/96	1,028			1,028	10 MO S/L	1,028	0
7	VIDEO PRODUCTION EQUIPMENT	2/01/97	1,188			1,188	10 MO S/L	1,188	0
8	VIDEO PRODUCTION EQUIPMENT	3/01/97	3,355			3,355	10 MO S/L	3,355	0
9	VIDEO PRODUCTION EQUIPMENT	10/01/97	699			699	10 MO S/L	699	0
10	VIDEO PRODUCTION EQUIPMENT	11/01/97	2,591			2,591	10 MO S/L	2,591	0
11	VIDEO PRODUCTION EQUIPMENT	12/01/97	2,528			2,528	10 MO S/L	2,528	0
12	VIDEO EQUIPMENT	5/01/98	1,721			1,721	10 MO S/L	1,721	0
13	VIDEO EQUIPMENT	5/01/98	2,780			2,780	10 MO S/L	2,780	0
14	VIDEO EQUIPMENT	11/01/99	1,449			1,449	10 MO S/L	1,449	0
15	VIDEO EQUIPMENT	11/01/00	3,201			3,201	10 MO S/L	3,201	0
16	VIDEO EQUIPMENT	7/01/00	5,908			5,908	10 MO S/L	5,908	0
17	VIDEO EQUIPMENT	4/01/00	4,234			4,234	10 MO S/L	4,234	0
18	VIDEO EQUIPMENT	3/01/00	400			400	10 MO S/L	400	0
19	VIDEO EQUIPMENT	2/01/00	1,620			1,620	10 MO S/L	1,620	0
20	VIDEO EQUIPMENT	9/01/01	349			349	10 MO S/L	349	0
21	VIDEO EQUIPMENT	6/01/01	2,500			2,500	10 MO S/L	2,500	0
22	VIDEO EQUIPMENT	2/01/01	1,953			1,953	10 MO S/L	1,953	0
23	VIDEO EQUIPMENT	1/01/01	1,200			1,200	10 MO S/L	1,200	0
24	OFFICE FURNITURE	9/01/02	541			541	10 MO S/L	513	28
25	VIDEO EQUIPMENT	7/01/02	1,044			1,044	10 MO S/L	989	55
26	OFFICE FURNITURE	6/01/02	2,460			2,460	10 MO S/L	2,337	123
27	OFFICE FURNITURE	2/01/02	1,180			1,180	10 MO S/L	1,121	59
28	SPEAKERS	8/01/03	649			649	10 MO S/L	552	65
29	VIDEO EQUIPMENT	2/01/03	262			262	10 MO S/L	221	27
30	COMPUTER EQUIPMENT	11/01/04	1,525			1,525	10 MO S/L	1,146	153
31	VIDEO EQUIPMENT	9/01/04	500			500	10 MO S/L	375	50
32	VIDEO EQUIPMENT	6/01/04	1,113			1,113	10 MO S/L	834	111
33	COMPUTER EQUIPMENT	2/01/04	2,607			2,607	10 MO S/L	1,956	261
34	COMPUTER EQUIPMENT	2/01/04	518			518	10 MO S/L	390	51
35	COMPUTER EQUIPMENT	2/01/04	3,220			3,220	10 MO S/L	2,415	322
36	COMPUTER EQUIPMENT	2/01/04	200			200	10 MO S/L	150	20
37	VIDEO EQUIPMENT	12/01/05	1,497			1,497	10 MO S/L	936	150
38	VIDEO EQUIPMENT	10/01/05	2,342			2,342	10 MO S/L	1,464	235
39	PROJECTION EQUIPMENT	6/01/06	1,113			1,113	10 MO S/L	612	111
40	COMPUTER EQUIPMENT	1/01/06	1,299			1,299	10 MO S/L	715	130
41	CAMCORDER	11/01/07	3,500			3,500	10 MO S/L	1,488	350
42	COMPUTER EQUIPMENT	2/01/07	6,971			6,971	10 MO S/L	3,137	697
43	COMPUTER EQUIPMENT	5/01/09	1,058			1,058	10 MO S/L	371	105
44	VIDEO/COMPUTER EQUIPMENT	7/01/09	9,642			9,642	10 MO S/L	2,410	965
<b>Total Other Depreciation</b>			<u>113,727</u>			<u>113,727</u>		<u>94,618</u>	<u>4,068</u>
<b>Total ACRS and Other Depreciation</b>			<u>113,727</u>			<u>113,727</u>		<u>94,618</u>	<u>4,068</u>

AMF8791 AM FOUNDATION INC

13-3388791

FYE: 12/31/2012

**Federal Asset Report****Form 990, Page 1**

Asset	Description	Date In Service	Cost	Bus %	Sec 179	Bonus	Basis for Depr	PerConv Meth	Prior	Current
	Grand Totals		120,870				120,870		95,205	6,334
	Less: Dispositions and Transfers		0				0		0	0
	Less: Start-up/Org Expense		0				0		0	0
	Net Grand Totals		<u>120,870</u>				<u>120,870</u>		<u>95,205</u>	<u>6,334</u>

## AMT Asset Report

## Form 990, Page 1

Asset	Description	Date In Service	Cost	Bus %	Sec 179	Bonus	Basis for Depr	PerConv Meth	Prior	Current
<b>5-year GDS Property:</b>										
48	CAMERA	4/17/12	1,789				1,789	5 HY 150DB	0	268
			<u>1,789</u>				<u>1,789</u>		<u>0</u>	<u>268</u>
<b>Prior MACRS:</b>										
45	4 SONY TRINITION	2/16/11	1,065				1,065	5 MQ 150DB	280	235
46	APPLE EQUIPMENT	10/18/11	1,006				1,006	5 MQ 150DB	38	290
47	VIDEO EQUIPMENT MONITOR	11/01/11	3,283				3,283	5 MQ 150DB	123	948
			<u>5,354</u>				<u>5,354</u>		<u>441</u>	<u>1,473</u>
<b>Other Depreciation:</b>										
1	FILM PRODUCTIONS & VIDEO EQUIP	1/01/87	22,997				22,997	7 MO S/L	22,997	0
2	OFFICE EQUIPMENT	7/01/97	510				510	10 MO S/L	510	0
3	FILM PRODUCTION EQUIPMENT	7/01/94	1,721				1,721	10 MO S/L	1,721	0
4	DELL COMPUTER EQUIPMENT	1/01/95	3,534				3,534	10 MO S/L	3,534	0
5	SOUND EQUIPMENT	6/01/96	3,020				3,020	10 MO S/L	3,020	0
6	FILM PRODUCTION EQUIPMENT	12/01/96	1,028				1,028	10 MO S/L	1,028	0
7	VIDEO PRODUCTION EQUIPMENT	2/01/97	1,188				1,188	10 MO S/L	1,188	0
8	VIDEO PRODUCTION EQUIPMENT	3/01/97	3,355				3,355	10 MO S/L	3,355	0
9	VIDEO PRODUCTION EQUIPMENT	10/01/97	699				699	10 MO S/L	699	0
10	VIDEO PRODUCTION EQUIPMENT	11/01/97	2,591				2,591	10 MO S/L	2,591	0
11	VIDEO PRODUCTION EQUIPMENT	12/01/97	2,528				2,528	10 MO S/L	2,528	0
12	VIDEO EQUIPMENT	5/01/98	1,721				1,721	10 MO S/L	1,721	0
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19	VIDEO EQUIPMENT	2/01/00	1,620				1,620	10 MO S/L	1,620	0
20	VIDEO EQUIPMENT	9/01/01	349				349	10 MO S/L	349	0
21	VIDEO EQUIPMENT	6/01/01	2,500				2,500	10 MO S/L	2,500	0
22	VIDEO EQUIPMENT	2/01/01	1,953				1,953	10 MO S/L	1,953	0
23	VIDEO EQUIPMENT	1/01/01	1,200				1,200	10 MO S/L	1,200	0
24	OFFICE FURNITURE	9/01/02	541				541	10 MO S/L	513	28
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<b>Total ACRS and Other Depreciation</b>			<u>113,727</u>				<u>113,727</u>		<u>94,618</u>	<u>4,068</u>

AMF8791 AM FOUNDATION INC

13-3388791

FYE: 12/31/2012

# AMT Asset Report

Form 990, Page 1

Asset	Description	Date In Service	Cost	Bus %	Sec 179	Bonus	Basis for Depr	PerConv Meth	Prior	Current
	Grand Totals		120,870				120,870		95,059	5,809
	Less: Dispositions and Transfers		<u>0</u>				<u>0</u>		<u>0</u>	<u>0</u>
	Net Grand Totals		<u>120,870</u>				<u>120,870</u>		<u>95,059</u>	<u>5,809</u>

Year Ended: December 31, 2012

13-3388791

AM FOUNDATION INC  
17 GREENBRIAR CIRCLE  
ARMONK, NY 10504

**Electing out of Bonus Depreciation Allowance for  
All Eligible Depreciable Property**

The taxpayer elects out of first-year bonus depreciation allowance under IRC Section 168(k) for all eligible asset classes of depreciable property acquired after December 31, 2007. This election applies to all eligible depreciable property placed in service during the tax year.