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Form **990-PF****Return of Private Foundation**  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

OMB No 1545-0052

**2009**Department of the Treasury  
Internal Revenue Service (77)

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

For calendar year 2009, or tax year beginning , and ending

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation <b>LOTTA AGRICULTURAL FUND</b>		A Employer identification number <b>04-2610674</b>
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite <b>K&amp;L GATES ONE LINCOLN ST</b>		B Telephone number (see page 10 of the instructions) <b>(617)261-3100</b>
	City or town, state, and ZIP code <b>BOSTON MA 02111-2950</b>		C If exemption application is pending, check here <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		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 4,532,750</b>		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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 page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	130	130		
	4 Dividends and interest from securities	46,967	46,967		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	3,852			
	b Gross sales price for all assets on line 6a	445,155			
	7 Capital gain net income (from Part IV, line 2)		3,852		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a 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	50,949	50,949			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	27,846	13,923		13,923
	14 Other employee salaries and wages				
	15 Pension plans; employee benefits				
	16 a Legal fees (attach schedule)	104,209	34,858		69,351
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	893	858		35
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,570	101		1,469
	24 Total operating and administrative expenses. Add lines 13 through 23	134,518	49,740		84,778
	25 Contributions, gifts, grants paid	184,576			184,576
26 Total expenses and disbursements. Add lines 24 and 25	319,094	49,740		269,354	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-268,145				
b Net investment income (if negative, enter -0-)		1,209			
c Adjusted net income (if negative, enter -0-)					

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Form 990-PF (2009)

(HTA)

<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing						
	<b>2</b> Savings and temporary cash investments	1,521,261	1,204,400	1,204,400			
	<b>3</b> Accounts receivable						
	Less allowance for doubtful accounts						
	<b>4</b> Pledges receivable						
	Less allowance for doubtful accounts						
	<b>5</b> Grants receivable						
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)						
	<b>7</b> Other notes and loans receivable (attach schedule)	1,686,163					
	Less allowance for doubtful accounts						
	<b>8</b> Inventories for sale or use						
	<b>9</b> Prepaid expenses and deferred charges		12	12			
	<b>10 a</b> Investments—U S and state government obligations (attach schedule)	285,106	159,474	174,172			
	<b>b</b> Investments—corporate stock (attach schedule)	1,056,604	1,113,359	1,467,667			
	<b>c</b> Investments—corporate bonds (attach schedule)						
	<b>11</b> Investments—land, buildings, and equipment basis						
Less accumulated depreciation (attach schedule)							
<b>12</b> Investments—mortgage loans							
<b>13</b> Investments—other (attach schedule)							
<b>14</b> Land, buildings, and equipment basis							
Less accumulated depreciation (attach schedule)							
<b>15</b> Other assets (describe <b>2009 FEDERAL REFUND DUE</b> )			336	336			
<b>16</b> <b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	4,431,889	4,163,744	4,532,750				
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses						
	<b>18</b> Grants payable						
	<b>19</b> Deferred revenue						
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons						
	<b>21</b> Mortgages and other notes payable (attach schedule)						
	<b>22</b> Other liabilities (describe )						
	<b>23</b> <b>Total liabilities</b> (add lines 17 through 22)						
<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"/>						
	<b>24</b> Unrestricted						
	<b>25</b> Temporarily restricted						
	<b>26</b> Permanently restricted						
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <input checked="" type="checkbox"/>						
	<b>27</b> Capital stock, trust principal, or current funds	941,954	941,954				
	<b>28</b> Paid-in or capital surplus, or land, bldg, and equipment fund						
<b>29</b> Retained earnings, accumulated income, endowment, or other funds	3,489,935	3,221,790					
<b>30</b> <b>Total net assets or fund balances</b> (see page 17 of the instructions)	4,431,889	4,163,744					
<b>31</b> <b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)	4,431,889	4,163,744					

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b> 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)	<b>1</b>	4,431,889
<b>2</b> Enter amount from Part I, line 27a	<b>2</b>	-268,145
<b>3</b> Other increases not included in line 2 (itemize) <b>2009 FEDERAL OVERPAYMENT APPLIED TO 2010</b>	<b>3</b>	12
<b>4</b> Add lines 1, 2, and 3	<b>4</b>	4,163,756
<b>5</b> Decreases not included in line 2 (itemize) <b>2009 FEDERAL TAX LIABILITY</b>	<b>5</b>	12
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	<b>6</b>	4,163,744

**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.)
<b>1a</b> See Attached Statement				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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)	
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b> 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 }			<b>2</b>	3,852
<b>3</b> 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 pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 }			<b>3</b>	-34

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

**1** Enter the appropriate amount in each column for each year, see page 18 of 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))
2008	667,796	3,622,082	0.184368
2007	894,700	3,478,081	0.257240
2006	677,315	3,275,192	0.206802
2005	413,393	3,368,525	0.122722
2004	372,298	3,643,102	0.102193
<b>2</b> Total of line 1, column (d)			<b>2</b> 0.873325
<b>3</b> 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			<b>3</b> 0.174665
<b>4</b> Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			<b>4</b> 2,826,826
<b>5</b> Multiply line 4 by line 3			<b>5</b> 493,748
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 12
<b>7</b> Add lines 5 and 6			<b>7</b> 493,760
<b>8</b> 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 on page 18			<b>8</b> 559,893

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

<b>1 a</b> 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>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	<b>1</b>		<b>12</b>
<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-)	<b>2</b>		
<b>3</b> Add lines 1 and 2	<b>3</b>		<b>12</b>
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>		
<b>5</b> Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>		<b>12</b>
<b>6</b> Credits/Payments.			
<b>a</b> 2009 estimated tax payments and 2008 overpayment credited to 2009	<b>6a</b>	360	
<b>b</b> Exempt foreign organizations—tax withheld at source	<b>6b</b>		
<b>c</b> Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>		
<b>d</b> Backup withholding erroneously withheld	<b>6d</b>		
<b>7</b> Total credits and payments. Add lines 6a through 6d	<b>7</b>		360
<b>8</b> Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>		
<b>9</b> Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	<b>9</b>		
<b>10</b> Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	<b>10</b>		348
<b>11</b> Enter the amount of line 10 to be Credited to 2010 estimated tax <b>12</b> Refunded <b>11</b>	<b>11</b>		336

**Part VII-A Statements Regarding Activities**

<b>1 a</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?		<b>Yes</b>	<b>No</b>
<b>1a</b>			X
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for 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	<b>1b</b>		X
<b>c</b> Did the foundation file Form 1120-POL for this year?	<b>1c</b>		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <b>2</b> On foundation managers			
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers			
<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	<b>2</b>		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	<b>3</b>		X
<b>4 a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<b>4a</b>		X
<b>b</b> If "Yes," has it filed a tax return on Form 990-T for this year?	<b>4b</b>	N/A	
<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	<b>5</b>		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?	<b>6</b>	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	<b>7</b>	X	
<b>8 a</b> Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <b>MA</b>			
<b>b</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	<b>8b</b>	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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	<b>9</b>		X
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	<b>10</b>		X

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

<b>11</b>	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 page 20 of the instructions)	<b>11</b>		X
<b>12</b>	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	<b>12</b>		X
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	<b>13</b>	X	
Website address <input type="checkbox"/> _____				
<b>14</b>	The books are in care of <input type="checkbox"/> ELIZABETH F POTTER Telephone no <input type="checkbox"/> (617)261-3100			
	Located at <input type="checkbox"/> K&L GATES ONE LINCOLN ST BOSTON MA ZIP+4 <input type="checkbox"/> 02111-2950			
<b>15</b>	Section 4947(a)(1)-nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here <input type="checkbox"/>			
	and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 15			

**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
<b>1a</b> 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>b</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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	<b>1b</b>	N/A
<b>c</b> 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 2009?	<b>1c</b>	X
<b>2</b> 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))		
<b>a</b> At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <input type="checkbox"/> 20 _____, 20 _____, 20 _____, 20 _____		
<b>b</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 page 20 of the instructions)	<b>2b</b>	N/A
<b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <input type="checkbox"/> 20 _____, 20 _____, 20 _____, 20 _____		
<b>3a</b> 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>b</b> If "Yes," did it have excess business holdings in 2009 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 2009)	<b>3b</b>	N/A
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>	X
<b>b</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 2009?	<b>4b</b>	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 page 22 of the 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 page 22 of the instructions)? ☐ **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here ☐

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ 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  
If "Yes" to 6b, file Form 8870

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

**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **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 page 22 of the 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
ELIZABETH F POTTER K&L GATES ONE LINCOLN ST BOSTON MA 0	TRUSTEE 5.00	23,750		
NANCY T HARMON PO BOX N184 WESTPORT MA 02790	TRUSTEE 1.00	4,096		

**2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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 ☐

**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 page 23 of the instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

**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 UNIVERSITY OF MASSACHUSETTS SCHOOL OF AGRICULTURE	184,576
2	
3	
4	

**Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 FARM LOANS TO THE UNIVERSITY OF MASSACHUSETTS SCHOOL OF AGRICULTURE GRADUATES IN ACCORDANCE WITH THE TERMS OF THE TRUST INSTRUMENT	290,539
2	
3 All other program-related investments See page 24 of the instructions	
<b>Total.</b> Add lines 1 through 3	290,539



**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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>	1,512,357
<b>b</b>	Average of monthly cash balances	<b>1b</b>	1,357,517
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	2,869,874
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	2,869,874
<b>4</b>	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	43,048
<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>	2,826,826
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	141,341

**Part XI Distributable Amount** (see page 25 of the 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>	141,341
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	12
<b>b</b>	Income tax for 2009 (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	12
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	141,329
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	173,294
<b>5</b>	Add lines 3 and 4	<b>5</b>	314,623
<b>6</b>	Deduction from distributable amount (see page 25 of the 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>	314,623

**Part XII Qualifying Distributions** (see page 25 of the 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>	269,354
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	290,539
<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>	559,893
<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 page 26 of the instructions)	<b>5</b>	12
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	559,881

**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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
<b>1</b> Distributable amount for 2009 from Part XI, line 7				314,623
<b>2</b> Undistributed income, if any, as of the end of 2009				
<b>a</b> Enter amount for 2008 only				
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2009				
<b>a</b> From 2004				
<b>b</b> From 2005				
<b>c</b> From 2006				
<b>d</b> From 2007				
<b>e</b> From 2008	216,681			
<b>f</b> Total of lines 3a through e	216,681			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 559,893				
<b>a</b> Applied to 2008, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
<b>d</b> Applied to 2009 distributable amount				314,623
<b>e</b> Remaining amount distributed out of corpus	245,270			
<b>5</b> Excess distributions carryover applied to 2009 (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	461,951			
<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 page 27 of the instructions				
<b>e</b> Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
<b>f</b> Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				
<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 page 27 of the instructions)				
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	461,951			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2005				
<b>b</b> Excess from 2006				
<b>c</b> Excess from 2007				
<b>d</b> Excess from 2008	216,681			
<b>e</b> Excess from 2009	245,270			



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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i> UNIVERSITY OF MASSACHUSETTS 113 STOCKBRIDGE HALL, 80 CAMPUS CENTER W		GENERAL	SCHOLARSHIPS	184,576
<b>Total</b>			▶ <b>3a</b>	184,576
<b>b</b> <i>Approved for future payment</i>				
<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)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions )
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments		130	14		
4	Dividends and interest from securities		46,967	14		
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		3,852	18		
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)		50,949			
13	Total. Add line 12, columns (b), (d), and (e)					

(See worksheet in line 13 instructions on page 28 to verify calculations.)

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

[illegible]



**Line 16a (990-PF) - Legal Fees**

		104,209	34,858		69,351
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	K&L GATES-GRANTMAKING FEES	23,930			23,930
2	K&L GATES-LEGAL FEES	69,717	34,858		34,859
3	MCCABE TAX CONSULTING-ACCOUNT	7,500			7,500
4	DONALD MARION-LOAN REVIEW & EV	3,062			3,062
5					
6					
7					
8					
9					
10					

**Line 18 (990-PF) - Taxes**

		893	858		35
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Real estate tax not included in line 20				
2	Tax on investment income				
3	Income tax				
4	MA EXCISE TAX	35			35
5	FOREIGN TAXES	858	858		
6					
7					
8					
9					
10					



**Line 23 (990-PF) - Other Expenses**

		1,570	101	1,469
	Description	Revenue and Expenses per Books	Net Investment Income	Disbursements for Charitable Purposes
1	Amortization. See attached statement			
2	Fund Raising			
3	SURETY BOND PREMIUM	968		968
4	MISC ADMINISTRATION EXPENSES	202	101	101
5	FILING FEES	400		400
6				
7				
8				
9				
10				

**Part II, Line 7 (990-PF) - Other Notes**

Borrower's Name		Check "X" if Business	Check if 501(c)3 Org	Original Amount	Net Balance Due Beginning of Year	Balance Due End of Year	Allowance for Doubtful Accts End of Year	FMV of Other Notes	Security Provided
1	BARSTOW				86,667	76,667			
2	BROWN				73,000	64,600			
3	CESARIO				27,500	38,500			
4	COMPAGNONE				145,833	135,833			
5	COOK				21,235	13,735			
6	DUFFY				45,000	40,000			
7	EMERSON				48,425	47,525			
8	FELDMAN				7,500				
9	FLACCUS				117,000	104,000			
10	FOPPEMA				70,000	60,000			
11	GILMORE				28,446	23,946			
12	GROCOTT				25,224	25,224			
13	HABIB/BARUC				13,000	10,000			
14	HASTINGS				28,500	67,000			
15	HOLM				26,875	19,375			
16	HUBBARD				8,150	5,150			
17	KINCHLA				163,021	218,179			
18	MADSEN				140,358	142,920			
19	MARCHANT/SORENSEN				14,998	9,999			
20	PADUCH, J				42,917	40,000			
21	PADUCH, M				36,250	29,583			
22	PAQUIN				3,667				
23	POLLARD				2,000				
24	SATZ				54,489	44,022			
25	SHEPARD				88,333	85,000			
26	SMIAROWSKI				120,833	112,499			
27	SWARTZ				32,575	31,950			
28	TAFT				872	872			
29	TRYON				38,750	31,000			
30	WHITE				20,000	12,000			
31	WHITNEY				37,500	100,000			
32	LYNCH					36,584			
33	PATTESON					60,000			

Part

	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Purpose of Loan	Consideration Description	Consideration FMV	Relationship
1								
2								
3								
4								
5								
6								
7								
8								
9								
10								
11								
12								
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24								
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26								
27								
28								
29								
30								
31								
32								
33								

**Part II, Line 10a (990-PF) - Investments - U.S. and State Government Obligations**

		285,106	159,474		174,172		
	Description	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year	Check if Federal Obligation	Check if State/ Local Obligation
1	75,000 FHLB 4%	75,000				X	
2	50,000 FHLB 3 83%	49,962				X	
3	50,000 FHLB 3 75%	50,037				X	
4	50,000 FHLB 3 25%	50,000				X	
5	25,000 FHLMC 3 25%		25,000		24,797	X	
6	50,000 FHLB 2 125%		50,062		50,141	X	
7	25,000 FHLB 3 35%		25,000		25,172	X	
8	15,000 FNMA-5 5%	14,931	14,931		15,853	X	
9	40,000 FNMA 5 375%	41,749	41,749		43,125	X	
10	418 1 GNMA 7 5%	45	39		469	X	
11	1,647 54 GNMA 7%	298	242		1,829	X	
12	2,255 36 GNMA 7%	525	435		2,505	X	
13	4,620 94 GNMA 6 5%	1,234	966		5,005	X	
14	4,873 06 GNMA 6 5%	1,325	1,050		5,276	X	

**Part II, Line 10b (990-PF) - Investments - Corporate Stock**

			1,056,604	1,113,359		1,467,667
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	AMEREN	1 200	54 241	54 241		33 540
2	BAXTER INTL	980	37,436	37,436		57,506
3	BOEING	450	24,704	24,704		24,358
4	CATERPILLAR	400		18,619		22,796
5	CHEVRON TEXACO	800	27,781	27,781		61,592
6	CISCO SYSTEMS	1,000		17,287		23,940
7	CONSOLIDATED EDISON	500	20,528	20,528		22,715
8	DEERE	500		21,730		27,045
9	DOMINION RESOURCES	1,400	42,961	42,961		54,488
10	DONNELLEY RR	1,300	33,953	33,953		28,951
11	DOW CHEMICAL	800	24,825	24,825		22,104
12	EXXON MOBIL	1,600	25,180	25,180		109,104
13	GENERAL ELECTRIC	3,600	13,077	13,077		54,468
14	HEWLETT PACKARD	700	12,384	12,384		36,057
15	INTEL	275	9,369	9,369		5,610
16	IBM	750	69,805	69,805		98,175
17	JPMORGAN CHASE	1,538	48,886	48,886		64,088
18	LENEAR TECHNOLOGY	1,000	31,695	31,695		30,560
19	MEDTRONIC	1,000	52,652	52,652		43,980
20	MERCK	906		20,901		33,105
21	MICROSOFT	900	27,010	27,010		27,432
22	NESTLE	750	25,764	25,764		36,421
23	PAYCHE	800	31,638	31,638		24,512
24	PROCTER & GAMBLE	1,755	77,043	77,043		106,406
25	RAYTHEON	700	19,799	19,799		36,064
26	ROCHE HOLDINGS	600	26,334	26,334		25,509
27	SCHLUMBERGER	1,000	21,239	21,239		65,090
28	SIMON PROPERTY GROUP	250	26,308	26,538		20,639
29	STATE STREET	1,088	52,199	52,199		47,372
30	TECO ENERGY	2,000	50,521	50,521		32,440
31	UNION PACIFIC	1,400	43,298	43,298		89,460
32	UNITED TECHNOLOGIES	500	32,925	32,925		34,705
33	WAL-MART STORES	500	26,126	26,126		26,725
34	WELLS FARGO	500		14,254		13,495
35	NOVARTIS		30,657	30,657		27,215
36	SCHERING PLOUGH		36,266			

**Part II, Line 15 (990-PF) - Other Assets**

			336	336
	Description	Beginning Balance	Ending Balance	Fair Market Value
1	2009 FEDERAL REFUND DUE		336	336
2				
3				
4				
5				
6				
7				
8				
9				
10				

**Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income**

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals		Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F.M.V. as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses	3,852
						Long Term CG Distributions	Short Term CG Distributions									
1	665 428 SCHERING PLOUGH		P	11/17/2004	11/19/2009			16,497		15,351	1,146					1,146
2	572 MERCK		P	11/17/2004	11/20/2009			21		13	8					8
3	2 025 SIMON PROPERTY GROUP		P	4/25/2008	8/25/2009			134		213	-79					-79
4	3 487 37 GNMA PRINCIPAL PMT		P	10/16/2001	12/22/2009			3,469		695	2,774					2,774
5	75 000 FHLB 4%		P	1/9/2008	1/20/2009			75,000		75,000						
6	50,000 FHLB 3.83%		P	5/5/2008	5/14/2009			50,000		49,963	37					37
7	50,000 FHLB 3.25%		P	5/5/2008	11/19/2009			50,000		50,000						
8	91 SIMON PROPERTY GROUP		P	2/15/2009	3/24/2009			34		31	3					3
9	200,000 FFCB 2.82%		P	1/7/2009	4/14/2009			200,000		200,000						
10	50,000 FHLB 3.75%		P	5/5/2008	5/1/2009			50,000		50,037	-37					-37

27,846

[illegible]



Part

	Benefits	Expense Account	Explanation
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			

**Part VI, Line 6a (990-PF) - Estimated Tax Payments**

	Date	Amount
1 Credit from prior year return	12/31/2008	360
2 First quarter estimated tax payment		
3 Second quarter estimated tax payment		
4 Third quarter estimated tax payment		
5 Fourth quarter estimated tax payment		
6 Other payments		
7 Total		360

**Part XV, Lines 1a-1b (990-PF) - Information Regarding Foundation Managers**

List Managers who contributed more than 2% of the total contributions received by the foundation	List Managers who own 10% or more of the stock of a corporation of which the foundation has a 10% or greater interest
1 NONE	NONE
2	
3	
4	
5	
6	
7	
8	
9	
10	