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

**2009**

**For calendar year 2009, or tax year beginning** , 2009, and ending , 20

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
YAWKEY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
990 WASHINGTON STREET

Room/suite
315

City or town, state, and ZIP code
DEDHAM, MA 02026

**A Employer identification number**
13-2890749

B Telephone number (see page 10 of the instructions)
(781) 329-7470

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 55,906,371.

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

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**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 ▶ ☐ if the foundation is **not** required to attach Sch B | | | | |
| | 3 | Interest on savings and temporary cash investments | 24,877. | 24,877. | | ATCH 1 |
| | 4 | Dividends and interest from securities | 1,722,862. | 1,722,862. | | ATCH 2 |
| | 5a | Gross rents | | | | |
| | b | Net rental income or (loss) | | | | |
| | 6a | Net gain or (loss) from sale of assets not on line 10 | -844,706. | | | |
| | b | Gross sales price for all assets on line 6a 26,905,420. | | | | |
| | 7 | Capital gain net income (from Part IV, line 2) | | | | |
| | 8 | Net short-term capital gain | | | | |
| | 9 | Income modifications | | | | |
| | 10a | Gross sales less returns and allowances | | | | |
| | b | Less Cost of goods sold | | | | |
| | c | Gross profit or (loss) (attach schedule) | | | | |
| | 11 | Other income (attach schedule) | 20,112. | 20,112. | | ATCH 3 |
| | 12 | **Total.** Add lines 1 through 11 | 923,145. | 1,767,851. | | |
| Operating and Administrative Expenses | 13 | Compensation of officers, directors, trustees, etc | 0. | | | |
| | 14 | Other employee salaries and wages | | | | |
| | 15 | Pension plans, employee benefits | | | | |
| | 16a | Legal fees (attach schedule) ATCH 4 | 29,472. | 10,986. | 0. | 18,486. |
| | b | Accounting fees (attach schedule) ATCH 5 | 49,450. | 26,342. | 0. | 23,108. |
| | c | Other professional fees (attach schedule) * | 242,669. | 242,669. | | |
| | 17 | Interest | | | | |
| | 18 | Taxes (attach schedule) (see page 14 of the instructions) ** | 16,117. | 1,117. | | |
| | 19 | Depreciation (attach schedule) and depletion | 1,172. | 1,172. | | |
| | 20 | Occupancy | | | | |
| | 21 | Travel, conferences, and meetings | 6,948. | | | 6,948. |
| | 22 | Printing and publications | 504. | 268. | | 236. |
| | 23 | Other expenses (attach schedule) ATCH 8 | 561,382. | 281,378. | | 280,004. |
| | 24 | **Total operating and administrative expenses.** Add lines 13 through 23 | 907,714. | 563,932. | 0. | 328,782. |
| | 25 | Contributions, gifts, grants paid | 2,297,161. | | | 2,297,161. |
| | 26 | **Total expenses and disbursements** Add lines 24 and 25 | 3,204,875. | 563,932. | 0. | 2,625,943. |
| | 27 | Subtract line 26 from line 12 | | | | |
| | a | **Excess of revenue over expenses and disbursements** | -2,281,730. | | | |
| | b | **Net investment income** (if negative, enter -0-) | | 1,203,919. | | |
| | c | **Adjusted net income** (if negative, enter -0-) | | | -0- | |

**For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.** * ATCH 6 JSA ** ATCH 7 Form **990-PF** (2009)

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## Part II Balance Sheets

| | | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions ) | Beginning of year | End of year | |
|---|---|---|---|---|---|
| | | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 | Cash - non-interest-bearing | 58,115. | 66,753. | 66,753. |
| | 2 | Savings and temporary cash investments | 6,822,007. | 1,397,276. | 1,397,276. |
| | 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 page 16 of the instructions) | | | |
| | 7 | Other notes and loans receivable (attach schedule) ▶ | | | |
| | | Less allowance for doubtful accounts ▶ | | | |
| | 8 | Inventories for sale or use | | | |
| | 9 | Prepaid expenses and deferred charges | 1,929. | 7,474. | 7,474. |
| | 10 a | Investments - U S and state government obligations (attach schedule) ** | 2,902,148. | 2,897,637. | 2,897,637. |
| | b | Investments - corporate stock (attach schedule) ATCH 10 | 32,645,001. | 45,367,080. | 45,367,080. |
| | c | Investments - corporate bonds (attach schedule) ATCH 11 | 3,843,949. | 4,553,712. | 4,553,712. |
| | 11 | Investments - land, buildings, and equipment basis ▶ 122,302.<br>Less accumulated depreciation (attach schedule) ▶ 109,914. | 13,560. | 12,388. | 12,388. |
| | 12 | Investments - mortgage loans | | | |
| | 13 | Investments - other (attach schedule) | | | |
| | 14 | Land, buildings, and equipment basis ▶ 1,604,051.<br>Less accumulated depreciation (attach schedule) ▶ | 1,604,051. | 1,604,051. | 1,604,051. |
| | 15 | Other assets (describe ▶ ) | | | |
| | 16 | **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I) | 47,890,760. | 55,906,371. | 55,906,371. |
| Liabilities | 17 | Accounts payable and accrued expenses | | | |
| | 18 | Grants payable | | | |
| | 19 | Deferred revenue | | | |
| | 20 | Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 | Mortgages and other notes payable (attach schedule) | | | |
| | 22 | Other liabilities (describe ▶ ) | | | |
| | 23 | **Total liabilities** (add lines 17 through 22) | 0. | 0. | |
| Net Assets or Fund Balances | | **Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.** | | | |
| | 24 | Unrestricted | 37,890,760. | 45,906,371. | |
| | 25 | Temporarily restricted | 10,000,000. | 10,000,000. | |
| | 26 | Permanently restricted | | | |
| | | **Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☐** | | | |
| | 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 | | | |
| | 30 | **Total net assets or fund balances** (see page 17 of the instructions) | 47,890,760. | 55,906,371. | |
| | 31 | **Total liabilities and net assets/fund balances** (see page 17 of the instructions) | 47,890,760. | 55,906,371. | |

## 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 | 47,890,760. |
| 2 | Enter amount from Part I, line 27a | 2 | -2,281,730. |
| 3 | Other increases not included in line 2 (itemize) ▶ ATTACHMENT 12 | 3 | 10,297,341. |
| 4 | Add lines 1, 2, and 3 | 4 | 55,906,371. |
| 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 | 55,906,371. |

**ATCH 9

## 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 SEE PART IV SCHEDULE | | | |
| 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) 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 | (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) . . . . . { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 } 2 -844,706.

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 pages 13 and 17 of the instructions)
If (loss), enter -0- in Part I, line 8 . . . } 3

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? . . . . ☐ Yes ☒ No
If "Yes," the foundation 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 | 3,140,206. | 58,884,179. | 0.053329 |
| 2007 | | | |
| 2006 | | | |
| 2005 | | | |
| 2004 | | | |

| | | |
|---|---|---|
| 2 **Total** of line 1, column (d) | 2 | 0.053329 |
| 3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years | 3 | 0.053329 |
| 4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 | 4 | 46,770,454. |
| 5 Multiply line 4 by line 3 | 5 | 2,494,222. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 12,039. |
| 7 Add lines 5 and 6 | 7 | 2,506,261. |
| 8 Enter qualifying distributions from Part XII, line 4 | 8 | 2,625,943. |

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

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

| | | | | | |
|---|---|---|---|---|---|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1<br>Date of ruling or determination letter ____________ (attach copy of ruling letter if necessary - see instructions) | | | | |
| b | Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b | | | 1 | 12,039. |
| c | All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b) | | | | |
| 2 | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) | | | 2 | |
| 3 | Add lines 1 and 2 | | | 3 | 12,039. |
| 4 | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) | | | 4 | 0. |
| 5 | **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0- | | | 5 | 12,039. |
| 6 | Credits/Payments | | | | |
| a | 2009 estimated tax payments and 2008 overpayment credited to 2009 | 6a | 21,297. | | |
| b | Exempt foreign organizations-tax withheld at source | 6b | 0. | | |
| c | Tax paid with application for extension of time to file (Form 8868) | 6c | 0. | | |
| d | Backup withholding erroneously withheld | 6d | | | |
| 7 | Total credits and payments Add lines 6a through 6d | | | 7 | 21,297. |
| 8 | Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached | | | 8 | |
| 9 | **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶ | | | 9 | |
| 10 | **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶ | | | 10 | 9,258. |
| 11 | Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 9,258. **Refunded** ▶ | | | 11 | |

## Part VII-A Statements Regarding Activities

| | | | Yes | No |
|---|---|---|---|---|
| 1a | During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? | 1a | | X |
| b | Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? | 1b | | X |
| | *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities* | | | |
| c | Did the foundation file **Form 1120-POL** for this year? | 1c | | X |
| d | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year<br>(1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________ | | | |
| e | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________ | | | |
| 2 | Has the foundation engaged in any activities that have not previously been reported to the IRS?<br>*If "Yes," attach a detailed description of the activities* | 2 | | X |
| 3 | Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes* | 3 | | X |
| 4a | Did the foundation have unrelated business gross income of $1,000 or more during the year? | 4a | | X |
| b | If "Yes," has it filed a tax return on **Form 990-T** for this year? | 4b | | X |
| 5 | Was there a liquidation, termination, dissolution, or substantial contraction during the year?<br>*If "Yes," attach the statement required by General Instruction T* | 5 | | X |
| 6 | Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either<br>• By language in the governing instrument, or<br>• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? | 6 | X | |
| 7 | Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV* | 7 | X | |
| 8a | Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ MASSACHUSETTS AND NEW YORK | | | |
| b | If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation* | 8b | X | |
| 9 | Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV* | 9 | | X |
| 10 | Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* | 10 | | X |

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

| | | | Yes | No |
|---|---|---|---|---|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) | 11 | | X |
| 12 | Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? | 12 | | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? | 13 | X | |

Website address ▶ WWW.YAWKEYFOUNDATIONS.ORG

14 The books are in care of ▶ WILLIAM B. GUTFARB Telephone no ▶ 781-329-7470

Located at ▶ 990 WASHINGTON STREET - SUITE 315 DEDHAM, MA ZIP + 4 ▶ 02026-6719

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

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

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

| | | | Yes | No |
|---|---|---|---|---|
| 1a | During the year did the foundation (either directly or indirectly) | | | |
| | **(1)** Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No | | | |
| | **(2)** Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No | | | |
| | **(3)** Furnish goods, services, or facilities to (or accept them from) a disqualified person? ATCH 17 ☒ Yes ☐ No | | | |
| | **(4)** Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ATCH 17 ☒ Yes ☐ No | | | |
| | **(5)** Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No | | | |
| | **(6)** Agree to pay money or property to a government official? ( **Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ) ☐ Yes ☒ No | | | |
| b | If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? | 1b | | X |
| | Organizations relying on a current notice regarding disaster assistance check here ▶ ☐ | | | |
| c | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? | 1c | | X |
| 2 | Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)) | | | |
| a | At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No<br>If "Yes," list the years ▶ ____, ____, ____, ____ | | | |
| b | Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions ) | 2b | | X |
| c | If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here<br>▶ ____, ____, ____, ____ | | | |
| 3a | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No | | | |
| b | If "Yes," did it have excess business holdings in 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 )* | 3b | | X |
| 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 2009? | 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 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**

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? . . . . . . . . . . . . **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? . . . . . . . . . . . . . **7b** X

## 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 |
|---|---|---|---|---|
| ATTACHMENT 13 | | 0. | 0. | 0. |
| | | | | |
| | | | | |
| | | | | |

**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 | | 0. | 0. | 0. |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

**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 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 |
|---|---|---|
| ATTACHMENT 14 | | 672,850. |
| | | |
| | | |
| | | |
| | | |

**Total** number of others receiving over $50,000 for professional services . . . . . ▶ 0

## Part IX-A Summary of Direct Charitable Activities

| List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc | Expenses |
|---|---|
| 1 N/A | |
| 2 | |
| 3 | |
| 4 | |

## Part IX-B Summary of Program-Related Investments (see page 23 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 NONE | |
| 2 | |
| All other program-related investments See page 24 of the instructions<br>3 NONE | |
| **Total.** Add lines 1 through 3 . . . . . ▶ | |

## Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see page 24 of the instructions.)

| | | | |
|---|---|---|---|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes | | |
| a | Average monthly fair market value of securities | 1a | 47,406,712. |
| b | Average of monthly cash balances | 1b | 63,594. |
| c | Fair market value of all other assets (see page 24 of the instructions) | 1c | 12,388. |
| d | **Total** (add lines 1a, b, and c) | 1d | 47,482,694. |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) **1e** | | |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | 0. |
| 3 | Subtract line 2 from line 1d | 3 | 47,482,694. |
| 4 | Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions) | 4 | 712,240. |
| 5 | **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4 | 5 | 46,770,454. |
| 6 | **Minimum investment return.** Enter 5% of line 5 | 6 | 2,338,523. |

## 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 )

| | | | | | |
|---|---|---|---|---|---|
| 1 | Minimum investment return from Part X, line 6 | | | 1 | 2,338,523. |
| 2a | Tax on investment income for 2009 from Part VI, line 5 | 2a | 12,039. | | |
| b | Income tax for 2009 (This does not include the tax from Part VI ) | 2b | 0. | | |
| c | Add lines 2a and 2b | | | 2c | 12,039. |
| 3 | Distributable amount before adjustments Subtract line 2c from line 1 | | | 3 | 2,326,484. |
| 4 | Recoveries of amounts treated as qualifying distributions | | | 4 | 0. |
| 5 | Add lines 3 and 4 | | | 5 | 2,326,484. |
| 6 | Deduction from distributable amount (see page 25 of the instructions) | | | 6 | 0. |
| 7 | **Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1 | | | 7 | 2,326,484. |

## Part XII Qualifying Distributions(see page 25 of the instructions)

| | | | |
|---|---|---|---|
| 1 | Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes | | |
| a | Expenses, contributions, gifts, etc - total from Part I, column (d), line 26 | 1a | 2,625,943. |
| b | Program-related investments - total from Part IX-B | 1b | 0. |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes | 2 | 0. |
| 3 | Amounts set aside for specific charitable projects that satisfy the | | |
| a | Suitability test (prior IRS approval required) | 3a | 0. |
| b | Cash distribution test (attach the required schedule) | 3b | 0. |
| 4 | **Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 2,625,943. |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions) | 5 | 0. |
| 6 | **Adjusted qualifying distributions.** Subtract line 5 from line 4 | 6 | 2,625,943. |

**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)<br>Corpus | (b)<br>Years prior to 2008 | (c)<br>2008 | (d)<br>2009 |
|---|---|---|---|---|---|---|
| 1 | Distributable amount for 2009 from Part XI, line 7 | | | | | 2,326,484. |
| 2 | Undistributed income, if any, as of the end of 2009 | | | | | |
| a | Enter amount for 2008 only | | | | | |
| b | Total for prior years 20 07 ,20 06 ,20 05 | | | | | |
| 3 | Excess distributions carryover, if any, to 2009 | | | | | |
| a | From 2004 | 0. | | | | |
| b | From 2005 | 0. | | | | |
| c | From 2006 | 0. | | | | |
| d | From 2007 | 0. | | | | |
| e | From 2008 | 229,700. | | | | |
| f | **Total** of lines 3a through e | | 229,700. | | | |
| 4 | Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 2,625,943. | | | | | |
| a | Applied to 2008, but not more than line 2a | | | | | |
| b | Applied to undistributed income of prior years (Election required - see page 26 of the instructions) | | | | | |
| c | Treated as distributions out of corpus (Election required - see page 26 of the instructions) | | | | | |
| d | Applied to 2009 distributable amount | | | | | 2,326,484. |
| e | Remaining amount distributed out of corpus | | 299,459. | | | |
| 5 | Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)* | | | | | |
| 6 | **Enter the net total of each column as indicated below:** | | | | | |
| a | Corpus Add lines 3f, 4c, and 4e Subtract line 5 | | 529,159. | | | |
| b | Prior years' undistributed income Subtract line 4b from line 2b | | | | | |
| c | Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | | | | |
| d | Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions | | | | | |
| e | Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions | | | | | |
| f | Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010 | | | | | |
| 7 | 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) | | | | | |
| 8 | Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) | | 0. | | | |
| 9 | **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a | | 529,159. | | | |
| 10 | Analysis of line 9 | | | | | |
| a | Excess from 2005 | 0. | | | | |
| b | Excess from 2006 | 0. | | | | |
| c | Excess from 2007 | 0. | | | | |
| d | Excess from 2008 | 229,700. | | | | |
| e | Excess from 2009 | 299,459. | | | | |

**Part XIV** **Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling . . . . . . . . . . . . . . ▶

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

| | Tax year | Prior 3 years | | | |
|---|---|---|---|---|---|
| | **(a)** 2009 | **(b)** 2008 | **(c)** 2007 | **(d)** 2006 | **(e) Total** |
| **2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . . . . | | | | | |
| **b** 85% of line 2a . . . . . | | | | | |
| **c** Qualifying distributions from Part XII, line 4 for each year listed . | | | | | |
| **d** Amounts included in line 2c not used directly for active conduct of exempt activities . . . . . | | | | | |
| **e** Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . . . | | | | | |
| **3** Complete 3a, b, or c for the alternative test relied upon<br>**a** "Assets" alternative test - enter | | | | | |
| **(1)** Value of all assets . . . | | | | | |
| **(2)** Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . . | | | | | |
| **b** "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . | | | | | |
| **c** "Support" alternative test - enter<br>**(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . . . | | | | | |
| **(2)** Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii) . . . . . . | | | | | |
| **(3)** Largest amount of support from an exempt organization . . . . . | | | | | |
| **(4)** Gross investment income . | | | | | |

**Part XV** **Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see page 28 of the instructions.)**

**1 Information Regarding Foundation Managers:**

**a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2) )

N/A

**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

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

Check here ▶ ☒ 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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

**a** The name, address, and telephone number of the person to whom applications should be addressed

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

**c** Any submission deadlines

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

**Part XV** `Supplementary Information (continued)

**3 . Grants and Contributions Paid During the Year or Approved for Future Payment**

| Recipient<br>Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|---|---|---|---|
| **a** *Paid during the year*<br>SEE ATTACHMENT 16 | | | SEE ATTACHMENT 16 | 2,297,161. |
| **Total** . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . ▶ **3a** | | | | 2,297,161. |
| **b** *Approved for future payment*<br>ATTACHMENT 15 | | | | |
| **Total** . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . ▶ **3b** | | | | 36,069. |

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

| Enter gross amounts unless otherwise indicated | Unrelated business income | | Excluded by section 512, 513, or 514 | | (e) Related or exempt function income (See page 28 of the instructions ) |
|---|---|---|---|---|---|
| | (a) Business code | (b) Amount | (c) Exclusion code | (d) Amount | |
| 1 Program service revenue | | | | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| f | | | | | |
| g Fees and contracts from government agencies | | | | | |
| 2 Membership dues and assessments | | | | | |
| 3 Interest on savings and temporary cash investments | | | | | |
| 4 Dividends and interest from securities | | | 14 | 1,747,739. | |
| 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 | | | 01 | 20,112. | |
| 8 Gain or (loss) from sales of assets other than inventory | | | 18 | -844,706. | |
| 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) | | | | 923,145. | |

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . . . . . . 13 923,145.

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

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

| Line No. ▼ | Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions ) |
|---|---|
| | N/A |

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

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
|---|---|---|
| | | |
| | | |
| | | |
| | | |
| | | |

**Sign Here**

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

| | | |
|---|---|---|
| James P. O'Healey | 5/13/10 | PRESIDENT |
| Signature of officer or trustee | Date | Title |

**Paid Preparer's Use Only**

| | | | | |
|---|---|---|---|---|
| Preparer's signature | | Date 5/11/10 | Check if self-employed ☐ | Preparer's identifying number (See **Signature** on page 30 of the instructions) P00748652 |
| Firm's name (or yours if self-employed), address, and ZIP code | ERNST & YOUNG US LLP<br>200 CLARENDON STREET<br>BOSTON, MA 02116-5072 | | | EIN 34-656596<br>Phone no 617-266-2000 |

Form **990-PF** (2009)

JSA
9E1493 1 000

# FORM 990-PF - PART IV
# CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

| Kind of Property | | Description | | | | P or D | Date acquired | Date sold |
|---|---|---|---|---|---|---|---|---|
| Gross sale price less expenses of sale | Depreciation allowed/ allowable | Cost or other basis | FMV as of 12/31/69 | Adj basis as of 12/31/69 | Excess of FMV over adj basis | | Gain or (loss) | |
| | | PUBLICY HELD SECURITIES<br>PROPERTY TYPE: SECURITIES | | | | P | | |
| 26905420. | | 27750126. | | | | | -844,706. | |
| TOTAL GAIN (LOSS) ............................................... | | | | | | | -844,706. | |

ATTACHMENT 1

## FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|
| TEMPORARY CASH INVESTMENTS INTEREST | 24,877. | 24,877. |
| TOTAL | 24,877. | 24,877. |

ATTACHMENT 2

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

| DESCRIPTION | | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|---|
| DIVIDEND INCOME | | 1,284,650. | 1,284,650. |
| INTEREST INCOME | | 438,212. | 438,212. |
| | TOTAL | 1,722,862. | 1,722,862. |

ATTACHMENT 3

## FORM 990PF, PART I - OTHER INCOME

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|
| ROYALTY INCOME | 9,671. | 9,671. |
| SECURITIES LITIGATION SETTLEMENT INCOME | 10,441. | 10,441. |
| TOTALS | 20,112. | 20,112. |

ATTACHMENT 3

## FORM 990PF, PART I - LEGAL FEES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | ADJUSTED NET INCOME | CHARITABLE PURPOSES |
|---|---|---|---|---|
| BINGHAM MCCUTCHEN LLP | 20,623. | 10,986. | | 9,637. |
| BUIST MOORE SYMTHE & MCGEE, PA | 3,807. | | | 3,807. |
| PATTERSON, BELKNAP, WEBB, TYLE | 5,042. | | | 5,042. |
| TOTALS | 29,472. | 10,986. | 0. | 18,486. |

ATTACHMENT 5

## FORM 990PF, PART I - ACCOUNTING FEES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | ADJUSTED NET INCOME | CHARITABLE PURPOSES |
|---|---|---|---|---|
| ERNST & YOUNG LLP | 26,950. | 14,356. | | 12,594. |
| THOMSON TAX AND ACCOUNTING | 22,500. | 11,986. | | 10,514. |
| TOTALS | 49,450. | 26,342. | 0. | 23,108. |

ATTACHMENT 6

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

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|
| COLUMBIA MANAGEMENT - INV MGMT | 70,443. | 70,443. |
| STATE STREET - INV CUSTODIAL | 89,662. | 89,662. |
| EUROPEAN INVESTORS INC | 44,723. | 44,723. |
| LOOMIS SAYLES & CO | 16,070. | 16,070. |
| MS SMITH BARNEY | 11,718. | 11,718. |
| RUTABAGA CAPITAL MANAGEMENT | 10,053. | 10,053. |
| TOTALS | 242,669. | 242,669. |

ATTACHMENT 7

## FORM 990PF, PART I - TAXES

| DESCRIPTION | | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|---|
| PERSONAL PROP | | 1,117. | 1,117. |
| FEDERAL EXCISE TAXES | | 15,000. | |
| | TOTALS | 16,117. | 1,117. |

ATTACHMENT 8

## FORM 990PF, PART I - OTHER EXPENSES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | CHARITABLE PURPOSES |
|---|---|---|---|
| BTMC MANAGEMENT SERVICES | 512,745. | 273,139. | 239,606. |
| DIRECTORS & OFFICERS INSURANCE | 13,068. | 6,961. | 6,107. |
| PROPERTY MANAGEMENT SERVICES | 19,144. | | 19,144. |
| YAWKEY WILDLIFE CENTER TOURS | 14,025. | | 14,025. |
| FILING FEES | 1,000. | 533. | 467. |
| POSTAGE AND SHIPPING | 409. | 218. | 191. |
| BANK FEES | 504. | 268. | 236. |
| MEETINGS EXPENSES | 336. | 179. | 157. |
| OTHER EXPENSES | 151. | 80. | 71. |
| TOTALS | 561,382. | 281,378. | 280,004. |

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 9

| DESCRIPTION | BEGINNING BOOK VALUE | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|---|
| U.S. OBLIGATIONS | 2,902,148. | 2,897,637. | 2,897,637. |
| US OBLIGATIONS TOTAL | 2,902,148. | 2,897,637. | 2,897,637. |

Yawkey Foundation I

13-2890749

Form 990-PF

Part II; Line 10a, Investments, US and State Government Obligations

| Shares / Par Value | Security Name | Security Description | Cost | Market Value |
|---|---|---|---|---|
| 95,074 | FED HM LN PC POOL G01843 | 6% 01 Jun 2035 | $ 97,384 | $ 101,611 |
| 81,904 | FED HM LN PC POOL G03609 | 5.5% 01 Oct 2037 | 82,646 | 85,892 |
| 121,124 | FED HM LN PC POOL G04522 | 5% 01 Jun 2038 | 123,471 | 124,342 |
| 62,671 | FED HM LN PC POOL G12403 | 5% 01 Dec 2034 | 61,604 | 65,891 |
| 95,561 | FED HM LN PC POOL G13650 | 4.5% 01 Sep 2024 | 98,428 | 98,319 |
| 197,771 | FED HM LN PC POOL G18245 | 4.5% 01 Mar 2023 | 194,990 | 203,726 |
| 90,451 | FED HM LN PC POOL G18309 | 4.5% 01 May 2024 | 92,401 | 93,061 |
| 3,763 | FEDERAL HOME LN MTG CORP | 5% 15 Dec 2023 | 3,717 | 3,848 |
| 7,539 | FEDERAL HOME LN MTG CORP | 5% 15 Sep 2018 | 7,440 | 7,713 |
| 55,390 | FNMA POOL 257307 | 6% 01 Aug 2038 | 58,212 | 58,723 |
| 20,952 | FNMA POOL 735897 | 5.5% 01 Oct 2035 | 20,728 | 22,009 |
| 47,078 | FNMA POOL 745336 | 5% 01 Mar 2036 | 45,763 | 48,405 |
| 175,560 | FNMA POOL 745418 | 5.5% 01 Apr 2036 | 177,288 | 184,412 |
| 243,175 | FNMA POOL 745418 | 5.5% 01 Apr 2036 | 246,562 | 255,436 |
| 15,191 | FNMA POOL 848912 | 5.5% 01 Jan 2036 | 14,999 | 15,957 |
| 80,466 | FNMA POOL 888219 | 5.5% 01 Mar 2037 | 80,595 | 84,385 |
| 41,022 | FNMA POOL 889010 | 4.5% 01 Jan 2022 | 42,125 | 42,578 |
| 88,321 | FNMA POOL 889579 | 6% 01 May 2038 | 93,758 | 93,689 |
| 59,518 | FNMA POOL 995157 | 4% 01 Sep 2023 | 60,504 | 59,971 |
| 21,967 | GNMA POOL 503183 | 7% 15 Jun 2029 | 21,627 | 24,452 |
| 16,612 | GNMA POOL 503525 | 6% 15 Mar 2014 | 16,612 | 17,806 |
| 75,000 | FANNIE MAE | 1.875% 29 Oct 2012 | 74,816 | 74,555 |
| 25,000 | FEDERAL HOME LN BK | 5.5% 15 Jul 2036 | 27,920 | 25,649 |
| 75,000 | FEDERAL HOME LN MTG CORP | 4.375% 17 Jul 2015 | 78,987 | 79,898 |
| 75,000 | FEDERAL NATL MTG ASSN | 5.25% 15 Sep 2016 | 84,494 | 82,852 |
| 50,000 | UNITED STATES TREAS BDS | 4.5% 15 May 2038 | 57,742 | 48,961 |
| 54,457 | UNITED STATES TREAS BDS | 2% 15 Jan 2026 | 48,718 | 54,691 |
| 75,000 | UNITED STATES TREAS NTS | 4% 15 Aug 2018 | 82,406 | 76,600 |
| 50,000 | UNITED STATES TREAS NTS | 4.625% 29 Feb 2012 | 50,297 | 53,590 |
| 70,000 | UNITED STATES TREAS NTS | 2.75% 31 Oct 2013 | 72,713 | 71,690 |
| 75,000 | UNITED STATES TREAS NTS | 4.5% 30 Nov 2011 | 80,476 | 79,858 |
| 75,000 | UNITED STATES TREAS NTS | 4.25% 15 Aug 2013 | 82,453 | 80,930 |
| 25,000 | UNITED STATES TREAS NTS | 5.75% 15 Aug 2010 | 27,998 | 25,833 |
| 45,000 | UNITED STATES TREAS NTS | 1.125% 15 Dec 2011 | 45,074 | 45,016 |
| 45,000 | UNITED STATES TREAS NTS | 0.875% 28 Feb 2011 | 45,004 | 45,109 |
| 115,000 | UNITED STATES TREAS NTS | 1.125% 15 Jan 2012 | 114,681 | 114,892 |
| 150,000 | US TREAS BOND | 3.25% 31 Jul 2016 | 150,820 | 150,270 |
| 5,000 | US TREASURY N/B | 1.375% 15 Sep 2012 | 5,003 | 4,977 |
| 90,000 | US TREASURY N/B | 1% 31 Aug 2011 | 90,173 | 90,046 |
|  |  |  | $ 2,860,631 | $ 2,897,637 |
|  |  |  |  |  |

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 10

| DESCRIPTION | | BEGINNING BOOK VALUE | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|---|---|
| CORPORATE STOCK | | 32,645,001. | 45,367,080. | 45,367,080. |
| | TOTALS | 32,645,001. | 45,367,080. | 45,367,080. |

Yawkey Foundation I
Form 990-PF
Part II; Line 10b, Investments, Corporate Stock

13-2890749

| Shares / Par Value | Security Name | Security Description | Cost | Market Value |
|---:|---|---|---:|---:|
| 5,800 | ABBOTT LABS | COM | $ 247,425 | $ 313,142 |
| 20,600 | ACCO BRANDS CORP | COM | 57,278 | 149,968 |
| 16,200 | AEON MALL CO | NPV | 374,825 | 312,184 |
| 2,850 | ALLEGHENY TECHNOLOGIES INC | COM | 83,902 | 127,595 |
| 10,000 | ALTRIA GROUP INC | COM | 135,064 | 196,300 |
| 6,600 | AMERICAN EXPRESS CO | COM | 159,876 | 267,432 |
| 4,700 | ANGIODYNAMICS INC | COM | 65,097 | 75,576 |
| 2,800 | ARCHER DANIELS MIDLAND CO | CORPORATE UNIT | 103,489 | 122,108 |
| 7,100 | ARCTIC CAT INC | COM | 30,436 | 65,036 |
| 110,000 | ASCENDAS INDIA TRUST COM ST | UNITS NPV REGS | 36,995 | 76,783 |
| 325,000 | ASIAN PROPERTY DEV | THB (ALIEN MARKET) | 66,476 | 56,051 |
| 22,000 | AT+T INC | COM | 517,356 | 616,660 |
| 4,150 | AUTOMATIC DATA PROCESSING INC | COM | 140,819 | 177,703 |
| 2,600 | AVON PRODS INC | COM | 58,431 | 81,900 |
| 5,900 | BELDEN INC | COM | 111,329 | 129,328 |
| 1,600 | BHP BILLITON LTD | SPONSORED ADR | 68,466 | 122,528 |
| 7,100 | BRIGGS + STRATTON CORP | COM | 100,494 | 132,841 |
| 18,000 | BRISTOL MYERS SQUIBB CO | COM | 415,666 | 454,500 |
| 6,300 | BRUNSWICK CORP | COM | 78,421 | 80,073 |
| 2,700 | CANON INC | ADR REPSTG 5 SHS | 132,549 | 114,264 |
| 77,400 | CAPITALAND | SGD1 | 250,468 | 231,547 |
| 1,600 | CENOVUS ENERGY INC | COMMON STOCK | 29,245 | 40,320 |
| 267,900 | CENT PATTANA PUB | THB1 ALIEN | 171,150 | 163,118 |
| 62,319 | CFS RETAIL PROP | NPV | 82,047 | 106,489 |
| 5,275 | CHEVRON CORP | COM | 193,121 | 406,122 |
| 112,544 | CHINA O/SEAS LAND | HKD0.10 | 168,422 | 238,033 |
| 8,600 | CHIQUITA BRANDS INTL INC | COM | 111,990 | 155,144 |
| 1,800 | CHUBB CORP | COM | 62,299 | 88,524 |
| 32,000 | CITY DEVELOPMENTS | SGD 0.50 | 302,414 | 263,485 |
| 1,400 | COCA COLA CO | COM | 5,642 | 79,800 |
| 8,100 | COGNEX CORP | COM | 107,027 | 143,532 |
| 2,500 | CONOCOPHILLIPS | COM | 190,941 | 127,675 |
| 17,000 | COTT CORP QUE | COM | 77,500 | 139,400 |
| 28,000 | DAIWA HOUSE INDS | JPY50 | 378,198 | 298,963 |
| 2,900 | DEERE + CO | COM | 93,858 | 156,861 |
| 2,750 | DIAGEO PLC | SPONCERED ADR NEW | 162,334 | 190,878 |
| 2,175 | DOMINION RES INC VA NEW | COM | 79,663 | 84,651 |
| 2,350 | DOVER CORP | COM | 78,789 | 97,784 |
| 4,575 | DU PONT E I DE NEMOURS + CO | COM | 197,417 | 154,040 |
| 5,000 | EATON VANCE CORP | COM NON VTG | 88,786 | 152,050 |
| 1,100 | EDUCATION RLTY TR INC | COM | 4,507 | 5,324 |
| 3,425 | EMERSON ELEC CO | COM | 122,796 | 145,905 |
| 5,000 | ENCANA CORP | COM | 133,525 | 161,950 |
| 6,300 | ENERSYS | COM | 99,532 | 137,781 |
| 800 | ENTERGY CORP NEW | COM | 56,139 | 65,472 |
| 11,800 | EXXON MOBIL CORP | COM | 188,299 | 804,642 |
| 1,625 | FEDERAL HOME LN MTG | PFR STK USD1.00 | 40,625 | 1,706 |
| 2,504 | FEDERAL NATL MTG ASSN | PFD SER S | 62,600 | 2,754 |
| 3,000 | FEDERATED INVS INC PA | CL B | 91,200 | 82,500 |
| 7,500 | FOOT LOCKER INC | COM | 91,162 | 83,550 |
| 1,400 | FPL GROUP INC | COM | 88,312 | 73,948 |

Yawkey Foundation I
Form 990-PF
Part II; Line 10b, Investments, Corporate Stock

13-2890749

| Shares / Par Value | Security Name | Security Description | Cost | Market Value |
|---:|---|---|---:|---:|
| 7,100 | FREDS INC | CL A | 89,638 | 72,420 |
| 4,400 | FREIGHTCAR AMER INC | COM | 73,334 | 87,252 |
| 4,500 | GALLAGHER ARTHUR J + CO | COM | 133,812 | 101,295 |
| 4,900 | GAP INC | COM | 64,071 | 102,655 |
| 18,450 | GENERAL ELEC CO | COM | 417,037 | 279,149 |
| 1,400 | GENERAL MLS INC | COM | 71,269 | 99,134 |
| 122,300 | GPT GROUP | REAL ESTATE | 67,591 | 66,544 |
| 20,800 | GREAT LAKES DREDGE | COM | 89,122 | 134,784 |
| 100,000 | GUANGZHOU R+F PROP | H CNY0.25(POST SUBD) | 175,729 | 176,682 |
| 91,900 | HANG LUNG PROP | HKD1 | 269,124 | 362,667 |
| 4,100 | HEINZ H J CO | COM | 190,099 | 175,316 |
| 7,000 | HEWLETT PACKARD CO | COM | 136,622 | 360,570 |
| 7,300 | HOME DEPOT INC | COM | 239,848 | 211,189 |
| 4,725 | HONEYWELL INTL INC | COM | 154,966 | 185,220 |
| 83,000 | HONG KONG LAND HLD | USD 0.10(SING QUOTE) | 381,854 | 410,850 |
| 107,976 | HYSAN DEVELOPMENT | HKD5 | 289,760 | 307,049 |
| 2,600 | ICU MEDICAL INC | COM | 94,525 | 94,744 |
| 20,675 | INTEL CORP | COM | 424,195 | 421,770 |
| 4,275 | INTERNATIONAL BUSINESS MACHS | COM | 404,778 | 559,598 |
| 2,000 | INTRNTNL FLAVRS + FRAGRNCS INC | COM | 82,980 | 82,280 |
| 27,072 | ISHARES INC | MSCI BRAZIL FREE INDEX FD | 1,999,934 | 2,019,842 |
| 6,600 | JOHNSON + JOHNSON | COM | 434,935 | 425,106 |
| 12,400 | JPMORGAN CHASE + CO | COM | 366,071 | 516,708 |
| 61,057 | KEPPEL LAND LTD | SGD0.50 | 161,892 | 152,213 |
| 73,762 | KERRY PROPERTIES | HKD1 | 338,938 | 375,752 |
| 3,200 | KIMBERLY CLARK CORP | COM | 158,778 | 203,872 |
| 221,400 | LIFESTYLE INTERNAT | HKD0.005 | 329,722 | 414,016 |
| 1,600 | LINEAR TECHNOLOGY CORP | COM | 40,052 | 48,864 |
| 32,100 | LIONBRIDGE TECHNOLOGIES INC | COM | 57,611 | 73,830 |
| 4,800 | LITTELFUSE INC | COM | 104,769 | 154,320 |
| 6,000 | MCDONALDS CORP | COM | 183,586 | 374,640 |
| 1,800 | MCGRAW HILL COS INC | COM | 57,388 | 60,318 |
| 2,500,000 | MEGAWORLD CORP | PHP1 | 134,620 | 80,035 |
| 18,000 | MERCK + CO INC NEW | COMMON STCOK | 571,254 | 657,720 |
| 5,125 | MEREDITH CORP | COM | 253,233 | 158,106 |
| 7,200 | MERIT MED SYS INC | COM | 103,437 | 138,888 |
| 6,200 | METLIFE INC | COM | 349,145 | 219,170 |
| 19,000 | MICROSOFT CORP | COM | 509,288 | 579,310 |
| 14,500 | MITSUBISHI ESTATE | JPY50 | 362,110 | 230,206 |
| 20,000 | MITSUI FUDOSAN CO | NPV | 475,837 | 334,712 |
| 12,300 | MODINE MFG CO | COM | 52,442 | 145,632 |
| 6,550 | MORGAN STANLEY | COM NEW | 154,927 | 193,880 |
| 59,272 | MORGAN STANLEY C |  | 1,999,995 | 1,859,363 |
| 1,450 | MURPHY OIL CORP | COM | 57,293 | 78,590 |
| 1,925 | NATIONAL FUEL GAS CO N J | COM | 100,063 | 96,250 |
| 3,000 | NORDSTROM INC | COM | 87,317 | 112,740 |
| 2,700 | NORFOLK SOUTHN CORP | COM | 110,845 | 141,534 |
| 3,824 | NORTHERN TRUST CORP | COM | 183,584 | 200,378 |
| 3,700 | NUCOR CORP | COM | 160,907 | 172,605 |
| 2,100 | OCCIDENTAL PETE CORP | COM | 122,362 | 170,835 |
| 1,800 | PARKER HANNIFIN CORP | COM | 51,042 | 96,984 |

Yawkey Foundation I
Form 990-PF
Part II, Line 10b, Investments, Corporate Stock

13-2890749

| Shares / Par Value | Security Name | Security Description | Cost | Market Value |
|---|---|---|---|---|
| 4,000 | PEOPLES UTD FINL INC | COM | 65,015 | 66,800 |
| 1,400 | PEPSICO INC | COM | 63,864 | 85,120 |
| 21,200 | PFIZER INC | COM | 441,800 | 385,628 |
| 2,350 | PG+E CORP | COM | 103,667 | 104,928 |
| 8,400 | PHILIP MORRIS INTL ORD SHR | COM | 265,721 | 404,796 |
| 3,350 | PNC FINL SVCS GROUP INC | COM | 170,374 | 176,847 |
| 1,800 | PPL CORP | COM | 56,577 | 58,158 |
| 2,900 | PRICE T ROWE GROUP INC | COM | 78,397 | 154,425 |
| 6,000 | PROCTER AND GAMBLE CO | COM | 347,866 | 363,780 |
| 2,600 | PUBLIC SVC ENTERPRISE GROUP | COM | 109,816 | 86,450 |
| 3,500 | RAYTHEON CO | COM NEW | 147,878 | 180,320 |
| 440,000 | ROBINSONS LAND CRP | B PHP1 | 150,817 | 123,729 |
| 8,475 | ROYAL DUTCH SHELL PLC | SPONSORED ADR REPSTG A SHS | 417,571 | 509,432 |
| 14,100 | SCHAWK INC |  | 99,901 | 191,760 |
| 93,800 | SHANGRI LA ASIA LTD | HKD1 | 248,508 | 176,615 |
| 4,450 | SHERWIN WILLIAMS CO | COM | 214,809 | 274,343 |
| 3,200 | SMITH INTL INC | COM | 87,957 | 86,944 |
| 1,600 | SMUCKER J M CO | COM NEW | 71,460 | 98,800 |
| 12,500 | SOLUTIA INC | COM NEW | 65,302 | 158,750 |
| 3,000 | SONOCO PRODS CO | COM | 72,347 | 87,750 |
| 133,900 | SP SETIA | MYR1 | 193,477 | 153,297 |
| 4,600 | STAPLES INC | COM | 103,047 | 113,114 |
| 61,740 | STOCKLAND | REIT | 172,351 | 219,327 |
| 3,650 | TEXAS INSTRS INC | COM | 87,993 | 95,119 |
| 1,600 | THOR INDS INC | COM | 34,628 | 50,240 |
| 8,000 | TIME WARNER INC | COMMON STOCK | 168,972 | 233,120 |
| 2,025 | TJX COS INC NEW | COM | 56,851 | 74,014 |
| 27,000 | TOKYU LAND CORP | JPY50 | 227,679 | 99,189 |
| 3,200 | TOOTSIE ROLL INDS INC | COM | 74,890 | 87,616 |
| 4,500 | UNIVERSAL TECHNICAL INST INC | COM | 65,635 | 90,900 |
| 12,800 | UNUM GROUP | COM | 199,999 | 249,856 |
| 10,100 | US BANCORP DEL | COM NEW | 246,813 | 227,351 |
| 197,550 | VANGUARD INDEX TR | GROWTH PORTFOLIO INSTL SH CL | 5,000,000 | 5,397,076 |
| 245,627 | VANGUARD INTL EQUITY INDEX FD | EMERGING MKTS STK INDEX INSTL | 6,337,848 | 6,369,111 |
| 329,766 | VANGUARD STAR FD | INSTL DEVELOPED MKTS INDEX FD | 4,478,216 | 3,119,582 |
| 14,850 | VERIZON COMMUNICATIONS | COM USD 500 | 537,638 | 491,981 |
| 5,000 | WAL MART STORES INC | COM | 247,385 | 267,250 |
| 5,400 | WASTE MGMT INC DEL | COM | 130,102 | 182,574 |
| 8,000 | WELLS FARGO + CO | COM | 222,816 | 215,920 |
| 4,500 | WERNER ENTERPRISES INC | COM | 74,861 | 89,055 |
| 225,000 | WING TAI HOLDINGS | SGD 0.25 | 365,671 | 293,280 |
| 12,600 | ZORAN CORP | COM | 123,343 | 139,230 |
|  |  |  | **$ 43,147,995** | **$ 45,367,080** |
|  |  |  |  |  |

## FORM 990PF, PART II - CORPORATE BONDS

ATTACHMENT 11

| DESCRIPTION | | BEGINNING BOOK VALUE | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|---|---|
| CORPORATE BONDS | | 3,843,949. | 4,553,712. | 4,553,712. |
| | TOTALS | 3,843,949. | 4,553,712. | 4,553,712. |

Yawkey Foundation I
Form 990-PF
Part II, Line 10c, Investments, Corporate Bonds

13-2890749

| Shares / Par Value | Security Name | Security Description | Cost | Market Value |
|---|---|---|---|---|
| 20,000 | AES CORP | 8.75% 15 May 2013 | $ 20,500 | $ 20,500 |
| 5,000 | AES CORP | 8% 15 Oct 2017 | 5,000 | 5,131 |
| 20,000 | AES CORP | 7.75% 15 Oct 2015 | 20,000 | 20,300 |
| 40,000 | AGILENT TECHNOLOGIES INC | 6.5% 01 Nov 2017 | 39,840 | 42,330 |
| 20,000 | ALBERTSONS INC | 7.5% 15 Feb 2011 | 20,475 | 20,450 |
| 5,000 | ALLTEL CORP | 6.8% 01 May 2029 | 3,725 | 5,399 |
| 20,000 | AMER AIRLN PT TRST 09 1A | 10.375% 02 Jul 2019 | 20,000 | 22,100 |
| 75,000 | AMERICAN EXPRESS CR CORP | 7.3% 20 Aug 2013 | 75,979 | 84,291 |
| 12,000 | AMERICAN TOWER CORP | 4.625% 01 Apr 2015 | 11,984 | 12,137 |
| 50,000 | ANADARKO PETE CORP | 6.45% 15 Sep 2036 | 51,209 | 52,219 |
| 45,000 | ANHEUSER BUSCH INBEV WOR | 4.125% 15 Jan 2015 | 44,938 | 45,691 |
| 24,000 | ARCELORMITTAL | 9.85% 01 Jun 2019 | 23,405 | 31,042 |
| 6,000 | ASHLAND INC | 9.125% 01 Jun 2017 | 5,795 | 6,585 |
| 50,000 | AT+T INC | 6.5% 01 Sep 2037 | 51,034 | 51,825 |
| 4,000 | AXTEL SAB DE CV | 9% 22 Sep 2019 | 4,000 | 4,100 |
| 10,000 | BA CR CARD TR | 1% 15 Jan 2016 | 8,425 | 8,619 |
| 35,000 | BANK CORP AMER | 4.75% 15 Aug 2013 | 34,739 | 35,571 |
| 10,000 | BANK ONE ISSUANCE TR | 4.77% 16 Feb 2016 | 8,640 | 10,016 |
| 50,000 | BEAR STEARNS COML MTG SECS TR | 5.7189% 11 Jun 2040 | 39,166 | 45,449 |
| 25,000 | BEAR STEARNS COML MTG SECS TR | 5.331% 11 Feb 2044 | 16,824 | 21,574 |
| 25,000 | BELL CANADA | 6.1% 16 Mar 2035 | 20,551 | 22,006 |
| 25,000 | BELL CANADA | 5% 15 Feb 2017 | 20,232 | 24,140 |
| 15,000 | BELL CDA | 7.3% 23 Feb 2032 | 13,761 | 15,072 |
| 20,000 | BELL CDA MEDIUM TERM NTS CDS | 6.55% 01 May 2029 | 16,526 | 18,455 |
| 6,000 | BEMIS COMPANY INC | 5.65% 01 Aug 2014 | 5,990 | 6,386 |
| 20,000 | BOSTON SCIENTIFIC CORP | 4.5% 15 Jan 2015 | 19,939 | 20,041 |
| 10,000 | CANADIAN PACIFIC RR CO | 7.25% 15 May 2019 | 9,966 | 11,366 |
| 20,000 | CHESAPEAKE ENERGY CORP | 7.625% 15 Jul 2013 | 20,563 | 20,950 |
| 15,000 | CHESAPEAKE ENERGY CORP | 6.5% 15 Aug 2017 | 14,804 | 14,700 |
| 3,000 | CHESAPEAKE ENERGY CORP | 6.875% 15 Nov 2020 | 2,813 | 2,895 |
| 18,000 | CHEVRON PHILLIPS CHEMICA | 7% 15 Jun 2014 | 17,993 | 19,800 |
| 100,000 | CITIBANK CR CARD ISSUANCE TR | 6.3% 20 Jun 2014 | 100,000 | 103,242 |
| 50,000 | CITIGROUP INC | 5% 15 Sep 2014 | 48,204 | 48,201 |
| 35,000 | CITIZENS COMMUNICATIONS CO | 7.875% 15 Jan 2027 | 33,612 | 32,200 |
| 3,000 | COLORADO INTST GAS CO | 5.95% 15 Mar 2015 | 2,782 | 3,151 |
| 15,000 | COLUMBIA / HCA HEALTHCARE CORP | 7.58% 15 Sep 2025 | 11,663 | 13,350 |
| 5,000 | COLUMBIA HEALTHCARE CORP | 7.5% 15 Dec 2023 | 3,894 | 4,569 |
| 75,000 | COMCAST CORP NEW | 5.3% 15 Jan 2014 | 76,688 | 80,047 |
| 19,000 | COMCAST CORP NEW | 5.65% 15 Jun 2035 | 16,615 | 17,760 |
| 10,000 | COMCAST CORP NEW | 6.45% 15 Mar 2037 | 9,666 | 10,311 |
| 20,000 | COMCAST CORP NEW | 6.95% 15 Aug 2037 | 19,958 | 21,798 |
| 25,000 | COMCAST CORP NEW | 6.4% 15 May 2038 | 23,020 | 25,726 |
| 55,000 | CONOCOPHILLIPS | 6% 15 Jan 2020 | 61,108 | 60,941 |
| 5,000 | CONTINENTAL AIRLINES INC | 7.25% 10 Nov 2019 | 5,000 | 5,088 |
| 15,000 | CONTINENTAL AIRLS | 5.983% 19 Apr 2022 | 14,438 | 14,475 |
| 2,610 | CONTINENTAL AIRLS PASS THRU | 6.648% 15 Mar 2019 | 2,499 | 2,519 |
| 2,745 | CONTINENTAL AIRLS PASS THRU | 7.566% 15 Sep 2021 | 2,738 | 2,498 |
| 16,235 | CONTINENTAL AIRLS PASS THRU TR | 8.048% 01 May 2022 | 16,028 | 15,951 |
| 25,000 | COVIDIEN INTL FIN S A | 6% 15 Oct 2017 | 24,982 | 27,022 |
| 30,000 | CREDIT SUISSE N Y | 6% 15 Feb 2018 | 29,901 | 31,390 |
| 30,000 | CSC HLDGS INC | 8.5% 15 Apr 2014 | 31,575 | 31,950 |

Attachment 11A

| Shares / Par Value | Security Name | Security Description | Cost | Market Value |
|---|---|---|---|---|
| 30,000 | DELTA AIR LINES | 7.111% 18 Mar 2013 | 30,203 | 30,263 |
| 15,000 | EDISON MISSION ENERGY | 7.625% 15 May 2027 | 14,509 | 10,163 |
| 10,000 | EL PASO ENERGY CORP MTN | 7.75% 15 Jan 2032 | 9,325 | 9,456 |
| 80,000 | EMBARQ CORP | 7.995% 01 Jun 2036 | 82,462 | 86,056 |
| 6,000 | EQT CORP | 8.125% 01 Jun 2019 | 5,980 | 6,932 |
| 10,000 | EQUIFAX INC | 7% 01 Jul 2037 | 9,976 | 9,832 |
| 10,000 | ERAC USA FIN CO | 6.7% 01 Jun 2034 | 8,389 | 8,838 |
| 95,000 | ERAC USA FIN CO | 6.375% 15 Oct 2017 | 93,971 | 95,957 |
| 5,000 | ERAC USA FIN CO | 7% 15 Oct 2037 | 4,225 | 4,894 |
| 5,000 | EXPRESS SCRIPTS INC | 7.25% 15 Jun 2019 | 4,967 | 5,681 |
| 5,000 | FLORIDA GAS TRANSMISSION CO | 7.9% 15 May 2019 | 4,991 | 5,852 |
| 15,000 | FORD MTR CR CO | 7.25% 25 Oct 2011 | 14,653 | 15,148 |
| 40,000 | FORD MTR CR CO | 7% 01 Oct 2013 | 38,850 | 39,940 |
| 25,000 | GCCFC 2006 GG7 A4 | 6.116151% 10 Jul 2038 | 20,502 | 22,794 |
| 25,000 | GENERAL ELEC CAP CORP | 6.75% 15 Mar 2032 | 28,461 | 25,489 |
| 35,000 | GENERAL ELEC CAP CORP | 3.75% 14 Nov 2014 | 34,861 | 34,939 |
| 5,000 | GEORGIA PAC CORP | 7.7% 15 Jun 2015 | 4,819 | 5,250 |
| 15,000 | GEORGIA PAC CORP | 7.375% 01 Dec 2025 | 13,700 | 14,325 |
| 20,000 | GEORGIA PAC CORP | 7.75% 15 Nov 2029 | 18,849 | 19,750 |
| 10,000 | GEORGIA PAC CORP | 8.875% 15 May 2031 | 9,943 | 10,600 |
| 55,000 | GEORGIA PAC CORP | 8% 15 Jan 2024 | 52,625 | 56,100 |
| 75,000 | GLAXOSMITHLINE CAP INC | 5.65% 15 May 2018 | 74,496 | 80,894 |
| 12,000 | GMAC LLC | 6.875% 28 Aug 2012 | 9,492 | 11,760 |
| 40,000 | GMAC LLC | 6% 15 Dec 2011 | 38,668 | 39,200 |
| 9,000 | GMAC LLC | 6.875% 15 Sep 2011 | 7,397 | 8,865 |
| 6,000 | GMAC LLC | 6% 15 May 2011 | 4,619 | 5,880 |
| 25,000 | GOLDMAN SACHS GROUP INC | 4.5% 15 Jun 2010 | 24,221 | 25,451 |
| 15,000 | GOLDMAN SACHS GROUP INC | 6.15% 01 Apr 2018 | 14,513 | 16,058 |
| 35,000 | GOLDMAN SACHS GROUP INC | 5.125% 15 Jan 2015 | 34,293 | 36,776 |
| 55,000 | GOLDMAN SACHS GROUP INC | 4.75% 15 Jul 2013 | 53,159 | 57,543 |
| 35,000 | GOLDMAN SACHS GROUP INC | 5.625% 15 Jan 2017 | 33,576 | 35,748 |
| 70,000 | GREENWICH CAPITAL COMM FND | 5.444% 10 Mar 2039 | 50,666 | 61,848 |
| 5,000 | HANESBRANDS INC | 8% 15 Dec 2016 | 4,934 | 5,094 |
| 11,000 | HASBRO INC | 6.3% 15 Sep 2017 | 10,512 | 11,641 |
| 30,000 | HCA INC | 6.375% 15 Jan 2015 | 22,200 | 28,313 |
| 10,000 | HCA INC | 5.75% 15 Mar 2014 | 8,469 | 9,400 |
| 40,000 | HEWLETT PACKARD CO | 4.75% 02 Jun 2014 | 39,997 | 42,714 |
| 50,000 | HOME DEPOT INC | 5.875% 16 Dec 2036 | 43,096 | 48,263 |
| 10,000 | HOSPIRA INC | 6.05% 30 Mar 2017 | 9,984 | 10,466 |
| 75,000 | HOUSEHOLD FIN CORP | 4.75% 15 Jul 2013 | 76,343 | 78,093 |
| 10,000 | INCITEC PIVOT FIN LLC | 6% 10 Dec 2019 | 9,933 | 9,894 |
| 10,000 | INGERSOLL RAND GLOBAL HLDG CO | 6.875% 15 Aug 2018 | 9,986 | 11,084 |
| 35,000 | INTERNATIONAL PAPER CO | 7.95% 15 Jun 2018 | 34,865 | 40,369 |
| 100,000 | J P MORGAN CHASE COML MTG | 1% 15 Jun 2049 | 74,069 | 87,085 |
| 50,000 | J P MORGAN CHASE COML MTG SECS | 5.44% 12 Jun 2047 | 37,092 | 43,558 |
| 10,000 | JC PENNEY CORPORATION INC | 6.375% 15 Oct 2036 | 9,539 | 8,880 |
| 5,000 | JONES APPAREL GROUP INC | 6.125% 15 Nov 2034 | 4,056 | 4,138 |
| 75,000 | JPMORGAN CHASE + CO | 6.3% 23 Apr 2019 | 74,387 | 82,506 |
| 5,000 | KB HOME | 6.25% 15 Jun 2015 | 4,288 | 4,663 |
| 20,000 | KRAFT FOODS INC | 6.5% 11 Aug 2017 | 19,883 | 21,701 |
| 500,000 | KREDITANST FUR WIE | 10.75% 01 Feb 2010 | 6,478 | 4,028 |

Yawkey Foundation I 13-2890749
Form 990-PF
Part II; Line 10c, Investments, Corporate Bonds

| Shares / Par Value | Security Name | Security Description | Cost | Market Value |
|---|---|---|---|---|
| 15,000 | LEVEL 3 FING INC | 8.75% 15 Feb 2017 | 15,000 | 13,688 |
| 25,000 | MACYS RETAIL HLDGS INC | 5.35% 15 Mar 2012 | 24,700 | 25,531 |
| 10,000 | MARATHON OIL CORP | 6.5% 15 Feb 2014 | 9,959 | 11,062 |
| 75,000 | MERRILL LYNCH + CO INC | 5.45% 05 Feb 2013 | 75,358 | 78,920 |
| 30,000 | MERRILL LYNCH + CO INC | 6.4% 28 Aug 2017 | 30,723 | 31,571 |
| 25,000 | MERRILL LYNCH + CO INC | 5% 15 Jan 2015 | 25,445 | 25,426 |
| 30,000 | MERRILL LYNCH + CO INC | 6.875% 25 Apr 2018 | 29,974 | 32,323 |
| 43,938 | MERRILL LYNCH MTG INVS INC | 1% 25 Feb 2035 | 42,799 | 37,863 |
| 50,000 | MICROSOFT CORP | 5.2% 01 Jun 2039 | 47,609 | 48,965 |
| 40,000 | MORGAN STANLEY | 4.75% 01 Apr 2014 | 38,018 | 40,230 |
| 10,000 | MORGAN STANLEY | 5.45% 09 Jan 2017 | 8,000 | 10,107 |
| 70,000 | MORGAN STANLEY CAP I TR HQ13 | 5.569% 15 Dec 2044 | 50,906 | 57,237 |
| 20,000 | MORGAN STANLEY GROUP INC | 5.55% 27 Apr 2017 | 19,426 | 20,089 |
| 5,000 | NEWMONT MNG CORP | 5.875% 01 Apr 2035 | 4,420 | 4,740 |
| 30,000 | NEWS AMER INC | 6.15% 01 Mar 2037 | 28,911 | 29,847 |
| 10,000 | NISOURCE FINANCE CORP | 6.125% 01 Mar 2022 | 9,957 | 10,206 |
| 25,000 | ONEOK PARTNERS L P | 8.625% 01 Mar 2019 | 24,916 | 30,170 |
| 35,000 | ORACLE CORP | 5% 08 Jul 2019 | 34,869 | 36,096 |
| 15,000 | OWENS CORNING NEW | 7% 01 Dec 2036 | 14,703 | 13,990 |
| 5,000 | OWENS ILL INC | 7.8% 15 May 2018 | 5,050 | 5,038 |
| 25,000 | PACIFIC GAS + ELEC CO | 6.25% 01 Dec 2013 | 27,584 | 27,831 |
| 10,000 | PENNEY J C INC MEDIUM TERM | 6.875% 15 Oct 2015 | 10,467 | 10,550 |
| 55,000 | PETROBRAS INTL FIN CO | 5.875% 01 Mar 2018 | 54,739 | 55,463 |
| 15,000 | PIONEER NAT RES CO | 6.875% 01 May 2018 | 14,156 | 14,841 |
| 10,000 | PIONEER NATURAL RESOURCE | 5.875% 15 Jul 2016 | 8,690 | 9,573 |
| 50,000 | PROCTER + GAMBLE CO | 4.7% 15 Feb 2019 | 50,634 | 51,184 |
| 6,000 | QUEST DIAGNOSTIC INC | 4.75% 30 Jan 2020 | 5,909 | 5,863 |
| 10,000 | QWEST CAP FDG INC | 7.75% 15 Feb 2031 | 9,528 | 8,500 |
| 15,000 | QWEST CORP | 6.5% 01 Jun 2017 | 13,914 | 14,738 |
| 10,000 | QWEST CORPORATION | 7.5% 01 Oct 2014 | 10,000 | 10,388 |
| 40,000 | REYNOLDS AMERN INC | 7.25% 15 Jun 2037 | 39,764 | 40,283 |
| 30,000 | RIO TINTO FIN USA LTD | 6.5% 15 Jul 2018 | 29,739 | 32,954 |
| 25,000 | RIO TINTO FINANCE PLC | 8.95% 01 May 2014 | 27,159 | 29,958 |
| 12,000 | RPM INTERNATIONAL INC | 6.125% 15 Oct 2019 | 11,987 | 12,073 |
| 12,000 | SIMON PROPERTY GROUP LP | 6.75% 15 May 2014 | 12,603 | 12,788 |
| 20,000 | SMITH INTL INC | 8.625% 15 Mar 2014 | 19,934 | 23,126 |
| 25,000 | SOUTHERN NAT GAS CO | 7.35% 15 Feb 2031 | 24,032 | 27,295 |
| 145,000 | SPRINT CAP CORP | 6.875% 15 Nov 2028 | 144,973 | 120,531 |
| 6,000 | STEEL DYNAMICS INC | 6.75% 01 Apr 2015 | 5,963 | 5,948 |
| 10,000 | STEEL DYNAMICS INC | 7.375% 01 Nov 2012 | 10,000 | 10,300 |
| 15,000 | SUPERVALU INC | 7.5% 15 Nov 2014 | 14,841 | 15,188 |
| 5,000 | TALISMAN ENERGY | 7.75% 01 Jun 2019 | 4,980 | 5,872 |
| 5,000 | TALISMAN ENERGY INC | 5.85% 01 Feb 2037 | 4,466 | 4,777 |
| 24,000 | TECK CORPORATION | 9.75% 15 May 2014 | 26,820 | 27,690 |
| 10,000 | TELECOM ITALIA CAP | 6% 30 Sep 2034 | 9,069 | 9,457 |
| 15,000 | TELECOM ITALIA CAP | 6.375% 15 Nov 2033 | 14,618 | 14,789 |
| 25,000 | TELUS CORP | 4.95% 15 Mar 2017 | 21,220 | 24,178 |
| 25,000 | TIME WARNER COS INC | 6.95% 15 Jan 2028 | 25,935 | 26,901 |
| 5,000 | TIME WARNER INC | 6.625% 15 May 2029 | 5,002 | 5,214 |
| 75,000 | TIME WARNER INC NEW | 5.5% 15 Nov 2011 | 76,942 | 79,626 |
| 15,000 | TYCO INTERNATIONAL FINAN | 4.125% 15 Oct 2014 | 14,948 | 15,334 |

Yawkey Foundation I

13-2890749

Form 990-PF

Part II, Line 10c, Investments, Corporate Bonds

| Shares / Par Value | Security Name | Security Description | Cost | Market Value |
|---|---|---|---|---|
| 35,000 | U S WEST COMMINICATIONS INC | 7.25% 15 Oct 2035 | 33,444 | 30,800 |
| 25,000 | U S WEST COMMUNICATIONS INC | 6.875% 15 Sep 2033 | 21,896 | 22,000 |
| 20,000 | UNITED PARCEL SERVICE | 3.875% 01 Apr 2014 | 19,956 | 20,779 |
| 20,000 | UNITED STS STL CORP NEW | 6.65% 01 Jun 2037 | 19,438 | 16,090 |
| 25,000 | UNITEDHEALTH GROUP INC | 6% 15 Feb 2018 | 23,200 | 25,824 |
| 85,000 | US WEST CAP FDG INC | 6.5% 15 Nov 2018 | 77,412 | 73,525 |
| 20,000 | USG CORP | 6.3% 15 Nov 2016 | 16,531 | 17,900 |
| 25,000 | USG CORP | 9% 15 Jan 2018 | 24,787 | 25,750 |
| 20,000 | VALE OVERSEAS LTD | 6.875% 21 Nov 2036 | 19,698 | 19,983 |
| 55,000 | VALERO ENERGY CORP | 6.625% 15 Jun 2037 | 53,615 | 51,608 |
| 50,000 | VERIZON GLOBAL FDG CORP | 7.25% 01 Dec 2010 | 52,829 | 52,839 |
| 21,384 | WAMU 2005 AR3 A2 | 4.63564% 25 Mar 2035 | 20,891 | 18,218 |
| 10,000 | WASTE MANAGEMENT INC | 6.375% 11 Mar 2015 | 9,965 | 11,081 |
| 10,000 | WATSON PHARMACEUTICALS I | 6.125% 15 Aug 2019 | 9,980 | 10,318 |
| 20,000 | WESTERN UN CO | 5.93% 01 Oct 2016 | 19,992 | 21,574 |
| 15,000 | WESTVACO CORP | 8.2% 15 Jan 2030 | 13,988 | 15,432 |
| 5,000 | WEYERHAEUSER CO | 8.5% 15 Jan 2025 | 4,275 | 5,152 |
| 5,000 | WHIRLPOOL CORP | 8.6% 01 May 2014 | 4,998 | 5,661 |
| 12,000 | XEROX CORP | 6.4% 15 Mar 2016 | 11,597 | 12,757 |
| 50,000 | XTO ENERGY INC | 6.25% 01 Aug 2017 | 50,848 | 56,617 |
|  |  |  | $ 4,355,352 | $ 4,553,712 |
|  |  |  |  |  |

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

| DESCRIPTION | | AMOUNT |
|---|---|---|
| UNREALIZED GAIN ON INVESTMENTS | | 10,297,341. |
| | TOTAL | 10,297,341. |

YAWKEY FOUNDATION
FORM 990-PF, PART VIII, Line 1 - OFFICERS, DIRECTORS, TRUSTEES ...

13-2890749

| Name and address | Title, and average hours per week devoted to position | Compensation | Contributions to employee benefits plans and deferred compensation | Expense account, other allowances |
|---|---|---|---|---|
| John L. Harrington | Board Chair / Trustee | * NONE | * NONE | NONE |
| 990 Washington Street | 7.5 Hrs | | | |
| Dedham, MA 02026 | | | | |
| Eleanor S. Armstrong | Trustee | NONE | NONE | NONE |
| 990 Washington Street | 5 Hrs | | | |
| Dedham, MA 02026 | | | | |
| James P. Healey | President | * NONE | * NONE | NONE |
| 990 Washington Street | 15 Hrs | | | |
| Dedham, MA 02026 | | | | |
| William B. Gutfarb | Exec. V.P. / Treasurer / Trustee | * NONE | * NONE | NONE |
| 990 Washington Street | 15 Hrs | | | |
| Dedham, MA 02026 | | | | |
| Maureen H. Bleday | Exec. V.P. / Secretary | * NONE | * NONE | NONE |
| 990 Washington Street | 15 Hrs | | | |
| Dedham, MA 02026 | | | | |
| | Grand Totals | NONE | NONE | NONE |

* Individuals identified above are paid for services through a management contract with BTMC - See Attachment 14.

## 990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 14

| NAME AND ADDRESS | TYPE OF SERVICE | COMPENSATION |
|---|---|---|
| BOSTON TRUST MANAGEMENT CORPORATION<br>990 WASHINGTON STREET<br>DEDHAM, MA 02026 | FINANCIAL MGMT SVCS | 512,745. |
| COLUMBIA MANAGEMENT<br>100 FEDERAL STREET - 22ND FL<br>BOSTON, MA 02110 | PORTFOLIO MANAGEMENT | 70,443. |
| STATE STREET<br>200 NEWPORT AVENUE 7S<br>QUINCY, MA 02171 | INVESTMENT CUSTODIAL | 89,662. |
| TOTAL COMPENSATION | | 672,850. |

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 15

| RECIPIENT NAME AND ADDRESS | RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT | PURPOSE OF GRANT OR CONTRIBUTION | AMOUNT |
|---|---|---|---|
| SEE ATTACHMENT 15A | | SEE ATTACHMENT 15A | 36,069 |
| | | TOTAL CONTRIBUTIONS APPROVED | 36,069 |

Yawkey Foundation I
Form 990-PF
Part XV, Line 3b Grants and Contributions Approved for Future Payment

13-2890749

| Organization | Organization Address | Relationship to Substantial Contributor and Foundation Status of Recipient | Purpose of Grant/Contribution | Category | Amount |
|---|---|---|---|---|---|
| Conservation Management Institute | Virginia Polytechnic Institute and State University<br>Office of Sponsored Programs<br>1800 Pratt Drive, Suite 2006<br>Blacksburg, VA 24060 | None/Public Charity | Environmental management research at the Tom Yawkey Wildlife Center | Conservation and Wildlife | $ 16,151 |
| South Carolina Department of Natural Resources | Yawkey Wildlife Center<br>SC | None/Public Charity | Capital and maintenance for the wildlife center established by Tom Yawkey | Conservation and Wildlife | 19,918 |
| | | | | | |
| TOTAL | | | | | $ 36,069 |
| | | | | | |
| | | | | | |
| | | | | | |

Attachment 15A

Yawkey Foundation I
Form 990-PF
Part XV, Line 3a Grants and Contributions Paid During the Year

13-2890749

| Organization | Organization Address | Relationship to Substantial Contributor and Foundation Status of Recipient | Purpose of Grant/Contribution | Category | Amount |
|---|---|---|---|---|---|
| Allen-Chase Foundation | 271 Pine Nook Road<br>Deerfield, MA 01342-0701 | None/Public Charity | Scholarship program for disadvantaged students | Education | $50,000 |
| Allen-Chase Foundation | 271 Pine Nook Road<br>Deerfield, MA 01342-0701 | None/Public Charity | Scholarship program for disadvantaged students | Education | $50,000 |
| The Amyotrophic Lateral Sclerosis Association | Massachusetts Chapter<br>320 Norwood Park South, 2nd Floor<br>Norwood, MA 02062 | None/Public Charity | Programs serving low-income and at-risk children of ALS victims | Human Services | $10,000 |
| Archibald Rutledge Academy | 1011 Old Cemetery Road<br>McClellanville, SC 29458 | None/Public Charity | Scholarship program for disadvantaged students | Education | $25,000 |
| Association of Small Foundations | 1720 N Street, NW<br>Washington, DC 20036 | None/Public Charity | National grantmakers organization | Human Services | $2,500 |
| Bethany Hill School | 89 Bethany Road<br>Framingham, MA 01702 | None/Public Charity | Human service and education programs | Human Services | $10,000 |
| Boston Latin School Association | 101 Huntington Avenue<br>Suite 200<br>Boston, MA 02199 | None/Public Charity | Field renovation project | Youth and Amateur Athletics | $50,000 |
| Boys & Girls Club of Club of Greater New Bedford, Inc. | 166 Jenney Street<br>P.O. Box 1506<br>New Bedford, MA 02741 | None/Public Charity | Summer camp program for disadvantaged children | Youth and Amateur Athletics | $25,000 |
| BSA - Coastal Carolina Council, Inc. | 1025 Sam Rittenberg Boulevard<br>Charleston, SC 29407 | None/Public Charity | Scouting program | Youth and Amateur Athletics | $5,000 |
| Catholic Charities Archdiocese of Boston | 51 Sleeper Street<br>1st Floor<br>Boston, MA 02110 | None/Public Charity | Human service programs | Human Services | $25,000 |
| Conservation Management Institute | Virginia Polytechnic Institute and State University<br>Office of Sponsored Programs<br>1800 Pratt Drive, Suite 2006<br>Blacksburg, VA 24060 | None/Public Charity | Environmental management research at the Tom Yawkey Wildlife Center | Conservation and Wildlife | $26,920 |
| Dana Farber Cancer Institute, Inc. | 44 Binney Street<br>Boston, MA 02115 | None/Public Charity | Cancer research | Health Care | $50,000 |
| Dana Farber Cancer Institute, Inc. | 44 Binney Street<br>Boston, MA 02115 | None/Public Charity | Cancer research | Health Care | $45,000 |
| Dana Farber Cancer Institute, Inc. | 44 Binney Street<br>Boston, MA 02115 | None/Public Charity | Cancer research | Health Care | $5,000 |
| Dublin School | 18 Lehmann Way<br>P.O. Box 522<br>Dublin, NH 03444 | None/Public Charity | Scholarship program for disadvantaged students | Education | $5,000 |
| Emerald Necklace Conservancy, Inc. | 891 Centre Street<br>Jamaica Plain, MA 02130 | None/Public Charity | Renovation of gatehouse to provide a new visitors center for Boston's Emerald Necklace parks | Conservation and Wildlife | $75,000 |
| Emmanuel College | 400 The Fenway<br>Boston, MA 02115-5911 | None/Public Charity | Educational program support | Education | $5,000 |
| Family Inn Foundation | 70 Sewall Avenue<br>Brookline, MA 02446 | None/Public Charity | To assist with the closure and local transfer of residence for families and patients receiving medical treatment at Boston's Children's Hospital | Health Care | $35,000 |
| Fessenden School | 250 Waltham Street<br>West Newton, MA 02465-1750 | None/Public Charity | Scholarship program for disadvantaged students | Education | $5,000 |
| Fessenden School | 250 Waltham Street<br>West Newton, MA 02465-1750 | None/Public Charity | Scholarship program for disadvantaged students | Education | $5,000 |
| Friendship Place, Inc. | PO Box 282<br>1905 Front Street<br>Georgetown, SC 29442 | None/Public Charity | Meals program for disadvantaged residents of Georgetown, SC | Human Services | $10,000 |
| Friendship Place, Inc. | PO Box 282<br>1905 Front Street<br>Georgetown, SC 29442 | None/Public Charity | Meals program for disadvantaged residents of Georgetown, SC | Human Services | $12,500 |
| The Fund for Catholic Schools, Inc. | 143 Newbury Street<br>3rd Floor<br>Boston, MA 02116 | None/Public Charity | Teaching Excellence Award for teachers at Pope John Paul II Academy | Education | $25,000 |
| *Georgetown Memorial Hospital* | 606 Black River Road<br>P.O. Drawer 1718<br>*Georgetown, SC 29442* | *None/Public Charity* | *Nursing tuition assistance program* | *Health Care* | $25,000 |
| Georgetown Memorial Hospital | 606 Black River Road<br>P.O. Drawer 1718<br>Georgetown, SC 29442 | None/Public Charity | Health screenings for uninsured residents from Georgetown County | Health Care | $12,500 |
| Horry-Georgetown Technical College Foundation, Inc. | P.O. Box 261966<br>Conway, SC 29528-6066 | None/Public Charity | Nursing and allied health programs | Education | $12,500 |
| Horry-Georgetown Technical College Foundation, Inc. | P.O. Box 261966<br>Conway, SC 29528-6066 | None/Public Charity | *Allied health scholarship program for* disadvantaged students from Georgetown County | Education | $100,000 |
| Horry-Georgetown Technical College Foundation, Inc. | P.O. Box 261966<br>Conway, SC 29528-6066 | None/Public Charity | Forestry and wildlife management program | Education | $20,800 |
| Horry-Georgetown Technical College Foundation, Inc. | P.O. Box 261966<br>*Conway, SC 29528-6066* | *None/Public Charity* | *Forestry and wildlife management program* | Education | $153,000 |

Yawkey Foundation I
Form 990-PF
Part XV, Line 3a Grants and Contributions Paid During the Year

13-2890749

| Organization | Organization Address | Relationship to Substantial Contributor and Foundation Status of Recipient | Purpose of Grant/Contribution | Category | Amount |
|---|---|---|---|---|---|
| Lee Memorial Hospital, Inc. | 9800 S. HealthPark Drive, Suite 210<br>Fort Myers, FL 33908 | None/Public Charity | Health care services for disadvantaged children | Health Care | $50,000 |
| Lowcountry Day School | 300 Blue Stem Drive<br>Pawleys Island, SC 29585 | None/Public Charity | Scholarship program for disadvantaged students | Education | $25,000 |
| Lowcountry Day School | 300 Blue Stem Drive<br>Pawleys Island, SC 29585 | None/Public Charity | Scholarship program for disadvantaged students | Education | $25,000 |
| Lowcountry Open Land Trust | 485 East Bay Street<br>Charleston, SC 29403 | None/Public Charity | Land conservation programs | Conservation and Wildlife | $30,000 |
| Massachusetts General Hospital | 55 Fruit Street<br>Boston, MA 02114-2723 | None/Public Charity | Medical research | Health Care | $100,000 |
| Massachusetts General Hospital | 55 Fruit Street<br>Boston, MA 02114-2723 | None/Public Charity | Medical research | Health Care | $25,000 |
| N E Collegiate Baseball League | 37 Grammar School Drive<br>Danbury, CT 06811 | None/Public Charity | Young men's Summer Baseball League | Youth and Amateur Athletics | $25,000 |
| Nature Conservancy of South Carolina, Inc. | 2231 Devine Street<br>Suite 100<br>PO Box 5475<br>Columbia, SC 29250 | None/Public Charity | Land conservation programs | Conservation and Wildlife | $35,000 |
| New England Baptist Hospital | 125 Parker Hill Avenue<br>Boston, MA 02120 | None/Public Charity | Health care services for the disadvantaged | Health Care | $10,000 |
| Rashi School | 15 Walnut Park<br>Newton, MA 02458 | None/Public Charity | Scholarship program for disadvantaged students | Education | $10,000 |
| Smith Medical Clinic | P.O. Box 1740<br>Pawleys Island, SC 29585 | None/Public Charity | Health care services for the disadvantaged | Health Care | $25,000 |
| Smith Medical Clinic | P.O. Box 1740<br>Pawleys Island, SC 29585 | None/Public Charity | Health care services for the disadvantaged | Health Care | $12,500 |
| South Carolina Coastal Conservation League, Inc. | P.O. Box 1765<br>Charleston, SC 29402-1765 | None/Public Charity | Land conservation programs | Conservation and Wildlife | $25,000 |
| South Carolina Department of Natural Resources | Yawkey Wildlife Center<br>SC | None/Public Charity | Capital and maintenance for the wildlife center established by Tom Yawkey | Conservation and Wildlife | $697,941 |
| St. Catherine of Siena Parish | 547 Washington Street<br>Norwood, MA 02062 | None/Public Charity | Facility improvements for community and school hall | Education | $10,000 |
| St. Catherine of Siena School | 249 Nahatan Street<br>Norwood, MA 02062 | None/Public Charity | Scholarship program for disadvantaged students | Education | $20,000 |
| St. Joseph Church | 33 Millfield Street<br>P O. Box 3<br>Woods Hole, MA 02543 | None/Public Charity | Facility renovation project | Human Services | $5,000 |
| Tara Hall | P.O. Box 955<br>Georgetown, SC 29442-0955 | None/Public Charity | Facility improvement projects at residential home for at-risk boys | Human Services | $200,000 |
| University of SC Research Foundation | 901 Sumter Street, Suite 501<br>Columbia, SC 29208 | None/Public Charity | Historical research study of the Tom Yawkey Wildlife Center | Conservation and Wildlife | $30,000 |
| Warren Wilson College, Inc. | P.O. Box 9000<br>CPO 6323<br>Asheville, NC 28813 | None/Public Charity | Turtle research study at the Tom Yawkey Wildlife Center | Conservation and Wildlife | $6,000 |
| Yale University | Office of Development<br>157 Church Street<br>New Haven, CT 06510-2100 | None/Public Charity | Scholarship program for disadvantaged students | Education | $50,000 |
| | | | | | |
| TOTAL | | | | | $2,297,161 |

YAWKEY FOUNDATION II 13-2890749
FORM 990PF
PART VII-B, LINE 1a (3) and LINE 1a (4)

Effective October 1, 1992, the Foundation entered into an agreement with Boston Trust Management Corporation (BTMC) to provide management services to the Foundation. The Jean R. Yawkey Trust (The Trust) authorized BTMC to be established by two individuals, who are trustees of the Foundation, to provide management services for the benefit of the Foundation and other organizations. BTMC is located at 990 Washington Street, Suite 315, Dedham, MA 02026. For the year ended December 31, 2009, the Foundation incurred $512,745 in expenditures under this agreement and these expenditures were periodically monitored by the Foundation's Board of Trustees, reviewed by independent auditors, then reviewed by the Foundation's Finance and Audit Committee and approved by the Foundation's Board of Trustees.

One of the Trustees owns 50% of the outstanding shares of BTMC. The other Trustee, effective January 1, 2007, transferred his ownership of 50% of the outstanding stock of BTMC to an officer of the Foundation.

**SCHEDULE D**
**(Form 1041)**

Department of the Treasury
Internal Revenue Service

# Capital Gains and Losses

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

**2009**

Name of estate or trust
YAWKEY FOUNDATION

**Employer identification number**
13-2890749

**Note:** *Form 5227 filers need to complete* ***only*** *Parts I and II*

## Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

| | (a) Description of property (Example 100 shares 7% preferred of "Z" Co ) | (b) Date acquired (mo , day, yr ) | (c) Date sold (mo , day, yr ) | (d) Sales price | (e) Cost or other basis (see page 4 of the instructions) | (f) Gain or (loss) for the entire year Subtract (e) from (d) |
|---|---|---|---|---|---|---|
| 1a | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |

| | | | |
|---|---|---|---|
| b | Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b | 1b | |
| 2 | Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 | 2 | |
| 3 | Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts | 3 | |
| 4 | Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet | 4 | ( ) |
| 5 | **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶ | 5 | |

## Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

| | (a) Description of property (Example 100 shares 7% preferred of "Z" Co ) | (b) Date acquired (mo , day, yr ) | (c) Date sold (mo , day, yr ) | (d) Sales price | (e) Cost or other basis (see page 4 of the instructions) | (f) Gain or (loss) for the entire year Subtract (e) from (d) |
|---|---|---|---|---|---|---|
| 6a | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |

| | | | |
|---|---|---|---|
| b | Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b | 6b | -844,706. |
| 7 | Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 | 7 | |
| 8 | Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts | 8 | |
| 9 | Capital gain distributions | 9 | |
| 10 | Gain from Form 4797, Part I | 10 | |
| 11 | Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet | 11 | ( ) |
| 12 | **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶ | 12 | -844,706. |

**For Paperwork Reduction Act Notice, see the Instructions for Form 1041.**

| **Part III** **Summary of Parts I and II** **Caution:** *Read the instructions* ***before*** *completing this part.* | | (1) Beneficiaries' (see page 5) | (2) Estate's or trust's | (3) Total |
|---|---|---|---|---|
| 13 **Net short-term gain or (loss)** | 13 | | | |
| 14 **Net long-term gain or (loss):** | | | | |
| a Total for year | 14a | | | -844,706. |
| b Unrecaptured section 1250 gain (see line 18 of the wrksht ) | 14b | | | |
| c 28% rate gain | 14c | | | |
| 15 **Total net gain or (loss).** Combine lines 13 and 14a ▶ | 15 | | | -844,706. |

**Note:** *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary*

**Part IV** **Capital Loss Limitation**

| | | |
|---|---|---|
| 16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:<br>a The loss on line 15, column (3) **or** b $3,000 | 16 | ( 3,000.) |

**Note:** *If the loss on line 15, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *on page 7 of the instructions to figure your capital loss carryover*

**Part V** **Tax Computation Using Maximum Capital Gains Rates**

**Form 1041 filers.** Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

**Caution:** *Skip this part and complete the worksheet on page 8 of the instructions if:*

- *Either line 14b, col (2) or line 14c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

**Form 990-T trusts.** Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero

| | | | | | | |
|---|---|---|---|---|---|---|
| 17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) | | | 17 | | | |
| 18 Enter the **smaller** of line 14a or 15 in column (2) but not less than zero | 18 | | | | | |
| 19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) | 19 | | | | | |
| 20 Add lines 18 and 19 | 20 | | | | | |
| 21 If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶ | 21 | | | | | |
| 22 Subtract line 21 from line 20 If zero or less, enter -0- | | | 22 | | | |
| 23 Subtract line 22 from line 17 If zero or less, enter -0- | | | 23 | | | |
| 24 Enter the **smaller** of the amount on line 17 or $2,300 | | | 24 | | | |
| 25 Is the amount on line 23 equal to or more than the amount on line 24?<br>☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box<br>☐ **No.** Enter the amount from line 23 | | | 25 | | | |
| 26 Subtract line 25 from line 24 | | | 26 | | | |
| 27 Are the amounts on lines 22 and 26 the same?<br>☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the **smaller** of line 17 or line 22 | | | 27 | | | |
| 28 Enter the amount from line 26 (If line 26 is blank, enter -0-) | | | 28 | | | |
| 29 Subtract line 28 from line 27 | | | 29 | | | |
| 30 Multiply line 29 by 15% ( 15) | | | | | 30 | |
| 31 Figure the tax on the amount on line 23 Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) | | | | | 31 | |
| 32 Add lines 30 and 31 | | | | | 32 | |
| 33 Figure the tax on the amount on line 17 Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) | | | | | 33 | |
| 34 **Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) | | | | | 34 | |

| Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side | **Employer identification number** |
|---|---|
| YAWKEY FOUNDATION | 13-2890749 |

## Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

| (a) Description of property (Example 100 sh 7% preferred of "Z" Co ) | (b) Date acquired (mo , day, yr ) | (c) Date sold (mo , day, yr ) | (d) Sales price (see page 4 of the instructions) | (e) Cost or other basis (see page 4 of the instructions) | (f) Gain or (loss) Subtract (e) from (d) |
|---|---|---|---|---|---|
| **6a** PUBLICY HELD SECURITIES | | | 26,905,420. | 27,750,126. | -844,706. |

**6b Total.** Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . . . . . . . . . . . . . . . -844,706.