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## Return of Private Foundation

OMB No 1545-0052

or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

2009

Department of the Treasury  
Internal Revenue Service

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

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

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation <b>WAGNER FAMILY FOUNDATION</b>		A Employer identification number <b>20-6079941</b>
	Number and street (or P O box number if mail is not delivered to street address) Room/suite <b>NUTTER MCLENNEN &amp; FISH LLP PO BOX 51400</b>		B Telephone number <b>617-439-2498</b>
	City or town, state, and ZIP code <b>BOSTON, MA 02205</b>		C If exemption application is pending, check here <input type="checkbox"/>
	H Check type of organization: <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input checked="" type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 29,140,499.</b>		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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	15,000,000.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	142,141.	142,141.		STATEMENT 2
	4 Dividends and interest from securities	140,452.	140,452.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	87,288.			STATEMENT 1
	b Gross sales price for all assets on line 6a	290,032.			
	7 Capital gain net income (from Part IV, line 2)		86,407.		
	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)					
11 Other income	387,155.	387,155.		STATEMENT 4	
12 Total. Add lines 1 through 11	15,757,036.	756,155.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	1,200.	900.		300.
	c Other professional fees	21,761.	16,321.		5,440.
	17 Interest				
	18 Taxes	6,140.	3,140.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses	90,686.	67,828.		22,858.	
24 Total operating and administrative expenses. Add lines 13 through 23	119,787.	88,189.		28,598.	
25 Contributions, gifts, grants paid	936,250.			936,250.	
26 Total expenses and disbursements. Add lines 24 and 25	1,056,037.	88,189.		964,848.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	14,700,999.				
b Net investment income (if negative, enter -0-)		667,966.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		250.	5,000,500.	5,000,500.
	2	Savings and temporary cash investments		1,736,373.	10,841,372.	10,841,372.
	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				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 9	206,484.	153,922.	158,906.	
	b	Investments - corporate stock STMT 10	6,741,985.	7,016,959.	6,000,554.	
	c	Investments - corporate bonds STMT 11	174,870.	174,870.	180,439.	
11	Investments - land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 12	6,445,294.	6,957,728.	6,958,728.		
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)			15,305,256.	30,145,351.	29,140,499.
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				
	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 ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	0.	0.		
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
	29	Retained earnings, accumulated income, endowment, or other funds	15,305,256.	30,145,351.		
30	Total net assets or fund balances	15,305,256.	30,145,351.			
31	Total liabilities and net assets/fund balances	15,305,256.	30,145,351.			

## 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	15,305,256.
2	Enter amount from Part I, line 27a	2	14,700,999.
3	Other increases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENTS	3	139,096.
4	Add lines 1, 2, and 3	4	30,145,351.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	30,145,351.

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				
b SEE ATTACHED STATEMENT				
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 290,032.		203,625.	86,407.

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			86,407.

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

86,407.

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).

If (loss), enter -0- in Part I, line 8

3

N/A

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 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	518,312.	13,540,670.	.038278
2007	276,699.	5,877,341.	.047079
2006	117,177.	1,515,697.	.077309
2005	59,562.	694,173.	.085803
2004	30,642.	488,922.	.062673

2 Total of line 1, column (d)

2

.311142

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

.062228

4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5

4

14,034,764.

5 Multiply line 4 by line 3

5

873,355.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6

6,680.

7 Add lines 5 and 6

7

880,035.

8 Enter qualifying distributions from Part XII, line 4

8

964,848.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	6,680.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)	2	0.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	3	6,680.
3	Add lines 1 and 2	4	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	5	6,680.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	7,722.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	7,722.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,042.
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 1,042. Refunded <input type="checkbox"/> 0.	11	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>MA</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designee) 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)? 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

N/A

STMT 13

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation 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? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>NUTTER, MCCLENNEN &amp; FISH, LLP</u> Telephone no. ► <u>617-439-2498</u> Located at ► <u>SEAPORT WEST 155 SEAPORT BLVD, BOSTON, MA</u> ZIP+4 ► <u>02210-2604</u>			
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	N/A

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If "Yes," list the years ► _____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 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.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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

**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)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐

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

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

(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
HERBERT S. WAGNER III	TRUSTEE			
PO BOX 51400				
BOSTON, MA 02205	0.00	0.	0.	0.
CHARLOTTE R. CRAMER WAGNER	TRUSTEE			
PO BOX 51400				
BOSTON, MA 02205	0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

**Part VIII****Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

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

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

Form 990-PF (2009)



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

<b>1</b> Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b> Average monthly fair market value of securities	<b>1a</b>	12,277,529.
<b>b</b> Average of monthly cash balances	<b>1b</b>	1,970,962.
<b>c</b> Fair market value of all other assets	<b>1c</b>	
<b>d</b> Total (add lines 1a, b, and c)	<b>1d</b>	14,248,491.
<b>e</b> Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b> Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b> Subtract line 2 from line 1d	<b>3</b>	14,248,491.
<b>4</b> Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	213,727.
<b>5</b> Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	14,034,764.
<b>6</b> Minimum investment return. Enter 5% of line 5	<b>6</b>	701,738.

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

<b>1</b> Minimum investment return from Part X, line 6	<b>1</b>	701,738.
<b>2a</b> Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	6,680.
<b>b</b> Income tax for 2009. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b> Add lines 2a and 2b	<b>2c</b>	6,680.
<b>3</b> Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	695,058.
<b>4</b> Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b> Add lines 3 and 4	<b>5</b>	695,058.
<b>6</b> Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b> Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	695,058.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b> Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b> Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	964,848.
<b>b</b> Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b> Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b> Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b> Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b> Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b> Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	964,848.
<b>5</b> Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	6,680.
<b>6</b> Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	958,168.

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				695,058.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			91,102.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 964,848.				
a Applied to 2008, but not more than line 2a			91,102.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				695,058.
e Remaining amount distributed out of corpus	178,688.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	178,688.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	178,688.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009	178,688.			



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

Recipient		If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)					
a Paid during the year					
SEE STATEMENT 15					
Total				▶ 3a	936,250.
b Approved for future payment					
NONE					
Total				▶ 3b	0.



<p><b>1</b> 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?</p>		<b>Yes</b>	<b>No</b>
<p><b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:</p>			
<p>(1) Cash</p>	<b>1a(1)</b>		<b>X</b>
<p>(2) Other assets</p>	<b>1a(2)</b>		<b>X</b>
<p><b>b</b> Other transactions:</p>			
<p>(1) Sales of assets to a noncharitable exempt organization</p>	<b>1b(1)</b>		<b>X</b>
<p>(2) Purchases of assets from a noncharitable exempt organization</p>	<b>1b(2)</b>		<b>X</b>
<p>(3) Rental of facilities, equipment, or other assets</p>	<b>1b(3)</b>		<b>X</b>
<p>(4) Reimbursement arrangements</p>	<b>1b(4)</b>		<b>X</b>
<p>(5) Loans or loan guarantees</p>	<b>1b(5)</b>		<b>X</b>
<p>(6) Performance of services or membership or fundraising solicitations</p>	<b>1b(6)</b>		<b>X</b>
<p><b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p>	<b>1c</b>		<b>X</b>
<p><b>d</b> 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.</p>			

[illegible]

**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
N/A		

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.

Sign Here	Signature of officer or trustee <u>H. H. S. Wayne</u>		Date <u>5/10/10</u>	Title <u>Trustee</u>
	Preparer's signature <u>Paul Lee</u>		Date <u>5/10/10</u>	Check if self-employed <input type="checkbox"/>
Paid Preparer's Use Only	Firm's name (or yours if self-employed), address, and ZIP code <b>NUTTER MCCLENNEN &amp; FISH LLP SEAPORT WEST 155 SEAPORT BLVD. BOSTON, MA 02210-2604</b>			Preparer's identifying number <b>EIN</b>
	Phone no. <b>(617) 439-2503</b>			

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

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

OMB No 1545-0047

**2009**

Name of the organization

WAGNER FAMILY FOUNDATION  
#0746800

Employer identification number

20-6079941

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

- ☐ 501(c)( ) (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☐ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☒ 501(c)(3) taxable private foundation

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

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

**Special Rules**

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

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions  
for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

WAGNER FAMILY FOUNDATION

#0746800

Employer identification number

20-6079941

**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	HERBERT S., III & CHARLOTTE R. WAGNER P O BOX 51400 BOSTON, MA 02205	\$ 15,000,000.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)



#0746800

20-6079941

PAGE

1 OF

1

**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	50000 FEDERAL FARM CREDIT BANK 5.355 DUE 01/30/20	P	03/22/05	01/30/09
b	CAPITAL GAIN L/T MATTHEWS KOREA FUND	P	VARIOUS	12/09/09
c	HAWKEYE CAPITAL LP L/T CAPITAL LOSS	P	VARIOUS	12/31/09
d	CAPITAL GAIN L/T ABRAMS CAPITAL II	P	VARIOUS	12/31/09
e	COLUMBUS HILL LP SEC 1256 CONTRACTS & STRADDLES	P	VARIOUS	12/31/09
f	MASON CAPITAL LP SEC 1256 CONTRACTS & STRADDLES		VARIOUS	12/31/09
g	MASON CAPITAL LP		VARIOUS	12/31/09
h	SHORT TERM CAPITAL GAINS HAWKEYE CAPITAL LP	P	VARIOUS	12/31/09
i	SHORT TERM CAPITAL GAINS ABRAMS CAPITAL II LP	P	VARIOUS	12/31/09
j	SHORT TERM CAPITAL GAINS MASON CAPITAL LP	P	VARIOUS	12/31/09
k	OAKMARK INTERNATIONAL FUND CAPITAL GAIN	P	VARIOUS	01/14/09
l				
m				
n				
o				

(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 50,000.		50,881.	-881.
b 15,030.			15,030.
c		3,406.	-3,406.
d		111,049.	-111,049.
e		21,373.	-21,373.
f		5,976.	-5,976.
g		10,940.	-10,940.
h 13,153.			13,153.
i 105,533.			105,533.
j 103,208.			103,208.
k 3,108.			3,108.
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-881.
b			15,030.
c			-3,406.
d			-111,049.
e			-21,373.
f			-5,976.
g			-10,940.
h			13,153.
i			105,533.
j			103,208.
k			3,108.
l			
m			
n			
o			

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	86,407.
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). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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FORM 990-PF                      GAIN OR (LOSS) FROM SALE OF ASSETS                      STATEMENT    1

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(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
50000 FEDERAL FARM CREDIT BANK 5.355 DUE 01/30/2009	50,000.	50,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
CAPITAL GAIN L/T MATTHEWS KOREA FUND	15,030.	0.	0.	0.	15,030.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
HAWKEYE CAPITAL LP L/T CAPITAL LOSS	0.	3,406.	0.	0.	-3,406.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
CAPITAL GAIN L/T ABRAMS CAPITAL II	PURCHASED	VARIOUS	12/31/09	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	111,049.	0.	0.	-111,049.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
COLUMBUS HILL LP SEC 1256 CONTRACTS & STRADDLES	PURCHASED	VARIOUS	12/31/09

  

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	21,373.	0.	0.	-21,373.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MASON CAPITAL LP SEC 1256 CONTRACTS & STRADDLES	PURCHASED	VARIOUS	12/31/09

  

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	5,976.	0.	0.	-5,976.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
MASON CAPITAL LP	PURCHASED	VARIOUS	12/31/09	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	10,940.	0.	0.	-10,940.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SHORT TERM CAPITAL GAINS HAWKEYE CAPITAL LP	PURCHASED	VARIOUS	12/31/09
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
13,153.	0.	0.	0.
(F) GAIN OR LOSS			13,153.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SHORT TERM CAPITAL GAINS ABRAMS CAPITAL II LP	PURCHASED	VARIOUS	12/31/09
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
105,533.	0.	0.	0.
(F) GAIN OR LOSS			105,533.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SHORT TERM CAPITAL GAINS MASON CAPITAL LP	PURCHASED	VARIOUS	12/31/09
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
103,208.	0.	0.	0.
(F) GAIN OR LOSS			103,208.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
OAKMARK INTERNATIONAL FUND CAPITAL GAIN	PURCHASED	VARIOUS	01/14/09
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
3,108.	0.	0.	0.
(F) GAIN OR LOSS			3,108.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	87,288.

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
ABRAMS CAPITAL PARTNERS LP	62,956.
ABRAMS CAPITAL PARTNERS LP TAX-EXEMPT CORPORATE BONDS	51.
FEDERATED GOV'T OBLIGATION FUND	8,219.
HAWKEYE CAPITAL INST. LP	654.
MASON CAPITAL LP	32,005.
US GOV'T INTEREST	30,059.
	8,197.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	142,141.

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ABRAMS CAPTIAL PARTNERS LP	10,619.	0.	10,619.
DIVIDENDS AND INTEREST	118,907.	0.	118,907.
HAWKEYE CAPITAL INST. LP	2,971.	0.	2,971.
MASON CAPITAL LP	7,955.	0.	7,955.
TOTAL TO FM 990-PF, PART I, LN 4	140,452.	0.	140,452.

## FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
HAWKEYE CAPITAL INST LP	280.	280.	
ABRAMS CAPITAL PARTNER LL LP	3,541.	3,541.	
ABRAMS CAPITAL PARTNER LL LP	180.	180.	
COLUMBUS HILL PARTTNER LP	380,792.	380,792.	
MASON CAPITAL LP SECTION 988	2,923.	2,923.	
ABRAMS CAPITAL PARTNER LL LP	-561.	-561.	
TOTAL TO FORM 990-PF, PART I, LINE 11	387,155.	367,155.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NUTTER MCCLENNEN & FISH LLP	1,200.	900.		300.
TO FORM 990-PF, PG 1, LN 16B	1,200.	900.		300.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NUTTER MCCLENNEN & FISH LLP	21,761.	16,321.		5,440.
TO FORM 990-PF, PG 1, LN 16C	21,761.	16,321.		5,440.

FORM 990-PF	TAXES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
990-PF EXCISE TAX	3,000.	0.		0.
FOREIGN TAXES	3,140.	3,140.		0.
TO FORM 990-PF, PG 1, LN 18	6,140.	3,140.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MASS FORM PC ANNUAL FILING FEE	250.	0.		250.
COLUMBUS HILL PARTNERS LP	11,720.	8,790.		2,930.
ABRAMS CAPITAL PARTNERS LP	18,925.	14,194.		4,731.
HAWKEYE CAPITAL INST LP PROF FEES	10,045.	7,534.		2,511.

MASON CAPITAL LP OPERATING EXPENSES	36,504.	27,378.	9,126.
HAWKEYE CAPITAL INST LP INV INTEREST EXPENSE	3,533.	2,650.	883.
MASON CAPITAL LP INV INTEREST EXPENSE	9,709.	7,282.	2,427.
TO FORM 990-PF, PG 1, LN 23	90,686.	67,828.	22,858.

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FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	9
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US GOVERNMENT OBLIGATIONS	X		153,922.	158,906.
TOTAL U.S. GOVERNMENT OBLIGATIONS			153,922.	158,906.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			153,922.	158,906.

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FORM 990-PF	CORPORATE STOCK	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS	7,016,959.	6,000,554.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,016,959.	6,000,554.

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FORM 990-PF	CORPORATE BONDS	STATEMENT	11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	174,870.	180,439.
TOTAL TO FORM 990-PF, PART II, LINE 10C	174,870.	180,439.

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FORM 990-PF OTHER INVESTMENTS STATEMENT 12

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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
HAWKEYE CAPITAL INST LP	COST	1,031,262.	1,032,262.
COLUMBUS HILL PARTNERS LP	COST	2,087,110.	2,087,110.
ABRAMS CAPITAL PARTNERS LP	COST	1,990,158.	1,990,158.
MASON CAPITAL LP	COST	1,849,198.	1,849,198.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,957,728.	6,958,728.

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FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS STATEMENT 13

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PART VII-A, LINE 10

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NAME OF CONTRIBUTOR	ADDRESS
HERBERT S. WAGNER	P O BOX 51400 BOSTON, MA 02205
CHARLOTTE R. CRAMER WAGNER	P O BOX 51400 BOSTON, MA 02205

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FORM 990-PF PART XV - LINE 1A STATEMENT 14

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LIST OF FOUNDATION MANAGERS

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NAME OF MANAGER
HERBERT S. WAGNER III
<del>CHARLOTTE R. CRAMER WAGNER</del>

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FORM 990-PF

GRANTS AND CONTRIBUTIONS  
PAID DURING THE YEAR

STATEMENT 15

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
BOYS AND GIRLS CLUBS OF BOSTON 50 CONGRESS ST. SUITE 730 BOSTON, MA 02109	NONE GENERAL FUND	PUBLIC	35,000.
BREAKTHROUGH CAMBRIDGE P O BOX 381486 CAMBRIDGE, MA 02238	NONE GENERAL FUND	PUBLIC	21,000.
CAMBRIDGE COLLEGE 100 MASS AVE #31 CAMBRIDGE, MA 02138	NONE GENERAL FUND	PUBLIC	25,000.
CANTATA SINGERS 161 FIRST ST SUITE 203 CAMBRIDGE, MA 02142	NONE GENERAL FUND	PUBLIC	1,000.
COMMON IMPACT 215 FIRST ST. SUITE 25 CAMBRIDGE, MA 02142	NONE GENERAL FUND	PUBLIC	7,500.
DEXTER SCHOOL 20 NEWTON ST BROOKLINE, MA 02445	NONE GENERAL FUND	PUBLIC	7,500.
EMERALD NECKLACE CONSERVANCY/JUSTINE MEE LIFF FOUNDATION - TWO BROOKLINE PLACE BROOKLINE, MA 02445	NONE GENERAL FUND	PUBLIC	10,000.
FACING HISTORY AND OURSELVES- GRANT 16 HURD ROAD BROOKLINE, MA 02445	NONE GENERAL FUND	PUBLIC	100,000.

GERMAINE LAWRENCE INC.- GRANT 18 CLAREMONT AVE ARLINGTON, MA 02476	NONE GENERAL FUND	PUBLIC	10,000.
INNER CITY SCHOLARSHIP FUND 260 FRANKLIN STREET SUIT 630 BOSTON, MA 02110	NONE GENERAL FUND	PUBLIC	20,000.
JUSTINE MEE LIFT FOUNDATION TWO BROOKLINE PLACE BOSTON, MA 02445	NONE GENERAL FUND	PUBLIC	5,000.
MAKE-A WISH FOUNDATION ONE BULLFINCH PLACE 2ND FL BOSTON , MA 02114	NONE GENERAL FUND	PUBLIC	5,000.
MASS GENERAL HOSPITAL FOR CHILDREN 165 CAMBRIDGE STREET,SUITE 600 BOSTON, MA 02114	NONE GENERAL FUND	PUBLIC	24,000.
MT AUBURN HOSPITAL 330 MOUNT AUBURN ST CAMBRIDGE, MA 02138	NONE GENERAL FUND	PUBLIC	35,250.
PARTNERS IN HEALTH 888 COMMONWEALTH AVE 3RD FL BOSTON , MA 02215	NONE GENERAL FUND	PUBLIC	280,000.
PROJECT HEALTH CHILDREN 88 E. NEWTON ST,VOSE 552 BOSTON, MA 02118	NONE GENERAL FUND	PUBLIC	50,000.
ROOT CAPITAL 675 MASS AVE, 8TH FL. CAMBRIDGE, MA 02139	NONE GENERAL FUND	PUBLIC	50,000.
SOUTHFIELD SCHOOL 20 NEWTON ST BOSTON, MA 02118	NONE GENERAL FUND	PUBLIC	107,500.

ST PETERS CHURCH 96 CONCORD AVE CAMBRIDGE, MA 02138	NONE GENERAL FUND	PUBLIC	25,000.
ST. PETER SCHOOL 96 CONCORD AVE CAMBRIDGE, MA 02138	NONE GENERAL FUND	PUBLIC	25,000.
SUMMER SEARCH BOSTON 500 AMORY STREET JAMAICA PLAIN , MA 02130	NONE GENERAL FUND	PUBLIC	10,000.
THE FOOD PROJECT-GRANT 10 LEWIS ST. LINCOLN, MA 01773	NONE GENERAL FUND	PUBLIC	7,500.
THE STEPPINGSTONE FOUNDATION 155 FEDERAL ST 8TH FL BOSTON , MA 02110	NONE GENERAL FUND	PUBLIC	10,000.
WIDE HORIZONS FOR CHILDREN 38 EDGE HILL ROAD WALTHAM, MA 02451	NONE GENERAL FUND	PUBLIC	15,000.
YEAR-UP-BOSTON 93 SUMMER STREET #5 BOSTON, MA 02110	NONE GENERAL FUND	PUBLIC	50,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			936,250.

## Investment Review

Account: 0746800

WAGNER FAMILY FOUNDATION

As of 12/31/2009



Nutter McClennen & Fish LLP • Attorneys at Law

### Account Basics

Account Type. Charitable Foundation  
Opened Date 12/18/2003  
Admin Officer. Deborah J Manus  
Investment Officer.  
Investment Model:  
Investment Objective  
Investment Powers.  
Review Cycle

### Summary

Asset Type	Market Value	Cost Basis	Unrealized Gain/Loss	% Portfolio at Market	Est Annual Income	Yield at Market
Cash	\$10,000,500 00	\$10,000,500 00		58 20 %		
Equity Mutual Funds	\$2,491,060 95	\$3,271,804 09	(\$780,743 14)	14 50 %		
International Equity Mutual Funds	\$1,170,282 90	\$1,505,359 88	(\$335,076 98)	6 81 %	\$21,382 03	1 83 %
Corporate Bonds	\$180,439 00	\$174,869 75	\$5,569 25	1 05 %	\$8,218 75	4 55 %
Fixed Income Mutual Fund	\$2,339,209 60	\$2,239,794 83	\$99,414 77	13 61 %	\$101,257 65	4 33 %
U S Government Agency Obligations	\$158,906 25	\$153,922 48	\$4,983 77	0 92 %	\$7,500 00	4 72 %
Money Market Funds	\$841,371 98	\$841,371 98	\$0 00	4 90 %	\$0 00	0 00 %
Grand Total	\$17,181,770 68	\$18,187,623 01	(\$1,005,852 33)		\$138,358 43	0 81 %

### Realized Gains/Losses

From 12/31/2009 To 12/31/2009

Short Term Gain/Loss for Period \$0 00  
Long Term Gain/Loss for Period \$0 00

# Investment Review

Account: 0746800

WAGNER FAMILY FOUNDATION

As of 12/31/2009



Nutter McClennen & Fish LLP • Attorneys at Law

## Portfolio Analysis

Symbol CUSIP	Issuer/Issue Market Price Units Held	Price Date Market Value	Cost Basis	Rating Gain/Loss	Cost per Share % Industry Type	Earnings Per Share % Portfolio	Income Rate Managed Est Income	Units Pledged Yield at Mkt
Principal Cash		\$10,000,250 00	\$10,000,250.00			58 20 %		
Income Cash		\$250 00	\$250 00			0 00 %		
Total Cash		\$10,000,500 00	\$10,000,500 00			58 20 %		
040 Equity Mutual Funds								
CGMFX	CGM FOCUS FUND							
125325506	\$29 7600	12/31/2009			\$51 05		\$0 0309	
	14,763 0490	\$439,348 33	\$753,674 41	(\$314,326 08)	100 00 %	2 56 %		
Total		\$439,348 33	\$753,674 41	(\$314,326 08)		2 56 %		
810 Mutual Funds - Equity								
TAVFX	THIRD AVENUE VALUE FUND							
884116104	\$46 3200	12/31/2009			\$59 52		\$1 1400	
	20,924 3410	\$969,215 48	\$1,245,503 07	(\$276,287 59)	47 24 %	5 64 %		
WGRNX	WINTERGREEN FUND							
97607W102	\$11 5700	12/31/2009			\$13 60		\$0 0212	
	93,560 6860	\$1,082,497 14	\$1,272,626 61	(\$190,129 47)	52 76 %	6 30 %		
Total		\$2,051,712 62	\$2,518,129 68	(\$466,417 06)		11 94 %		
100 International Equity Mutual Funds								
MAKOX	MATTHEWS KOREA FUND							
577130305	\$4 3100	12/31/2009			\$5 78		\$0 0583	
	93,319 7330	\$402,208 05	\$539,608 01	(\$137,399 96)	100 00 %	2 34 %		
Total		\$402,208 05	\$539,608 01	(\$137,399 96)		2 34 %		
810 Mutual Funds - Equity								
OAKIX	OAKMARK INTERNATIONAL FUND							
413838202	\$16 8400	12/31/2009			\$21 17		\$0 1172	
	45,610 1460	\$768,074 85	\$965,751 87	(\$197,677 02)	100 00 %	4 47 %	\$21,382 04	2 78 %
Total		\$768,074 85	\$965,751 87	(\$197,677 02)		4 47 %	\$21,382 03	
200 Corporate Bonds								
36962GM68	GENERAL ELECTRIC CAPITAL CORP 4 375% due 11/21/2011							
36962GM68	\$104 1485	12/31/2009			\$1 00		4 38 %	
	50,000 0000	\$52,074 25	\$49,982 50	\$2,091 75	100 00 %	0 30 %	\$2,187 50	4 20 %
Total		\$52,074 25	\$49,982 50	\$2,091 75		0 30 %	\$2,187 50	
420 Banks								
060505AU8	BANK OF AMERICA CORPORATION SR GLOBAL NOTES 5 125% due 11/15/2014							
060505AU8	\$103 6788	12/31/2009			\$1 00		5 13 %	
	50,000 0000	\$51,839 40	\$49,897 00	\$1,942 40	40 38 %	0 30 %	\$2,562 50	4 94 %
172967DA6	CITIGROUP INC NOTES (N/C) 4 625% due 8/03/2010							
172967DA6	\$102 0338	12/31/2009			\$1 00		4 63 %	
	75,000 0000	\$76,525 35	\$74,990 25	\$1,535 10	59 62 %	0 45 %	\$3,468 75	4 53 %
Total		\$128,364 75	\$124,887 25	\$3,477 50		0 75 %	\$6,031 25	

# Investment Review

Account: 0746800

WAGNER FAMILY FOUNDATION

As of 12/31/2009



## Portfolio Analysis

Symbol CUSIP	Issuer/Issue Market Price Units Held	Price Date Market Value	Cost Basis	Rating Gain/Loss	Cost per Share % Industry Type	Earnings Per Share % Portfolio	Income Rate Managed Est Income	Units Pledged Yield at Mkt
305 Fixed Income Mutual Fund								
LSGBX	LOOMIS-SAYLES GLOBAL BOND FUND							
543495774	\$15 8400	12/31/2009			\$15 93	\$0 6800	\$0 1004	
	69,500 5070	\$1,100,888 06	\$1,107,410 04	(\$6,521 98)	100 00 %	6 41 %	\$83,734 21	7 61 %
	Total	\$1,100,888 06	\$1,107,410 04	(\$6,521 98)		6 41 %	\$83,734 22	
430 Diversified Financials								
TPINX	TEMPLETON GLOBAL BOND FUND - CLASS A							
880208103	\$12 7200	12/31/2009			\$11 63		\$0 0450	
	97,352 3220	\$1,238,321 54	\$1,132,384 79	\$105,936 75	100 00 %	7 21 %	\$17,523 42	1 42 %
	Total	\$1,238,321 54	\$1,132,384 79	\$105,936 75		7 21 %	\$17,523 43	
440 U S Government Agency Obligations								
3133M6VF2	FEDERAL HOME LOAN BANK CONSOL BDS (N/C) 5 5% due 12/11/2013							
3133M6VF2	\$111 7500	12/31/2009			\$1 05		5 50 %	
	50,000 0000	\$55,875 00	\$52,254 02	\$3,620 98	35 16 %	0 33 %	\$2,750 00	4 92 %
3133X3LQ4	FEDERAL HOME LOAN BANK CONSOL BDS (CALLABLE 2/9/05 @ 100) 4% due 2/09/2010							
3133X3LQ4	\$100 3750	12/31/2009			\$1 00		4 00 %	
	50,000 0000	\$50,187 50	\$50,000 00	\$187 50	31 58 %	0 29 %	\$2,000 00	3 99 %
31359MHK2	FEDERAL NAT'L MTG ASSN NOTES (N/C) 5 5% due 3/15/2011							
31359MHK2	\$105 6875	12/31/2009			\$1 03		5 50 %	
	50,000 0000	\$52,843 75	\$51,668 46	\$1,175 29	33 25 %	0 31 %	\$2,750 00	5 20 %
	Total	\$158,906 25	\$153,922 48	\$4,983 77		0 92 %	\$7,500 00	
500 Money Market Funds								
125	FEDERATED U S TREAS CASH RESERVE #125							
60934N682	\$0 0000		\$664,731 05	Princ	\$1 00		0 00 %	
	841,371 9800	\$841,371 98	\$176,640 93	Inc \$0 00	100 00 %	4 90 %	\$0 00	0 00 %
	Total	\$841,371 98	\$841,371 98	\$0 00		4 90 %	\$0 00	
Grand Total		\$17,181,770 68	\$18,187,623 01	#####)			\$138,358 43	

**Investment Review**

Account: 0746800

WAGNER FAMILY FOUNDATION

As of 12/31/2009



**Common Stocks by Industry**

	Market Value	Cost Basis	Gain/Loss	% Asset Type at Market	Est Annual Income	Yield at Market
Grand Total						

## Investment Review

Account: 0746800

WAGNER FAMILY FOUNDATION

As of 12/31/2009



Nutter McClennen & Fish LLP • Attorneys at Law

### Asset Maturities

CUSIP	Symbol	Maturity Date	Units	Market Value	Yield at Market	Est Annual Income	Asset Rating
Asset Description							
<b>0 to 5 Years</b>							
3133X3LQ4	3133X3LQ4	02/09/2010	50,000 0000	\$50,187 50	3 99 %	\$2,000 00	
FEDERAL HOME LOAN BANK CONSOL BDS (CALLABLE 2/9/05 @ 100) 4% due 2/09/2010							
172967DA6	172967DA6	08/03/2010	75,000 0000	\$76,525 35	4 53 %	\$3,468 75	
CITIGROUP INC NOTES (N/C) 4 625% due 8/03/2010							
31359MHK2	31359MHK2	03/15/2011	50,000 0000	\$52,843 75	5 20 %	\$2,750 00	
FEDERAL NAT'L MTG ASSN NOTES (N/C) 5 5% due 3/15/2011							
36962GM68	36962GM68	11/21/2011	50,000 0000	\$52,074 25	4 20 %	\$2,187 50	
GENERAL ELECTRIC CAPITAL CORP 4 375% due 11/21/2011							
3133M6VF2	3133M6VF2	12/11/2013	50,000 0000	\$55,875 00	4 92 %	\$2,750 00	
FEDERAL HOME LOAN BANK CONSOL BDS (N/C) 5 5% due 12/11/2013							
060505AU8	060505AU8	11/15/2014	50,000 0000	\$51,839 40	4 94 %	\$2,562 50	
BANK OF AMERICA CORPORATION SR GLOBAL NOTES 5 125% due 11/15/2014							
			325,000 0000	\$339,345 25	4 63 %	\$15,718 75	

### Pending Trades

CUSIP	Symbol	Trade / Settle Date	Units	Cash	Transaction Description
Asset Description					

No pending trades