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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

2009

Department of the Treasury
Internal Revenue Service

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 NOV 1, 2009, and ending OCT 31, 2010

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: **CLIPPER SHIP FOUNDATION, INC.**

Number and street (or P.O. box number if mail is not delivered to street address): **77 SUMMER STREET, 8TH FL**

Room/suite: _____

City or town, state, and ZIP code: **BOSTON, MA 02110**

A Employer identification number: **04-2687384**

B Telephone number: **(617) 426-7080**

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): **\$ 25,941,185.** (Part I, column (d) must be on cash basis.)

J Accounting method: ☐ Cash ☒ Accrual
☐ Other (specify) _____

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)
1	Contributions, gifts, grants, etc., received				
2	Check ☒ If the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	361.	361.	361.	STATEMENT 1
4	Dividends and interest from securities	639,096.	639,096.	639,096.	STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	634,250.			
b	Gross sales price for all assets on line 6a	7,555,454.			
7	Capital gain net income (from Part IV, line 2)		634,250.		
8	Net short-term capital gain			N/A	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	1,273,707.	1,273,707.	639,457.	
13	Compensation of officers, directors, trustees, etc.	16,500.	4,000.	0.	12,500.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	10,400.	0.	0.	10,400.
c	Other professional fees	52,228.	52,228.	52,228.	0.
17	Interest				
18	Taxes	31,821.	0.	0.	0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	2,448.	0.	0.	2,448.
22	Printing and publications	2,123.	0.	0.	2,123.
23	Other expenses	59,872.	495.	0.	59,377.
24	Total operating and administrative expenses. Add lines 13 through 23	175,392.	56,723.	52,228.	86,848.
25	Contributions, gifts, grants paid	1,471,200.			1,488,700.
26	Total expenses and disbursements. Add lines 24 and 25	1,646,592.	56,723.	52,228.	1,575,548.
27	Subtract line 26 from line 12	<372,885.>			
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		1,216,984.		
c	Adjusted net income (if negative, enter -0-)			587,229.	

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	39,865.	54,099.	54,099.	
	2	Savings and temporary cash investments	247,043.	59,342.	59,342.	
	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 8	592,488.	615,332.	615,332.	
	b	Investments - corporate stock STMT 9	2,812,980.	2,321,582.	2,321,582.	
	c	Investments - corporate bonds STMT 10	206,526.	0.	0.	
Liabilities	11	Investments - land, buildings, and equipment basis ▶				
		Less: accumulated depreciation ▶				
	12	Investments - mortgage loans				
	13	Investments - other STMT 11	21,080,776.	22,873,681.	22,873,681.	
	14	Land, buildings, and equipment basis ▶				
		Less: accumulated depreciation ▶				
	15	Other assets (describe ▶ STATEMENT 12)	16,814.	17,149.	17,149.	
Net Assets or Fund Balances	16	Total assets (to be completed by all filers)	24,996,492.	25,941,185.	25,941,185.	
	17	Accounts payable and accrued expenses	30,546.	13,072.		
	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 ▶ STATEMENT 13)	11,122.	30,852.		
Net Assets or Fund Balances	23	Total liabilities (add lines 17 through 22)	41,668.	43,924.		
		Foundations that follow SFAS 117, check here ▶ ☒				
	24	Unrestricted	24,954,824.	25,897,261.		
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ ☐				
	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	24,954,824.	25,897,261.		
Net Assets or Fund Balances	31	Total liabilities and net assets/fund balances	24,996,492.	25,941,185.		

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	24,954,824.
2	Enter amount from Part I, line 27a	2	<372,885.>
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	1,315,322.
4	Add lines 1, 2, and 3	4	25,897,261.
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	25,897,261.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (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 7,555,454.		6,921,204.	634,250.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
b			
c			
d			
e			634,250.

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	634,250.
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	104,768.

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	1,472,742.	22,625,928.	.065091
2007	1,626,996.	28,247,526.	.057598
2006	1,637,189.	29,986,870.	.054597
2005	1,554,220.	28,236,283.	.055043
2004	1,383,597.	26,884,757.	.051464

2 Total of line 1, column (d)	2	.283793
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	.056759
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	24,828,612.
5 Multiply line 4 by line 3	5	1,409,247.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	12,170.
7 Add lines 5 and 6	7	1,421,417.
8 Enter qualifying distributions from Part XII, line 4	8	1,575,548.

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 ☐ 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 ☒ and enter 1% of Part I, line 27b		1	12,170.
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	0.
3 Add lines 1 and 2		3	12,170.
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	12,170.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	25,000.	
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	25,000.	
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	12,830.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax	11	12,830.	Refunded

Part VII-A Statements Regarding Activities

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?		Yes	No
1b 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
1c 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) MA			
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)? 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

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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>AGMCONNECT.ORG/CLIPPER1</u>	13	X	
14	The books are in care of ► <u>CLIPPER SHIP FOUNDATION, INC.</u> Telephone no ► <u>(617) 426-7080</u> Located at ► <u>77 SUMMER STREET, 8TH FL BOSTON, MA</u> ZIP+4 ► <u>02110</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?	☐ 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?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ 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)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
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? If "Yes," list the years ► _____	☐ Yes ☒ 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?	☐ 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)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
GMA FOUNDATIONS, INC. 77 SUMMER STREET, BOSTON, MA 02110	ADMINISTRATION	54,780.
FIDUCIARY TRUST COMPANY 175 FEDERAL STREET, BOSTON, MA 02110	INVESTMENT MANAGEMENT	52,228.

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.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	25,037,058.
b	Average of monthly cash balances	1b	163,937.
c	Fair market value of all other assets	1c	5,718.
d	Total (add lines 1a, b, and c)	1d	25,206,713.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	25,206,713.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	378,101.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	24,828,612.
6	Minimum investment return. Enter 5% of line 5	6	1,241,431.

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

1	Minimum investment return from Part X, line 6	1	1,241,431.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	12,170.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	12,170.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,229,261.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,229,261.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,229,261.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,575,548.
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	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,575,548.
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	5	12,170.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,563,378.

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.

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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				1,229,261.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004	72,097.			
b From 2005	185,070.			
c From 2006	189,024.			
d From 2007	266,924.			
e From 2008	378,210.			
f Total of lines 3a through e	1,091,325.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 1,575,548.				
a Applied to 2008, but not more than line 2a			0.	
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				1,229,261.
e Remaining amount distributed out of corpus	346,287.			
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:	1,437,612.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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	72,097.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	1,365,515.			
10 Analysis of line 9				
a Excess from 2005	185,070.			
b Excess from 2006	189,024.			
c Excess from 2007	266,924.			
d Excess from 2008	378,210.			
e Excess from 2009	346,287.			

N/A

- ☐ 4942(I)(3) or ☐ 4942(I)(5)

- (4) Gross investment income**

[illegible]

SEE ATTACHED

Part XV	Supplementary Information (continued)
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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 ATTACHED					1488700.
Total					▶ 3a 1488700.
b Approved for future payment NONE					
Total					▶ 3b 0.

Part XVI-A

Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	Related or exempt function income
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			14	361.	
4	Dividends and interest from securities			14	639,096.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	634,250.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0.		1,273,707.	0.
13	Total. Add line 12, columns (b), (d), and (e)				13	1,273,707.

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B

Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

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

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 (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees 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.	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[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.

complete Declaration of preparer (other than taxpayer or fiduciary)

3/2/11

knowledge
PRESIDENT

Signature of officer or trustee

Date _____

Title

Sign Here

**Paid
Preparer's
Use Only**Preparer's
signature

Firm's name (or yours
if self-employed),
address, and ZIP code

PARENT, MCLAUGHLIN & NANGLE
160 FEDERAL STREET, 6TH FL.
BOSTON, MA 02110

Date _____

2/16/11

☐ Check if self-employed

Preparer's identifying number

EIN ►

Phone no 617-426-9440

Form **990-PF** (2009)

CLIPPER SHIP FOUNDATION, INC.

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	CORPORATE BONDS	P	VARIOUS	VARIOUS
b	STOCKS	P	VARIOUS	VARIOUS
c	STOCKS	P	VARIOUS	VARIOUS
d	MUTUAL FUNDS	P	VARIOUS	VARIOUS
e	MUTUAL FUNDS	P	VARIOUS	VARIOUS
f	CAPITAL GAIN DIVIDEND	P	VARIOUS	VARIOUS
g				
h				
i				
j				
k				
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 201,464.		201,370.	94.
b 265,657.		252,358.	13,299.
c 2,016,668.		1,598,887.	417,781.
d 3,163,647.		3,041,521.	122,126.
e 1,908,018.		1,816,549.	91,469.
f		10,519.	<10,519.>
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			94.
b			** 13,299.
c			417,781.
d			122,126.
e			** 91,469.
f			<10,519.>
g			
h			
i			
j			
k			
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	634,250.
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	104,768.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
MONEY MARKET MUTUAL FUNDS	361.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	361.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
VARIOUS INVESTMENTS	639,096.	0.	639,096.
TOTAL TO FM 990-PF, PART I, LN 4	639,096.	0.	639,096.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	10,400.	0.	0.	10,400.
TO FORM 990-PF, PG 1, LN 16B	10,400.	0.	0.	10,400.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT	52,228.	52,228.	52,228.	0.
TO FORM 990-PF, PG 1, LN 16C	52,228.	52,228.	52,228.	0.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL EXCISE	12,091.	0.	0.	0.	
DEFERRED EXCISE TAXES	19,730.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 18	31,821.	0.	0.	0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ADMINISTRATIVE SERVICES	54,780.	0.	0.	54,780.	
OFFICE	3,184.	495.	0.	2,689.	
POSTAGE	1,908.	0.	0.	1,908.	
TO FORM 990-PF, PG 1, LN 23	59,872.	495.	0.	59,377.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
DESCRIPTION		AMOUNT	
NET UNREALIZED GAINS ON INVESTMENTS		1,315,322.	
TOTAL TO FORM 990-PF, PART III, LINE 3		1,315,322.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
-------------	--	-----------	---

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. GOVERNMENT OBLIGATIONS	X		615,332.	615,332.
TOTAL U.S. GOVERNMENT OBLIGATIONS			615,332.	615,332.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			615,332.	615,332.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS	2,321,582.	2,321,582.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,321,582.	2,321,582.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
-------------	-----------------	-----------	----

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10C	0.	0.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
-------------	-------------------	-----------	----

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS	FMV	22,113,174.	22,113,174.
LIMITED PARTNERSHIP	COST	760,507.	760,507.
TOTAL TO FORM 990-PF, PART II, LINE 13		22,873,681.	22,873,681.

FORM 990-PF	OTHER ASSETS		STATEMENT 12
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INTEREST RECEIVABLE	7,196.	4,240.	4,240.
REFUNDABLE FEDERAL EXCISE TAXES	9,618.	12,909.	12,909.
TO FORM 990-PF, PART II, LINE 15	16,814.	17,149.	17,149.

FORM 990-PF	OTHER LIABILITIES		STATEMENT 13
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
DEFERRED EXCISE TAXES ON UNREALIZED GAINS	11,122.	30,852.	
TOTAL TO FORM 990-PF, PART II, LINE 22	11,122.	30,852.	

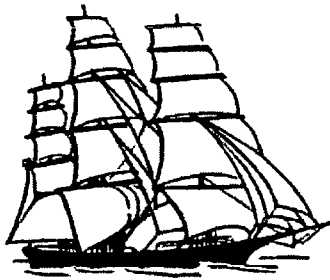
FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
BENJAMIN H LACY 77 SUMMER STREET 8TH FLOOR BOSTON, MA	CHAIRMAN/DIRECTOR 16.00	2,000.	0.	0.
NICHOLAS CARTER 77 SUMMER STREET 8TH FLOOR BOSTON, MA	PRESIDENT/DIRECTOR 16.00	2,000.	0.	0.
MAYRA RODRIGUEZ HOWARD 77 SUMMER STREET 8TH FLOOR BOSTON, MA	DIRECTOR 1.00	2,000.	0.	0.
BRIAN KELLEY 77 SUMMER STREET 8TH FLOOR BOSTON, MA	DIRECTOR 1.00	2,000.	0.	0.
KATHLEEN O'CONNOR 77 SUMMER STREET 8TH FLOOR BOSTON, MA	TREASURER/DIRECTOR 1.00	2,000.	0.	0.
CHRISTINE SWISTRO 77 SUMMER STREET 8TH FLOOR BOSTON, MA	DIRECTOR 1.00	2,000.	0.	0.
BROOK A. AMES 77 SUMMER STREET 8TH FLOOR BOSTON, MA	DIRECTOR 1.00	2,000.	0.	0.
HELEN M. GLAENZER 77 SUMMER STREET 8TH FLOOR BOSTON, MA	DIRECTOR 1.00	500.	0.	0.
DONALD J. GREENE 77 SUMMER STREET 8TH FLOOR BOSTON, MA	DIRECTOR 1.00	2,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		16,500.	0.	0.

990 PF, Part XV, Lines 2a, b, c, d



The Clipper Ship Foundation
77 Summer Street, Eighth Floor
Boston, MA 02110
617-426-7080
04-2687384

Guidelines and General Information

Areas of Activity of the Foundation

Clipper Ship Foundation, Inc. was founded in 1979 by the late David Weatherhead. It is a non-profit corporation organized under Chapter 180 of the Massachusetts General Laws to benefit the sick and the poor. The Foundation makes grants to federally tax-qualified, non-profit operating organizations serving residents of the Greater Boston community and the cities of Brockton and Lawrence to assist them in fulfilling their goals and broadening the scope of their activities. Priority is given to organizations that are devoted to helping the homeless and under-housed, people in need, children, elders, and people with disabilities as well as those addressing the needs of new immigrants and low-income communities and neighborhoods. Special consideration is also given to emergency disaster situations, worldwide.

In general, grants will not be made for the support of legal services, programs whose central focus is advocacy, religion, hospitals, higher education, consulting, research, scholarships, fellowships, student loans or travel; for the writing or publishing of books or articles; for campaigns for endowment funds; for the production of motion pictures, television, video tapes or film strips; or for the expenses of conferences or conventions.

Geographic Focus

Grants will, in general, be made only to organizations offering human services to individuals living in Greater Boston (cities and towns lying on or within Route 128) or in the cities of Lawrence and Brockton.

Information for Applicants

Applications may be submitted at any time and all requests will be acknowledged. All applicants will be notified by letter of the final grant decision. Proposals from any one applicant will not be considered more frequently than at 12 month intervals. In general, grants will not be made to any one organization for more than three consecutive years. As a general rule, operating or program grants will not be made for periods longer than one year.

Grant Range

The Foundation's normal grant range is \$5,000 to \$25,000. Grant requests in excess of \$25,000 are considered as exceptions and require a face-to-face meeting with one of the Foundation's directors prior to submission.

How to Apply

Please Note: The Foundation's application process has changed. All applicants must submit applications on-line.

The online application follows the Common Proposal Format designed and published by Associated Grant Makers, Inc.,
All online applications must submit:

1. A Cover Sheet and Proposal Narrative as prescribed by the AGM Common Proposal Format. As a general rule, operating or program grants will not be made for any period longer than one year.
2. As Exhibits:
 - a. A copy of the IRS Determination Letter under Section 501(c)(3). As a general rule grants will be considered only to organizations which are incorporated as non-profit corporations and which have been determined by the Internal Revenue Service to be tax exempt under section 501(c)(3) of the Internal Revenue Code.
 - b. Personal resumes of the principal administrator or administrators of the subject project or program.
 - c. An organization-wide budget as well as a project/program budget, if applying for project/program support. Budgets must include the following:
 - time period covered by the budget;
 - revenue, categorized by anticipated sources: e.g., grants, contracts, fees for services, fundraising event, annual solicitations, interest, endowment income and in-kind support;
 - expenses: providing a line item expense budget, with narrative footnotes for those items which need further explanation.
 - d. A list of the other sources of support. Please include committed and pending requests, and indicate source, amount and status.
 - e. Current board membership with relevant background, affiliations and places of residence.
 - f. Audited financial statements for the two most recently completed fiscal years and/or the Applicant's IRS Form 990 returns for the two most recently completed tax years. If the last fiscal year ended six months or more before the meeting month in which the applicant would like to be considered, that fiscal year's audit or Form 990 **MUST** be included or no action will be taken on your application. If you cannot meet this requirement, please wait to apply until the next quarterly round or such later time as you have that audit or Form 990

How to Apply Online

1. **Click the link, but don't forget the "clipper" access code after you register.**
Submit a proposal by going to the online grant application page:
www.grantinterface.com/gma/Common/LogOn.aspx
2. **Register.** Prior to submitting a proposal through the foundation's online grants system, applicants must complete a one-time registration. Previously registered applicants can simply log-in.
You will need to supply your contact information and create a password to log in to the system. The foundation prefers that the principal investigator or primary contact register. Be sure to save your password where you can find it again because you will need it to work on proposal drafts and check the status of your proposal.
3. **Start New Application.** Once you are in the system, click *Apply* on the top left side of your screen.

- 4 **Enter Access Code.** Enter the code **clipper** (all lowercase) as the Access Code box on the middle left side of your screen
- 5 **Click Link to Open Form.** Click the link to the Clipper Ship Foundation to open the Proposal Form. Click on Print Question Legend above your name to get a list of the proposal questions
- 6 **Draft Application.** Complete your on-line application. Save frequently. If you want to leave your application before it is complete, click on *Save as Draft* at the bottom of the screen. You can come back later and continue your application by signing in with your password and continuing to work on the application
- 7 **Click Submit Button When Complete.** Your application must be submitted when you are done in order to remove it from draft status. After clicking submit, a new screen will appear confirming receipt of your application.

Consideration

Proposals are considered by the Grantmaking Committee and the Board four times a year, in January, April, June, and October. For the calendar year 2010, complete proposals must be received by 5 p.m. on Friday February 12, May 7, August 13 and November 5, to be considered at the following Committee meeting. Applications that are received after these dates will be considered ineligible, even if postmarked on or before the deadline. These deadlines may change from year to year, so please check back regularly.

Reports

A grantee must submit a final report within two months of the termination of the subject project or program, or of the period of operations in which the grant is to be expended, or if applying for a new grant, the report should be submitted with the new request for funds. The report should clearly delineate the objectives and goals of the project or program, the specific manner in which the proceeds were expended, and the progress achieved subsequent to the submission of the request for the Clipper Ship grant. Clipper Ship welcomes the use of the AGM Common Report Form.

Guidelines and Annual Reports:

Ms. Katy Fyrberg
Foundation Assistant
Clipper Ship Foundation
77 Summer Street, Eighth Floor
Boston, MA 02110

Phone 617-391-3094
Fax 617-426-7087
E-mail: kfyrberg@gmafoundations.com

CLIPPER SHIP FOUNDATION
INVESTMENTS SUMMARY
October 31, 2010
04-2687384

990 PF, PAGE 2, PART I I

	Book Value	Market Value
CASH INVESTMENTS	59,342	59,342
CORPORATE STOCKS	1,899,172	(1)2,321,582
BONDS	(1) 540,424	(1) 615,332
GMO WORLD BALANCED ALLOCATION FUND	14,894,946	15,827,928
GMO FORESTRY FUND PARTNERSHIP	760,507	760,507
ALLIANZ NFJ INTL VALUE FUND	263,758	327,759
ABSOLUTE STRATEGIES FUND INST'L	767,389	799,446
FRANKLIN INT'L SMALL CAP GROWTH ADV	299,548	333,618
FRONTEGRA NETOLS SMALL CAP VALUE INSTL	184,121	201,129
HUSSMAN STRATEGIC GROWTH FUND	831,952	798,848
ISHARES MSCI ALL COUNTRY ASIA EX-JAPAN	190,609	186,870
ISHARES BARCLAYS 1-3 YEAR CREDIT BOND	307,230	315,720
S&P NORTH AMERICAN TECH SOFTWARE INDEX FD	26,973	43,920
SPDR GOLD TRUST	160,900	238,716
TEMPLETON GLOBAL BOND FUND ADV	779,766	942,211
THOMAS WHITE INTERNATIONAL FUND	264,913	324,795
THORNBURG INTL VALUE FUND I	255,229	331,072
VANGUARD EMERGING MARKETS INDEX FTF	232,090	283,001
VANGUARD GNMA FUND INVESTOR SHS	200,000	200,723
VANGUARD LTD TERM TAX-EXEMPT ADMIRAL SHS	658,379	658,379
VANGUARD TELECOM SERVICE ETF	8,071	12,694
WALTHAUSEN SMALL CAP VALUE FUND	157,006	193,997
WISDOMTREE INT'L REAL ESTATE INDEX ETF	70,839	92,349
TOTAL	<u>23,813,164</u>	<u>25,869,937</u>

FIDUCIARY TRUST

175 FEDERAL STREET
BOSTON MA 02110
617-482-5270

VALUE OF HOLDINGS OCTOBER 31, 2010

		TAX COST	MARKET VALUE
PRINCIPAL HOLDINGS			
BONDS			
356,223	U S TREAS INFLATION INDEXED NOTES 1.8750% 07/15/2013 AAA	333,750.45	381,019.68
200,000	FEDERAL HOME LOAN BANK 5.5000% 08/13/2014 AAA	206,674.00	234,312.00
TOTAL BONDS		540,424.45⁽¹⁾	615,331.68⁽¹⁾
STOCKS			
900	ABBOTT LABORATORIES	48,823.38	46,188.00
600	AMERICAN TOWER SYSTEMS CLASS A	27,023.40	30,966.00
1,100	AMPHENOL CORP CL A	42,079.40	55,143.00
700	ANALOG DEVICES COM	21,556.85	23,569.00
500	APACHE CORP COM	24,015.00	50,510.00
150	APPLE INC	36,444.49	45,147.00
300	BHP BILLITON LTD SPONSORED ADR	20,373.36	24,772.50
700	CHEVRON CORP COM	54,269.95	57,820.00
100	CHIPOTLE MEXICAN GRILL INC	15,317.02	21,021.00
900	CHUBB CORP COM	46,394.64	52,218.00
1,100	CHURCH & DWIGHT INC COM	43,913.62	72,435.00
2,900	CISCO SYSTEMS INC COM	68,049.70	66,294.00
500	COLGATE-PALMOLIVE CO COM	37,256.25	38,560.00
1,100	EXELON CORP COM	50,707.40	44,902.00
800	GENERAL DYNAMICS CORP COM	43,246.72	54,496.00
80	GOOGLE INC CL A	43,784.79	49,096.00
1,000	HEWLETT-PACKARD CO COM	31,238.20	42,040.00

FIDUCIARY TRUST

175 FEDERAL STREET
BOSTON MA 02110
617-482-5270

VALUE OF HOLDINGS OCTOBER 31, 2010

		TAX COST	MARKET VALUE
800	ILLINOIS TOOL WORKS INC COM	36,987.04	36,544.00
700	INTERNATIONAL BUSINESS MACHINES COM	79,693.89	100,520.00
800	S&P NORTH AMERICAN TECH SOFTWARE INDX FD	① 26,972.56	② 43,920.00
3,000	ISHARES MSCI ALL COUNTRY ASIA EX-JAPAN	① 190,608.90	② 186,870.00
3,000	ISHARES BARCLAYS 1-3 YEAR CREDIT BOND	① 307,230.30	② 315,720.00
600	JPMORGAN CHASE & CO COM	20,616.00	22,578.00
1,400	LOWE'S COS INC COM	26,033.00	29,876.00
700	MCDONALD'S CORP COM	38,560.39	54,439.00
300	METTLER-TOLEDO INTERNATIONAL INC	30,865.11	39,168.00
1,400	MICROSOFT CORP COM	38,727.50	37,331.00
1,200	NATIONAL OILWELL VARCO INC COM	31,282.47	64,512.00
700	NIKE INC CL B	44,951.18	57,008.00
800	NOVARTIS AG SPONSORED ADR	43,964.88	46,360.00
500	OCCIDENTAL PETROLEUM CORP COM	39,181.65	39,315.00
1,600	ORACLE CORP COM	46,830.40	47,008.00
800	PEPSICO INC COM	30,976.00	52,240.00
300	PRAXAIR INC COM	24,472.23	27,402.00
600	QEP RESOURCES INC	13,766.68	19,818.00
700	QUALCOMM INC COM	27,314.00	31,612.00
2,100	QUESTAR CORP COM	32,542.96	35,637.00
1,800	SPDR GOLD TRUST	① 160,899.60	② 238,716.00

FIDUCIARY TRUST

175 FEDERAL STREET
BOSTON MA 02110
617-482-5270

VALUE OF HOLDINGS OCTOBER 31, 2010

		TAX COST	MARKET VALUE
500	SIGMA-ALDRICH CORP COM	26,820.00	31,745.00
1,100	STAPLES INC COM	14,070.83	22,572.00
600	STATE STREET CORP COM	25,120.56	25,056.00
600	STERICYCLE INC COM	14,418.42	43,044.00
900	TEVA PHARMACEUTICAL INDS LTD ADR	21,177.00	46,692.00
800	THERMO FISHER SCIENTIFIC INC	25,807.16	41,136.00
400	3M COMPANY COM	33,707.20	33,688.00
8,100	TORTOISE ENERGY INFRASTRUCTURE CORP	252,033.98	290,757.60
600	TOTAL S A ADR	30,921.30	32,688.00
2,800	US BANCORP COM (NEW)	50,924.72	67,760.00
800	ULTA SALON COSMETICS & FRAGRANCE INC	20,916.16	24,552.00
700	UNITED TECHNOLOGIES CORP COM	33,789.46	52,339.00
6,038	VANGUARD EMERGING MARKETS INDEX ETF	① 232,089.72	③ 283,001.06
200	VANGUARD TELECOM SERVICE ETF	① 8,071.20	② 12,694.00
700	VARIAN MEDICAL SYSTEMS INC COM	43,371.30	44,254.00
900	WAL-MART STORES INC COM	45,106.38	48,753.00
3,100	WISDOMTREE INT'L REAL ESTATE INDEX ETF	① 70,839.03	② 92,349.00
TOTAL STOCKS		2,896,155.33	3,494,852.16

Total Stocks
Less Mutual Funds

\$3,494,852.16

(\$1,173,270.06)

\$2,321,582.10' ②

PAGE 3

Clipper Ship Foundation, Inc.		
From 990PF, Page 11, Part XV, Line 3a		
04-2687384		
Organization	Project Title	Paid Amount
Aid to Persons with Disabilities		
Beaverbrook STEP, Inc. 125 Walnut Street Watertown, MA 02472	in support for the Inrving Street Project	\$10,000
First Night Boston 36 Bromfield street #204 Boston, MA 02108	in support for ALS interpretation of performances and activities at First Night 2010	\$2,500
FriendshipWorks 105 Chauncy Street, #801 Boston, MA 02111	in support for Friendly Visiting and Medical Escort Services	\$5,000
Living Independently for Equality Inc. P.O. Box 2356 Brockton, MA 02305	in general operating support	\$5,000
Northern Essex Community College 100 Elliott Street Haverhill, MA 01830	in support of the Shared Reading Saturdays program	\$7,500
Pass It On 23 Tradewind Drive Mashpee, MA 02649	in general operating support	\$4,000
Piers Park Sailing Center 95 Marginal Street East Boston, MA 02150	in support of the Youth Development Program	\$5,000
Triangle, Inc. 420 Pearl Street Malden, MA 02148	in support for the School-to-Career Project	\$5,000
Wellmet Project 130 Bishop Allen Drive Cambridge, MA 02139	in general operating support	\$7,000
Young Entrepreneurs Alliance P.O. Box 190977 Roxbury, MA 02119	in support of Teen Business at Horace Mann School for the Deaf/Hard of Hearing	\$7,500
	Subtotal	\$58,500
Children & Young People		
826 Boston 3035 Washington Street Roxbury, MA 02119	in support of Raising a Community of Writers in Roxbury's Egleston Square	\$5,000
Adelante, Inc 40 Lawrence Street Lawrence, MA 01840	in support of School Success	\$5,000
Adoption & Foster Care Mentoring 727 Atlantic Avenue, 3rd Floor Boston, MA 02111	in support for AFCMentors	\$5,000
All Dorchester Sports League P.O. Box 220643 1565 Dorchester Avenue Dorchester, MA 02122	in support for the Education Resource Center	\$5,000
America SCORES New England 29 Germania Street Jamaica Plain, MA 02130	in support for the Youth Development Program	\$5,000

Artists for Humanity 100 West Second Street Boston, MA 02127	in support for Educational Initiatives for the Arts Micro-enterprise	\$10,000
Beverly Children's Learning Center, Inc. 600 Cummings Center, Ste 171X Beverly, MA	in support for the Out of School Program - Happy, Healthy Fit Kids Project	\$5,000
Bikes Not Bombs 284 Armory Street, Building K Jamaica Plain, MA 02130	in support of the Leadership Development Pathway	\$7,500
Blessed Stephen Bellesini, O.S.A. Academy, Inc. 94 Bradford Street Lawrence, MA 01840	in support of the After-school & Evening Study Program	\$7,500
Boston Ballet 19 Clarendon Street Boston, MA 02116-6100	in support for Taking Steps	\$5,000
Boston Collegiate Charter School 11 Mayhew Street Dorchester, MA 02125	in support of the After School Program	\$10,000
Boston Education Funders c/o Associated Grant Makers 55 Court Street, Suite 520 Boston, MA 02108	2010 membership fee	\$2,000
Boston Symphony Orchestra 301 Massachusetts Avenue Boston, MA 02115	in support for the Chelsea Youth Project	\$5,000
Boston TenPoint Coalition, Inc. 215 Forest Hills Street Boston, MA 02130	in support for the Gang Mediation Initiative	\$10,000
Boys & Girls Club of Lynn 25 North Common Street P.O. Box 325 Lynn, MA 01905	in support for Making Minutes Count	\$5,000
Boys & Girls Clubs of Dorchester 1135 Dorchester Avenue Dorchester, MA 02125	in support for the Teen Program	\$7,500
Boys & Girls Clubs of Middlesex County 181 Washington Street P.O. Box 269 Somerville, MA 02143	in general operating support	\$5,000
Brockton Church and Community After School Program 65 West Elm Street Brockton, MA 02401	in general operating support	\$5,000
Brookview House, Inc. 2 Brookview Street Dorchester, MA 02124	in support of Above and Beyond: Youth Enrichment Program	\$7,500
Cambridge Community Center 5 Callender Street Cambridge, MA 02139-2996	in support for the Out of School Time Program	\$5,000
Cambridge Family & Children's Service 60 Gore Street Cambridge, MA 02141	in capital support for bathroom renovations	\$5,000
Cambridge School Volunteers CRLS, 459 Broadway Cambridge, MA 02138	in general operating support	\$10,000

Catholic Charities South 686 North Main Street Brockton, MA 023012492	in support of the SOAR-P.A.L.S. Program	\$5,000
Chameleon Arts Ensemble of Boston, Inc. 6 Rocky Nook Terrace Boston, MA 02130	in support for the 2011 Music Education Project	\$5,000
Charity Guild, Inc. 501 Main Street Brockton, MA 02301	in general operating support	\$7,500
Chelsea Education Foundation 500 Broadway Chelsea, MA 02150	in support for the Chelsea REACH Program	\$20,000
Child Care Resource Center, Inc. 130 Bishop Allen Drive Cambridge, MA 02139	in general operating support	\$10,000
City on a Hill Foundation 58 Circuit Street Roxbury, MA 02119	in support of the CoaHCORPS Tutorial Program	\$5,000
City School 614 Columbia Road Dorchester, MA 02125	in support of Pathways to Change	\$5,000
City Stage Company 539 Tremont Street Boston, MA 02116	in support for After School with City Stage/Teen Stages/Stage Door	\$5,000
CitySprouts 25 River Street Cambridge, MA 02139	in support of the Youth Summer Intern Program	\$8,000
Codman Academy Charter School 637 Washington Street Dorchester, MA 02124	in support for Special Education Inclusion Associates	\$5,000
College Bound Dorchester 18 Samoset Street Dorchester, MA 02124	in support for the Out of School Time Program	\$10,000
Community Day Care Center of Lawrence, Inc. 190 Hampshire Street Lawrence, MA 01840	in support of Strings Open Opportunities	\$6,000
Community Providers of Adolescent Services, Inc. 290-294 Bowdoin Street Dorchester, MA 02122	in support of the COMPASS Cafe	\$5,000
Crispus Attucks Children's Center 105 Crawford Street Dorchester, MA 02121-1101	in support for the Natural Playground Learning Center	\$5,000
Dorchester Community Center for the Visual Arts 1775a Dorchester Avenue Dorchester, MA 02124	in support of Shakespeare and Picasso are Alive and Well in Dorchester & the Teen Studio	\$7,500
Earthen Vessels 170 Appleton Street Cambridge, MA 02138	in support of the Educational Empowerment: Tutoring, Mentoring & Family Advocacy Program	\$10,000
Eliot School of Fine and Applied Arts P. O. Box 300351 24 Eliot Street Jamaica Plain, MA 02130	in support of the School Partnership Program	\$5,000
Esperanza Academy, Inc. 198 Garden Street Lawrence, MA 01840	in support of Esperanza Afterschool Success	\$10,000

Essex Art Center 56 Island Street Lawrence, MA 01840	in general operating support	\$7,500
Essex County Community Foundation 175 Andover Street, Ste 101 Danvers, MA 01923	in support of F1rstJobs	\$10,000
Everybody Wins Metro Boston c/o Hollister 9th Floor 75 State Street Cambridge, MA 02109	in support of Power Lunch in the city of Boston	\$5,000
Family and Community Solutions 77B Warren Street Brighton, MA 02135	in general operating support	\$10,000
Food Project Inc. 120 Munroe Street Lynn, MA 01901	in support for local youth programs	\$7,500
Friends of the Children - Boston Inc. 555 Amory Street Jamaica Plain, MA 02130	in support of the Friends-Boston Mentoring Program	\$7,500
Gavin Foundation Inc. 675 E. Fourth Street South Boston, MA 02127	in support for Cushing House/Medicine Wheel Art Therapy Program	\$5,000
Generations Incorporated 25 Kingston Street, 4th Floor Boston, MA 02111	in support of the Experience Corps Program	\$5,000
Girls Incorporated of Lynn 50 High Street Lynn, MA 01902	in support of the Eureka Math, Science & Personal Development Teen Program	\$5,000
Greater Lawrence Educational Collaborative 480 Broadway Methuen, MA 01844	in support of the GLEC Multicultural Enrichment Partnership	\$10,000
Handel and Haydn Society Horticultural Hall 300 Massachusetts Avenue Boston, MA 02115	in support of the Karen S. and George D. Levy Educational Outreach Program	\$7,500
Horizons for Homeless Children 1705 Columbus Avenue Roxbury, MA 02119	in support for the Community Children's Centers and Playspace Programs	\$7,500
Hull Lifesaving Museum 1117 Nantasket Avenue P.O. Box 221 Hull, MA 02045	in support of Home Waters	\$10,000
Independence Route Day Care Center / Kids Stop After School, Inc. 238 Highland Avenue Malden, MA 02148	in support for the Capital Project	\$10,000
JFYNetworks 125 Tremont Street Boston, MA 02108	in general operating support	\$7,500
Jose Mateo Ballet Theatre 400 Harvard Street Cambridge, MA 02138	in support for Dance for the Commonwealth	\$5,000
Justice Resource Institute 545 Boylston Street, Ste 700 Boston, MA 02116	in support of A Path to Healing: Supporting Exploited Girls through Mentoring	\$10,000

Kids' Karate 33 Coolidge Road Newton, MA 02459	in support of the Roxbury Branch	\$4,000
La Vida, Inc. 40 Green Street Lynn, MA 01902	in support for La Vida Scholars	\$10,000
LEAP Self-Defense, Inc. 971 Commonwealth Avenue, Suite 22 Boston, MA 02215	in support for Large Partnerships	\$10,000
Life Resources, Inc. 100 River Street Braintree, MA 02184	in support of the kitchen renovation project	\$10,000
Massachusetts Adoption Resource Exchange 45 Franklin Street, 5th Floor Boston, MA 02110-1301	in general operating support and their child support services	\$5,000
Massachusetts Coalition for Occupational Safety and Health 1532B Dorchester Avenue Fields Corner Dorchester, MA 02122	in support for Teens Lead @ Work	\$5,000
MissionSAFE: A New Beginning, Inc. P.O. Box 201060 Roxbury, MA 02120	in support for the 2010 Youth Leadership Service Corps	\$5,000
North Cambridge Catholic High School 40 Norris Street Cambridge, MA 02140	in support of renovations to the school's new facility in Dorchester	\$7,500
North Shore Community Action Programs, Inc. 98 Main Street Peabody, MA 01960	in support of the Salem CyberSpace Youth Programs	\$5,000
Notre Dame Education Center - Lawrence 354 Merrimack Street, Suite 210 Lawrence, MA 01843	in support of the ESOL program	\$10,000
Oiste 59 Temple Place, Ste 337 Boston, MA 02111	in support of the Despierta program	\$10,000
Parent-Child Home Program, Inc. 1415 Kellum Place, Suite 101 Garden City, NY 11530	in support for School Readiness and School Success for Lawrence Families in Need	\$5,000
RAW Art Works, Inc. 37 Central Square Lynn, MA 01901	in support of RAW Artists Groups for Elementary and Middle School	\$7,500
Rediscovery Inc. 296 Newton Street, Suite 150 Waltham, MA 02453	in support for YouthHarbors	\$5,000
School on Wheels of Massachusetts, Inc. 831 Pleasant Street Brockton, MA 02301	in support of academic support services for homeless children	\$10,000
South End/Lower Roxbury Youth Workers' Alliance 31 Lenox Street Boston, MA 02118	in support for Expanding Our Reach	\$7,500
Sportsmen's Tennis Club, Inc. 950 Blue Hill Avenue Dorchester, MA 02124	in general operating support	\$10,000

St. Stephen's Youth Programs 419 Shawmut Avenue Boston, MA 02118	in support for the B-READY After-School Program	\$7,500
Strongest Link AIDS Services, Inc. 5 Federal Street, Suite 250 Danvers, MA 01923	in support of the HIV Prevention Education Program	\$5,000
The Samaritans 141 Tremont Street Boston, MA 02111	in support for Youth Suicide Prevention Services	\$7,500
Thompson Island Outward Bound Education Center P.O. Box 127 Boston, MA 02127-0002	in support for Connections	\$7,500
Unitarian Universalist Urban Ministry John Eliot Square 10 Putnam Street Roxbury, MA 02119	in support of Roxbury Youth Programs	\$7,500
Youth and Family Enrichment Services 1234 Hyde Park Avenue, Ste. 202 Hyde Park, MA 02136	in support for the Youth Builders After-School Program	\$7,500
	Subtotal	\$570,000
Children - Summer Camps		
Associated Grant Makers, Inc. 55 Court Street, Suite 520 Boston, MA 02108	in support for the Summer Fund	\$42,000
Essex County Community Foundation 175 Andover Street, Ste 101 Danvers, MA 01923	in support of the Greater Lawrence Summer Fund	\$12,000
	Subtotal	\$54,000
Community Affairs		
Asian Center of Merrimack Valley, Inc. 1 Ballard Way Lawrence, MA 01843	in general operating support	\$7,500
Associated Grant Makers, Inc. 55 Court Street, Suite 520 Boston, MA 02108	in 2010 membership support	\$10,200
Bonnie CLAC 24 Opera House Square, Ste 401, Box 10 Claremont, NH 03743	in support for Boston Expansion	\$10,000
Boston Medical Center 801 Massachusetts Avenue, 1st Floor Boston, MA 02118	in support of Birth Sisters	\$5,000
Boston Minstrel Company Charitable Trust 102 Litchfield Street Brighton, MA 02135	in support for a van purchase	\$7,500
Brazilian Immigrant Center 14 Harvard Avenue 2nd Floor Allston, MA 02134	Brazilian Immigrant Center	\$5,000
Brockton Interfaith Community c/o Central United Methodist Church 65 West Elm Street Brockton, MA 02301	in general operating support	\$5,000
Brockton Neighborhood Health Center 63 Main Street Brockton, MA 02301	in support of the Certified Medical Interpreter Program	\$10,000

Career Collaborative 77 Summer Street, 11th Floor Boston, MA 02110	in support of Building Careers, Changing Lives: a program to help low-income adults achieve self-sufficiency	\$5,000
Casa Myrna Vazquez, Inc. P.O. Box 180019 Boston, MA 02118	in support for SafeLink	\$8,000
Centro Presente 17 Inner Belt Road Somerville, MA 02143	in support of the Education for Empowerment (EFE) program	\$7,500
Chelsea Collaborative 300 Broadway Chelsea, MA 02150	in support of a new location for the Collaborative	\$25,000
Community Legal Services and Counseling Center, Inc. One West Street Cambridge, MA 02139	in support of Affordable Counseling Services for Low Income People	\$10,000
East End House, Inc. 105 Spring Street Cambridge, MA 02141	in general operating support	\$7,500
Ecumenical Social Action Committee 3313 Washington Street, Suite 5 Jamaica Plain, MA 02130	in support of the GED Plus Expansion Project	\$7,500
Educational Development Group, Inc. 434 Massachusetts Avenue Suite G1 Boston, MA 02118	in support for Accelerated English Plus	\$5,000
Emerge 2464 Massachusetts Avenue, Suite 101 Cambridge, MA 02140	in support for the Counseling Scholarship Program	\$6,000
Ethos, Inc. 555 Armory Street Jamaica Plain, MA 02130-2672	in support for Emotional Support and Memior Writing for Haitian Elders	\$5,000
Families First Parenting Programs 99 Bishop Richard Allen Drive Cambridge, MA 02139	in support for parenting education and professional support programs for low-income families	\$10,000
Family Self-Sufficiency Center, Inc. 280 Washington Street Salem, MA 01970	in support of the Work Readiness/Literacy Project	\$7,500
Friends of Children's Trust Fund, Inc. 55 Court Street, 4th Floor Boston, MA 02108	in support for the Parenting Education and Support Program	\$5,000
HarborCOV P.O. Box 505754 Chelsea, MA 02150	in support of Emergency and Transitional Housing	\$10,000
Healing Abuse Working for Change 27 Congress Street, Suite 201 Salem, MA 01970	in support of Domestic Violence Service in Lynn	\$10,000
Interseminarian - Project Place, Inc. 1145 Washington Street Boston, MA 02118	in support of Workforce Development	\$10,000
John F. Kennedy Family Service Center 10 City Square Boston, MA 02129	in support of the Comprehensive Integrated Case Management Program	\$5,000
Julie's Family Learning Program 133 Dorchester Street South Boston, MA 02127	in general operating support	\$10,000

Latino Health Institute d/b/a Latin American Health Institute 95 Berkeley Street, Suite 600 Boston, MA 02116	in support of MENTA (Minorities Engaged Toward Achievement)	\$10,000
Literacy Connection - A Division of CSJ Ministries Connection, Inc. Sisters of Saint Joseph of Boston 637 Cambridge Street Brighton, MA 02135-2800	in support for the Literacy Connection Program	\$6,000
Lutheran Social Services of New England, Inc. 888 Worcester Street Wellesley, MA 02482	in support for The Ruth House - Capital Renovation Project	\$10,000
Lynn Community Health, Inc. 269 Union Street Lynn, MA 01901	in support for a capital campaign to expand Primary Care in Lynn	\$20,000
On The Rise 341 Broadway Cambridge, MA 02139	in support of the Safe Haven Program	\$7,500
Refugee Immigration Ministry 142 Pleasant Street, Ste 203 Malden, MA 02148	in general operating support	\$5,000
Saint Francis House 39 Boylston Street Boston, MA 02112	in support for the Under One Roof Capital Campaign	\$10,000
Sociedad Latina 1530 Tremont Street Roxbury, MA 02120	in support for the Mission Enrichment After-School Program (MEP)	\$5,000
South Boston en Accion 70 Devine Way South Boston, MA 02127	in general operating support	\$5,000
STEP - Sobriety Treatment, Education and Prevention 131 Beverly Street Boston, MA 02114-2118	in support of Recovery Engagement and Support Services	\$7,500
Sudanese Education Fund 61 Massachusetts Avenue Arlington, MA 02474	in support of the Volunteer Program	\$5,000
The Edinburg Center, Inc. 1040 Waltham Street Lexington, MA 02421	in support of the Jail Diversion Program	\$7,500
Web of Benefit, Inc. P.O. Box 81925 Wellesley, MA 02481	in support for the Transition to Self-Sufficiency Program	\$5,000
Woburn Council of Social Concern 2 Merrimac Street Woburn, MA 01801	in general operating support	\$10,000
Women of Means, Inc 148 Linden Street, Suite 208 Wellesley, MA 02482	in support for the Aging in Shelters collaborative	\$25,000
	Subtotal	\$352,700
Food & Shelter		
Associated Early Care & Education 95 Berkeley Street, Suite 306 Boston, MA 02116	in support for the Nutrition Project	\$10,000

Beverly Affordable Housing Coalition, Inc. 248 Cabot Street Beverly, MA 01915	in general operating support	\$7,500
Boston Affordable Housing Coalition d/b/a Massachusetts Alliance of HUD Tenants 42 Seaverns Avenue Jamaica Plain, MA 02130	in support of the Healthy Homes Campaign	\$10,000
Boston Living Center 29 Stanhope Street Boston, MA 02116	in support for the Nutrition and Meals Enhancement (N.A.M.E.) Program	\$10,000
Boston Rescue Mission 39 Kingston Street P.O. Box 120069 Boston, MA 02112	in support of the Women's Parole Re-Entry Program	\$5,000
Bread & Roses, Inc. 58 Newbury Street Lawrence, MA 01840	in general operating support	\$5,000
Bridge Fund of Massachusetts Inc. 233 Needham Street Newton, MA 02464	in support for homelessness prevention loans and grants	\$10,000
Caritas Communities, Inc. 25 Braintree Hill Office Park, Ste 206 Braintree, MA 02184	in general operating support	\$12,500
Casa Nueva Vida 53 Glen Road Jamaica Plain, MA 02130	in support of educational and operating support	\$10,000
Caspar, Inc. 315 Highland Avenue Somerville, MA 02144	in support for ACCESS (A Client-Centered Experience Staying Sober)	\$10,000
Citizens for Adequate Housing, Inc. 40 Washington Street Peabody, MA 01960-5536	in general operating support	\$10,000
Citizens for Affordable Housing in Newton Development Organization d/b/a CAN-DO 1075 Washington Street West Newton, MA 02465	in general operating support	\$10,000
Community Day Center of Waltham, Inc P. O. Box 541066 Waltham, MA 02454	in support for a Micah Intern	\$5,000
Crittenton Women's Union, Inc. One Washington Mall, 2nd Floor Boston, MA 02108	in support for Transitional Housing Programs and the Horizons Housing Program	\$10,000
EMH Recovery Inc. c/o Edwina Martin House 678 North Main Street Brockton, MA 02401	in general operating support	\$10,000
Father Bill's & MainSpring 422 Washington Street Quincy, MA 02169	in support for Triage to Housing First for Individuals, Quincy and Brockton	\$10,000
German Old Folks Home, Inc. 374 Frances Howard Street Lawrence, MA 01841	in support for the Security System Project	\$12,000
Hearth 1640 Washington Street Boston, MA 02118	in general operating support	\$5,000

hopeFound 170 Morton Street Jamaica Plain, MA 02130-3782	in general operating support	\$15,000
Housing Families, Inc. 354 Cross Street Malden, MA 02148	in support of the Children & Family Program	\$5,000
Interfaith Social Services 105 Adams Street Quincy, MA 02169	in support of Pantry Shelf	\$5,000
Lazarus House, Inc. 48 Holly Street P.O. Box 408 Lawrence, MA 01842	in general operating support	\$15,000
Margaret Fuller Neighborhood House 71 Cherry Street Cambridge, MA 02139	in support for the MFH Emergency Food Pantry	\$5,000
Metropolitan Boston Housing Partnership, Inc. 125 Lincoln Street, 5th Floor Boston, MA 02111	in support of Housing Supports	\$10,000
Mission of Deeds 6 Chapin Avenue Reading, MA 01867	in support for the 2010 Beds for Kids Campaign	\$12,000
Mount Pleasant Home 301 South Huntington Avenue Jamaica Plain, MA 02130	in support for outfitting a new kitchen as part of a larger redevelopment plan	\$5,000
Reuse Center at Boston Building Resources 100 Terrace Street Boston, MA 02120	in support for the Building Materials Resource Center	\$10,000
Solutions at Work 1151 Massachusetts Ave. Cambridge, MA 02138	in general operating support	\$7,500
Span, Inc. 105 Chauncy Street, 6th Floor Boston, MA 02111	in support for the Span Grant Center Meals Program	\$10,000
The Second Step, Inc. P.O. Box 600213 Newtonville, MA 02460-0002	in support for capital improvements and repair/renovation of transitional housing for survivors of domestic violence	\$5,000
Travelers Aid Family Services, Inc. 727 Atlantic Avenue Boston, MA 02111	in support of the Continuum of Care	\$10,000
Victory Programs, Inc. 965 Massachusetts Avenue Boston, MA 02118	in support for the Portis Family House	\$5,000
Waltham Fields Community Farm 240 Beaver Street Waltham, MA 02452	in support of the Hunger Relief/Food Access Program	\$7,500
Women's Lunch Place 67 Newbury Street Boston, MA 02116	in support for the Meals Program	\$5,000
Subtotal		\$294,000
Public Safety, Disaster Preparedness, & Relief		
CARE USA 99 Bishop Allen Drive, Suite 300 Cambridge, MA 02139	in support of Haitian earthquake relief efforts	\$10,000

CARE USA 99 Bishop Allen Drive, Suite 300 Cambridge, MA 02139	Pakistan Flood Emergency Fund	\$25,000
Oxfam America 226 Causeway, 5th Fl Boston, MA 02114	in support of Haitian earthquake relief efforts	\$10,000
	Subtotal	\$45,000
Special Grants		
EdVestors 140 Clarendon Street Suite 305 Boston, MA 02116	in support of the Urban Education Investment Showcase, as follows: DFSI: Early Literacy Intervention (\$10,000), Boston Debate League (\$10,000), EdVestors operating costs (\$2,000)	\$22,000
United Way of Greater Plymouth County, Inc. 928 West Chestnut St. 2nd floor Brockton, MA 02301-5538	in support of Brockton's Promise's Drop Out Prevention Initiative	\$75,000
	Subtotal	\$97,000
	Grand Total	\$1,471,200
	Approved and disclosed in prior year	17,500
	Total paid during the year	1,488,700