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

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

OMB No 1545-0052

2010

For calendar year 2010, 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

Name of foundation

The George F & Sybil H Fuller Foundation

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

370 Main Street

Room/suite

660

City or town, state, and ZIP code

Worcester

MA

01608

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) ▶ \$ 52,229,810

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

A Employer identification number

04-6125606

B Telephone number (see page 10 of the instructions)

(508) 755-1684

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 ▶ ☐**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	8,291	8,291		
4 Dividends and interest from securities	609,185	609,185		
5 a Gross rents		0		
b Net rental income or (loss)	0			
6 a Net gain or (loss) from sale of assets not on line 10	181,966			
b Gross sales price for all assets on line 6a	7,167,038			
7 Capital gain net income (from Part IV, line 2)		181,966		
8 Net short-term capital gain			0	
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule)	16,408	2,990	0	
12 Total. Add lines 1 through 11	815,850	802,432	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	153,000	76,500		76,500
14 Other employee salaries and wages				
15 Pension plans, employee benefits	24,586	12,293		12,293
16 a Legal fees (attach schedule)	0	0	0	0
b Accounting fees (attach schedule)	14,400	7,200	0	7,200
c Other professional fees (attach schedule)	8,207	8,207	0	0
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	14,477	7,239	0	7,238
19 Depreciation (attach schedule) and depletion	6,248	0	0	
20 Occupancy	35,675			35,675
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	5,583	0	0	5,583
24 Total operating and administrative expenses. Add lines 13 through 23	262,176	111,439	0	144,489
25 Contributions, gifts, grants paid	3,581,797			3,581,797
26 Total expenses and disbursements. Add lines 24 and 25	3,843,973	111,439	0	3,726,286
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-3,028,123			
b Net investment income (if negative, enter -0-)		690,993		
c Adjusted net income (if negative, enter -0-)			0	

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

Form **990-PF** (2010)

(HTA)

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	133,044	124,145	124,145
	2 Savings and temporary cash investments	172,882	293,087	293,087
	3 Accounts receivable <input type="checkbox"/> 0			
	Less allowance for doubtful accounts <input type="checkbox"/> 0	0	0	0
	4 Pledges receivable <input type="checkbox"/> 0			
	Less allowance for doubtful accounts <input type="checkbox"/> 0	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule) <input type="checkbox"/> 0			
	Less allowance for doubtful accounts <input type="checkbox"/> 0	0	0	0
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)	0	0	0
	b Investments—corporate stock (attach schedule)	31,609,783	2,952,520	2,952,520
	c Investments—corporate bonds (attach schedule)	0	0	0
Liabilities	11 Investments—land, buildings, and equipment basis <input type="checkbox"/> 0			
	Less accumulated depreciation (attach schedule) <input type="checkbox"/> 0	0	0	0
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	19,574,828	48,860,058	48,860,058
	14 Land, buildings, and equipment basis <input type="checkbox"/> 87,331			
	Less accumulated depreciation (attach schedule) <input type="checkbox"/> 78,417	15,162	8,914	0
	15 Other assets (describe <input type="checkbox"/>)	0	0	0
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	51,505,699	52,238,724	52,229,810
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule)	0	0	
	22 Other liabilities (describe <input type="checkbox"/> Payroll Liabilities)	1,847	0	
	23 Total liabilities (add lines 17 through 22)	1,847	0	
	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	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	51,503,852	52,238,724	
	30 Total net assets or fund balances (see page 17 of the instructions)	51,503,852	52,238,724	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	51,505,699	52,238,724	

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	51,503,852
2 Enter amount from Part I, line 27a	2	-3,028,123
3 Other increases not included in line 2 (itemize) <input type="checkbox"/> Unrealized gains on securities	3	3,762,995
4 Add lines 1, 2, and 3	4	52,238,724
5 Decreases not included in line 2 (itemize) <input type="checkbox"/>	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	52,238,724

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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 Morgan Stanley 624-025356	P	Various	Various
b Morgan Stanley 624-025358	P	Various	Various
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 6,496,796	0	6,326,738	170,058
b 670,242	0	658,334	11,908
c 0	0	0	0
d 0	0	0	0
e 0	0	0	0

(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 0	0	0	170,058
b 0	0	0	11,908
c 0	0	0	0
d 0	0	0	0
e 0	0	0	0

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	181,966
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8 }	3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	3,581,107	49,446,588	0.072424
2008	3,193,649	57,096,220	0.055935
2007	3,958,624	68,155,095	0.058083
2006	3,840,517	62,558,884	0.061390
2005	3,577,888	63,341,743	0.056485

2 Total of line 1, column (d)	2	0.304317
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.060863
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	50,822,368
5 Multiply line 4 by line 3	5	3,093,202
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,910
7 Add lines 5 and 6	7	3,100,112
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.	8	3,726,286

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

1 a 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)		1	6,910
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			
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	6,910
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	6,910
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	6,301	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	0	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	6,301	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	609	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 page 19 of the 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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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		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		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> 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	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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ Mark W. Fuller, Treasurer	Telephone no ▶	508-755-1684	
	Located at ▶ 370 Main Street, Suite 660 Worcester MA	ZIP+4 ▶	01608	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	N/A
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 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 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 2010.)	3b	N/A
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 2010?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?**5b** N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?**6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Attached Statement				
	.00	0	0	0
	.00	0	0	0
	.00	0	0	0
	.00	0	0	0
	.00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None				
	.00	0	0	0
	.00	0	0	0
	.00	0	0	0
	.00	0	0	0
	.00	0	0	0
	.00	0	0	0

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		0
		0
		0
		0
		0
		0
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 Contributions, gifts and grants	
	3,581,797
2 Related administrative expenses	
	144,489
3	
4	

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

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

	Amount
1 N/A	
2	
All other program-related investments. See page 24 of the instructions.	
3	0
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	32,670,864
b	Average of monthly cash balances	1b	1,049,837
c	Fair market value of all other assets (see page 25 of the instructions)	1c	17,875,612
d	Total (add lines 1a, b, and c)	1d	51,596,313
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	51,596,313
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see page 25 of the instructions)	4	773,945
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	50,822,368
6	Minimum investment return. Enter 5% of line 5	6	2,541,118

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	2,541,118
2a	Tax on investment income for 2010 from Part VI, line 5	2a	6,910
b	Income tax for 2010 (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	6,910
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,534,208
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,534,208
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,534,208

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	3,726,286
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	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,726,286
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	6,910
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,719,376

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				2,534,208
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005	495,025			
b From 2006	735,630			
c From 2007	612,661			
d From 2008	354,474			
e From 2009	1,119,632			
f Total of lines 3a through e	3,317,422			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 3,726,286				
a Applied to 2009, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2010 distributable amount				2,534,208
e Remaining amount distributed out of corpus	1,192,078			
5 Excess distributions carryover applied to 2010 (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	4,509,500			
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				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	495,025			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	4,014,475			
10 Analysis of line 9				
a Excess from 2006	735,630			
b Excess from 2007	612,661			
c Excess from 2008	354,474			
d Excess from 2009	1,119,632			
e Excess from 2010	1,192,078			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)**N/A**

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

- 2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2010	(b) 2009	(c) 2008	(d) 2007	
0	0	0	0	0
b 85% of line 2a	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0	0	0	0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0	0	0	0
c "Support" alternative test—enter				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

None

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

None

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

Mark W. Fuller 370 Main Street, Suite 660 Worcester MA 01608 508-755-1684

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

A formal proposal detailing the amount requested and the use to which those funds will be put, accompanied by financial statements.

- c** Any submission deadlines

None

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

None

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Attached Statement			Various	3,581,797
Total			▶ 3a	3,581,797
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Amount					
Short Term CG Distributions															
		Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Net Gain or Loss	
Index															
1	X		Morgan Stanley 624-025356				Various	P	Various	6 496 796	6 326 738			170,058	
2	X		Morgan Stanley 624-025358				Various	P	Various	670,242	656,334			11,908	
3														0	
4														0	
5														0	
6														0	
7														0	
8														0	
9														0	
10														0	
Totals										Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Securities										7,167,038		6,985,072		181,966	
Other sales										0		0		0	

Line 11 (990-PF) - Other Income

				16,408	2,990	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income		
1	Litigation payments received	2,990	2,990			
2	Return of contribution given to an org	13,418	0			
3			0			
4			0			
5			0			
6			0			
7			0			
8			0			
9			0			
10			0			

Line 16b (990-PF) - Accounting Fees

		14,400	7,200	0	7,200
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Love, Jarominski & Raymond, LLP	14,400	7,200		7,200
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 16c (990-PF) - Other Fees

		8,207	8,207	8,207	0
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Morgan Stanley	8,207	8,207		
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		14,477	7,239	0	7,238
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Real estate tax not included in line 20				
2	Tax on investment income				
3	Income tax				
4	Payroll taxes	14,477	7,239		7,238
5	Foreign taxes				
6					
7					
8					
9					
10					

Amount of depreciation included in cost of goods sold _____

Line 19 (990-PF) - Depreciation and Depletion

	Description	Date Acquired	Method of Computation	Asset Life	Cost or Other Basis	Beginning Accumulated Depreciation	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	Furniture & Fixtures	Various	SL	Various	67,802	59,707			
2	Leasehold Improvements	Various	SL	Various	12,824	12,461	6,248		
3						0			
4						0			
5						0			
6						0			
7						0			
8						0			
9						0			
10						0			

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization See attached statement	0	0	0	0
2	Fund Raising				
3	Dues and Subscriptions	870			870
4	Postage and Delivery	136			136
5	Office Supplies	1,236			1,236
6	Utilities				
7	Office Expenses				
8	Filing Fees				
9	Insurance	3,278			3,278
10	Other Expenses	63			63

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

		Num Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	Corporate Stock - Morgan Stanley		31,609,783	2,952,520	31,609,783	2,952,520
2						
3						
4						
5						
6						
7						
8						
9						
10						

Part II, Line 13 (990-PF) - Investments - Other

	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
			19,574,828	48,860,058	48,860,058
1	Annuities - Morgan Stanley		936,631	0	0
2	Private Investments - Carey Financial		6,292,063	5,821,830	5,821,830
3	Private Investments - UBS		922,663	237,997	237,997
4	Private Investments - Concentric Devices, Inc		500,000	620,000	620,000
5	Special Investment Funds - Morgan Stanley		9,123,471	7,780,281	7,780,281
6	Private Investments - Biomedical Research N		500,000	500,160	500,160
7	Private Investments - ECI Biotech		300,000	300,000	300,000
8	Private Investments - Blue Sky Biotech		400,000	400,000	400,000
9	Private Investments - Grove Instruments, Inc		600,000	700,000	700,000
10	Mutual Funds - Morgan Stanley		0	32,499,790	32,499,790

Part II, Line 14 (990-PF) - Land, Buildings, and Equipment

		87,331	72,169	78,417	15,162	8,914	0
	Item or Category	Cost or Other Basis	Accumulated Depreciation Beg. of Year	Accumulated Depreciation End of Year	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	Furniture and Equipment	74,507	59,708	65,956	14,799	8,551	
2	Leasehold Improvements	12,824	12,461	12,461	363	363	
3							
4					0	0	
5					0	0	
6					0	0	
7					0	0	
8					0	0	
9					0	0	
10					0	0	
11					0	0	
12					0	0	
13					0	0	
14					0	0	
15					0	0	
16					0	0	
17					0	0	

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours
1	Mark W. Fuller		57 Central Street	Boylston	MA	01505		Chair/Treas	30
2	Joyce I. Fuller		93 Bnarwood Circle	Worcester	MA	01606		Asst Treas	30
3	Janice L. Fuller		57 Central Street	Boylston	MA	01505		Trustee	16
4	David P. Hallock		19 Gary Circle	Westboro	MA	01581		Trustee	16
5	Lincoln E. Fuller		P.O. Box 2639	New London	NH	03257		Trustee	16
6	Diane H. Robbins		111 Clark Street	Newton	MA	02459		Secretary	16
7	Kelsa L. Zereski		88 Spring Street	Shrewsbury	MA	01545		Trustee	16
8									
9									
10									

Part

	153,000	0	0
	Compensation	Benefits	Expense Account
	Explanation		
1	27,000		
2	27,000		
3	22,000		
4	22,000		
5	22,000		
6	22,000		
7	11,000		
8			
9			
10			

The George F. & Sybil H. Fuller Foundation
 EIN 04-6125606
 2010 Form 990-PF

Form 990-PF, Page 11, Part XV, 3a - Grants & Contributions Paid During the Year

STATEMENT OF CONTRIBUTIONS
 2010

NO.	GRANTEE	DATE PAID	AMOUNT	CATEGORY
1	Hillside Restoration Project	1/20/10	3,000.00	Capital
1	Int'l Response Red Cross	1/20/10	25,000.00	Operating
1	Hillside Restoration Project	2/9/10	9,375.00	Capital
1	Hillside Restoration Project	2/19/10	9,740.00	Capital
1	United Way of Central Mass	2/26/10	55,000.00	Operating
1	United Way of Central Mass	2/26/10	55,000.00	Capital
1	Centro Las Americas	2/26/10	3,000.00	Operating
1	Worcester Academy	2/26/10	10,000.00	Scholarships
1	Tower Hill Botanic Garden	2/26/10	15,000.00	Scholarships
1	Pakachoag Music School	2/16/10	3,000.00	Operating
1	Music Worcester	2/26/10	10,000.00	Operating
1	American Red Cross	2/26/10	15,000.00	Operating
1	YouthNet, Inc	2/26/10	3,000.00	Operating
1	Saint Matthew's Parish	2/26/10	11,500.00	Capital
1	Ecotarium	2/26/10	9,000.00	Scholarships
1	Worcester Regional Chamber of Commerce	2/26/10	25,000.00	Operating
1	Hillside Restoration Project	3/12/10	3,097.50	Capital
1	Lakes Region AAU	3/19/10	3,000.00	Operating
1	Community Harvest Project	4/28/10	6,600.00	Capital
1	Dynami	4/28/10	15,000.00	Scholarships
1	Arts Worcester	4/28/10	5,000.00	Operating
1	Jimmy Fund Mark Ungerer Golf Tournament	4/28/10	16,000.00	Operating
1	Berea College	4/28/10	2,500.00	Scholarships
1	Dismas House	4/28/10	13,500.00	Capital
1	Worcester Regional Research Bureau	4/28/10	10,000.00	Operating
1	Springfield College	4/28/10	10,000.00	Scholarships
1	Worcester State College	4/28/10	10,000.00	Scholarships
1	Southeast Asian Coalition	4/28/10	3,000.00	Operating
1	Joy of Music Program	4/28/10	6,000.00	Scholarships
1	Gordon College	4/28/10	10,000.00	Scholarships
1	Mass Symphony Orchestra	4/28/10	7,500.00	Operating
1	The Barton Center for Diabetes Education	4/28/10	9,500.00	Scholarships
1	American Diabetes Association	4/28/10	5,000.00	Operating
1	Anna Maria College	6/18/10	10,000.00	Scholarships
1	Assumption College	6/18/10	10,000.00	Scholarships
1	Bay Path College	6/18/10	10,000.00	Scholarships
1	Becker College	6/18/10	10,000.00	Scholarships
1	Cape Ann YMCA	6/18/10	2,500.00	Scholarships
1	Clarke School for the Deaf	6/18/10	10,000.00	Scholarships
1	Clark University	6/18/10	10,000.00	Scholarships
1	Colby-Sawyer College	6/18/10	10,000.00	Scholarships
1	College of the Holy Cross	6/18/10	10,000.00	Scholarships
1	Dartmouth College	6/18/10	5,000.00	Scholarships
1	Easter Seals	6/18/10	10,000.00	Scholarships
1	Hillside School	6/18/10	10,000.00	Scholarships
1	Mass College of Pharmacy	6/18/10	10,000.00	Scholarships

STATEMENT OF CONTRIBUTIONS
2010

1	The Nativity School of Worcester	6/18/10	10,000.00	Scholarships
1	Nichols College	6/18/10	10,000.00	Scholarships
1	Northfield Mr. Hermon School	6/18/10	10,000.00	Scholarships
1	Old Sturbridge Village	6/18/10	5,000.00	Scholarships
1	Piedmont College	6/18/10	1,000.00	Operating
1	Quinsigamond Community College Fdn	6/18/10	10,000.00	Scholarships
1	Rachel's Table	6/18/10	10,000.00	Operating
1	Saint Joseph's College	6/18/10	5,000.00	Scholarships
1	7 Hills Foundation	6/18/10	25,000.00	Operating
1	Simmons College	6/18/10	5,000.00	Scholarships
1	Tufts University Cummings School Veterinary	6/18/10	10,000.00	Scholarships
1	Umass Memorial Foundation	6/18/10	10,000.00	Scholarships
1	Worcester Area Mission Society	6/18/10	3,000.00	Operating
1	Wheaton College	6/18/10	10,000.00	Scholarships
1	Worcester Polytechnic Institute	6/18/10	10,000.00	Scholarships
1	YMCA of Central MA World Service	6/18/10	1,000.00	Operating
1	Jericho Road Project	6/18/10	5,000.00	Operating
1	Worcester Men of Song	6/18/10	5,000.00	Operating
1	Abby's House	6/18/10	14,000.00	Capital
1	Worcester Historical Museum	6/18/10	15,000.00	Capital
1	First Night Worcester	6/18/10	5,000.00	Operating
1	Hillside School	6/18/10	50,000.00	Capital
1	Greater Worcester Land Trust	6/18/10	10,000.00	Operating
1	Bancroft School	6/18/10	10,000.00	Scholarships
1	YMCA of Greater Worcester World Service	6/18/10	20,000.00	Operating
1	Calliope Productions, Inc.	6/18/10	10,000.00	Capital
1	Pride Productions, Inc.	6/24/10	5,000.00	Operating
1	Boys & Girls Club Wheels to Water	7/9/10	17,000.00	Operating
1	Ecotarium	7/23/10	50,000.00	Capital
1	New England Dream Center	7/23/10	25,000.00	Capital
1	Boys & Girls Club Wheels to Water	8/2/10	13,000.00	Operating
1	You, Inc	8/2/10	25,000.00	Capital
1	First Congregational Church	8/13/10	13,000.00	Capital
1	Old Sturbridge Village	8/23/10	50,000.00	Capital
1	Bottom Line	8/23/10	7,200.00	Capital
1	YMCA of Central MA Park Up Keep	8/23/10	10,000.00	Operating
1	Joy of Music Program	8/23/10	15,000.00	Capital
1	Hanover Theatre	8/23/10	12,000.00	Capital
1	Note Dame du Lac	8/23/10	25,000.00	Capital
1	Family Health Center	8/23/10	50,000.00	Capital
1	Higgins Armory Museum	8/23/10	50,000.00	Capital
1	Higgins Armory Museum	8/23/10	50,000.00	Operating
1	MLK Business Empowerment	8/30/10	25,000.00	Operating
1	Tower Hill Botanic Garden	8/30/10	300,000.00	Capital
1	Higgins Armory Museum	10/8/10	1,000.00	Operating
1	Hillside Restoration Project	10/25/10	2,183.00	Capital
1	Boylston Habitat for Humanity	11/5/10	50,000.00	Capital

*

STATEMENT OF CONTRIBUTIONS
2010

1	Center for Living & Working, Inc	11/5/10	40,000.00	Capital
1	Worcester Art Museum	11/29/10	40,000.00	Capital
1	Center for Performing Arts - Hanover Theatre	12/16/10	150,000.00	Capital
1	UMass Memorial Healthcare	12/16/10	150,000.00	Capital
1	Norwich University	12/16/10	199,997.00	Capital
1	College of the Holy Cross	12/16/10	150,000.00	Capital
1	Anna Maria College	12/16/10	200,000.00	Capital
1	St. John's High School	12/16/10	50,000.00	Capital
1	Becker College	12/16/10	200,000.00	Capital
1	Worcester State University	12/16/10	200,000.00	Capital
1	Clark University	12/16/10	200,000.00	Capital
1	Worcester Academy	12/16/10	150,000.00	Capital
1	Skyline Technical School	12/16/10	40,000.00	Capital
1	Hillside Restoration Project	12/16/10	2,104.50	Capital
1	Community Harvest Project	12/16/10	5,000.00	Operating
1	First Congregational Church - Boylston	12/16/10	7,000.00	Operating
1	American Red Cross	12/16/10	9,500.00	Operating
1	Nativity School of Worcester	12/16/10	2,500.00	Scholarships
1	Rachel's Table	12/16/10	2,500.00	Operating
1	Abby's House	12/16/10	2,500.00	Operating
1	Jeremiah's Inn	12/16/10	3,000.00	Operating
1	Salisbury Singers, Inc.	12/16/10	3,000.00	Operating
1	Literacy Volunteers of Worcester	12/16/10	5,000.00	Operating
1	Baystate Equine Rescue, Inc.	12/16/10	1,000.00	Capital
1	The Barton Center for Diabetes Education	12/16/10	10,000.00	Capital
1	Center for Nonviolent Solutions	12/16/10	10,000.00	Operating
1	Centro Las Americas	12/16/10	3,000.00	Operating
1	Worcester Country Club	12/16/10	6,500.00	Capital
1	Stoneleigh-Burnham School	12/16/10	9,000.00	Capital
1	Oak Hill CDC	12/16/10	10,000.00	Capital
1	YMCA of Greater Worcester	12/16/10	100,000.00	Capital
1	Worcester Youth Center	12/16/10	5,000.00	Operating
1	Shriners Hospital	12/16/10	1,000.00	Operating
1	NEADS	12/16/10	15,000.00	Capital
1	Friendly House	12/16/10	15,000.00	Capital
128			3,586,797.00	

* (5,000.00) Grant was returned in December 2010.

3,581,797.00