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## Return of Private Foundation

OMB No 1545-0052

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

2010

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 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 <b>WAGNER FAMILY FOUNDATION #0746800</b>		A Employer identification number <b>20-6079941</b>
Number and street (or P O box number if mail is not delivered to street address) <b>NUTTER MCLENNEN &amp; FISH LLP PO BOX 51400</b>		B Telephone number <b>617-439-2498</b>
City or town, state, and ZIP code <b>BOSTON, MA 02205</b>		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input checked="" type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ <b>54,647,842.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		25,000,000.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		385,337.	385,337.		STATEMENT 2
4 Dividends and interest from securities		192,553.	192,553.		STATEMENT 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,171,625.			STATEMENT 1
b Gross sales price for all assets on line 6a	1,537,023.				
7 Capital gain net income (from Part IV, line 2)			1,172,816.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		547,666.	547,457.		STATEMENT 4
12 Total. Add lines 1 through 11		27,297,181.	2,298,163.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 5	1,200.	900.		300.
c Other professional fees	STMT 6	21,280.	15,960.		5,320.
17 Interest					
18 Taxes	STMT 7	8,253.	2,406.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 8	177,292.	132,783.		44,510.
24 Total operating and administrative expenses. Add lines 13 through 23		208,025.	152,049.		50,130.
25 Contributions, gifts, grants paid		2,315,000.			2,315,000.
26 Total expenses and disbursements. Add lines 24 and 25		2,523,025.	152,049.		2,365,130.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		24,774,156.			
b Net investment income (if negative, enter -0-)			2,146,114.		
c Adjusted net income (if negative, enter -0-)				N/A	

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		5,000,500.	311.	311.
	2	Savings and temporary cash investments		10,841,372.	8,845,458.	8,845,458.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 9		153,922.	0.	0.
	b	Investments - corporate stock STMT 10		7,016,959.	27,170,503.	26,894,954.
	c	Investments - corporate bonds STMT 11		174,870.	0.	0.
11	Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 12		6,957,728.	18,902,581.	18,907,119.	
14	Land, buildings, and equipment: basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		30,145,351.	54,918,853.	54,647,842.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds		30,145,351.	54,918,853.		
30	Total net assets or fund balances		30,145,351.	54,918,853.		
31	Total liabilities and net assets/fund balances		30,145,351.	54,918,853.		

## 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	30,145,351.
2	Enter amount from Part I, line 27a	2	24,774,156.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	54,919,507.
5	Decreases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	5	654.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	54,918,853.

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 STATEMENTS				
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 1,537,023.		364,207.	1,172,816.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			1,172,816.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	1,172,816.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

Part V

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	958,168.	14,034,764.	.068271
2008	518,312.	13,540,670.	.038278
2007	276,699.	5,877,341.	.047079
2006	117,177.	1,515,697.	.077309
2005	59,562.	694,173.	.085803

2 Total of line 1, column (d)	2	.316740
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	.063348
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	35,537,208.
5 Multiply line 4 by line 3	5	2,251,211.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	21,461.
7 Add lines 5 and 6	7	2,272,672.
8 Enter qualifying distributions from Part XII, line 4	8	2,365,130.

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

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-)

3

Add lines 1 and 2

4

Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5

Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6

Credits/Payments:

a

2010 estimated tax payments and 2009 overpayment credited to 2010

6a

6,680.

b

Exempt foreign organizations - tax withheld at source

6b

c

Tax paid with application for extension of time to file (Form 8868)

6c

15,000.

d

Backup withholding erroneously withheld

6d

7

Total credits and payments. Add lines 6a through 6d

8

Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached

9

Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10

Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11

Enter the amount of line 10 to be: Credited to 2011 estimated tax ☒ 216. Refunded ☒ 0.

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?

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.

1c

Did the foundation file Form 1120-POL for this year?

2

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.

3

Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.

4

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.

5

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

6

Did the foundation have unrelated business gross income of \$1,000 or more during the year?  
If "Yes," has it filed a tax return on Form 990-T for this year?

7

Was there a liquidation, termination, dissolution, or substantial contraction during the year?  
If "Yes," attach the statement required by General Instruction T.

8

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?

9

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.

10

Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ MA

11

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

12

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)? If "Yes," complete Part XIV

13

Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

**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 ► <b>N/A</b>	13		
14	The books are in care of ► <b>NUTTER, MCCLENNEN &amp; FISH, LLP</b> Telephone no. ► <b>617-439-2498</b> Located at ► <b>SEAPORT WEST 155 SEAPORT BLVD, BOSTON, MA</b> ZIP+4 ► <b>02210-2604</b>			
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	<b>N/A</b>	
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? 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 ►	16	Yes	No
				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 <b>N/A</b> <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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 ►		
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.) <b>N/A</b>	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 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.) <b>N/A</b>	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 2010?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

X

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

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
HERBERT S. WAGNER III PO BOX 51400 BOSTON, MA 02205	TRUSTEE 0.00	0.	0.	0.
CHARLOTTE R. CRAMER WAGNER PO BOX 51400 BOSTON, MA 02205	TRUSTEE 0.00	0.	0.	0.

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

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

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

0

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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
NONE		

Total number of others receiving over \$50,000 for professional services 0

**Part IX-A** Summary of Direct Charitable Activities

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

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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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	7,196,855.
b	Average of monthly cash balances	1b	9,978,948.
c	Fair market value of all other assets	1c	18,902,581.
d	<b>Total</b> (add lines 1a, b, and c)	1d	36,078,384.
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	36,078,384.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	541,176.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	35,537,208.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	1,776,860.

**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	1,776,860.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	21,461.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	21,461.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,755,399.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,755,399.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,755,399.

**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	2,365,130.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,365,130.
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	21,461.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	2,343,669.

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

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

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
<b>1</b> Distributable amount for 2010 from Part XI, line 7				1,755,399.
<b>2</b> Undistributed income, if any, as of the end of 2010				
<b>a</b> Enter amount for 2009 only			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2010:				
<b>a</b> From 2005				
<b>b</b> From 2006				
<b>c</b> From 2007				
<b>d</b> From 2008				
<b>e</b> From 2009	178,688.			
<b>f</b> Total of lines 3a through e	178,688.			
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 2,365,130.				
<b>a</b> Applied to 2009, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2010 distributable amount				1,755,399.
<b>e</b> Remaining amount distributed out of corpus	609,731.			
<b>5</b> Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a) )	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	788,419.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	788,419.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2006				
<b>b</b> Excess from 2007				
<b>c</b> Excess from 2008				
<b>d</b> Excess from 2009	178,688.			
<b>e</b> Excess from 2010	609,731.			

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]Form **990-PF** (2010)

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

Recipient		If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)					
a Paid during the year					
SEE STATEMENT 15					
Total				▶ 3a	2315000.
b Approved for future payment					
NONE					
Total				▶ 3b	0.

Enter gross amounts unless otherwise indicated.

**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**

- |          |  | Yes | No       |
|----------|--|-----|----------|
| <b>1</b> | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?  |     |          |
| <b>a</b> | Transfers from the reporting foundation to a noncharitable exempt organization of:   |     |          |
|          | (1) Cash   |     | <b>X</b> |
|          | (2) Other assets   |     | <b>X</b> |
| <b>b</b> | Other transactions:  |     |          |
|          | (1) Sales of assets to a noncharitable exempt organization   |     | <b>X</b> |
|          | (2) Purchases of assets from a noncharitable exempt organization   |     | <b>X</b> |
|          | (3) Rental of facilities, equipment, or other assets   |     | <b>X</b> |
|          | (4) Reimbursement arrangements   |     | <b>X</b> |
|          | (5) Loans or loan guarantees   |     | <b>X</b> |
|          | (6) Performance of services or membership or fundraising solicitations   |     | <b>X</b> |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees   |     | <b>X</b> |
| <b>d</b> | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. |     |          |

[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  |                          |                                 |
|  |                          |                                 |
|  |                          |                                 |
|  |                          |                                 |
|  |                          |                                 |

**Sign  
Here**

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

Signature of officer or trustee

Date \_\_\_\_\_

Title

Print/Type preparer's name

Preparer's signature

Date

Check ☐  
self-employed

PTIN
------

**Paid  
Preparer  
Use Only**

Paul Rich Inc.

Paul Lee

9/6/11

Firm's name ► **NUTTER MCCLENNEN & FISH LLP**

Firm's EIN ▶

Firm's address ► SEAPORT WEST 155 SEAPORT BLVD.  
BOSTON, MA 02210-2604

Phone no. (617) 439-2503

Form **990-PF** (2010)

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

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

OMB No 1545-0047

**2010**

Name of the organization

WAGNER FAMILY FOUNDATION  
#0746800

Employer identification number

20-6079941

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

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

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

**Special Rules**

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

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

**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)**

Name of organization

WAGNER FAMILY FOUNDATION

#0746800

Employer identification number

20-6079941

**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	HERBERT S., III & CHARLOTTE R WAGNER P.O. BOX 51400 BOSTON, MA 02205	\$ 25,000,000.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)



Employer identification number

20-6079941

[illegible]

Name of organization

Employer identification number

WAGNER FAMILY FOUNDATION

#0746800

20-6079941

**Part III** Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

**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	HAWKEYE CAPITAL LP	P	VARIOUS	12/31/10
b	ABRAMS CAPITAL LLP	P	VARIOUS	12/31/10
c	COLUMBUS HILL LP SEC 1256	P	VARIOUS	12/31/10
d	MASON CAPITAL LP SEC 1256	P	VARIOUS	12/31/10
e	MASON CAPITAL LP	P	VARIOUS	12/31/10
f	HAWKEYE CAPITAL LP	P	VARIOUS	12/31/10
g	ABRAMS CAPITAL LLP	P	VARIOUS	12/31/10
h	MASON CAPITAL LP	P	VARIOUS	12/31/10
i	COLUMBUS HILL LP	P	VARIOUS	12/31/10
j	COLUMBUS HILL LP	P	VARIOUS	12/31/10
k	MATHEW KOREA FUND	P	VARIOUS	12/09/10
l	BANK OF AMERICA COPR SR GLB 5.125% DUE 11/15/2014	P	VARIOUS	07/09/10
m	FEDERAL HOME LOAN BK5.5% DUE 12/11/2013	P	VARIOUS	07/06/10
n	FEDERAL NAT'L MTG ASSN	P	VARIOUS	07/09/10
o	GENERAL ELECTIC CAP CORP 4.3%	P	VARIOUS	07/06/10

(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 22,718.			22,718.
b 101,652.			101,652.
c		16,215.	-16,215.
d		19,468.	-19,468.
e 55,449.			55,449.
f 18,840.			18,840.
g 28,130.			28,130.
h 145,787.			145,787.
i 333,599.			333,599.
j 465,016.			465,016.
k 10,072.			10,072.
l 52,025.		49,897.	2,128.
m 55,669.		52,128.	3,541.
n 51,428.		51,501.	-73.
o 51,650.		49,983.	1,667.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			22,718.
b			101,652.
c			-16,215.
d			-19,468.
e			55,449.
f			18,840.
g			28,130.
h			145,787.
i			333,599.
j			465,016.
k			10,072.
l			2,128.
m			3,541.
n			-73.
o			1,667.

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

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

#0746800

20-6079941

PAGE

2 OF

2

**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	CITIGROUP INC 4.625% DUE 8/3/2010	P	VARIOUS	08/03/10
b	FEDERAL HOME LOAN BKS 4% 2/9/2010	P	VARIOUS	02/09/10
c	BAUPOST VALUE PARTNERS LP	P	VARIOUS	12/31/10
d	BAUPOST VALUE PARTNERS LP	P	VARIOUS	12/31/10
e	BAUPOST VALUE PARTNERS LP	P	VARIOUS	12/31/10
f				
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 75,000.		74,990.	10.
b 50,000.		50,000.	0.
c 2,020.			2,020.
d 17,968.			17,968.
e		25.	-25.
f			
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) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			10.
b			0.
c			2,020.
d			17,968.
e			-25.
f			
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	1,172,816.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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

---

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
HAWKEYE CAPITAL LP			PURCHASED	VARIOUS	12/31/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
22,718.	0.	0.	0.	22,718.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ABRAMS CAPITAL LLP			PURCHASED	VARIOUS	12/31/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
101,652.	0.	0.	0.	101,652.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
COLUMBUS HILL LP SEC 1256			PURCHASED	VARIOUS	12/31/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
0.	16,215.	0.	0.	-16,215.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED VARIOUS	DATE SOLD 12/31/10
MASON CAPITAL LP SEC 1256	0.	19,468.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
						-19,468.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED VARIOUS	DATE SOLD 12/31/10
MASON CAPITAL LP	55,449.	0.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
						55,449.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED VARIOUS	DATE SOLD 12/31/10
HAWKEYE CAPITAL LP	18,840.	0.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
						18,840.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED VARIOUS	DATE SOLD 12/31/10
ABRAMS CAPITAL LLP	28,130.	0.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
						28,130.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MASON CAPITAL LP	145,787.	0.	0.	0.	145,787.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
COLUMBUS HILL LP	333,599.	0.	0.	0.	333,599.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
COLUMBUS HILL LP	465,016.	0.	0.	0.	465,016.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MATHEW KOREA FUND	10,072.	0.	0.	0.	10,072.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
BANK OF AMERICA COPR SR GLB 5.125% DUE 11/15/2014	PURCHASED	VARIOUS	07/09/10		
	52,025.	49,897.	0.	0.	2,128.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
FEDERAL HOME LOAN BK5.5% DUE 12/11/2013	PURCHASED	VARIOUS	07/06/10		
	55,669.	52,738.	0.	0.	2,931.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
FEDERAL NAT'L MTG ASSN	PURCHASED	VARIOUS	07/09/10		
	51,428.	52,082.	0.	0.	-654.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
GENERAL ELECTIC CAP CORP 4.3%	PURCHASED	VARIOUS	07/06/10		
	51,650.	49,983.	0.	0.	1,667.



(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
CITIGROUP INC 4.625% DUE 8/3/2010	75,000.	74,990.	0.	PURCHASED	VARIOUS	08/03/10

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
FEDERAL HOME LOAN BKS 4% 2/9/2010	50,000.	50,000.	0.	PURCHASED	VARIOUS	02/09/10

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
BAUPOST VALUE PARTNERS LP	2,020.	0.	0.	PURCHASED	VARIOUS	12/31/10

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
BAUPOST VALUE PARTNERS LP	17,968.	0.	0.	PURCHASED	VARIOUS	12/31/10

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
BAUPOST VALUE PARTNERS LP	PURCHASED	VARIOUS	12/31/10	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	25.	0.	0.	-25.

CAPITAL GAINS DIVIDENDS FROM PART IV 0.

TOTAL TO FORM 990-PF, PART I, LINE 6A 1,171,625.

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

SOURCE	AMOUNT
ABRAMS CAPITAL PARTNERS LP	42,537.
ABRAMS CAPITAL PARTNERS LP TAX-EXEMPT	43.
BAUPOST VALUE PARTNERES LLP	15,294.
BAUPOST VALUE PARTNERES LLP	703.
COLUMBUS HILL LLP	239,260.
CORPORATE BONDS	7,589.
FEDERATED GOV'T OBLIGATION FUND	154.
HAWKEYE CAPITAL INST. LP	24,829.
MASON CAPITAL LP	51,472.
US GOV'T INTEREST	3,456.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	385,337.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ABRAMS CAPTIAL PARTNERS LP	8,537.	0.	8,537.
BAUPOST VALUE PARTNERS LP	1,116.	0.	1,116.
COLUMBUS HILL LLP	9,018.	0.	9,018.
DIVIDENDS AND INTEREST	143,472.	0.	143,472.
HAWKEYE CAPITAL INST. LP	5,808.	0.	5,808.
MASON CAPITAL LP	24,602.	0.	24,602.
TOTAL TO FM 990-PF, PART I, LN 4	192,553.	0.	192,553.

FORM 990-PF	OTHER INCOME		STATEMENT	4
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
HAWKEYE CAPITAL INST LP	123.	123.		
ABRAMS CAPITAL PARTNER LL LP	4,976.	4,976.		
ABRAMS CAPITAL PARTNER LL LP	-15,925.	-15,925.		
COLUMBUS HILL PARTTNER LP	-6,234.	-6,234.		
MASON CAPITAL LP SECTION 988	9,393.	9,393.		
ABRAMS CAPITAL PARTNER LL LP	853.	853.		
ABRAMS CAPITAL PARTNER LL LP	77.	77.		
FED EXCISE TAX REFUND	209.	0.		
COLUMBUS HILL PARTTNER LP	-11,056.	-11,056.		
BAUPOST VALUE PARTNERS LP	4,651.	4,651.		
BAUPOST VALUE PARTNERS LP	-113.	-113.		
BAUPOST VALUE PARTNERS LP	471.	471.		
BAUPOST VALUE PARTNERS LP	560,241.	560,241.		
TOTAL TO FORM 990-PF, PART I, LINE 11	547,666.	547,457.		

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

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NUTTER MCCLENNEN & FISH LLP	21,280.	15,960.		5,320.
TO FORM 990-PF, PG 1, LN 16C	21,280.	15,960.		5,320.

## FORM 990-PF

## TAXES

## STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
990-PF EXCISE TAX	5,847.	0.		0.
FOREIGN TAXES	2,319.	2,319.		0.
CA TAX W/H	66.	66.		0.
GA TAX W/H	16.	16.		0.
WISCONSIN TAX W/H	4.	4.		0.
ALABAMA TAX W/H	1.	1.		0.
TO FORM 990-PF, PG 1, LN 18	8,253.	2,406.		0.

## FORM 990-PF

## OTHER EXPENSES

## STATEMENT

8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MASS FORM PC ANNUAL FILING FEE	250.	0.		250.
COLUMBUS HILL PARTNERS LP	69,765.	52,324.		17,441.
ABRAMS CAPITAL PARTNERS LP	25,877.	19,408.		6,469.
HAWKEYE CAPITAL INST LP PROF FEES	10,318.	7,739.		2,580.
MASON CAPITAL LP OPERATING EXPENSES	35,315.	26,486.		8,829.
HAWKEYE CAPITAL INST LP INV INTEREST EXPENSE	1,222.	917.		305.
MASON CAPITAL LP INV INTEREST EXPENSE	28,040.	21,030.		7,010.
COLUMBUS HILL PARTNERS LP INV INT	3,528.	2,646.		882.
BAUPOST VALUE PARTNERS LP	2,977.	2,233.		744.
TO FORM 990-PF, PG 1, LN 23	177,292.	132,783.		44,510.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	9
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US GOVERNMENT OBLIGATIONS	X		0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS	27,170,503.	26,894,954.
TOTAL TO FORM 990-PF, PART II, LINE 10B	27,170,503.	26,894,954.

FORM 990-PF	CORPORATE BONDS	STATEMENT	11
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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	12
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
HAWKEYE CAPITAL INST LP	COST	1,092,040.	1,091,394.
COLUMBUS HILL PARTNERS LP	COST	3,027,205.	3,027,205.
ABRAMS CAPITAL PARTNERS LP	COST	2,135,149.	2,136,883.
MASON CAPITAL LP	COST	2,053,078.	2,053,078.
BAUPOST VALUE PARTNERS LP	COST	10,595,109.	10,598,559.
TOTAL TO FORM 990-PF, PART II, LINE 13		18,902,581.	18,907,119.

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS  
PART VII-A, LINE 10

STATEMENT 13

## NAME OF CONTRIBUTOR

## ADDRESS

HERBERT S. WAGNER

P O BOX 51400  
BOSTON, MA 02205

CHARLOTTE R. CRAMER WAGNER

P O BOX 51400  
BOSTON, MA 02205

FORM 990-PF

PART XV - LINE 1A  
LIST OF FOUNDATION MANAGERS

STATEMENT 14

## NAME OF MANAGER

HERBERT S. WAGNER III

CHARLOTTE R. CRAMER WAGNER

FORM 990-PF

GRANTS AND CONTRIBUTIONS  
PAID DURING THE YEAR

STATEMENT 15

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
BB&N ANNUAL FUND HUNTINGTON AVE BOSTON, MA 02110	NONE GENERAL FUND	PUBLIC	50,000.
BB&N OPENING MINDS CAMPAIGN HUNTINGTON AVE BOSTON, MA 02110	NONE GENERAL FUND	PUBLIC	85,000.
BOYS AND GIRLS CLUBS OF BOSTON 50 CONGRESS ST. SUITE 730 BOSTON, MA 02109	NONE GENERAL FUND	PUBLIC	325,000.
BREAKTHROUGH CAMBRIDGE P O BOX 381486 CAMBRIDGE, MA 02238	NONE GENERAL FUND	PUBLIC	27,500.
CAMBRIDGE COLLEGE 100 MASS AVE #31 CAMBRIDGE, MA 02138	NONE GENERAL FUND	PUBLIC	25,000.
CATHOLIC RELIEF SERVICES CAMBRIDGE BOSTON, MA 02110	NONE GENERAL FUND	PUBLIC	50,000.
CHILDRENS HOSPITAL BOSTON 300 LONGWOOD AVE BOSTON, MA 01773	NONE GENERAL FUND	PUBLIC	25,000.
COMMON IMPACT 215 FIRST ST. SUITE 25 CAMBRIDGE, MA 02142	NONE GENERAL FUND	PUBLIC	7,500.

EMERALD NECKLACE CONSERVANCY/JUSTINE MEE LIF FOUNDATION - TWO BROOKLINE PLACE BROOKLINE, MA 02445	NONE GENERAL FUND	PUBLIC	25,000.
FACING HISTORY AND OURSELVES- GRANT 16 HURD ROAD BROOKLINE, MA 02445	NONE GENERAL FUND	PUBLIC	100,000.
FREE FOR ALL CONCERT FUND CAMBRIDGE BOSTON, MA 02110	NONE GENERAL FUND	PUBLIC	62,500.
FROM THE TOP HUNTINGTON AVE BOSTON, MA 01773	NONE GENERAL FUND	PUBLIC	15,000.
GERMAINE LAWRENCE INC.- GRANT 18 CLAREMONT AVE ARLINGTON, MA 02476	NONE GENERAL FUND	PUBLIC	10,000.
INNER CITY SCHOLARSHIP FUND 260 FRANKLIN STREET SUIT 630 BOSTON, MA 02110	NONE GENERAL FUND	PUBLIC	125,000.
JUSTINE MEE LIFT FOUNDATION TWO BROOKLINE PLACE BOSTON, MA 02445	NONE GENERAL FUND	PUBLIC	5,000.
MAKE-A WISH FOUNDATION ONE BULLFINCH PLACE 2ND FL BOSTON, MA 02114	NONE GENERAL FUND	PUBLIC	5,000.
MT AUBURN HOSPITAL 330 MOUNT AUBURN ST CAMBRIDGE, MA 02138	NONE GENERAL FUND	PUBLIC	132,500.
MUSEUM OF SCIENCE 465 HUNTINGTON AVE BOSTON, MA 02115	NONE GENERAL FUND	PUBLIC	25,000.



PARTNERS IN HEALTH 888 COMMONWEALTH AVE 3RD FL BOSTON, MA 02215	NONE GENERAL FUND	PUBLIC	780,000.
PROJECT HEALTH CHILDREN 88 E. NEWTON ST,VOSE 552 BOSTON, MA 02118	NONE GENERAL FUND	PUBLIC	50,000.
ROOT CAPITAL 675 MASS AVE, 8TH FL. CAMBRIDGE, MA 02139	NONE GENERAL FUND	PUBLIC	100,000.
SOUTHFIELD SCHOOL 20 NEWTON ST BOSTON, MA 02118	NONE GENERAL FUND	PUBLIC	130,000.
ST PETERS CHURCH 96 CONCORD AVE CAMBRIDGE, MA 02138	NONE GENERAL FUND	PUBLIC	30,000.
ST. PETER SCHOOL 96 CONCORD AVE CAMBRIDGE, MA 02138	NONE GENERAL FUND	PUBLIC	30,000.
SUMMER SEARCH BOSTON 500 AMORY STREET JAMAICA PLAIN, MA 02130	NONE GENERAL FUND	PUBLIC	10,000.
THE FOOD PROJECT-GRANT 10 LEWIS ST. LINCOLN, MA 01773	NONE GENERAL FUND	PUBLIC	7,500.
THE GUIDANCE CENTER CAMBRIDGE BOSTON, MA 01773	NONE GENERAL FUND	PUBLIC	2,500.
THE STEPPINGSTONE FOUNDATION 155 FEDERAL ST 8TH FL BOSTON, MA 02110	NONE GENERAL FUND	PUBLIC	10,000.

WIDE HORIZONS FOR CHILDREN      NONE  
38 EDGE HILL ROAD    WALTHAM, MA    GENERAL FUND  
02451

PUBLIC      15,000.

YEAR-UP-BOSTON      NONE  
93 SUMMER STREET #5    BOSTON, MA    GENERAL FUND  
02110

PUBLIC      50,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

2,315,000.

## Investment Review

Account: 0746800

WAGNER.FAMILY FOUNDATION

As of 12/31/2010



Nutter McClennen & Fish LLP • Attorneys at Law

### Account Basics

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

### Summary

Asset Type	Market Value	Cost Basis	Unrealized Gain/Loss	% Portfolio at Market	Est Annual Income	Yield at Market
Cash	\$310 83	\$310 83		0.00 %		
Equity Mutual Funds	\$17,928,154 87	\$18,292,037 93	(\$363,883 06)	50 16 %	\$227,546 32	1 27 %
International Equity Mutual Funds	\$6,382,760 26	<del>\$6,523,614 34</del>	(\$139,960.12)	17 86 %	\$194,053 28	3 04 %
Fixed Income Mutual Fund	\$2,584,038 68	\$2,354,850 65	\$229,188 03	7 23 %	\$165,689 89	6 41 %
Money Market Funds	\$8,845,458 37	\$8,845,458 37	\$0.00	24 75 %	\$0 00	0 00 %
Grand Total	<u>\$35,740,723 01</u>	<u><del>\$36,016,222 12</del></u>	<u>(\$274,655 15)</u>		<u>\$587,289 49</u>	<u>1 64 %</u>

### Realized Gains/Losses

From 12/31/2010 To 12/31/2010

Short Term Gain/Loss for Period. \$0.00  
Long Term Gain/Loss for Period \$0 00

# Investment Review

Account: 0746800

WAGNER FAMILY FOUNDATION

As of 12/31/2010



Nutter McClennen & Fish LLP • Attorneys at Law

## Portfolio Analysis

Symbol CUSIP	Issuer/Issue Market Price Units Held	Price Date Market Value	Cost Basis	Rating Gain/Loss	Cost per Share % Industry Type	Earnings Per Share % Portfolio	Income Rate Managed Est Income	Units Pledged Yield at Mkt
Principal Cash		\$250 00	\$250.00			0 00 %		
Income Cash		\$60 83	\$60.83			0 00 %		
Total Cash		\$310 83	\$310.83			0 00 %		
040 Equity Mutual Funds								
CGMFX	CGM FOCUS FUND							
125325506	\$34 8000	12/31/2010			\$51 05		\$0 0309	
	14,763 0490	\$513,754.10	\$753,674 41	(\$239,920 31)	100 00 %	1 44 %		
	Total	\$513,754 10	\$753,674 41	(\$239,920 31)		1 44 %		
810 Mutual Funds - Equity								
PRFDX	T. ROWE PRICE EQUITY INCOME FUND							
779547108	\$23 6900	12/30/2010			\$23 69		\$0 1100	
	211,059 5190	\$5,000,000 01	\$5,000,000 00	\$0.01	28.71 %	13 99 %	\$92,866 19	1 86 %
TAVFX	THIRD AVENUE VALUE FUND							
884116104	\$51.7600	12/31/2010			\$59 36		\$0 9670	
	21,321 7840	\$1,103,615.53	\$1,265,736 91	(\$162,121 38)	6 34 %	3 09 %		
VIVIX	VANGUARD VALUE INDEX FUND - INST SHS							
922908850	\$20 7900	12/31/2010			\$20 79		\$0 1400	
	240,500 2410	\$5,000,000 01	\$5,000,000 00	\$0.01	28 71 %	13 99 %	\$134,680 13	2 69 %
WGRNX	WINTERGREEN FUND							
97607W102	\$14 0100	12/31/2010			\$13 93		\$0 0212	
	450,448.6230	\$6,310,785 22	\$6,272,626.61	\$38,158 61	36 24 %	17 66 %		
	Total	\$17,414,400.77	\$17,538,363 52	(\$123,962 75)		48 72 %	\$227,546 32	
100 International Equity Mutual Funds								
MAKOX	MATTHEWS KOREA FUND							
577130305	\$5.1400	12/31/2010			\$5 76		\$0 0583	
	95,354 4800	\$490,122 03	\$549,680.01	(\$59,557 98)	100 00 %	1 37 %		
	Total	\$490,122 03	\$549,680 01	(\$59,557 98)		1 37 %		
810 Mutual Funds - Equity								
OAKIX	OAKMARK INTERNATIONAL FUND							
413838202	\$19 4100	12/31/2010			\$19 67		\$0 1598	
	303,587 7490	\$5,892,638 23	<del>\$5,973,934.33</del> (\$80,402 14)		100 00 %	16 49 %	\$194,053 29	3 29 %
	Total	\$5,892,638 23	<del>\$5,973,934.33</del> (\$80,402 14)			16 49 %	\$194,053 28	
305 Fixed Income Mutual Fund								
LSGBX	LOOMIS-SAYLES GLOBAL BOND FUND							
543495774	\$16 4600	12/31/2010			\$15 94	\$0 6800	\$0 1675	
	72,216 3220	\$1,188,680 66	\$1,151,488 51	\$37,192 15	100 00 %	3 33 %	\$145,154 81	12 21 %
	Total	\$1,188,680.66	\$1,151,488 51	\$37,192.15		3 33 %	\$145,154 81	
430 Diversified Financials								

# Investment Review

Account: 0746800

WAGNER FAMILY FOUNDATION

As of 12/31/2010



## Portfolio Analysis

Symbol CUSIP	Issuer/Issue Market Price Units Held	Price Date Market Value	Cost Basis	Rating Gain/Loss	Cost per Share % Industry Type	Earnings Per Share % Portfolio	Income Rate Managed Est Income	Units Pledged Yield at Mkt
TPINX 880208103	TEMPLETON GLOBAL BOND FUND - CLASS A							
	\$13 5900	12/31/2010			\$11 72		\$0 0500	
	102,675 3520	\$1,395,358 02	\$1,203,362 14	\$191,995 88	100.00 %	3 90 %	\$20,535 07	1 47 %
	Total	\$1,395,358 02	\$1,203,362 14	\$191,995 88		3 90 %	\$20,535 08	
500 Money Market Funds								
125 60934N682	FEDERATED U S TREAS CASH RESERVE #125							
	\$0 0000		\$8,845,458 37	Princ	\$1 00		0 00 %	
	8,845,458.3700	\$8,845,458 37	\$0 00	Inc \$0.00	100 00 %	24 75 %	\$0 00	0 00 %
	Total	\$8,845,458.37	\$8,845,458 37	\$0.00		24 75 %	\$0 00	
Grand Total		\$35,740,723 01	\$360,162,721.12 (\$274,655.15)		\$587,289 49			

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

**Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

<b>Part II</b>	<b>Additional (Not Automatic) 3-Month Extension of Time.</b> Only file the original (no copies needed)	
Type or print  File by the extended due date for filing your return. See instructions.	Name of exempt organization <b>WAGNER FAMILY FOUNDATION</b> <b>#0746800</b>	Employer identification number <b>20-6079941</b>
	Number, street, and room or suite no. If a P O box, see instructions. <b>NUTTER MCCLENNEN &amp; FISH LLP PO BOX 51400</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>BOSTON, MA 02205</b>	

Enter the Return code for the return that this application is for (file a separate application for each return)

**0 4**

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

**NUTTER, MCCLENNEN & FISH, LLP**

- The books are in the care of **SEAPORT WEST 155 SEAPORT BLVD - BOSTON, MA 02210-2604**

Telephone No **617-439-2498**

FAX No.

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

**4** I request an additional 3-month extension of time until **NOVEMBER 15, 2011**

**5** For calendar year **2010**, or other tax year beginning , and ending

**6** If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return  
☐ Change in accounting period

**7** State in detail why you need the extension

**NEED ADDITIONAL INFORMATION TO PREPARE A COMPLETE AND ACCURATE RETURN**

<b>8a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>8a</b>	\$	<b>15,833.</b>
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	<b>8b</b>	\$	<b>15,833.</b>
<b>c</b> <b>Balance due.</b> Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>8c</b>	\$	<b>0.</b>

### Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature

Title

Date