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Form 990-PF

Department of the Treasury

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation undation may be able to use a copy of this return to satisfy state reporting re

2010

OMB No 1545-0052

	Internal Revenue Service Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.							
Ford	alen	dar year 2010, or tax year beginning AUG	11, 20	10	, and ending	DEC 31, 2010		
G C	heck	all that apply: X Initial return	Initial re	eturn of a fo	ormer public charity	Final return	1	
		Amended return	Ad	dress chan	ge 🗆	Name change		
Nar	ne of	foundation	A Employer identification	number				
		THE QUAKER HILL FOUND	ATION,	INC.		27-3801257	<u>'</u>	
Nun	ber a	nd street (or P O box number if mail is not delivered to street	address)		Room/suite	B Telephone number	· <u>-</u>	
		76 E EUCLID AVENUE			#300	(978)688-7	211	
City	or to	own, state, and ZIP code				C If exemption application is p	pending, check here	
		HADDONFIELD, NJ 0803	3			D 1. Foreign organizations		
H C	heck	type of organization: X Section 501(c)(3) ex	empt private fou	ındatıon		Foreign organizations me check here and attach co	eting the 85% test,	
] Se	ction 4947(a)(1) nonexempt charitable trust	Other taxable pri	vate founda	ation	E If private foundation sta		
I Fa	ır ma	rket value of all assets at end of year J Accounti	ng method:	X Cash	Accrual	under section 507(b)(1)(A), check here	
(fr	om F	Part II, col (c), line 16)	her (specify)			F If the foundation is in a	60-month termination	
_	\$		mn (d) must be	on cash	basis.)	under section 507(b)(1		
Pa	rt I	(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenu	ie and	(b) Net investment	(c) Adjusted net	(d) Disbursements for charitable purposes	
		necessarily equal the amounts in column (a))	expenses p	er books	income	income	(cash basis only)	
	1	Contributions, gifts, grants, etc., received		0.		N/A		
	2	Check \ if the foundation is not required to attach Sch. B						
	3	Interest on savings and temporary cash investments		THE STATE OF THE S	1250 (7)			
	4	Dividends and interest from securities		1	CEIVEL			
	5a	Gross rents			100			
	b	Net rental income or (loss)	<u> </u>	MAY	1 8 2011			
en.	6a	Net gain or (loss) from sale of assets not on line 10	60		2011			
Revenue	þ	Gross sales price for all assets on line 6a		OCI	DENI IIT			
ě	7	Capital gain net income (from Part IV, line 2)			0			
Œ	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						
	12	Total. Add lines 1 through 11		0.	0			
	13	Compensation of officers, directors, trustees, etc		0.	0		0.	
	14	Other employee salaries and wages						
	15	Pension plans, employee benefits						
ses	16a	Legal fees						
ĕ	b	Accounting fees						
ă	C	Other professional fees						
Š	17	Interest						
and Administrative Expens	18	Taxes						
nist	19	Depreciation and depletion						
<u> </u>	20	Occupancy						
Ad	21	Travel, conferences, and meetings						
and and	22	Printing and publications						
g,	23	Other expenses						
∠UI∦ Operating a	24	Total operating and administrative			-	-		
ζ.U Per		expenses. Add lines 13 through 23		0.	0	•	0.	
~ O	25	Contributions, gifts, grants paid		0.			0.	
ات دے	26	Total expenses and disbursements.						
		Add lines 24 and 25		0.	0		0.	
	27	Subtract line 26 from line 12:						
~	a	Excess of revenue over expenses and disbursements		0.				
S J	b	Net investment income (If negative, enter -0-)			0			
_	c	Adjusted net income (if negative, enter -0-)				N/A		
≥ 0235 ⊋12-0	01	LHA For Paperwork Reduction Act Notice, see	the instructions			-	Form 990-PF (2010)	

Form 990-PF (2010) THE QUAKER HILL FOUNDAT	7-3801257	Page 2		
Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year		nd of year	
	(a) Book Value	(b) Book Value	(c) Fair Market	Value
1 Cash - non-interest-bearing	}- 			
2 Savings and temporary cash investments				
3 Accounts receivable ►	1			
	 			
4 Pledges receivable ► Less: allowance for doubtful accounts ►	- i			
	 			
			- 	
disqualified persons 7 Other notes and loans receivable				
7 Other notes and loans receivable Less; allowance for doubtful accounts	-			
	 			
				
9 Prepaid expenses and deterred charges 10a Investments - U.S. and state government obligations				
b investments - corporate stock				
c Investments - corporate bonds			- 	
11 investments - land, buildings, and equipment basis				
Less accumulated depreciation	_			
12 Investments - mortgage loans	 			
13 Investments - other				
			- 	
Less accumulated depreciation	-			
15 Other assets (describe ►)	 	· · · · · · · · · · · · · · · · · · ·		
13 Other assets (describe >				
16 Total assets (to be completed by all filers)	0.		0.	0.
17 Accounts payable and accrued expenses	 		-	
18 Grants payable				
la proje				
20 Loans from officers, directors, trustees, and other disqualified persons				
Deterred revenue Loans from officers, directors, trustees, and other disqualified persons Mortgages and other notes payable				
22 Other Irabilities (describe)				
23 Total liabilities (add lines 17 through 22)	0.		0.	
Foundations that follow SFAS 117, check here				
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				
24 Unrestricted 25 Temporarily restricted 26 Permanently restricted Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. 27 Capital stock, trust principal, or current funds 28 Paid-in or capital surplus, or land, bldg., and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances			ţ	
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	0.		0.	
30 Total net assets or fund balances	0.		0.	
31 Total liabilities and net assets/fund balances	0.		0.	
Part III Analysis of Changes in Net Assets or Fund	Balances			
	20			
1 Total net assets or fund balances at beginning of year - Part II, column (a), lin	E 90			Λ
(must agree with end-of-year figure reported on prior year's return) 2 Enter amount from Part I, line 27a			1	<u>0.</u> 0.
			2	0.
			3	0.
4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize)			4	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II,	column (h) line 20		6	0.
Total net assets of form balances at end of year (line 4 fillings line 3) - Part II,	Columnit (D), line 30	 _	Form 990-	

Form 990-PF (2010)

Form 990-PF (2010) THE	QUAKER HILL FOU	NDATION, INC.		<u>27-380</u>	1257 Page 3	
<u> </u>	and Losses for Tax on Ir ube the kind(s) of property sold (e.g		(b) How acquired	(a) Data accurred	(d) Date sold	
	rehouse; or common stock, 200 sh		P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(mo., day, yr.)	
1a						
b NO	NE					
<u> </u>				<u> </u>		
d						
<u>e</u>				(1) (2) (4) (4)		
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	5	(h) Gain or (loss) (e) plus (f) minus (
a b						
d						
e						
Complete only for assets showing	ng gain in column (h) and owned by	the foundation on 12/31/69		(I) Gains (Col. (h) gain	minus	
(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		col. (k), but not less that Losses (from col. (n -0-) or h)) ——————————————————————————————————	
_a						
<u>b</u>				. — . — . — . — . — . — . — . — . — . —		
<u>c</u>						
<u>d</u>						
<u>e</u>		<u> </u>				
2 Capital gain net income or (net ca	apital loss) $ \begin{cases} & \text{if gain, also ente} \\ & \text{if (loss), enter -0} \end{cases} $	r in Part I, line 7 I- in Part I, line 7	} 2			
3 Net short-term capital gain or (los		nd (6):				
If gain, also enter in Part I, line 8,	column (c).)			
If (loss), enter -0- in Part I, line 8 Part V Qualification U	Inder Section 4940(e) for	Reduced Tax on N	et Investment I	ncome		
(For optional use by domestic private	_ 				N/A	
		To to (a) tax on not invocation	t moomo.,		-17	
If section 4940(d)(2) applies, leave t	his part blank.					
Was the foundation liable for the sec	tion 4942 tax on the distributable ar	nount of any year in the base	period?		Yes No	
If "Yes," the foundation does not qua				- -		
	each column for each year; see insti	uctions before making any er	ntries.		(1)	
(a) Base period years	ng in) Adjusted qualifying dis	tributions Not value of	(c) noncharitable-use asse	Distrit	(d) outlon ratio	
Calendar year (or tax year beginni	ng in) Aujusted qualitying dis	Stributions Net Value of	TIOTICITAL RADIC USC ASSI	(COI. (D) div	vided by col. (c))	
2009				_+		
2008						
2006		- 				
2005		 				
2 Total of line 1, column (d)				2		
3 Average distribution ratio for the	5-year base period - divide the total	on line 2 by 5, or by the num	ber of years			
the foundation has been in existe	nce if less than 5 years			3		
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5						
5 Multiply line 4 by line 3				5		
6 Fata 40/ of ast assessment assessment	(40) (Do) 1 0.76)					
6 Enter 1% of net investment incor	me (1% of Part I, line 27b)			6		
7 Add lines 5 and 6						
1 Mun IIII C S allu O				7		
8 Enter qualifying distributions from				8		
If line 8 is equal to or greater that See the Part VI instructions.	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.					

_	990-PF (2010) THE QUAKER HILL FOUNDATION, INC. 2' rt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 494		30125		Page 4
		0 - 3	ee mst	ucti	10113)
ıa	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) Domestic foundations that meet the section 4940(e) requirements in Part V, check here and enter 1%	.			0.
U	of Part I, line 27b	1			
	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).	į			
2		2			0.
3		3			0.
3 4		4			0.
-		5			0.
6	Credits/Payments:	5	 ·-		<u></u>
_	2010 estimated tax payments and 2009 overpayment credited to 2010 6a	Ì			
		-			
	· · · · · · · · · · · · · · · · · · ·	- [
	· · · · · · · · · · · · · · · · · · ·	,			0.
7		7			
0	production in the second control of the seco	8			0.
9	· · · · · · · · · · · · · · · · · · ·	9			<u> </u>
10		10			
	Enter the amount of line 10 to be: Credited to 2011 estimated tax ► Refunded ► rt VII-A Statements Regarding Activities	11	-		
_				TV.	es No
18	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?			\neg	
			18	_	$\frac{x}{x}$
	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?		16		- ^-
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published of	or			
	distributed by the foundation in connection with the activities		1.	1	-
	Did the foundation file Form 1120-POL for this year?		10	-	<u> </u>
0	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:			-	
	(1) On the foundation. \triangleright \$ 0. (2) On foundation managers. \triangleright \$ 0.				
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation				
_	managers. ▶ \$				35
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		2		X_
_	If "Yes," attach a detailed description of the activities				
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or				
	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3	+	<u> </u>
	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		48		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?		5	-+-	<u> </u>
	If "Yes," attach the statement required by General Instruction T				
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:				
	By language in the governing instrument, or		Ì]	Ì
	By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state la	W		-	.,
	remain in the governing instrument?		6		<u> X</u>
7	Did the foundation have at least \$5,000 in assets at any time during the year?				X
	If "Yes," complete Part II, col. (c), and Part XV.				
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)				
	<u>NJ</u>				
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate)		_		
	of each state as required by General Instruction G? If "No," attach explanation	N/I	A. 81	Ц_	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calend	ar		-	
	year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		9	\perp	X
10	Did any persons become substantial contributors during the tax year? If "Yes " attach a schedule listing their names and addresses		10) I	l x

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Pa	rt 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?	13	X	
	Website address ► N/A			
14	The books are in care of ► THE FOUNDATION Telephone no. ► 978 – 6	88-7	211	
	Located at ▶PO BOX 111, NORTH ANDOVER, MA ZIP+4 ▶0	1845		
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	N	/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank,		Yes	No
	securities, or other financial account in a foreign country?	16		X
	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			
Pa	rt VII-B Statements Regarding Activities for Which Form 4720 May Be Required		l	
	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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(5) Transfer any income or assets to a disqualified person (or make any of either available		1	
	for the benefit or use of a disqualified person)?	1		İ
	(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.)			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations		į	
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	Ì	1	
С	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected	ļ	1	l
	before the first day of the tax year beginning in 2010?	1c	1	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));			
а	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?			
	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.) N/A	2b		
	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		1	1
0.	a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
Ja	during the year? ———————————————————————————————————			
,	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after			1
	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,			
4.	Form 4720, to determine if the foundation had excess business holdings in 2010.) N/A	3b	+	\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \
	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	_4a	 	X
ı	b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that		1	,,
	had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	1	LX

4b X Form **990-PF** (2010)

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Part VII-B Statements Regarding Activities for Which	Form 4720 May Be F	Required (continu	ued)	
5a During the year did the foundation pay or incur any amount to:	40.454.330	г 1	[1]	1 1
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	1 .,	-	s X No	
(2) Influence the outcome of any specific public election (see section 4955);	or to carry on, directly or indire			
any voter registration drive?	_		s X No	
(3) Provide a grant to an individual for travel, study, or other similar purposes		Ye	s X No	
(4) Provide a grant to an organization other than a charitable, etc., organization	on described in section		s X No	
509(a)(1), (2), or (3), or section 4940(d)(2)?			ا ۱۸۵ لکتا ۶	1 1
(5) Provide for any purpose other than religious, charitable, scientific, literary	, or educational purposes, or i		s X No	
the prevention of cruelty to children or animals?	d		S LALI NO	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify un		in Regulations	27/2	.
section 53.4945 or in a current notice regarding disaster assistance (see instri	•		N/A	5b
Organizations relying on a current notice regarding disaster assistance check l				1 1
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption to		 -		
expenditure responsibility for the grant?		I/A	s L No	
If "Yes," attach the statement required by Regulations section 53.494	· •		Ì	1 1
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on		s X No	
a personal benefit contract?		Ye		
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.	ohalta- Aussaaskaan		s X No	
7a At any time during the tax year, was the foundation a party to a prohibited tax		Y6		7b
b If 'Yes,' did the foundation receive any proceeds or have any net income attrib Information About Officers, Directors, Trust		nagore Highly		70
Part VIII Paid Employees, and Contractors	ides, Foundation ivid	iliagers, riigilij	•	
1 List all officers, directors, trustees, foundation managers and their	compensation.			
	(b) Title, and average	(c) Compensation	(d) Contributions to employee benefit plans and deferred	(e) Expense account, other
(a) Name and address	hours per week devoted to position	(If not paid, enter -0-)	and deferred compensation	account, other allowances
AMES SHELDON	TRUSTEE	0	<u> </u>	
1410 ELEANOR AVENUE	11.05122			
ST PAUL, MN 55116	0.00	0.	0.	0.
JOHN THERIAULT	TRUSTEE			
28 CLIFF STREET	7			
BEVERLY, MA 01915	0.00	0.	0.	0.
JOHN P. STEVENS, IV	TRUSTEE			
3 ESSEX STREET # 211				
BEVERLY, MA 01915	0.00	0.	0.	0.
	1			
2 Compensation of five highest-paid employees (other than those in		, 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	(e) Expense account, other allowances
(a) name and address of dath omployee paid more than \$65,000	devoted to position	(C) Compensation	compensation	allowances
NONE		1		
	_			
	 			
	4	Į.	[
				ļ
	_			1
	_]
	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Total number of other employees paid over \$50,000			▶	0

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Form 990-PF (2010) THE QUAKER HILL FOUNDATION, INC.	27-3	3801257 Page 7
Part VIII Information About Officers, Directors, Trustees, Foundation Paid Employees, and Contractors (continued)		
3 Five highest-paid independent contractors for professional services. If none, ente	r "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 statis number of organizations and other beneficiaries served, conferences convened, research papers pro-	tical information such as the duced, etc.	Expenses
1N/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 <u>N/A</u>		
2		
All other program-related investments. See instructions.		
3		
Total, Add lines 1 through 3		

_				
Form	990-	P۲	(20	10)

THE QUAKER HILL FOUNDATION, INC.

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P	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations	ndations, see in:	structions.)
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	0.
b	Average of monthly cash balances	1b	
C	Fair market value of all other assets	1c	
ď	Total (add lines 1a, b, and c)	1d	0.
e	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation) 1e 0 .	<u> </u>	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	0.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	0.
6_	Minimum investment return Enter 5% of line 5	6	0.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations check here and do not complete this part.)	nd certain	
1	Minimum investment return from Part X, line 6	1	0.
2a	Tax on investment income for 2010 from Part VI, line 5		
b	Income tax for 2010. (This does not include the tax from Part VI.)	} }	
C	Add lines 2a and 2b	2c	0
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	0.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	0.
6	Deduction from distributable amount (see instructions)	6	0.
<u>7</u> .	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	0.
P	art XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	0.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	0.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	0.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation 4940(e) reduction of tax in those years.	qualifies for the se	ection

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Part XIII Undistributed Income (see instructions)

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

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Part XIV Private Operating F	oundations (see ins	structions and Part VII	A, question 9)	N/A	
1 a If the foundation has received a ruling of	r determination letter that	it is a private operating			
foundation, and the ruling is effective fo	r 2010, enter the date of t	he ruling	▶		
b Check box to indicate whether the found	lation is a private operatir	ng foundation described i	n section	4942(j)(3) or 49	42(j)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years		
income from Part I or the minimum	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
investment return from Part X for					
each year listed	ĺ				
b 85% of line 2a					
c Qualifying distributions from Part XII.					
line 4 for each year listed					1
d Amounts included in line 2c not		- · · · · · · · · · · · · · · · · · · ·			
used directly for active conduct of					
exempt activities					
				 	
e Qualifying distributions made directly		ļ			1
for active conduct of exempt activities.					
Subtract line 2d from line 2c 3 Complete 3a, b, or c for the					
alternative test relied upon:				1	
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying					
under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter	1	j			
2/3 of minimum investment return	ļ				
shown in Part X, line 6 for each year listed	ĺ				
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)				 	
(2) Support from general public and 5 or more exempt					ĺ
organizations as provided in					
section 4942(j)(3)(B)(iii)		ļ	ļ		
(3) Largest amount of support from					
an exempt organization					
(4) Gross investment income	L	<u></u>	<u></u>		
Part XV Supplementary Info	rmation (Comple	te this part only	if the foundatior	n had \$5,000 or me	ore in assets
at any time during	he year-see the	instructions.)	N/A		
1 Information Regarding Foundation	on Managers:				
a List any managers of the foundation when	o have contributed more	than 2% of the total conf	ributions received by the	e foundation before the clo	se of any tax
year (but only if they have contributed i	nore than \$5,000). (See s	section 507(d)(2).)			
b List any managers of the foundation wi	no own 10% or more of th	ne stock of a corporation	(or an equally large port	on of the ownership of a n	artnership or
other entity) of which the foundation ha			(or an equally large point		L. 1.10.0.1p -0.
2 Information Regarding Contribut	ion Cront Cift Loon	Sabalarahin ata Di			
			-	not accept upoplicated road	soota far funda. If
the foundation makes gifts, grants, etc.				not accept unsolicited requ	
				ompiete items za, b, c, am	7 0.
a The name, address, and telephone nun	iber of the person to who	m applications should be	addressed:		
	 				
b The form in which applications should	pe submitted and informa	ition and materials they s	hould include:		
c Any submission deadlines:					
d Any restrictions or limitations on award	s, such as by geographic	al areas, charitable fields	, kınds of institutions, or	other factors:	

Page 11 Part XV Supplementary Information (continued) 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, show any relationship to any foundation manager or substantial contributor Recipient Foundation status of recipient Purpose of grant or contribution Amount Name and address (home or business) a Paid during the year None 0. Total ▶ 3a **b** Approved for future payment None Total

▶ 3b

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

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)	
	(a) Business	(b)	(c) Exclu-	(d)	Related or exempt	
1 Program service revenue:	Business	Amount	sion	Amount	function income	
•	Code			<u> </u>		
a					 	
b		 				
c	ļ 					
d		 				
e						
f			<u> </u>			
g Fees and contracts from government agencies			<u> </u>			
2 Membership dues and assessments						
3 Interest on savings and temporary cash			Ì			
investments						
4 Dividends and interest from securities		-				
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal						
property)			
7 Other investment income	ļ		 			
8 Gain or (loss) from sales of assets other	-		-			
than inventory	}			}		
9 Net income or (loss) from special events	<u> </u>	 	-	 	 	
			}			
10 Gross profit or (loss) from sales of inventory	<u> </u>		 			
11 Other revenue:						
a			┼	 		
b			├		 	
c						
d			↓			
e			├ ──			
12 Subtotal. Add columns (b), (d), and (e)		0.	<u> </u>		0.	
13 Total. Add line 12, columns (b), (d), and (e)				13 _	0.	
(See worksheet in line 13 instructions to verify calculations.)						
Part XVI-B Relationship of Activities t	o the Acc	omplishment of Ex	xemr	ot Purposes		
		· · · · · · · · · · · · · · · · · · ·				
Explain below how each activity for which inco the foundation's exempt purposes (other than			A contri	buted importantly to the acco	mplishment of	
the foundation's exempt purposes (other than	by providing in	inus for such purposes).				
						
		·				
						
		 				

	-PF (2010) THE O	UAKER HIL	L FOUN	DATION, INC.		27-380	1257	Pa	ige 13
Part >	(VII Information Re Exempt Organ	egarding Trans	sfers To a	ınd Transactions a	nd Relati	ionships With Nonch	aritable	€	
1 Did	the organization directly or indi		of the followin	g with any other organization	n described i	n section 501(c) of	<u> </u>	Yes	No
	Code (other than section 501(c					,			
a Tran	sfers from the reporting found	ation to a noncharital	ble exempt org	ganization of:					ĺ
(1)	Cash						1a(1)		X
(2)	Other assets						1a(2)		X
_	er transactions;								
٠,	Sales of assets to a noncharita	• •					1b(1)		X
	Purchases of assets from a no		irganization				1b(2)	 	X
	Rental of facilities, equipment, Reimbursement arrangements						1b(3) 1b(4)	-	X
	Loans or loan guarantees						1b(5)	-	X
	Performance of services or me	embership or fundrais	sing solicitatio	ns			1b(6)		X
	ring of facilities, equipment, ma	·	•				1c		Х
d If th	e answer to any of the above is	"Yes," complete the f	following sche	dule. Column (b) should alv	ways show the	e fair market value of the goods	, other ass	sets,	
or s	ervices given by the reporting f	oundation. If the four	ndation receive	ed less than fair market valu	ie in any trans	saction or sharing arrangement,	show in		
	mn (d) the value of the goods,				T				
(a) Line no	(b) Amount involved	(c) Name of		exempt organization	(d) Des	cription of transfers, transactions, an	d sharing ar	rangeme	ints
	 	 	N/A			_ 			
		 			 				
		 			-				
					 				
				_					
	 								
									
		 							
		 							
	 				 				
	 				 				
2a Is ti	ne foundation directly or indirec	tly affiliated with, or i	related to, one	or more tax-exempt organi	zations descr	ibed			
	ection 501(c) of the Code (othe	•		•			Yes	X	☐ No
b_lf "Y	es," complete the following sch								
(a) Name of organization				(b) Type of organization		(c) Description of relation	iship		
	<u> N/A</u>			 					
					<u> </u>				
				 	ļ		 -		
				 	 				
	Under penalties of perjury, I declar	re that I have examined the	his return, includ	I Ing accompanying schedules an	d statements, a	nd to the best of my knowledge and	belief, it is ti	rue, corre	 act,
Sign	and complete Declaration of preparation					y knowledge			
Here	ph) Th	~~~~		5712,	12011	TRUSTEE			
	Signature of officer or tr	ustee		Date		Title			
	Print/Type preparer's n	ame	Preparer's s	ignature ~	Date	Check if PTII	1		

Form **990-PF** (2010)

(978) 470-2027

self- employed

Firm's EIN

Phone no.

Paid

Preparer

Use Only

Carl B. Bindman

Firm's name ► CARL B. BINDMAN, CPA, P.C.

Firm's address ► ANDOVER, MA 01810

18 RAILROAD AVENUE

Difference in Accretion 2009

	ввн	Excel	Diff
Conocophilips Canada	52,367.50	52,367 50	-
Federal Home Loan	50,474.00	50,474.00	-
Goldman Sachs	48,561 50	48,561 50	-
McDonald's Corp	104,922 00	104,922 00	-
Morgan Stanley	49,419.00	49,419.00	-
Verizon	51,451.50	51,232.63	218.87
Walmart	48,695 00	49,463 56	(768 56)
			(549.69)