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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011, or tax year beginning 01-01-2011 , and ending 12-31-2011

☒ Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation
HENRY P KENDALL FOUNDATION

A Employer identification number
04-6029103

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

Room/suite

B Telephone number (see page 10 of the instructions)

(617) 951-2555

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

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 75,184,159

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	1,804,392	1,804,477		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	36,859			
	b Gross sales price for all assets on line 6a _____ 10,067,167				
	7 Capital gain net income (from Part IV , line 2)		62,844		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	 370,545	370,545		
	12 Total. Add lines 1 through 11	2,211,796	2,237,866		
	13 Compensation of officers, directors, trustees, etc	156,667	0		156,667
	14 Other employee salaries and wages	150,695	0		150,695
	15 Pension plans, employee benefits	70,944	0		70,944
	16a Legal fees (attach schedule)	 9,041	0		9,041
	b Accounting fees (attach schedule)	 34,000	17,000		17,000
	c Other professional fees (attach schedule)	 236,477	192,830		43,647
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	 45,737	237		500
	19 Depreciation (attach schedule) and depletion	 7,649	0		
	20 Occupancy	90,642	0		90,642
	21 Travel, conferences, and meetings	773	0		773
	22 Printing and publications				
	23 Other expenses (attach schedule)	 180,008	131,920		49,012
	24 Total operating and administrative expenses. Add lines 13 through 23	982,633	341,987		588,921
	25 Contributions, gifts, grants paid	2,068,366			2,068,366
	26 Total expenses and disbursements. Add lines 24 and 25	3,050,999	341,987		2,657,287
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-839,203			
	b Net investment income (if negative, enter -0-)		1,895,879		
	c Adjusted net income (if negative, enter -0-)				

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

Cat No 11289X

Form **990-PF** (2011)

Part II

Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing	41,901	116,798	116,798
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ <u>1,636,485</u>			
		Less allowance for doubtful accounts ▶ _____		1,636,485	1,636,485
	4	Pledges receivable ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____			
		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 (attach schedule)			
	b	Investments—corporate stock (attach schedule)	75,596,543	71,284,777	71,284,777
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____			
	Less accumulated depreciation (attach schedule) ▶ _____				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)				
14	Land, buildings, and equipment basis ▶ <u>1,673,775</u>				
	Less accumulated depreciation (attach schedule) ▶ <u>68,685</u>	1,600,047	1,605,090	1,605,090	
15	Other assets (describe ▶ _____)	1,864,428	541,009	541,009	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	79,102,919	75,184,159	75,184,159	
Liabilities	17	Accounts payable and accrued expenses	131	5,026	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	131	5,026	
	Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.		
24		Unrestricted	79,102,788	75,179,133	
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 (see page 17 of the instructions)	79,102,788	75,179,133	
31		Total liabilities and net assets/fund balances (see page 17 of the instructions)	79,102,919	75,184,159	

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	79,102,788
2	Enter amount from Part I, line 27a	2	-839,203
3	Other increases not included in line 2 (itemize) ▶	3	335
4	Add lines 1, 2, and 3	4	78,263,920
5	Decreases not included in line 2 (itemize) ▶	5	3,084,787
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	75,179,133

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	See Additional Data Table			
b				
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
a See Additional Data Table			
b			
c			
d			
e			

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	62,844
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	776,807	72,431,013	0 010725
2009	1,213,889	63,622,642	0 019080
2008	4,343,747	71,432,471	0 060809
2007	4,426,172	79,304,338	0 055812
2006	4,022,388	75,757,865	0 053095

2	Total of line 1, column (d).	2	0 199521
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 039904
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	77,460,408
5	Multiply line 4 by line 3.	5	3,090,980
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	18,959
7	Add lines 5 and 6.	7	3,109,939
8	Enter qualifying distributions from Part XII, line 4.	8	2,657,287

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

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

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1				
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)				
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	37,918	
c		All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0	
3		Add lines 1 and 2.		3	37,918	
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0	
5		Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	37,918	
6		Credits/Payments				
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	51,960		
b		Exempt foreign organizations—tax withheld at source	6b			
c		Tax paid with application for extension of time to file (Form 8868)	6c			
d		Backup withholding erroneously withheld	6d			
7		Total credits and payments. Add lines 6a through 6d.		7	51,960	
8		Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		8		
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9		
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	14,042	
11		Enter the amount of line 10 to be Credited to 2012 estimated tax	14,042	Refunded	11	0

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	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.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ 0 (2) On foundation managers \$ _____ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		No
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		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) MA _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW KENDALL ORG	13	Yes	
14	The books are in care of RICHARD G HOLLISTER Telephone no (617) 951-2525 Located at 176 FEDERAL STREET BOSTON MA ZIP+4 02110			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. ☐	1b		No
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 2011?	1c		No
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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years 20____, 20____, 20____, 20____ ☐ Yes ☒ No			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions).	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 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2011?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).	☐ Yes	☒ No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	5b		
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOHN P KENDALL 176 FEDERAL STREET BOSTON, MA 02110	TRUSTEE 2 00	0	0	0
ANDREW W KENDALL 176 FEDERAL STREET BOSTON, MA 02110	TRUSTEE 2 00	0	0	0
PHOEBE S WINDER 176 FEDERAL STREET BOSTON, MA 02110	TRUSTEE 2 00	0	0	0
THEODORE M SMITH 176 FEDERAL STREET BOSTON, MA 02110	EXECUTIVE DIRECTOR - DEFERRED COMP 1 00	156,667	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RICHARD G HOLLISTER 176 FEDERAL STREET BOSTON, MA 02110	DIRECTOR OF FINANCE 40 00	100,047	25,865	0
COURTNEY J BOURNS 176 FEDERAL STREET BOSTON, MN 02110	SENIOR PROGRAM OFFIC 40 00	57,500	8,810	0
Total number of other employees paid over \$50,000.				0

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
SALVATORE F BATTINELLI	FINANCIAL CONSULTANT	83,333
176 FEDERAL STREET BOSTON,MA 02110		
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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	76,420,618
b	Average of monthly cash balances.	1b	164,238
c	Fair market value of all other assets (see page 24 of the instructions).	1c	2,055,152
d	Total (add lines 1a, b, and c).	1d	78,640,008
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	78,640,008
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	1,179,600
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	77,460,408
6	Minimum investment return. Enter 5% of line 5.	6	3,873,020

Part XI

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

1	Minimum investment return from Part X, line 6.	1	3,873,020
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	37,918
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	37,918
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	3,835,102
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	3,835,102
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	3,835,102

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	2,657,287
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	2,657,287
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,657,287
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1		Distributable amount for 2011 from Part XI, line 7			
2		Undistributed income, if any, as of the end of 2011			
a		Enter amount for 2010 only. 0			
b		Total for prior years 20____, 20____, 20____ 0			
3		Excess distributions carryover, if any, to 2011			
a		From 2006.			
b		From 2007. 721,758			
c		From 2008. 910,250			
d		From 2009.			
e		From 2010.			
f		Total of lines 3a through e. 1,632,008			
4		Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 2,657,287			
a		Applied to 2010, but not more than line 2a 0			
b		Applied to undistributed income of prior years (Election required—see page 26 of the instructions) 0			
c		Treated as distributions out of corpus (Election required—see page 26 of the instructions). . . . 0			
d		Applied to 2011 distributable amount. 2,657,287			
e		Remaining amount distributed out of corpus 0			
5		Excess distributions carryover applied to 2011 1,177,815			
		(If an amount appears in column (d), the same amount must be shown in column (a).)			
6		Enter the net total of each column as indicated below:			
a		Corpus Add lines 3f, 4c, and 4e Subtract line 5 454,193			
b		Prior years' undistributed income Subtract line 4b from line 2b. 0			
c		Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. 0			
d		Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions 0			
e		Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions 0			
f		Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011. 0			
7		Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions). 0			
8		Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions). 0			
9		Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a 454,193			
10		Analysis of line 9			
a		Excess from 2007.			
b		Excess from 2008. 454,193			
c		Excess from 2009.			
d		Excess from 2010.			
e		Excess from 2011.			

Part XIVPrivate Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling.

b

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2011	(b) 2010	(c) 2009	(d) 2008	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed.					
d	Amounts included in line 2c not used directly for active conduct of exempt activities.					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3	Complete 3a, b, or c for the alternative test relied upon					
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 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
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 organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

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

b

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

c

Any submission deadlines

d

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

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 Additional Data Table				
Total			3a	2,068,366
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	1,804,392	
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.			14	370,545	
8 Gain or (loss) from sales of assets other than inventory			18	36,859	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e). .		0		2,211,796	0
13 Total. Add line 12, columns (b), (d), and (e).			13	2,211,796	2,211,796

[illegible]

Part XVII

1

(a)

2.

■

1

4.

Additional Data

Software ID:
Software Version:
EIN: 04-6029103
Name: HENRY P KENDALL FOUNDATION

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ALYDAR FUND, LP - K-1 SHORT TERM	P		2011-12-31
ALYDAR FUND, LP - K-1 LONG TERM	P		2011-12-31
SIGULER GUFF II - K-1 SHORT TERM	P		2011-12-31
SIGULER GUFF II - K-1 LONG TERM	P		2011-12-31
SIGULER GUFF III - K-1 SHORT TERM	P		2011-12-31
SIGULER GUFF III - K-1 LONG TERM	P		2011-12-31
POWERSHARES DB COMMODITY - K-1 NET LONG TERM	P		2011-12-31
ENTERPRISE PRODUCTS PARTNERS - K-1 LONG TERM	P		2011-12-31
FIDUCIARY TRUST - SPIDER	P		2011-12-31
FIDUCIARY TRUST - WINDHAVEN DIVERSIFIED AGGRESSIVE	P		2011-12-31
FIDUCIARY TRUST - WINDHAVEN DIVERSIFIED AGGRESSIVE	P		2011-12-31
FIDUCIARY TRUST - COLUMBIA	P		2011-12-31
FIDUCIARY TRUST - ARTIO	P		2011-12-31
FIDUCIARY TRUST - RICE HALL	P		2011-12-31
FIDUCIARY TRUST - RAINIER	P		2011-12-31
FIDUCIARY TRUST - WINDHAVEN INVESTMENT	P		2011-12-31
FIDUCIARY TRUST - WINDHAVEN INVESTMENT	P		2011-12-31
FIDUCIARY TRUST - DELPHI	P		2011-12-31
FIDUCIARY TRUST - DELPHI	P		2011-12-31
NET BASIS ADJUSTMENTS FROM SALES OF PUBLICLY TRADED PARTNERSHIPS	P		2011-12-31
NET BASIS ADJUSTMENTS FROM SALES OF PUBLICLY TRADED PARTNERSHIPS	P		2011-12-31
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
		56,398	-56,398
247,264			247,264
2,142			2,142
89,502			89,502
9,400			9,400
34,836			34,836
1,006			1,006
419			419
1,088,866		1,200,461	-111,595
425,956		434,242	-8,286
101,089		68,949	32,140
700,000		1,078,146	-378,146
700,000		973,646	-273,646
1,080,000		1,197,045	-117,045
1,080,000		1,118,394	-38,394
1,205,594		1,247,746	-42,152
490,291		364,219	126,072
532,370		570,532	-38,162
2,002,382		1,692,056	310,326
		2,489	-2,489
27,049			27,049
249,001			249,001

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			-56,398
			247,264
			2,142
			89,502
			9,400
			34,836
			1,006
			419
			-111,595
			-8,286
			32,140
			-378,146
			-273,646
			-117,045
			-38,394
			-42,152
			126,072
			-38,162
			310,326
			-2,489
			27,049
			249,001

Form 990PF Part XV Line 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				
AMHERST COLLEGE220 SOUTH PLEASANT STREET AMHERST,MA 01002	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	250,000
BENJAMIN FRANKLIN INSTITUTE OF TECHNOLOGY41 BERKELEY STREET BOSTON,MA 02116	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	300,000
BOLTON WALKERS DBA JUST CAUSE WALK FOR BREAST CANCERPO BOX 132 BOLTON,MA 01740	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	10,000
BOSTON NATURAL AREAS NETWORK62 SUMMER STREET SECOND FLOOR BOSTON,MA 02110	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	325,000
BUZZARDS BAY MUSICFESTPO BOX 443 MARION,MA 02738	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	1,000
CENTER FOR AN AGRICULTURAL ECONOMYPO BOX 451 HARDWICK,VT 05843	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	75,000
CHURCH OF THE HOLY TRINITY PO BOX 387 OXFORD,MD 21654	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	5,000
CONNIE GOLDMAN PRODUCTIONS68 LEONARD STREET BELMONT,MA 02478	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	75,000
DEERFIELD ACADEMY7 BOYDEN LANE DEERFIELD,MA 01342	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	187,000
FAIR FOOD NETWORK205 E WASHINGTON ST SUITE B ANN ARBOR,MI 48104	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	25,000
FARM FRESH RHODE ISLAND1005 MAIN ST 1220 PAWTUCKET,RI 02860	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	50,000
FRANKLIN COUNTY COMMUNITY DEVELOPMENT CORPORATION 324 WELLS STREET GREENFIELD,MA 01301	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	67,200
HAITIAN AMERICAN PUBLIC HEALTH INITIATIVESPO BOX 260386 MATTAPAN,MA 02126	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	30,000
HAMPSHIRE COLLEGE893 WEST STREET AMHERST,MA 01002	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	150,000
HERITAGE MUSEUMS AND GARDENS67 GROVE STREET SANDWICH,MA 02563	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	3,000
INNOVATION NETWORK FOR COMMUNITIESPO BOX 397 BEAVER ISLAND,MI 49782	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	25,000
JUST FOOD INC1155 AVENUE OF THE AMERICAS 3RD FLOOR NEW YORK,NY 10036	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	25,000
MAINE MARITIME ACADEMY PLEASANT STREET CASTINE,ME 04420	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	5,000
MASSACHUSETTS GENERAL HOSPITAL165 CAMBRIDGE ST SUITE 600 BOSTON,MA 02114	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	100,000
MILLS COLLEGE5000 MACARTHUR BLVD OAKLAND,CA 94613	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	10,000
MONTANA (UNIVERSITY OF) - RETURN OF UNEXPENDED GRANT FUNDSPO BOX 7159 MISSOULA,MT 59807	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	-1,250
NEW ENGLAND FARMERS UNION EDUCATIONAL FOUNDATIONPO BOX 226 SHELBURNE FALLS,MA 01370	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	25,000
NEW ENGLAND GRASSROOTS ENVIRONMENT FUNDPO BOX 1057 MONTPELIER,VT 05601	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	50,000
OLD DARTMOUTH HISTORICAL SOCIETY18 JOHNNY CAKE HILL NEW BEDFORD,MA 02740	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	5,000
OXFORD COMMUNITY CENTERPO BOX 308 OXFORD,MD 21654	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	50,000
RED TOMATO1033 TURNPIKE STREET CANTON,MA 02021	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	50,000
SAINT GABRIEL'S EPISCOPAL CHURCHPO BOX 545 MARION,MA 02738	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	5,000
SOUTHSIDE COMMUNITY LAND TRUST109 SOMERSET STREET PROVIDENCE,RI 02907	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	50,000
ST PHILIPS IN THE HILLS EPISCOPAL CHURCHPO BOX 65840 TUCSON,AZ 85728	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	5,000
THE FOOD PROJECT10 LEWIS STREET LINCOLN,MA 01773	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	25,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
VERMONT SUSTAINABLE JOBS FUND3 PITKIN COURT SUITE 301E MONTPELIER,VT 05602	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	50,000
WHOLESOME WAVE FOUNDATION 189 STATE STREET BRIDGEPORT,CT 06604	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	40,000
YALE UNIVERSITY - RETURN OF UNEXPENDED GRANT FUNDS5717 CORBETT HALL ROOM 408 ORONO,ME 04469	NO RELATIONSHIP	EXEMPT UNDER 501 (C)(	UNRESTRICTED CHARITABLE GRANT	-3,584
Total			3a	2,068,366

Form

4562

Depreciation and Amortization
(Including Information on Listed Property)

OMB No 1545-0172

2011

Attachment
Sequence No 179

Department of the Treasury
Internal Revenue Service (99)

See separate instructions. Attach to your tax return.

Name(s) shown on return HENRY P KENDALL FOUNDATION	Business or activity to which this form relates FORM 990-PF PAGE 1	Identifying number 04-6029103
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Part I Election to Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I.

1 Maximum amount (see instructions)	1	500,000
2 Total cost of section 179 property placed in service (see instructions)	2	
3 Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4 Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5 Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost	
7 Listed property Enter the amount from line 29	7		
8 Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8		
9 Tentative deduction Enter the smaller of line 5 or line 8	9		
10 Carryover of disallowed deduction from line 13 of your 2010 Form 4562	10		
11 Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11		
12 Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12		
13 Carryover of disallowed deduction to 2012 Add lines 9 and 10, less line 12	13		

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)

14 Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15 Property subject to section 168(f)(1) election	15	
16 Other depreciation (including ACRS)	16	1,026

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A		
17 MACRS deductions for assets placed in service in tax years beginning before 2011	17	5,850
18 If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B—Assets Placed in Service During 2011 Tax Year Using the General Depreciation System						
(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property		9,884	5 0	HY	200 DB	773
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System						
20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (see instructions)

21 Listed property Enter amount from line 28	21	
22 Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	7,649
23 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V

Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)
Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A—Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No						24b If "Yes," is the evidence written? ☐ Yes ☐ No			
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation/ deduction	(i) Elected section 179 cost	
25Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)							25		
26 Property used more than 50% in a qualified business use									
		%							
		%							
		%							
27 Property used 50% or less in a qualified business use									
		%				S/L -			
		%				S/L -			
		%				S/L -			
28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1						28			
29 Add amounts in column (i), line 26 Enter here and on line 7, page 1							29		

Section B—Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person
If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

30 Total business/investment miles driven during the year (do not include commuting miles)	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
31 Total commuting miles driven during the year												
32 Total other personal(noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C—Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons (see instructions)

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)		
Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles		

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2011 tax year (see instructions)					
43 Amortization of costs that began before your 2011 tax year				43	
44 Total. Add amounts in column (f) See the instructions for where to report				44	

TY 2011 Accounting Fees Schedule

Name: HENRY P KENDALL FOUNDATION

EIN: 04-6029103

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	34,000	17,000		17,000

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Depreciation Schedule

Name: HENRY P KENDALL FOUNDATION

EIN: 04-6029103

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER EQUIPMENT 2003 - 2008	2006-12-31	28,796	28,087	200DB	5 0000000000000	599	0		
COMPUTER EQUIPMENT - 2010	2010-12-31	30,586	18,725	200DB	5 0000000000000	4,745	0		
COMPUTER EQUIPMENT - 2011	2011-12-31	9,884		200DB	5 0000000000000	773	0		
LEASEHOLD IMPROVEMENTS	2003-06-01	21,795	4,239	SL	39 0000000000000	558	0		
LAND - GAGNON	2003-03-14	1,568,378		L		0	0		
FURNITURE & FIXTURES	2002-07-01	6,740	6,740	200DB	7 0000000000000	0	0		
FURNITURE & FIXTURES	2006-05-02	2,572	1,998	200DB	7 0000000000000	229	0		
FURNITURE & FIXTURES	2008-08-15	2,216	1,247	200DB	7 0000000000000	277	0		
SOFTWARE LICENSE	2011-07-15	2,808		SL	3 0000000000000	468	0		

**TY 2011 Investments Corporate
Stock Schedule****Name:** HENRY P KENDALL FOUNDATION**EIN:** 04-6029103

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SECURITIES, FIXED INCOME & MUTUAL FUNDS	71,284,777	71,284,777

TY 2011 Land, Etc. Schedule**Name:** HENRY P KENDALL FOUNDATION**EIN:** 04-6029103

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTER EQUIPMENT 2003 - 2008	28,796	28,686	110	110
COMPUTER EQUIPMENT - 2010	30,586	23,470	7,116	7,116
COMPUTER EQUIPMENT - 2011	9,884	773	9,111	9,111
LEASEHOLD IMPROVEMENTS	21,795	4,797	16,998	16,998
LAND - GAGNON	1,568,378	0	1,568,378	1,568,378
FURNITURE & FIXTURES	6,740	6,740	0	
FURNITURE & FIXTURES	2,572	2,227	345	345
FURNITURE & FIXTURES	2,216	1,524	692	692
SOFTWARE LICENSE	2,808	468	2,340	2,340

TY 2011 Legal Fees Schedule

Name: HENRY P KENDALL FOUNDATION

EIN: 04-6029103

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	9,041	0		9,041

TY 2011 Other Assets Schedule**Name:** HENRY P KENDALL FOUNDATION**EIN:** 04-6029103

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
CASH SURRENDER VALUE	1,851,188	527,769	527,769
SECURITY DEPOSITS	13,240	13,240	13,240

TY 2011 Other Decreases Schedule

Name: HENRY P KENDALL FOUNDATION

EIN: 04-6029103

Description	Amount
NET UNREALIZED LOSS ON INVESTMENTS AND LIMITED PARTNERSHIPS	3,084,787

TY 2011 Other Expenses Schedule

Name: HENRY P KENDALL FOUNDATION

EIN: 04-6029103

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
COMPUTER EXPENSE	14,184	5,532		8,652
DUES & SUBSCRIPTIONS	5,149	2,008		3,141
OFFICE EXPENSE	5,757	2,245		3,512
POSTAGE & DELIVERY	853	333		520
PHOTOCOPYING	3,079	1,201		1,878
INSURANCE	2,561	999		1,562
PROGRAM EXPENSES	40,064	15,625		24,439
TELEPHONE & INTERNET	2,369	924		1,445
SHARON PROPERTY COSTS	6,333	2,470		3,863
DEDUCTIONS FROM ALYDAR K-1	22,000	22,000		0
DEDUCTIONS FROM IVORY K-1	15,258	15,258		0
DEDUCTIONS FROM SIGULER GUFF II K-1	33,919	33,919		0
DEDUCTIONS FROM SIGULER GUFF III K-1	28,482	28,482		0
DEDUCTIONS FROM POWERSHARES DB COMMODITY INDEX TRACKING FUND K-1	0	924		0

TY 2011 Other Income Schedule**Name:** HENRY P KENDALL FOUNDATION**EIN:** 04-6029103

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ALYDAR FUND L P - K-1	-35,175	-35,175	-35,175
IVORY - K-1	-9,175	-9,175	-9,175
SIGULER GUFF DISTRESSED OPPORTUNITIES FUND II, LP - K-1	24,435	24,435	24,435
SIGULER GUFF DISTRESSED OPPORTUNITIES FUND III, LP - K-1	77,393	77,393	77,393
INCREASE IN CSV OF LIFE INSURANCE	103,189	103,189	103,189
PROCEEDS IN EXCESS OF LIFE INSURANCE VALUE	209,878	209,878	209,878

TY 2011 Other Increases Schedule

Name: HENRY P KENDALL FOUNDATION

EIN: 04-6029103

Description	Amount
OTHER DIFFERENCES AS REPORTED ON K-1 PASS THROUGH ENTITIES	335

TY 2011 Other Professional Fees Schedule**Name:** HENRY P KENDALL FOUNDATION**EIN:** 04-6029103

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ALLOCABLE CONSULTING FEES	117,350	99,747		17,603
INVESTMENT MANAGEMENT FEES	47,532	47,532		0
CUSTODIAN FEES	45,551	45,551		0
EXECUTIVE SEARCH	26,044	0		26,044

TY 2011 Taxes Schedule**Name:** HENRY P KENDALL FOUNDATION**EIN:** 04-6029103

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MASSACHUSETTS ANNUAL REPORT - FORM PC	500	0		500
FEDERAL EXCISE TAX ON NET INVESTMENT INCOME	45,000	0		0
OTHER TAXES IN CONNECTION WITH NET INVESTMENT INCOME	237	237		0