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 , and ending

Name of foundation		A Employer identification number
MONSWEAG FOUNDATION		22-3887737
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number
194 SIMON WILLARD ROAD		(617) 422-8211
City or town, state, and ZIP code		C If exemption application is pending, check here ▶ ☐
CONCORD, MA 01742		

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☒ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 3,608,671.

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(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			N/A	
2 Check ▶ ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	22,610.	22,610.		STATEMENT 1
4 Dividends and interest from securities	68,124.	68,124.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	538.			
b Gross sales price for all assets on line 6a 668,637.				
7 Capital gain net income (from Part IV, line 2)		538.		
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	1,966.	600.		STATEMENT 3
12 **Total.** Add lines 1 through 11	93,238.	91,872.		
Operating and Administrative Expenses				
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 4	9,400.	0.		0.
c Other professional fees STMT 5	21,864.	21,864.		0.
17 Interest				
18 Taxes STMT 6	3,273.	1,973.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 7	893.	0.		70.
24 **Total operating and administrative expenses.** Add lines 13 through 23	35,430.	23,837.		70.
25 Contributions, gifts, grants paid	220,000.			220,000.
26 **Total expenses and disbursements.** Add lines 24 and 25	255,430.	23,837.		220,070.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-162,192.			
b **Net investment income** (if negative, enter -0-)		68,035.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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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			
	2	Savings and temporary cash investments	88,518.	266,018.	266,018.
	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			
	b	Investments - corporate stock STMT 8	1,604,532.	1,395,791.	1,439,833.
	c	Investments - corporate bonds STMT 9	1,358,369.	1,196,280.	1,288,644.
	11	Investments - land buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 10	632,434.	663,572.	614,176.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	3,683,853.	3,521,661.	3,608,671.
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 ▶ ☐ 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 ▶ [X] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	3,683,853.	3,521,661.	
	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**	3,683,853.	3,521,661.	
	31	**Total liabilities and net assets/fund balances**	3,683,853.	3,521,661.	

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	3,683,853.
2	Enter amount from Part I, line 27a	2	-162,192.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	3,521,661.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,521,661.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	668,637.		668,099.	538.

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				538.

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** 538.

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))
2010	195,070.	3,702,840.	.052681
2009	340,140.	3,476,925.	.097828
2008	341,570.	4,364,328.	.078264
2007	347,570.	4,887,960.	.071107
2006	355,070.	4,832,847.	.073470

2	**Total** of line 1, column (d)	2	.373350
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	.074670
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	3,670,084.
5	Multiply line 4 by line 3	5	274,045.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	680.
7	Add lines 5 and 6	7	274,725.
8	Enter qualifying distributions from Part XII, line 4	8	220,070.

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)			1	1,361.
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	1,361.
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	1,361.
6 Credits/Payments				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,558.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	1,300.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments Add lines 6a through 6d			7	2,858.
8 Enter any **penalty** for underpayment of estimated tax Check here [X] 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	1,497.
11 Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶		1,497. Refunded ▶	11	0.

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	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 ▶ JOHN A. WEBSTER, JR. Telephone no ▶ (617) 422-8211

Located at ▶ 194 SIMON WILLARD ROAD, CONCORD, MA ZIP+4 ▶ 01742

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
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		X
	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

				Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.				
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 instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
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		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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	☐ Yes ☒ 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*)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		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 [X] 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 [X] No

(3) Provide a grant to an individual for travel, study, or other similar purposes? [ ] Yes [X] 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 [X] 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 [X] 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 [X] No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? — 6b No: 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 [X] 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
ANN S. WEBSTER 194 SIMON WILLARD ROAD CONCORD, MA 01742	TRUSTEE 0.00	0.	0.	0.
JOHN A. WEBSTER, JR. 194 SIMON WILLARD ROAD CONCORD, MA 01742	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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AMENDED

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	3,641,977.
b	Average of monthly cash balances	1b	83,997.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	3,725,974.
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	3,725,974.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	55,890.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,670,084.
6	**Minimum investment return.** Enter 5% of line 5	6	183,504.

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	183,504.
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 1,361.		
b	Income tax for 2011 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	1,361.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	182,143.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	182,143.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	182,143.

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	220,070.
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	220,070.
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	220,070.

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 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				182,143.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006 119,431.				
b From 2007 119,868.				
c From 2008 126,471.				
d From 2009 168,038.				
e From 2010 11,426.				
f Total of lines 3a through e	545,234.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 220,070.				
a Applied to 2010, 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 2011 distributable amount				182,143.
e Remaining amount distributed out of corpus	37,927.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	583,161.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				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 2006 not applied on line 5 or line 7	119,431.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	463,730.			
10 Analysis of line 9				
a Excess from 2007 119,868.				
b Excess from 2008 126,471.				
c Excess from 2009 168,038.				
d Excess from 2010 11,426.				
e Excess from 2011 37,927.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

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

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

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see 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))

SEE STATEMENT 11

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

NONE

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

Check here ▶ [X] 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 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

AMENDED

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
CHILDREN'S HOSPITAL BOSTON 300 LONGWOOD AVE BOSTON, MA 02115	N/A	501 (C)(3)	GENERAL	200,000.
THE HOME FOR LITTLE WANDERERS 271 HUNTINGTON AVENUE BOSTON, MA 02115	N/A	501 (C)(3)	GENERAL	20,000.
Total			▶ 3a	220,000.
b Approved for future payment NONE				
Total			▶ 3b	0.

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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) Related or exempt function income
	(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			14	22,610.	
4 Dividends and interest from securities			14	68,124.	
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	1,966.	
8 Gain or (loss) from sales of assets other than inventory			18	538.	
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.		93,238.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 93,238.

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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) is based on all information of which preparer has any knowledge

▶ Linda H Webster | Date | ▶ Title

Signature of officer or trustee

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Susan Delgado	Susan Delgado	7/22/13		
Firm's name ▶ WTAS LLC			Firm's EIN ▶ 33-1197384	
Firm's address ▶ 125 HIGH STREET, 16TH FLOOR BOSTON, MA 02110			Phone no (617) 292-8400	

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	GOLDMAN SACHS 38662 - SEE ATTACHED STMT	P	VARIOUS	VARIOUS
b	GOLDMAN SACHS 38662 - SEE ATTACHED STMT	P	VARIOUS	VARIOUS
c	GOLDMAN SACHS 46412 - SEE ATTACHED STMT	P	VARIOUS	VARIOUS
d	GOLDMAN SACHS 46412 - SEE ATTACHED STMT	P	VARIOUS	VARIOUS
e	NON US EQUITY PORTFOLIO MANAGERS: PORTFOLIO 4 LLC	P	VARIOUS	VARIOUS
f	NON US EQUITY PORTFOLIO MANAGERS: PORTFOLIO 4 LLC	P	VARIOUS	VARIOUS
g	CAPITAL GAINS DIVIDENDS			
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	4,589.		4,650.	-61.
b	526,449.		571,828.	-45,379.
c	12,946.		9,451.	3,495.
d	98,305.		82,170.	16,135.
e	1,302.			1,302.
f	20,737.			20,737.
g	4,309.			4,309.
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			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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				-61.
b				-45,379.
c				3,495.
d				16,135.
e				1,302.
f				20,737.
g				4,309.
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	538.
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

REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	0 00	Net Covered Long-Term Gains (Losses)	0 00	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short-Term Gains (Losses)	(60 86)	Net NonCovered Long-Term Gains (Losses)	(45,379 69)		
Net 1099B Non Reportable Short-Term Gains (Losses)	0 00	Net 1099B Non Reportable Long-Term Gains (Losses)	0 00		
Net Miscellaneous Short-Term Gains (Losses)	0 00	Net Miscellaneous Long-Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short-Term Gains (Losses)	0 00	Net Regulated Futures Contract Long-Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**(60.86)**	**Total Long-Term Gains (Losses)**	**(45,379.69)**	**Total Ordinary Gains (Losses)**	**0.00**

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Short-Term Gains (Losses)							
GS CORE FIXED INCOME FUND INSTITUTIONAL SHARES (38141W810)	11/30/2010	02/04/2011	123 23	1,201 51	0 00	1,231 09	(29 58)
GS CORE FIXED INCOME FUND INSTITUTIONAL SHARES (38141W810)	01/31/2011	02/04/2011	128 94	1,257 15	0 00	1,268 75	(11 61)
GS CORE FIXED INCOME FUND INSTITUTIONAL SHARES (38141W810)	12/31/2010	02/04/2011	218 53	2,130 63	0 00	2,150 30	(19 67)
Net NonCovered Short-Term Gains (Losses)				**4,589.29**	**0.00**	**4,650.14**	**(60.86)**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
GS CORE FIXED INCOME FUND INSTITUTIONAL SHARES (38141W810)	12/31/2009	02/04/2011	171 23	1,669 51	0.00	1,609 58	59 93
GS CORE FIXED INCOME FUND INSTITUTIONAL SHARES (38141W810)	10/08/2008	02/04/2011	246 37	2,402 14	0 00	2,173 01	229 13
GS CORE FIXED INCOME FUND INSTITUTIONAL SHARES (38141W810)	10/08/2008	02/04/2011	489.71	4,774 68	0 00	4,319 24	455 44
GS CORE FIXED INCOME FUND INSTITUTIONAL SHARES (38141W810)	11/23/2009	02/04/2011	8,871 80	86,500 00	0 00	84,193 34	2,306 66
GS GLOBAL INCOME FUND INSTITUTIONAL SHARES (38141W737)	08/29/2003	02/04/2011	3 12	39 55	0.00	44 86	(5 31)
GS GLOBAL INCOME FUND INSTITUTIONAL SHARES (38141W737)	01/30/2008	02/04/2011	48 93	619 47	0 00	646 87	(27 40)
GS GLOBAL INCOME FUND INSTITUTIONAL SHARES (38141W737)	08/29/2003	02/04/2011	53.34	675 34	0.00	765 95	(90 62)

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds[5]	Total Accretion (Amortization)	Cost Basis[4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
GS GLOBAL INCOME FUND INSTITUTIONAL SHARES (38141W737)	09/30/2003	02/04/2011	56 19	711 42	0 00	814 19	(102 77)
GS GLOBAL INCOME FUND INSTITUTIONAL SHARES (38141W737)	10/31/2003	02/04/2011	61 73	781 44	0 00	885 69	(104 25)
GS GLOBAL INCOME FUND INSTITUTIONAL SHARES (38141W737)	11/30/2004	02/04/2011	68 42	866 15	0 00	935 24	(69 09)
GS GLOBAL INCOME FUND INSTITUTIONAL SHARES (38141W737)	01/28/2005	02/04/2011	70 99	898 79	0 00	960 55	(61 77)
GS GLOBAL INCOME FUND INSTITUTIONAL SHARES (38141W737)	02/25/2005	02/04/2011	71 68	907 51	0 00	962 70	(55 19)
GS GLOBAL INCOME FUND INSTITUTIONAL SHARES (38141W737)	03/30/2005	02/04/2011	72 79	921 57	0 00	973 25	(51 68)
GS GLOBAL INCOME FUND INSTITUTIONAL SHARES (38141W737)	11/29/2005	02/04/2011	76 30	965 94	0 00	1,005 62	(39 68)
GS GLOBAL INCOME FUND INSTITUTIONAL SHARES (38141W737)	08/06/2003	02/04/2011	153 50	1,943 27	0 00	2,223 99	(280 72)
GS GLOBAL INCOME FUND INSTITUTIONAL SHARES (38141W737)	12/31/2004	02/04/2011	296 37	3,752 01	0 00	3,986 13	(234 12)
GS GLOBAL INCOME FUND INSTITUTIONAL SHARES (38141W737)	08/06/2003	02/04/2011	314 10	3,976 56	0 00	4,550 99	(574 43)
GS GLOBAL INCOME FUND INSTITUTIONAL SHARES (38141W737)	12/16/2003	02/04/2011	589 56	7,463 80	0 00	8,506 65	(1,042 85)
GS GLOBAL INCOME FUND INSTITUTIONAL SHARES (38141W737)	12/16/2003	05/03/2011	2,749 41	35,000 00	0 00	39,670 91	(4,670 91)
GS REAL ESTATE SECURITIES FUND INSTITUTIONAL SHARES (38142V787)	03/31/2004	05/03/2011	12 73	178 49	0 00	195 39	(16 90)
GS REAL ESTATE SECURITIES FUND INSTITUTIONAL SHARES (38142V787)	12/12/2006	05/03/2011	13 73	192 47	0 00	312 59	(120 12)
GS REAL ESTATE SECURITIES FUND INSTITUTIONAL SHARES (38142V787)	03/29/2007	05/03/2011	54 24	760 42	0 00	1,238 79	(478 37)
GS REAL ESTATE SECURITIES FUND INSTITUTIONAL SHARES (38142V787)	12/12/2006	05/03/2011	1,419 46	19,900 89	0 00	32,321 19	(12,420 30)
BNP PARIBAS LINKED TO S&P 500 0% COUPON DUE 10/27/2011 STRUCTURED NOTE (05565A657)	10/02/2009	10/27/2011	100 00	100,000 00	0 00	100,002 53	(2 53)
GS LARGE CAP VALUE FUND INSTITUTIONAL SHARES (38142Y773)	12/13/2007	12/29/2011	17 97	195 28	0.00	251 51	(56 23)
GS LARGE CAP VALUE FUND INSTITUTIONAL SHARES (38142Y773)	12/08/2010	12/29/2011	273 28	2,970 54	0.00	3,134 51	(163 97)
GS LARGE CAP VALUE FUND INSTITUTIONAL SHARES (38142Y773)	12/10/2004	12/29/2011	350 65	3,811 53	0.00	4,477 76	(666.23)
GS LARGE CAP VALUE FUND INSTITUTIONAL SHARES (38142Y773)	12/08/2005	12/29/2011	478 03	5,196 21	0 00	6,137 93	(941 72)

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
GS LARGE CAP VALUE FUND INSTITUTIONAL SHARES (38142Y773)	12/10/2004	12/29/2011	558 03	6,065 80	0 00	7,126 06	(1,060 26)
GS LARGE CAP VALUE FUND INSTITUTIONAL SHARES (38142Y773)	12/08/2005	12/29/2011	826 05	8,979 11	0 00	10,606 42	(1,627 31)
GS LARGE CAP VALUE FUND INSTITUTIONAL SHARES (38142Y773)	12/08/2005	12/29/2011	2,660.09	28,915 21	0 00	34,155 59	(5,240 38)
GS LARGE CAP VALUE FUND INSTITUTIONAL SHARES (38142Y773)	10/28/2003	12/29/2011	7,175 71	78,000 00	0 00	75,020 71	2,979 29
GS LARGE CAP VALUE FUND INSTITUTIONAL SHARES (38142Y773)	12/27/2005	12/29/2011	10,709 61	116,413 46	0 00	137,618 49	(21,205 03)
Net NonCovered Long-Term Gains (Losses)				**526,448.56**	**0.00**	**571,828.23**	**(45,379.69)**

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

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Realized and unrealized gains and loss values do not include securities for which cost basis is unavailable The recognition of any loss reflected herein may be disallowed or deferred by the application of capital loss *limitations, wash sale rules or other special tax rules, and you are strongly urged to consult your own outside tax and other advisors about this and all tax-related matters addressed in any way herein* All information regarding the cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account(s) were provided by you and/or a third party and Goldman Sachs makes no representation as to the accuracy and completeness of such information and it should not be relied upon as such

REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	(317 92)	Net Covered Long-Term Gains (Losses)	0 00	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short-Term Gains (Losses)	3,812 91	Net NonCovered Long-Term Gains (Losses)	16,135 02		
Net 1099B Non Reportable Short-Term Gains (Losses)	0 00	Net 1099B Non Reportable Long-Term Gains (Losses)	0 00		
Net Miscellaneous Short-Term Gains (Losses)	0 00	Net Miscellaneous Long-Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short-Term Gains (Losses)	0 00	Net Regulated Futures Contract Long-Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**3,494.99**	**Total Long-Term Gains (Losses)**	**16,135.02**	**Total Ordinary Gains (Losses)**	**0.00**

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
MEDCO HEALTH SOLUTIONS, INC CMN (58405U102)	05/09/2011	10/26/2011	18 00	923 97	0 00	1,137 32	(213 35)
MEDCO HEALTH SOLUTIONS, INC CMN (58405U102)	04/12/2011	10/26/2011	25 00	1,283 29	0 00	1,387 86	(104 57)
Net Covered Short-Term Gains (Losses)				**2,207.26**	**0.00**	**2,525.18**	**(317.92)**
NonCovered Short-Term Gains (Losses)							
PERRIGO COMPANY CMN (714290103)	09/07/2010	04/12/2011	34 00	2,891 92	0 00	1,968 22	923 70
POLYCOM INC CMN (73172K104)	09/07/2010	04/13/2011	29 00	1,405 97	0.00	794 48	611 49
POLYCOM INC CMN (73172K104)	09/07/2010	04/26/2011	39.00	2,283 92	0 00	1,068 44	1,215 48
POLYCOM INC CMN (73172K104)	09/07/2010	05/06/2011	9 00	519 27	0 00	246 56	272 71
POLYCOM INC CMN (73172K104)	09/27/2010	05/06/2011	13 00	750 05	0 00	366 02	384 04
MEDCO HEALTH SOLUTIONS, INC CMN (58405U102)	09/27/2010	08/10/2011	6 00	320 87	0 00	307 17	13 69
MEDCO HEALTH SOLUTIONS, INC CMN (58405U102)	09/07/2010	08/10/2011	48.00	2,566 93	0 00	2,175 13	391 80
Net NonCovered Short-Term Gains (Losses)				**10,738.93**	**0.00**	**6,926.02**	**3,812.91**

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
VERISIGN INC CMN (92343E102)	07/15/2008	01/03/2011	1 00	33 37	0 00	33 93	(0 56)
VERISIGN INC CMN (92343E102)	07/28/2008	01/03/2011	61 00	2,035 40	0 00	2,030 42	4 98
INTUIT INC CMN (461202103)	12/29/2005	01/11/2011	52 00	2,479 23	0 00	1,398 28	1,080 95
NIKE CLASS-B CMN CLASS B (654106103)	04/09/2009	01/14/2011	12 00	997 72	0.00	631 14	366 58
NIKE CLASS-B CMN CLASS B (654106103)	04/01/2009	01/14/2011	16 00	1,330 30	0 00	751 84	578 46
GOOGLE, INC CMN CLASS A (38259P508)	05/02/2006	01/18/2011	1 00	640 14	0 00	391 85	248 29
PRICELINE COM INC CMN (741503403)	09/30/2009	01/18/2011	4 00	1,756 48	0 00	653 84	1,102 64
INTUIT INC CMN (461202103)	12/29/2005	01/19/2011	46 00	2,178 33	0 00	1,236 94	941 39
NIKE CLASS-B CMN CLASS B (654106103)	04/09/2009	01/19/2011	7 00	583 01	0 00	368 17	214 84
NOVO-NORDISK A/S ADR ADR CMN (670100205)	03/04/2009	01/19/2011	18 00	2,049 01	0.00	839 02	1,209 99
TERADATA CORPORATION CMN (88076W103)	10/19/2007	01/20/2011	23 00	1,049 02	0 00	637 96	411 06
VERISIGN INC CMN (92343E102)	07/28/2008	01/20/2011	33 00	1,073 26	0 00	1,098 42	(25 16)
PRICELINE COM INC CMN (741503403)	10/20/2009	02/23/2011	1 00	422 36	0 00	175 75	246 60
PRICELINE COM INC CMN (741503403)	09/30/2009	02/23/2011	1 00	422 36	0 00	163.46	258 90
TERADATA CORPORATION CMN (88076W103)	10/19/2007	02/23/2011	39 00	1,822 16	0.00	1,081.75	740 41
VERISIGN INC CMN (92343E102)	07/28/2008	02/24/2011	5 00	176 24	0 00	166 43	9 81
VERISIGN INC CMN (92343E102)	08/12/2008	02/24/2011	72 00	2,537 86	0 00	2,366 04	171 82
PRICELINE COM INC CMN (741503403)	10/20/2009	03/15/2011	4 00	1,811 80	0 00	703 01	1,108 79
INTUIT INC CMN (461202103)	12/29/2005	04/19/2011	14 00	760 11	0.00	376 46	383 65
INTUIT INC CMN (461202103)	12/29/2005	05/09/2011	49 00	2,656 40	0 00	1,317 61	1,338 79
SYNGENTA AG SPONSORED ADR CMN (87160A100)	03/03/2009	05/09/2011	7 00	489 84	0 00	272 27	217 57
SYNGENTA AG SPONSORED ADR CMN (87160A100)	03/04/2009	05/09/2011	10 00	699 77	0 00	405 72	294 04
PROCTER & GAMBLE COMPANY (THE) CMN (742718109)	03/02/2009	05/11/2011	21.00	1,384 25	0.00	997 12	387 13
PROCTER & GAMBLE COMPANY (THE) CMN (742718109)	02/01/2006	05/11/2011	29 00	1,911 58	0 00	1,723 27	188 31
PROCTER & GAMBLE COMPANY (THE) CMN (742718109)	10/16/2006	05/11/2011	41 00	2,702 58	0 00	2,547 36	155 22

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
PROCTER & GAMBLE COMPANY (THE) CMN (742718109)	12/29/2005	05/11/2011	112 00	7,382 66	0 00	6,525 56	857 10
MEDCO HEALTH SOLUTIONS, INC CMN (58405U102)	02/04/2009	07/21/2011	19.00	1,206 84	0 00	901 49	305 35
MEDCO HEALTH SOLUTIONS, INC CMN (58405U102)	03/02/2009	07/21/2011	42.00	2,667 76	0 00	1,595 32	1,072 44
MEDCO HEALTH SOLUTIONS, INC CMN (58405U102)	02/05/2009	07/21/2011	43.00	2,731 28	0 00	2,074 13	657 15
MEDCO HEALTH SOLUTIONS, INC CMN (58405U102)	01/30/2009	07/21/2011	56 00	3,557 02	0 00	2,533 27	1,023 75
MEDCO HEALTH SOLUTIONS, INC CMN (58405U102)	03/02/2009	07/25/2011	8 00	525 49	0 00	303 87	221 62
MEDCO HEALTH SOLUTIONS, INC CMN (58405U102)	02/12/2010	07/25/2011	30 00	1,970 57	0 00	1,854 52	116 05
MEDCO HEALTH SOLUTIONS, INC CMN (58405U102)	03/30/2009	07/25/2011	33 00	2,167 63	0.00	1,301 11	866 52
MEDCO HEALTH SOLUTIONS, INC CMN (58405U102)	02/12/2010	08/08/2011	1 00	51 21	0 00	61 82	(10 61)
MEDCO HEALTH SOLUTIONS, INC CMN (58405U102)	07/22/2010	08/08/2011	3 00	153 62	0 00	148 41	5 21
MEDCO HEALTH SOLUTIONS, INC CMN (58405U102)	05/03/2010	08/08/2011	23 00	1,177 73	0 00	1,331 37	(153 64)
MEDCO HEALTH SOLUTIONS, INC CMN (58405U102)	07/23/2010	08/10/2011	15 00	802 16	0 00	748 13	54 03
MEDCO HEALTH SOLUTIONS, INC CMN (58405U102)	07/22/2010	08/10/2011	32.00	1,711 28	0.00	1,583 03	128 25
THE BANK OF NY MELLON CORP CMN (064058100)	10/15/2008	08/19/2011	118 00	2,293 70	0.00	3,691 75	(1,398 05)
THE BANK OF NY MELLON CORP CMN (064058100)	11/24/2008	08/24/2011	40 00	791 36	0.00	1,216 63	(425 27)
THE BANK OF NY MELLON CORP CMN (064058100)	02/05/2009	08/24/2011	60.00	1,187 05	0.00	1,677 95	(490 90)
THE BANK OF NY MELLON CORP CMN (064058100)	10/15/2008	08/24/2011	80.00	1,582.73	0.00	2,502 88	(920 15)
THE BANK OF NY MELLON CORP CMN (064058100)	03/02/2009	08/24/2011	91 00	1,800 35	0.00	1,962 96	(162 61)
THE BANK OF NY MELLON CORP CMN (064058100)	01/29/2009	08/24/2011	109 00	2,156 47	0 00	2,952 62	(796 15)
CROWN CASTLE INTL CORP COMMON STOCK (228227104)	07/05/2007	10/06/2011	5 00	204 67	0 00	184 00	20 67
CROWN CASTLE INTL CORP COMMON STOCK (228227104)	07/02/2007	10/06/2011	74 00	3,029 08	0 00	2,709 52	319 57
TERADATA CORPORATION CMN (88076W103)	10/22/2007	10/06/2011	8.00	431 02	0 00	218 92	212 09
TERADATA CORPORATION CMN (88076W103)	10/19/2007	10/06/2011	19 00	1,023 66	0 00	527 01	496 66
ADOBE SYSTEMS INC CMN (00724F101)	05/01/2009	10/20/2011	51 00	1,331 29	0.00	1,400 81	(69 52)
MASTERCARD INCORPORATED CMN CLASS A (57636Q104)	02/08/2008	10/20/2011	4 00	1,298 31	0 00	811 58	486 73

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

Goldman Sachs

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
MASTERCARD INCORPORATED CMN CLASS A (57636Q104)	03/11/2008	10/20/2011	4 00	1,298 31	0 00	777 51	520 80
VISA INC CMN CLASS A (92826C839)	04/04/2008	10/20/2011	4 00	365 32	0 00	259 19	106 13
VISA INC CMN CLASS A (92826C839)	04/23/2008	10/20/2011	9 00	821 97	0.00	636 27	185 70
PERRIGO COMPANY CMN (714290103)	09/07/2010	10/24/2011	15 00	1,516 20	0.00	868 33	647 87
PRICELINE COM INC CMN (741503403)	10/20/2009	10/24/2011	3 00	1,546 68	0 00	527 26	1,019 42
MEDCO HEALTH SOLUTIONS, INC CMN (58405U102)	09/27/2010	10/26/2011	48 00	2,463 92	0 00	2,457 38	6 55
PRICELINE COM INC CMN (741503403)	10/20/2009	10/27/2011	1.00	520 05	0.00	175 75	344 30
PRICELINE COM INC CMN (741503403)	10/21/2009	10/27/2011	2.00	1,040 11	0 00	352 74	687 36
WALGREEN CO CMN (931422109)	12/29/2005	11/08/2011	96 00	3,123 18	0 00	4,248 96	(1,125 78)
EOG RESOURCES INC CMN (26875P101)	04/11/2008	12/30/2011	14 00	1,380 09	0 00	1,779 59	(399 50)
EOG RESOURCES INC CMN (26875P101)	03/11/2008	12/30/2011	17 00	1,675 83	0 00	2,002 77	(326 95)
EOG RESOURCES INC CMN (26875P101)	03/06/2008	12/30/2011	18 00	1,774 40	0 00	2,153 18	(378 78)
LOWES COMPANIES INC CMN (548661107)	10/29/2009	12/30/2011	50 00	1,273 73	0 00	992 30	281 43
LOWES COMPANIES INC CMN (548661107)	10/28/2009	12/30/2011	89 00	2,267 23	0.00	1,751 55	515 68
Net NonCovered Long-Term Gains (Losses)				**98,304.54**	**0.00**	**82,169.50**	**16,135.02**

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

The Monsweag Foundation EIN: 22-3887737

Attachment to Form 990-PF

Reason for Amendment

The 2011 return for Monsweag Foundation was originally filed with an investment account, which was incorrectly labeled as belonging to the foundation. The owner of this account was not the foundation and we are amending the return to remove any information from the account. The amended 2011 return shows the correct contribution amount for the foundation along with other corrected income and expense amounts.

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

SOURCE	AMOUNT
GOLDMAN SACHS 38662	22,531.
GOLDMAN SACHS 38662 - OID	63.
GOLDMAN SACHS 46412	13.
GOLDMAN SACHS 48883	1.
GOLDMAN SACHS 72648	1.
NON US EQUITY PORTFOLIO MANAGERS: PORTFOLIO 4 LLC	1.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	22,610.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
GOLDMAN SACHS 38662	49,800.	4,309.	45,491.
GOLDMAN SACHS 46412	3,300.	0.	3,300.
NON US EQUITY PORTFOLIO MANAGERS: PORTFOLIO 4 LLC	19,333.	0.	19,333.
TOTAL TO FM 990-PF, PART I, LN 4	72,433.	4,309.	68,124.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
NON TAXABLE DISTRIBUTIONS	1,337.	0.	
SEC 988 GAINS (FROM K-1)	636.	636.	
REFUNDED RECLAIMABLE FOREIGN TAX	29.	0.	
OTHER INCOME (FROM K-1)	-36.	-36.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,966.	600.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP FEES	9,400.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	9,400.	0.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	20,930.	20,930.		0.
BOND AMORTIZATION	934.	934.		0.
TO FORM 990-PF, PG 1, LN 16C	21,864.	21,864.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD	1,973.	1,973.		0.
Q1 FEDERAL ESTIMATED TAX PAID	1,300.	0.		0.
TO FORM 990-PF, PG 1, LN 18	3,273.	1,973.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MA FILING FEE	70.	0.		70.
NON DEDUCTIBLE EXPENSES	788.	0.		0.
RECLAIMABLE TAXES	35.	0.		0.
TO FORM 990-PF, PG 1, LN 23	893.	0.		70.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
GOLDMAN SACHS - PUBLIC EQUITY	1,395,791.	1,439,833.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,395,791.	1,439,833.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
GOLDMAN SACHS - FIXED INCOME	1,196,280.	1,288,644.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,196,280.	1,288,644.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
GOLDMAN SACHS - ALTERNATIVE INVESTMENTS	COST	663,572.	614,176.
TOTAL TO FORM 990-PF, PART II, LINE 13		663,572.	614,176.

FORM 990-PF PART XV - LINE 1A STATEMENT 11
LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

ANN S. WEBSTER
JOHN A. WEBSTER, JR.