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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

2011

For calendar year 2011 or tax year beginning SEP 1, 2011, and ending AUG 31, 2012

Name of foundation JOSIAH WILLARD HAYDEN RECREATION CENTRE, INC.		A Employer identification number 04-2203700
Number and street (or P.O. box number if mail is not delivered to street address) 24 LINCOLN STREET		B Telephone number (781) 862-8480
City or town, state, and ZIP code LEXINGTON, MA 02421		C If exemption application is pending, check here ☐
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) \$ 22,209,349.	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	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)
1	Contributions, gifts, grants, etc., received	2,000.			
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	502,399.	502,399.	502,399.	STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	49,725.			
b	Gross sales price for all assets on line 6a	2,526,511.			
7	Capital gain net income (from Part IV, line 2)		49,725.		
8	Net short-term capital gain			0.	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	2,550,141.	0.	2,550,141.	STATEMENT 2
12	Total. Add lines 1 through 11	3,104,265.	552,124.	3,052,540.	
13	Compensation of officers, directors, trustees, etc.	173,592.	17,359.	29,888.	143,704.
14	Other employee salaries and wages	1,253,002.	0.	12,529.	1,240,473.
15	Pension plans, employee benefits	21,887.	0.	0.	21,887.
16a	Legal fees				
b	Accounting fees	20,500.	10,250.	10,250.	10,250.
c	Other professional fees	139,359.	139,359.	139,359.	0.
17	Interest				
18	Taxes	109,864.	914.	1,895.	107,969.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	1,293,859.	1,957.	17,626.	1,253,147.
24	Total operating and administrative expenses. Add lines 13 through 23	3,012,063.	169,839.	211,547.	2,777,430.
25	Contributions, gifts, grants paid	31,450.			31,450.
26	Total expenses and disbursements. Add lines 24 and 25	3,043,513.	169,839.	211,547.	2,808,880.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	60,752.			
b	Net investment income (if negative, enter -0-)		382,285.		
c	Adjusted net income (if negative, enter -0-)			2,840,993.	

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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	149,764.	196,571.	196,571.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 8	1,327,789.	967,795.	967,795.
	b Investments - corporate stock STMT 9	5,611,219.	6,178,009.	6,178,009.
	c Investments - corporate bonds STMT 10	2,601,631.	2,263,700.	2,263,700.
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 11	6,987,518.	6,926,566.	6,926,563.	
14 Land, buildings, and equipment basis ▶ 5,676,711.	4,453,947.	5,676,711.	5,676,711.	
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	21,131,868.	22,209,352.	22,209,349.	
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 ▶ STATEMENT 12)	2,866.	2,536.		
23 Total liabilities (add lines 17 through 22)	2,866.	2,536.		
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	20,448,139.	21,494,858.	
	25 Temporarily restricted	577,579.	608,674.	
	26 Permanently restricted	103,284.	103,284.	
	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	21,129,002.	22,206,816.	
	31 Total liabilities and net assets/fund balances	21,131,868.	22,209,352.	

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	21,129,002.
2 Enter amount from Part I, line 27a	2	60,752.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	1,017,062.
4 Add lines 1, 2, and 3	4	22,206,816.
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	22,206,816.

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 PUBLICLY TRADED SECURITIES		P	VARIOUS	VARIOUS
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 2,526,511.		2,476,786.	49,725.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			49,725.
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	49,725.
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	0.

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

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

N/A

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			
2009			
2008			
2007			
2006			

2 Total of line 1, column (d)	2	
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	

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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 <u>11/25/91</u> (attach copy of letter if necessary-see instructions)	1	N/A
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	0.
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	
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	0.
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	0.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ Refunded ☐	11	

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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? * If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ <u>0.</u> (2) On foundation managers ☐ \$ <u>0.</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ <u>0.</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>MA</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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	X	
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation 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? Website address ► <u>WWW.JWHAYDEN.ORG</u>	13	X	
14	The books are in care of ► <u>DONALD K. MAHONEY</u> Telephone no ► <u>781-862-8480</u> Located at ► <u>24 LINCOLN STREET, LEXINGTON, MA</u> ZIP+4 ► <u>02421</u>			
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			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? If "Yes," list the years ►	☐ 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 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 ☒ No

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

☐ Yes ☒ No

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

☒ Yes ☐ No

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

☐ Yes ☒ No

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

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

5b

X

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

6b

X

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

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		173,592.	19,042.	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
LIZABETH FESTA - 24 LINCOLN STREET, LEXINGTON, MA 02421	PROGRAM DIR. 40.00	90,200.	19,042.	0.
WILLIAM GORE - 24 LINCOLN STREET, LEXINGTON, MA 02421	ICE DIRECTOR 40.00	77,000.	19,042.	0.
THOMAS CONNOLLY, JR - 24 LINCOLN STREET, LEXINGTON, MA 02421	MAINTENANCE 40.00	59,675.	19,042.	0.
GREG BALZARINI - 24 LINCOLN STREET, LEXINGTON, MA 02421	PE DIRECTOR 40.00	54,450.	535.	0.

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
A.J. MARTINI 5 LOWELL AVE, WINCHESTER, MA 01890	CONSTRUCTION	118,651.2.
ARLEX OIL 275 MASS. AVENUE, LEXINGTON, MA 02420	UTILITIES, OIL	186,826.
NSTAR ELECTRIC P.O. BOX 4508, WOBURN, MA 01888	ELECTRIC	159,000.
ATLANTIC TRUST COMPANY 24088 NETWORK PLACE, CHICAGO, IL 60673	INVESTMENT MANAGEMENT	139,359.
BLUE CROSS BLUE SHIELD 401 PARK DRIVE, BOSTON, MA 02215	HEALTH INSURANCE	127,164.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	15,182,454.
b	Average of monthly cash balances	1b	1,013,638.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	16,196,092.
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	16,196,092.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	242,941.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,953,151.
6	Minimum investment return. Enter 5% of line 5	6	797,658.

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

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,808,880.
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	2,808,880.
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	2,808,880.

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.

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Part XIII Undistributed Income (see instructions)

N/A

	(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				
b Total for prior years				
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e				
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (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				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instr				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

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 ▶ 11/25/91

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

	Prior 3 years				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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	797,658.	922,263.	882,599.	824,979.	3,427,499.
b 85% of line 2a	678,009.	783,924.	750,209.	701,232.	2,913,374.
c Qualifying distributions from Part XII, line 4 for each year listed	2,808,880.	2,651,197.	2,545,825.	2,565,014.	10,570,916.
d Amounts included in line 2c not used directly for active conduct of exempt activities	0.	0.	0.	0.	0.
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	2,808,880.	2,651,197.	2,545,825.	2,565,014.	10,570,916.
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					0.
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0.
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	531,772.	614,842.	588,399.	549,986.	2,284,999.
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0.
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0.
(3) Largest amount of support from an exempt organization					0.
(4) Gross investment income					0.

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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

JOSIAH WILLARD HAYDEN RECREATION CENTRE, INC., 781-862-8480
24 LINCOLN STREET, LEXINGTON, MA 02421

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

PRE-PRINTED APPLICATION FORM, FAMILY FINANCIAL AND TUITION COST INFORMATION

c Any submission deadlines

APRIL OF EACH YEAR

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

RECIPIENT MUST RESIDE IN LEXINGTON, MA.

JOSIAH WILLARD HAYDEN RECREATION

Form 990-PF (2011)

CENTRE, INC.

04-2203700

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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				
SHERIDAN ADLEY C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	1,500.
AMANDA BOUCHARD C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	700.
OLIVIA CINCOTTA C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	700.
CORINNE COUNSELL C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	1,500.
NICOLE DAHAN C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	1,300.
Total	SEE CONTINUATION SHEET(S)			31,450.
b Approved for future payment				
NONE				
Total				0.

Form 990-PF (2011)

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

14
2011.05000 JOSIAH WILLARD HAYDEN RECRE 031900 1

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. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

- | b If "Yes," complete the following schedule | | |
|---|--------------------------|---------------------------------|
| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
| N/A | | |
| | | |
| | | |
| | | |

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.

Sign Here Donald K. Mahony 12/3/12 V. P.

Signature of officer or trustee Date Title

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

Paid Preparer Use Only	Print/Type preparer's name <i>KEITH P. LaGRAVES CPA</i>	Preparer's signature <i>Keith P. LaGraves CPA</i>	Date <i>11-28-12</i>	Check ☐ if self-employed	PTIN <i>P00068702</i>
	Firm's name ▶ <i>RUSSELL, BRIER & COMPANY, LLP</i>			Firm's EIN ▶ <i>04-1796830</i>	
	Firm's address ▶ <i>TEN POST OFFICE SQUARE, 6TH FLOOR BOSTON, MA 02109</i>			Phone no <i>617-523-7094</i>	

Form **990-PF** (2011)

**JOSIAH WILLARD HAYDEN RECREATION
CENTRE, INC.**

04-2203700

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
MEGHAN FUERY C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	800.
JOHN GILIBERTO C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	800.
OLIVIA GOOLKASIAN C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	700.
ARAZ HAVAN C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	500.
MATTHEW HUNTER C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	800.
JARRETT KELLEY C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	600.
LANA KIM C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	1,200.
ERIC MARCANTONIO C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	700.
ANDREW MAZUR C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	500.
CATHERINE MEISTER C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	500.
Total from continuation sheets				25,750.

**JOSIAH WILLARD HAYDEN RECREATION
CENTRE, INC.**

04-2203700

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
SARAH PERALTA C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	800.
HEATHER PISANO C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	1,000.
LOUISE E. RASK C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	500.
AMANDA SU C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	600.
ROSA VEGA C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	600.
TYLER VENDETTI C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	700.
CHARLOTTE ALMEIDA C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	500.
KATHARINE BAILEY C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	1,000.
JOHN BERNSTEIN C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	600.
RACHEL BLAKE C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	500.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
RILIE BROWN C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	1,000.
KRISTEN BUCKLEY C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	600.
ALLISON CROOKE C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	500.
HIBA DHANANI C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	800.
NICOLE GELINAS C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	600.
JOSEPH GILIBERTO C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	500.
ALEXIS GOOLKASIAN C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	1,000.
CHANTAL HERSEY C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	500.
NATALIE IP C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	800.
ALYSSA KENDALL C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	700.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
THOMAS LAMAR C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	200.
STEPHEN MCKENNA C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	600.
JULIA MILLON C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	350.
THOMAS OSBORN C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	500.
BRENDAN SCHNEIDERMAN C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	400.
MAYA SILVER C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	500.
JANE TOMIC C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	800.
MASATO TSURUMAKI C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	500.
NATALIE CECERE C/O HAYDEN RECREATION CENTRE, 24 LINCOLN STREET LEXINGTON, MA 02421	NONE	N/A	SCHOLARSHIPS TO LEXINGTON YOUTHS	1,000.
TANIA WALZER			SCHOLARSHIPS TO LEXINGTON YOUTHS	
Total from continuation sheets				

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SECURITIES	502,399.	0.	502,399.
TOTAL TO FM 990-PF, PART I, LN 4	502,399.	0.	502,399.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CLUB PROGRAMS	1,118,610.	0.	1,118,610.
ICE PROGRAMS	714,389.	0.	714,389.
DAY CAMPS	517,444.	0.	517,444.
MEMBERSHIP DUES AND ASSESSMENTS	199,698.	0.	199,698.
TOTAL TO FORM 990-PF, PART I, LINE 11	2,550,141.	0.	2,550,141.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	20,500.	10,250.	10,250.	10,250.
TO FORM 990-PF, PG 1, LN 16B	20,500.	10,250.	10,250.	10,250.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT COUNSEL FEES	139,359.	139,359.	139,359.	0.
TO FORM 990-PF, PG 1, LN 16C	139,359.	139,359.	139,359.	0.

FORM 990-PF

TAXES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	109,864.	914.	1,895.	107,969.
TO FORM 990-PF, PG 1, LN 18	109,864.	914.	1,895.	107,969.

FORM 990-PF

OTHER EXPENSES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EMPLOYEES' INSURANCE	140,873.	1,714.	2,726.	138,147.
WORKERS' COMPENSATION	8,374.	102.	102.	8,272.
TUITION REIMBURSEMENT	1,475.	0.	0.	1,475.
CLASSES/OTHER FUNCTIONS	38,187.	0.	0.	38,187.
CONCESSIONS	0.	0.	0.	0.
ELECTRICITY	158,556.	0.	4,071.	154,485.
INSURANCE ON PLANT	18,352.	0.	0.	526.
MEMBERS & LIABILITY				
INSURANCE	59,523.	0.	0.	59,523.
MISCELLANEOUS	36,320.	0.	2,059.	34,261.
OFFICE SUPPLIES	19,224.	0.	41.	19,183.
OIL & GAS	210,543.	0.	2,889.	207,654.
PAYROLL SERVICE	11,612.	141.	141.	11,471.
PROGRAM SUPPLIES	187,820.	0.	1,228.	186,592.
REPAIRS & MAINTENANCE	262,202.	0.	3,700.	258,502.
TELEPHONE	14,110.	0.	168.	13,942.
WATER	27,999.	0.	97.	27,902.
PLANT IMPROVMENTS AND OTHER	49,993.	0.	0.	44,993.
BANK CREDIT CARD FEES	44,926.	0.	404.	44,522.
SPECIAL EVENTS	3,770.	0.	0.	3,510.
TO FORM 990-PF, PG 1, LN 23	1,293,859.	1,957.	17,626.	1,253,147.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
INCREASE IN FAIR MARKET VALUE OF INVESTMENTS	990,459.
INCREASE IN FAIR MARKET VALUE OF INVESTMENTS	26,603.
TOTAL TO FORM 990-PF, PART III, LINE 3	1,017,062.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. GOVT. OBLIGATIONS	X		967,795.	967,795.
TOTAL U.S. GOVERNMENT OBLIGATIONS			967,795.	967,795.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			967,795.	967,795.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS	6,178,009.	6,178,009.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,178,009.	6,178,009.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	2,263,700.	2,263,700.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,263,700.	2,263,700.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS	FMV	1,797,642.	1,797,642.
CASH & CASH EQUIVALENTS	FMV	905,478.	905,475.
MUTUAL FUNDS	FMV	4,223,446.	4,223,446.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,926,566.	6,926,563.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 12
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PENSION & PAYROLL WITHHOLDING	2,707.	2,394.
CASH HELD FOR NEW ENGLAND CHALLENGE CUP	159.	142.
TOTAL TO FORM 990-PF, PART II, LINE 22	2,866.	2,536.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DONALD K. MAHONEY 24 LINCOLN STREET LEXINGTON, MA 02421	VICE PRES-EXEC 40.00	DIRECTOR 173,592.	19,042.	0.
DAVID F. EAGLE 24 LINCOLN STREET LEXINGTON, MA 02421	TREASURER 2.00	0.	0.	0.
ALAN S. FIELDS 24 LINCOLN STREET LEXINGTON, MA 02421	DIRECTOR 2.00	0.	0.	0.
MELVILLE T. HODDER 24 LINCOLN STREET LEXINGTON, MA 02421	PRESIDENT 2.00	0.	0.	0.
DAVID G. KIRK 24 LINCOLN STREET LEXINGTON, MA 02421	DIRECTOR 2.00	0.	0.	0.
JOHN W. MALONEY 24 LINCOLN STREET LEXINGTON, MA 02421	DIRECTOR 2.00	0.	0.	0.
DANIEL BUSA, JR. 24 LINCOLN STREET LEXINGTON, MA 02421	DIRECTOR 2.00	0.	0.	0.
JANICE WHITTEMORE 24 LINCOLN STREET LEXINGTON, MA 02421	CLERK 2.00	0.	0.	0.
SEAN P. MALONEY 24 LINCOLN STREET LEXINGTON, MA 02421	DIRECTOR 2.00	0.	0.	0.
MICHAEL C. MCNABB 24 LINCOLN STREET LEXINGTON, MA 02421	DIRECTOR 2.00	0.	0.	0.
LORI CAMPANA 24 LINCOLN STREET LEXINGTON, MA 02421	DIRECTOR 2.00	0.	0.	0.

JOSIAH WILLARD HAYDEN RECREATION CENTRE,

04-2203700

WILLIAM DAILEY 'III,' ESQ
24 LINCOLN STREET
LEXINGTON, MA 02421

DIRECTOR
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TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

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JOSIAH WILLARD HAYDEN RECREATION CENTRE, INC.
DETAIL OF ENDOWMENT FUNDS
AT AUGUST 31, 2012

	<u>Par</u>	<u>Cost</u>	<u>Market Value</u>
<u>U. S. Government and Agency Obligations</u>			
FHLB- Federal Home Loan Bank, 4.875%, 5/17/17	200,000	231,011	240,032
FHLB- Federal Home Loan Bank, 3.625%, 5/29/13	100,000	106,253	102,529
U. S. Treasury Notes, 2.5%, 7/15/16	113,636	121,031	131,721
U.S. Treasury Notes, 1.125%, 1/15/21	209,816	233,216	245,567
U.S. Treasury Notes, 1.375%, 7/15/18	212,884	<u>214,950</u>	<u>247,946</u>
Total U. S. Government obligations		<u>906,461</u>	<u>967,795</u>
<u>Corporate Bonds</u>			
3M Co, 4.375%, 8/15/13	75,000	81,539	77,945
Abbott Laboratories, 5.60%, 11/30/2017	75,000	78,326	91,963
Berkshire Hathaway Fin. Corp., 4.625%, 10/15/13	75,000	78,357	78,528
Caterpillar, Inc., 5.70%, 8/15/16	75,000	74,320	88,603
Chevron Corp., 4.95%, 3/3/19	100,000	103,144	121,803
Cisco Sys. Inc., 5.5%, 2/22/16	75,000	80,663	87,347
Coca Cola Enterprises, 4.25%, 3/1/15	75,000	83,100	81,759
ConocoPhillips, 4.6%, 1/15/2015	100,000	110,982	109,518
E. I. Du Pont de Nemours & Co., 5.25%, 12/15/16	75,000	78,771	88,354
General Electric Corp, 5.25%, 12/6/17	75,000	83,366	88,997
Goldman Sachs Group, Inc., 5.125%, 1/15/15	75,000	72,013	80,168
Google Inc., 3.625%, 5/19/21	100,000	107,178	112,391
Hewlett Packard, 4.75%, 6/2/14	75,000	81,600	79,130
Honeywell International, 5.00%, 2/15/19	75,000	87,709	89,878
IBM, 7.5%, 6/15/13	75,000	84,433	79,429
Johnson & Johnson, 3.80%, 5/15/13	75,000	80,697	76,850
Merck & Co, 4.00%, 6/30/15	75,000	80,651	82,238
Merrill Lynch & Co., 5.00% 1/15/15	100,000	96,633	105,469
Morgan Stanley, 5.3%, 3/1/13	100,000	104,429	102,005
Oracle, 5.25% 1/15/2016	75,000	73,049	86,345
Pepsico, Inc, 4.65%, 2/15/13	75,000	81,287	76,450
Pfizer Inc, 4.50%, 2/15/14	50,000	49,875	52,946
Shell International, 4.30%, 9/22/19	100,000	111,910	116,888
United Parcel SVC Inc., 4.50%, 1/15/13	75,000	78,671	76,160
United Technologies Corp., 4.875%, 5/1/15	50,000	52,674	55,626
Wal-Mart Stores Inc., 4.55%, 5/1/13	75,000	<u>79,690</u>	<u>77,093</u>
Total corporate bonds		<u>2,175,066</u>	<u>2,263,700</u>

See auditors' report on additional information.

JOSIAH WILLARD HAYDEN RECREATION CENTRE, INC.
DETAIL OF ENDOWMENT FUNDS
AT AUGUST 31, 2012

	<u>Shares</u>	<u>Cost</u>	<u>Market Value</u>
<u>Common Stocks, Preferred Stocks and Options</u>			
Abbott Laboratories	3,000	164,669	196,620
American Express Co.	2,600	121,496	151,580
American Tower Corp	2,700	117,038	190,080
Apple Inc.	800	124,130	532,192
BMC Software	4,000	193,960	165,600
ConocoPhillips	2,000	98,311	113,580
Covidien PLC	2,000	93,140	112,100
CVS Caremark Corp.	5,650	149,202	257,358
Devon Energy	2,500	135,251	144,575
Dollar Tree Inc.	3,650	43,028	175,821
E M C Corp. Mass.	11,700	164,183	307,593
Express Scripts Inc.	4,300	40,974	269,266
General Cable Corp.	5,500	105,863	148,995
General Electric Co.	11,000	177,952	227,810
Google Inc.	360	171,002	246,632
Heinz Co.	3,600	146,220	200,592
IBM	1,950	196,340	379,958
McDonalds Corp.	3,100	175,093	277,419
McKesson Corp	1,700	134,575	148,087
Merck & Co, Inc	5,500	206,659	236,775
Microsoft Corp.	9,900	273,305	305,118
Oracle Corp	4,000	129,230	126,600
Pepsico, Inc.	2,710	108,837	196,285
Praxair, Inc.	1,800	57,033	189,900
Precision Castparts Corp.	1,000	107,495	161,080
Qualcomm Inc.	3,700	164,871	227,402
Rockwood Hldgs. Inc.	3,000	57,696	142,020
Stryker Corp.	1,700	80,731	90,542
Target Corp	2,000	104,677	128,180
Visa Inc.	1,000	115,235	128,250
Total common stocks, preferred stocks and options		<u>3,958,196</u>	<u>6,178,009</u>
<u>Mutual Funds</u>			
Dreyfus Emerging Markets Fund	44,490.000	609,042	647,327
Franklin High Income Fund	300,290.000	581,910	615,574
Lazard Emerging Markets	21,327.870	349,975	396,485
Matthews Pacific Tiger Fund I	22,309.610	379,111	491,927
Ridgeworth Classic SEIX Floating High Rate	76,628.792	690,000	679,697
PIMCO Commodity RealReturn Strategy	46,261.615	338,459	324,757
Absolute Strategies Fund Class I	94,820.506	<u>1,009,837</u>	<u>1,067,679</u>
Total mutual funds		<u>3,958,334</u>	<u>4,223,446</u>

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JOSIAH WILLARD HAYDEN RECREATION CENTRE, INC.
DETAIL OF ENDOWMENT FUNDS
AT AUGUST 31, 2012

	<u>Shares</u>	<u>Cost</u>	<u>Market Value</u>
<u>Partnerships</u>	<u>Units</u>		
AT Global Hedged Equity	1	253,707	243,356
El Paso Pipeline Partners, L.P.	6,000	110,941	217,139
Enbridge Energy Partners, L.P.	4,000	118,874	117,839
Enterprise Products Partners, L.P.	5,557	88,760	296,744
Energy Transfer Equity, L.P.	4,500	59,615	197,775
Kinder Morgan Energy Partners, L.P.	3,000	44,496	248,310
Magellan Midstream Partners, L.P.	3,550	121,823	294,544
Sunoco Logistics Partners	3,900	64,773	181,935
Total partnerships		<u>862,990</u>	<u>1,797,642</u>
Total investments other		<u>4,821,323</u>	<u>6,021,088</u>
<u>Cash and Cash Equivalents</u>			
Cash		-	-
AIM Liquid Assets Portfolio		<u>905,478</u>	<u>905,478</u>
Total cash and cash equivalents		<u>905,478</u>	<u>905,478</u>
Total pooled endowment funds		<u>\$ 12,766,525</u>	<u>\$ 16,336,070</u>

See auditors' report on additional information.