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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011, or tax year beginning 12-01-2011 , and ending 11-30-2012

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation
PKJOHNSTONE & HEKIMBALL FOUNDATION

A Employer identification number
05-6015723

Number and street (or P O box number if mail is not delivered to street address)
C/O ROPES GRAY 800 BOYLSTON ST NO
30050

Room/suite

B Telephone number (see page 10 of the instructions)
(401) 274-4376

City or town, state, and ZIP code
BOSTON, MA 021993600

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

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

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 ☐

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)**\$** 1,684,306





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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	4	4		
	4 Dividends and interest from securities.	46,831	46,831		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	37,775			
	b Gross sales price for all assets on line 6a _____ 397,280				
	7 Capital gain net income (from Part IV, line 2)		37,775		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	84,610	84,610		
	13 Compensation of officers, directors, trustees, etc	16,140	7,263		8,877
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	4,914	2,457		2,457
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	2,700	0		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	16,516	10,913		5,603
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	40,270	20,633		16,937
	25 Contributions, gifts, grants paid.	66,600			66,600
	26 Total expenses and disbursements. Add lines 24 and 25	106,870	20,633		83,537
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-22,260			
	b Net investment income (if negative, enter -0-)		63,977		
	c Adjusted net income (if negative, enter -0-)				



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Cat No 11289X

Form 990-PF (2011)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	6,943	44,996	44,996
	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 (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	372,009	 294,436	306,431
	b	Investments—corporate stock (attach schedule)	463,308	 443,203	514,037
	c	Investments—corporate bonds (attach schedule).	98,302	 151,796	154,703
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	542,476	 541,681	664,139
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,483,038	1,476,112	1,684,306
	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 (attach schedule)			
Net Assets or Fund Balances	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	1,483,038	1,476,112	
	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 (see page 17 of the instructions)	1,483,038	1,476,112	
Net Assets or Fund Balances	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,483,038	1,476,112	

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	1,483,038
2	Enter amount from Part I, line 27a	2	-22,260
3	Other increases not included in line 2 (itemize) ▶ 	3	19,290
4	Add lines 1, 2, and 3	4	1,480,068
5	Decreases not included in line 2 (itemize) ▶ 	5	3,956
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,476,112

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	37,775
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	65,063	1,663,164	0 039120
2009	79,474	1,576,108	0 050424
2008	69,565	1,403,045	0 049581
2007	101,789	1,752,869	0 058070
2006	111,260	2,023,334	0 054988

2	Total of line 1, column (d).	2	0 252183
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 050437
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	1,658,499
5	Multiply line 4 by line 3.	5	83,650
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	640
7	Add lines 5 and 6.	7	84,290
8	Enter qualifying distributions from Part XII, line 4.	8	83,537

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

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1,280
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3		Add lines 1 and 2.		3	1,280
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	1,280
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,060	
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	2,060
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	780
11		Enter the amount of line 10 to be Credited to 2012 estimated tax 780	Refunded	11	0

Part VII-AStatements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of AVERY SEAMAN JR CO CORP BROTHER Telephone no (401) 331-8020 Located at 88 NIANTIC AVENUE PROVIDENCE RI ZIP+4 029073116			
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.			
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?	15		
	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

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
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.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

Part VII-B

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

5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.		5b		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?		<input type="checkbox"/> Yes	<input type="checkbox"/> 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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		No
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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LYNN FEINER	TRUSTEE	5,380	0	0
71 PARK VIEW AVENUE WARWICK, RI 02888	1 50			
AVERY SEAMAN JR	TRUSTEE	5,380	0	0
C/O CORP BROTHERS INC 88 NIANTIC AVE PROVIDENCE, RI 02903	1 50			
JOHN G O'NEILL	TRUSTEE	5,380	0	0
OCONNELL INV SVCS 11 BLACKSTONE VALLEY PL LINCOLN, RI 02865	2 50			
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

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

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
--	----------

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

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 page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	1,639,043
b	Average of monthly cash balances.	1b	44,712
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,683,755
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	1,683,755
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	25,256
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,658,499
6	Minimum investment return. Enter 5% of line 5.	6	82,925

Part XI

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

1	Minimum investment return from Part X, line 6.	1	82,925
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	1,280
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,280
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	81,645
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	81,645
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	81,645

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	83,537
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	83,537
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	83,537
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				81,645
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			76,854	
b Total for prior years 20____, 20____, 20____		0		
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.	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 83,537				
a Applied to 2010, but not more than line 2a			76,854	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2011 distributable amount.				6,683
e Remaining amount distributed out of corpus	0			
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:	0			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				74,962
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a.	0			
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 XIVPrivate Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2011	(b) 2010	(c) 2009	(d) 2008	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed.					
d	Amounts included in line 2c not used directly for active conduct of exempt activities.					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

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

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	66,600
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments			14	4	
4	Dividends and interest from securities. . . .			14	46,831	
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.					
8	Gain or (loss) from sales of assets other than inventory			18	37,775	
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		84,610	0
13	Total. Add line 12, columns (b), (d), and (e).			13		84,610

[illegible]

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?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash.	1a(1)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge				
	*****		2013-06-07	*****	
	Signature of officer or trustee		Date	Title	
	Paid Preparer's Use Only	Preparer's Signature	PATRICIA L MICHAUD	Date	Check if self-employed <input checked="" type="checkbox"/>
Firm's name		ROPES & GRAY LLP 800 BOYLSTON ST 30TH FL		Firm's EIN 04-2233412	
Firm's address		BOSTON, MA 021993600		Phone no (617) 951-7000	

May the IRS discuss this return with the preparer shown above? See instructions ☒ Yes ☐ No

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
GREIF INC CL A 75 SHS	P	2008-12-29	2011-12-02
GREIF INC CL A 35 SHS	P	2009-02-11	2011-12-02
GREIF INC CL A 50 SHS	P	2008-08-18	2011-12-02
BEMIS INC 275 SHS	P	2010-11-18	2011-12-02
BEMIS INC 225 SHS	P	2011-03-30	2011-12-02
GREIF INC CL A 90 SHS	P	2009-02-11	2011-12-05
CHEVRON CORPORATION 75 SHS	P	2009-08-17	2012-01-06
CENTURY SMALL CAP SELECT FUND 110 SHS	P	2008-08-27	2012-01-18
COLUMBIA REAL ESTATE EQTY Z 270 SHS	P	2008-08-27	2012-01-18
TIAA-CREF INST INFL BOND I	P	2009-04-09	2012-01-18
WELLS FARGO INTL BOND FUND-INST 198 063 SHS	P	2008-04-07	2012-01-18
AFLAC INC 55 SHS	P	2009-01-23	2012-01-18
AT&T INC 20 SHS	P	2008-08-27	2012-01-18
AT&T INC 20 SHS	P	2009-03-17	2012-01-18
ABBOTT LABS 35 SHS	P	2009-08-13	2012-01-18
AQUA AMERICA INC 15 SHS	P	2009-12-28	2012-01-18
CVS CAREMARK CORP 55 SHS	P	2010-05-20	2012-01-18
CHEVRON CORPORATION 15 SHS	P	2009-08-17	2012-01-18
CHEVRON CORPORATION 10 SHS	P	2009-09-03	2012-01-18
CISCO SYSTEMS INC 50 SHS	P	2007-03-21	2012-01-18
CISCO SYSTEMS INC 95 SHS	P	2008-12-29	2012-01-18
COMCAST CORP CL A 60 SHS	P	2011-06-22	2012-01-18
DISNEY WALT CO NEW 5 SHS	P	2011-05-31	2012-01-18
ECOLAB INC 25 SHS	P	2009-12-30	2012-01-18
EMERSON ELEC CO 5 SHS	P	2011-06-15	2012-01-18
EXPRESS SCRIPTS INC CL A 85 SHS	P	2011-09-21	2012-01-18
EXXON MOBIL CORPORATION 25 SHS	P	2009-03-17	2012-01-18
GENERAL ELECTRIC CORP 145 SHS	P	2005-07-26	2012-01-18
HOME DEPOT INC 80 SHS	P	2010-11-10	2012-01-18
INTEL CORP 115 SHS	P	2009-12-30	2012-01-18

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
JP MORGAN CHASE & CO 10 SHS	P	2010-01-02	2012-01-18
LOCKHEED MARTIN CORP 10 SHS	P	2009-07-22	2012-01-18
MEDTRONIC INC 55 SHS	P	2008-02-14	2012-01-18
MICROSOFT CORP 30 SHS	P	2011-01-25	2012-01-18
PRAXAIR INC 25 SHS	P	2009-12-28	2012-01-18
PRAXAIR INC 25 SHS	P	2011-01-25	2012-01-18
PRAXAIR INC 35 SHS	P	2011-12-05	2012-01-18
PROCTER & GAMBLE CO 5 SHS	P	2004-02-20	2012-01-18
SOUTHERN COMPANY 45 SHS	P	2008-02-14	2012-01-18
STARBUCKS CORP 55 SHS	P	2009-12-30	2012-01-18
TARGET CORP 10 SHS	P	2008-02-14	2012-01-18
WELLS FARGO & CO 95 SHS	P	2009-12-24	2012-01-18
WISCONSIN ENERGY CORP 60 SHS	P	2009-12-28	2012-01-18
STEELPATH MLP SELECT 40-I 110 SHS	P	2010-12-23	2012-01-18
PROCTER & GAMBLE CO 35 SHS	P	2004-02-20	2012-02-17
PROCTER & GAMBLE CO 25 SHS	P	2008-12-29	2012-02-17
PROCTER & GAMBLE CO 15 SHS	P	2009-03-17	2012-02-17
MATERIALS SELECT SPDR FD 325 SHS	P	2011-12-05	2012-03-14
ALBEMARLE CORP 75 SHS	P	2010-11-18	2012-03-14
TARGET CORP 100 SHS	P	2008-02-14	2012-03-14
ABBOTT LABS 65 SHS	P	2009-08-13	2012-04-26
ABBOTT LABS 10 SHS	P	2009-09-03	2012-04-26
FNMA 4 875% DUE 5/18/12 \$100,000	P	2008-08-27	2012-05-18
HOME DEPOT INC 220 SHS	P	2010-11-10	2012-06-14
INTEL CORP 135 SHS	P	2009-12-30	2012-06-25
INTEL CORP 215 SHS	P	2010-05-20	2012-06-25
MICROSOFT CORP 345 SHS	P	2011-01-25	2012-06-25
MICROSOFT CORP 25 SHS	P	2011-08-02	2012-06-25
MARATHON OIL CORP 125 SHS	P	2012-01-06	2012-07-13
MARATHON OIL CORP 35 SHS	P	2012-01-18	2012-07-13

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
LOCKHEED MARTIN CORP 135 SHS	P	2009-07-22	2012-08-03
LOCKHEED MARTIN CORP 25 SHS	P	2010-11-29	2012-08-03
EXELON CORP 75 SHS	P	2009-12-30	2012-08-10
EXELON CORP 25 SHS	P	2010-11-29	2012-08-10
EXELON CORP 125 SHS	P	2011-03-30	2012-08-10
EXELON CORP 25 SHS	P	2012-01-18	2012-08-10
PROCTER & GAMBLE CO 35 SHS	P	2009-03-17	2012-08-22
PROCTER & GAMBLE CO 25 SHS	P	2009-09-03	2012-08-22
METROPCS COMMUNIDATIONS INC 325 SHS	P	2011-06-22	2012-09-06
METROPCS COMMUNIDATIONS INC 625 SHS	P	2011-08-02	2012-09-06
METROPCS COMMUNIDATIONS INC 200 SHS	P	2012-01-18	2012-09-06
EXXON MOBIL CORPORATION 20 SHS	P	2009-03-17	2012-09-07
EXELON CORP 30 SHS	P	2010-06-01	2012-09-07
MEDTRONIC INC 70 SHS	P	2008-02-14	2012-10-04
MEDTRONIC INC 150 SHS	P	2008-12-29	2012-10-04
MEDTRONIC INC 75 SHS	P	2010-06-01	2012-10-04
MEDTRONIC INC 25 SHS	P	2010-11-29	2012-10-04
CHEVRON CORPORATION 115 SHS	P	2009-09-03	2012-11-15
COLUMBIA REAL ESTATE EQTY Z 710 685 SHS	P	2008-08-27	2012-11-20
CREDIT SUISSE COMM RET ST-I 121 507 SHS	P	2009-01-23	2012-11-20
EATON VANCE PARA STRCT EMER MKTS I 176 180 SHS	P	2008-08-27	2012-11-20
FIDELITY DIVERSIFIED INTL FUND #325 207 684 SHS	P	2008-08-27	2012-11-20
GOLDMAN SACHS M/C VALUE INST 52 798 SHS	P	2009-03-02	2012-11-26
CENTURY SMALL CAP SELECT FUND 47 402 SHS	P	2008-08-27	2012-11-26
COLUMBIA REAL ESTATE EQTY Z 35 411 SHS	P	2008-08-27	2012-11-26
CREDIT SUISSE COMM RET ST-I 30 120 SHS	P	2009-01-23	2012-11-26
EATON VANCE PARA STRCT EMER MKTS I 34 868 SHS	P	2008-08-27	2012-11-26
FIDELITY DIVERSIFIED INTL FUND #325 84 746 SHS	P	2008-08-27	2012-11-26
GOLDMAN SACHS M/C VALUE INST 25 967 SHS	P	2009-03-02	2012-11-26
AFLAC INC 35 SHS	P	2009-01-23	2012-11-26

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
ABBOTT LABS 45 SHS	P	2009-09-03	2012-11-26
AQUA AMERICA INC 40 SHS	P	2009-12-28	2012-11-26
COMCAST CORP CL A 110 SHS	P	2011-06-22	2012-11-26
DISNEY WALT CO NEW 85 SHS	P	2011-03-31	2012-11-26
GENERAL ELECTRIC CORP 65 SHS	P	2005-07-26	2012-11-26
JP MORGAN CHASE & CO 45 SHS	P	2010-10-22	2012-11-26
PEPSICO INC 20 SHS	P	2008-02-14	2012-11-26
TARGET CORP 65 SHS	P	2008-02-14	2012-11-26
TARGET CORP 25 SHS	P	2008-12-29	2012-11-26
TIME WARNER CABLE INC 65 SHS	P	2009-12-30	2012-11-26
WAL MART STORES INC 15 SHS	P	2006-05-16	2012-11-26
WAL MART STORES INC 15 SHS	P	2009-01-30	2012-11-26
WELLS FARGO & CO 30 SHS	P	2009-12-24	2012-11-26
WISCONSIN ENERGY CORP 10 SHS	P	2009-12-28	2012-11-26
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,380		2,368	1,012
1,577		1,125	452
2,253		3,119	-866
8,019		8,494	-475
6,561		7,378	-817
4,145		2,893	1,252
8,141		5,004	3,137
2,743		2,295	448
3,488		3,650	-162
4,988		4,156	832
2,260		2,416	-156
2,468		1,375	1,093
604		625	-21
604		483	121
1,932		1,548	384
323		266	57
2,362		1,882	480
1,595		1,001	594
1,063		681	382
976		1,319	-343
1,855		1,502	353
1,536		1,455	81
194		208	-14
1,509		1,130	379
248		260	-12
4,349		3,536	813
2,156		1,664	492
2,743		5,093	-2,350
3,592		2,526	1,066
2,908		2,355	553

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
364		377	-13
820		765	55
2,147		2,668	-521
842		853	-11
2,766		2,004	762
2,766		2,277	489
3,872		3,565	307
330		257	73
2,037		1,618	419
2,639		1,288	1,351
496		535	-39
2,858		2,568	290
2,039		1,500	539
1,212		1,115	97
2,276		1,799	477
1,625		1,495	130
975		720	255
12,003		11,254	749
4,774		4,021	753
5,850		5,353	497
4,010		2,874	1,136
617		449	168
100,000		103,543	-3,543
11,398		6,947	4,451
3,528		2,765	763
5,619		4,569	1,050
10,278		9,812	466
745		682	63
3,056		3,870	-814
856		1,106	-250

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
11,983		10,332	1,651
2,219		1,709	510
2,901		3,704	-803
967		987	-20
4,835		5,211	-376
967		991	-24
2,331		1,680	651
1,665		1,317	348
3,247		5,435	-2,188
6,244		7,112	-868
1,998		1,746	252
1,793		1,331	462
2,689		1,820	869
3,054		3,396	-342
6,544		4,523	2,021
3,272		2,919	353
1,091		851	240
11,725		7,827	3,898
1,005		969	36
999		893	106
2,498		2,385	113
6,006		6,818	-812
2,002		942	1,060
1,254		989	265
501		479	22
249		221	28
499		472	27
2,491		2,782	-291
997		464	533
1,808		875	933

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,885		2,022	863
1,009		708	301
4,014		2,667	1,347
4,160		3,541	619
1,360		2,283	-923
1,827		1,695	132
1,395		1,431	-36
4,077		3,479	598
1,568		808	760
6,034		2,738	3,296
1,047		723	324
1,047		713	334
980		811	169
362		250	112
2,311			2,311

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,012
			452
			-866
			-475
			-817
			1,252
			3,137
			448
			-162
			832
			-156
			1,093
			-21
			121
			384
			57
			480
			594
			382
			-343
			353
			81
			-14
			379
			-12
			813
			492
			-2,350
			1,066
			553

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-13
			55
			-521
			-11
			762
			489
			307
			73
			419
			1,351
			-39
			290
			539
			97
			477
			130
			255
			749
			753
			497
			1,136
			168
			-3,543
			4,451
			763
			1,050
			466
			63
			-814
			-250


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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,651
			510
			-803
			-20
			-376
			-24
			651
			348
			-2,188
			-868
			252
			462
			869
			-342
			2,021
			353
			240
			3,898
			36
			106
			113
			-812
			1,060
			265
			22
			28
			27
			-291
			533
			933

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			863
			301
			1,347
			619
			-923
			132
			-36
			598
			760
			3,296
			324
			334
			169
			112
			2,311

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CENTRAL CONGREGATIONAL CHURCH UNITED CHURCH OF CHRIST296 ANGELL ST PROVIDENCE,RI 02906	NONE	PUBLIC CHARITY	CAPITAL CAMPAIGN	5,000
BIG BROTHERS OF ROHIDE ISLAND 3300 PAWTUCKET AVENUE RIVERSIDE,RI 02915	NONE	PUBLIC CHARITY	GENERAL	2,500
SCHOOL ONE220 UNIVERSITY AVENUE PROVIDENCE,RI 02906	NONE	PUBLIC CHARITY	SCHOLARSHIP FUND	3,600
BOY SCOUTS OF AMERICA (NARRAGANSETT COUNCIL)10 RISHO AVENUE EAST PROVIDENCE,RI 029140777	NONE	PUBLIC CHARITY	GENERAL-SCOUT REACH	4,000
BUTLER HOSPITAL345 BLACKSTONE BOULEVARD PROVIDENCE,RI 02906	NONE	PUBLIC CHARITY	EMERGENCY ROOM BUILDING FUND	5,000
CAMP RUGGLES INCPO BOX 353 CHEPACHET,RI 02814	NONE	PUBLIC CHARITY	GENERAL-CAMPERSHIPS	4,000
CUMBERLAND COUNTY PLAYHOUSE INC221 TENNESSEE AVENUE CROSSVILLE,TN 38555	NONE	PUBLIC CHARITY	EDUCATION	2,000
GOODWILL INDUSTRIES OF RI100 HOUGHTON STREET PAWTUCKET,RI 02860	NONE	PUBLIC CHARITY	CLASSROOM-COMPUTER PROGRAM	10,000
RI AUTISM PROJECT INC1516 ATWOOD AVENUE JOHNSTON,RI 20919	NONE	PUBLIC CHARITY	GENERAL-FAMILY DAY	1,000
SAMARITANS OF RIPO BOX 9086 PROVIDENCE,RI 02940	NONE	PUBLIC CHARITY	TRAINING HOTLINE VOLUNTEERS	2,500
SLATER MILL67 ROOSEVELT AVENUE PAWTUCKET,RI 02860	NONE	PUBLIC CHARITY	WINDOWS	7,500
TOCKWOTTON HOME75 EAST STREET PROVIDENCE,RI 02903	NONE	PUBLIC CHARITY	CAPITAL CAMPAIGN	5,000
OLIVER HAZARD PERRY RHODE ISLAND (OHPRI)29 TOURO STREET NEWPORT,RI 02840	NONE	PUBLIC CHARITY	GENERAL	5,000
INTERNATIONAL INSTITUTE OF RHODE ISLAND645 ELMWOOD AVENUE PROVIDENCE,RI 02907	NONE	PUBLIC CHARITY	GENERAL	7,000
TRINITY REPERTORY COMPANY201 WASHINGTON ST PROVIDENCE,RI 02903	NONE	PUBLIC CHARITY	GENERAL	2,500
Total  3a				66,600

TY 2011 Accounting Fees Schedule

Name: PKJOHNSTONE & HEKIMBALL FOUNDATION

EIN: 05-6015723

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL FEES - LEGAL & TAX	4,914	2,457		2,457

**TY 2011 Investments Corporate
Bonds Schedule****Name:** PKJOHNSTONE & HEKIMBALL FOUNDATION**EIN:** 05-6015723

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BOEING CO 3.5% DUE 02/15/2015	51,173	53,301
JOHN DEERE CAPTIAL CORP MED TERM NOTE 2.8% DUE 9/18/2017	47,129	48,289
AT&T INC 2.95% DUE 5/15/16 BOND	53,494	53,113

**TY 2011 Investments Corporate
Stock Schedule**

Name: PKJOHNSTONE & HEKIMBALL FOUNDATION
EIN: 05-6015723

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GREIF INC-CL A	0	0
TARGET CORP	6,477	9,470
PEPSICO INC	13,779	14,042
PROCTER & GAMBLE CO	0	0
WAL MART STORES INC	10,406	15,124
ABBOTT LABS	10,080	14,300
BECTON DICKINSON	7,530	8,434
MEDTRONIC INC	0	0
APACHE CORP	9,995	10,407
CHEVRON CORPORATION	0	0
EXXON MOBIL CORPORATION	0	0
NATIONAL-OILWELL INC	9,734	15,026
AFLAC INC	10,141	16,957
GENERAL ELECTRIC CORP	23,622	24,616
LOCKHEED MARTIN CORP	0	0
CISCO SYSTEMS INC	13,989	15,223
HEWLETT PACKARD CO	19,359	8,444
AT&T INC	12,492	15,870
SOUTHERN COMPANY	11,874	15,460
ALBEMARLE CORP	10,472	10,762
BEMIS INC	0	0
ECOLAB INC	12,405	18,020
PRAXAIR INC	11,205	11,793
CVS CAREMARK CORP	13,396	17,674
HOME DEPOT INC	0	0
STARBUCKS CORP	5,582	11,152
JP MORGAN CHASE & CO	16,569	17,459
WELLS FARGO & CO	14,822	17,495
INTEL CORP	9,689	9,098
TIME WARNER CABLE INC	8,969	16,606

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AQUA AMERICA INC	7,527	10,727
EXELON CORP	0	0
WISCONSIN ENERGY CORP	11,794	16,138
DISNEY WALT CO NEW	16,234	19,119
EXPRESS SCRIPTS INC CL A	15,727	18,309
EMERSON ELECTRIC CO	14,047	13,562
MICROSOFT CORP	0	0
COMCAST CORP CL A	8,264	13,948
METROPCS COMMUNICATIONS INC	0	0
AIR PRODUCTS & CHEMICALS INC	13,052	12,026
TIFFANY & CO	10,777	11,796
GENERAL MILLS INC	4,862	5,124
LABORATORY CORP AMERICA HOLDINGS	12,505	11,420
OCCIDENTAL PETE CORP	11,146	11,282
SCHLUMBERGER LTD	13,976	14,324
UNITED TECHNOLOGIES CORP	13,359	14,019
COGNIZANT TECHNOLOGY SOLUTIONS CORP	11,636	13,446
TELUS CORP	4,699	4,862
ATMOS ENERGY CORP	11,011	10,503

TY 2011 Investments Government Obligations Schedule

Name: PKJOHNSTONE & HEKIMBALL FOUNDATION

EIN: 05-6015723

**US Government Securities - End of
Year Book Value:**

294,436

**US Government Securities - End of
Year Fair Market Value:**

306,431

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2011 Investments - Other Schedule

Name: PKJOHNSTONE & HEKIMBALL FOUNDATION

EIN: 05-6015723

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
WELLS FARGO INTERNATIONAL BOND FD-MUTUAL FUND (F/K/A EVERGREEN)	AT COST	69,198	69,079
MFS HIGH INCOME FUND-MUTUAL FD	AT COST	23,453	34,964
RIDGEWORTH SEIX FLOATING RATE HIGH INC FD-MUTUAL FD	AT COST	26,819	33,866
TIAA-CREF INSTITUTIONAL INFLATION LINKED BOND FD	AT COST	42,857	53,107
CENTURY SMALL CAP ELECT FD-MUTUAL FD	AT COST	35,796	52,723
COLUMBIA REAL ESTATE EQUITY FD-MUTUAL FD	AT COST	21,808	35,107
CREDIT SUISSE COMMODITY RETURN-MUTUAL FD	AT COST	31,432	34,732
EATON VANCE STRUCTURED EMERGIN MARKETS FD-MUTUALFD	AT COST	39,488	52,678
FIDELITY DIVERSIFIED INTERNATIONAL FD-MUTUAL FD	AT COST	114,329	123,032
GOLDMAN SACHS MID CAP VALUE FD-MUTUAL FD	AT COST	25,065	52,458
BRIGHT ROCK MID CAP GROWTH FD-MUTUAL FUND	AT COST	44,495	51,080
PRINCIPAL PREFERRED SECS FD	AT COST	33,916	36,235
STEELPATH MLP SELECT 40 FUND	AT COST	33,025	35,078

TY 2011 Other Decreases Schedule**Name:** PKJOHNSTONE & HEKIMBALL FOUNDATION**EIN:** 05-6015723

Description	Amount
CLEARED PRIOR YR OUSTANDING CHECKS	1,796
TAX COST ADJUSTMENT FOR PRIOR YR STEELPATH MUTUTAL FUND RECLASSIFICATION	2,160

TY 2011 Other Expenses Schedule**Name:** PKJOHNSTONE & HEKIMBALL FOUNDATION**EIN:** 05-6015723

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT FEES	16,808	11,205		5,603
MANAGEMENT FEE CREDIT RE BRIGHT ROCK MID CAP GROWTH FD	-292	-292		0

TY 2011 Other Increases Schedule

Name: PKJOHNSTONE & HEKIMBALL FOUNDATION

EIN: 05-6015723

Description	Amount
OUTSTANDING CHECKS #234, 235, 240, 241, 242, 243	19,290

TY 2011 Taxes Schedule**Name:** PKJOHNSTONE & HEKIMBALL FOUNDATION**EIN:** 05-6015723

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PRIOR YR PAID WITH EXTENSION	700	0		0
CURRENT YEAR TAX ESTIMATE	2,000	0		0