



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation THE SUDBURY FOUNDATION		A Employer identification number 04-6037026	
Number and street (or P O box number if mail is not delivered to street address) 326 CONCORD RD		B Telephone number (see instructions) (978) 443-0849	
City or town, state, and ZIP code SUDBURY, MA 01776		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 ☐ 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) \$ 30,420,278		J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) <u> </u> (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 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 ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	757,247	771,152		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	2,188,913			
	b Gross sales price for all assets on line 6a _____ 19,402,398				
	7 Capital gain net income (from Part IV, line 2)		2,255,215		
	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)	 6,314	4,251	0	
	12 Total. Add lines 1 through 11	2,952,474	3,030,618	0	
	13 Compensation of officers, directors, trustees, etc	169,328	43,117	0	126,211
	14 Other employee salaries and wages	33,475	0	0	33,475
	15 Pension plans, employee benefits	8,481	0	0	8,481
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	 16,976	1,698	0	15,278
	c Other professional fees (attach schedule)	 1,385	1,010	0	375
	17 Interest		1		
	18 Taxes (attach schedule) (see instructions)	 74,478	280	0	11,874
	19 Depreciation (attach schedule) and depletion . . .	21,257	0	0	
	20 Occupancy	25,692	0	0	25,692
	21 Travel, conferences, and meetings	3,676	0	0	3,676
	22 Printing and publications				
	23 Other expenses (attach schedule)	 47,931	22,252	0	20,374
	24 Total operating and administrative expenses. Add lines 13 through 23	402,679	68,358	0	245,436
	25 Contributions, gifts, grants paid	1,331,757			1,196,757
	26 Total expenses and disbursements. Add lines 24 and 25	1,734,436	68,358	0	1,442,193
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	1,218,038			
	b Net investment income (if negative, enter -0-)		2,962,260		
	c Adjusted net income (if negative, enter -0-)			0	

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	7,773	19,821	19,821
	2	Savings and temporary cash investments	450,646	2,559,194	2,559,194
	3	Accounts receivable ▶ <u>23,062</u>			
		Less allowance for doubtful accounts ▶ _____	22,235	23,062	23,062
	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) ▶ <u>50,354</u>			
		Less allowance for doubtful accounts ▶ <u>49,450</u>	33,500	904	904
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,535,483		
	c	Investments—corporate bonds (attach schedule).	4,961,933	 4,644,520	4,644,520
	11	Investments—land, buildings, and equipment basis ▶ _____			
		Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	20,377,297	 22,025,498	22,025,498
	14	Land, buildings, and equipment basis ▶ <u>1,275,401</u>			
		Less accumulated depreciation (attach schedule) ▶ <u>128,122</u>	1,168,536	 1,147,279	1,147,279
	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	28,557,403	30,420,278	30,420,278
	17	Accounts payable and accrued expenses	12,012	6,052	
	18	Grants payable	100,000	240,000	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)	 12,631	 28,201	
Net Assets or Fund Balances	23	Total liabilities (add lines 17 through 22)	124,643	274,253	
		Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	28,432,760	30,146,025	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	28,432,760	30,146,025	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	28,557,403	30,420,278	

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	28,432,760
2	Enter amount from Part I, line 27a	2	1,218,038
3	Other increases not included in line 2 (itemize) ▶ 	3	495,227
4	Add lines 1, 2, and 3	4	30,146,025
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	30,146,025

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)
1 a	PUBLICLY TRADED SECURITIES			
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 19,402,398		17,147,183	2,255,215
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			2,255,215
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	2,255,215
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 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))
2011	1,451,813	28,612,812	0 050740
2010	1,107,126	26,687,801	0 041484
2009	1,179,769	23,950,337	0 049259
2008	1,711,562	28,463,004	0 060133
2007	1,668,677	32,014,554	0 052122

2 Total of line 1, column (d).	2	0 253738
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 050748
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	28,907,288
5 Multiply line 4 by line 3.	5	1,466,987
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	29,623
7 Add lines 5 and 6.	7	1,496,610
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	1,442,193

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

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1				
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)				
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	59,245	
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	59,245	
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	59,245	
6		Credits/Payments				
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	62,556		
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	62,556	
8		Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached		8	359	
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	2,952	
11		Enter the amount of line 10 to be Credited to 2013 estimated tax	2,952	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	Yes	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes	
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		No
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 instructions) MA _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? 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 instructions).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ►WWW.SUDBURYFOUNDATION.ORG				
14	The books are in care of ►BANK OF AMERICA PHIL MGMT GROUP Telephone no ►(617) 434-5669 Located at ►225 FRANKLIN STREET MA1-225-04-02 BOSTON MA ZIP +4 ►02110			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► ☐ and enter the amount of tax-exempt interest received or accrued during the year ►	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ►				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ► ☐	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?.	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?. ☐ Yes ☒ No 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 instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

Part VII-B

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

5a

During the year did the foundation pay or incur any amount to

(1)

Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

Yes

No

(2)

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

Yes

No

(3)

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

Yes

No

(4)

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

Yes

No

(5)

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

Yes

No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

Organizations relying on a current notice regarding disaster assistance check here.

c

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

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

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?

Yes

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 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
See Additional Data Table				

2

Compensation of five highest-paid employees (other than those included on line 1—see 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

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	1,116,061
2	367,012
3	33,366
4	30,056

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	27,944,042
b	Average of monthly cash balances.	1b	1,380,810
c	Fair market value of all other assets (see instructions).	1c	22,649
d	Total (add lines 1a, b, and c).	1d	29,347,501
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	29,347,501
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	440,213
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	28,907,288
6	Minimum investment return. Enter 5% of line 5.	6	1,445,364

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	1,445,364
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	59,245
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	59,245
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,386,119
4	Recoveries of amounts treated as qualifying distributions.	4	2,500
5	Add lines 3 and 4.	5	1,388,619
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,388,619

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	1,442,193
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	1,442,193
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 instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,442,193
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				1,388,619
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				24,212
b From 2008.				284,525
c From 2009.				
d From 2010.				
e From 2011.				45,364
f Total of lines 3a through e.	354,101			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 1,442,193				
a Applied to 2011, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2012 distributable amount.				1,388,619
e Remaining amount distributed out of corpus	53,574			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	407,675			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . . .	24,212			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	383,463			
10 Analysis of line 9				
a Excess from 2008. . . .				284,525
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				45,364
e Excess from 2012. . . .				53,574

Part XIVPrivate Operating Foundations (see 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 2012, 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) 2012	(b) 2011	(c) 2010	(d) 2009	
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 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 instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a

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

MARILYN MARTINO
326 CONCORD ROAD
SUDBURY, MA 01776
(978) 443-0849

b

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

APPLICATION FORMS ARE AVAILABLE ON OUR WEBSITE WWW.SUDBURYFOUNDATION.ORG UNDER THE GRANT PROGRAMS TAB

c

Any submission deadlines

PLEASE REFER TO OUR WEBSITE WWW.SUDBURYFOUNDATION.ORG UNDER THE GRANT PROGRAMS TAB

d

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

PLEASE REFER TO OUR WEBSITE WWW.SUDBURYFOUNDATION.ORG UNDER THE GRANT PROGRAMS TAB

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

Form **990-PF** (2012)

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2012)

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.

* * * * *

2013-07-17

* * * * *

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**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☒	PTIN P01059560
	DAVID KELLEHER CPA	DAVID KELLEHER CPA	2013-07-16		
	Firm's name ☐	ALEXANDER ARONSON FINNING & CO PC		Firm's EIN ☐ 04-2571780	
		21 EAST MAIN STREET			
	Firm's address ☐	WESTBORO, MA 01581		Phone no (508) 366-9100	

Form 990PF Part VIII Line 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
BANK OF AMERICA NA	TRUSTEE 40 00	43,117	0	0
225 FRANKLIN STREET MA1-225-04-02 BOSTON,MA 02110				
RICHARD H DAVISON	TRUSTEE 8 00	3,600	0	0
326 CONCORD ROAD SUDBURY,MA 01776				
SUSAN IULIANO	TRUSTEE/CHAIRMAN 4 00	7,200	0	0
326 CONCORD ROAD SUDBURY,MA 01776				
JILL STANSKY	TRUSTEE 4 00	3,600	0	0
326 CONCORD ROAD SUDBURY,MA 01776				
MARILYN MARTINO	EXECUTIVE DIRECTOR 40 00	108,211	8,111	0
326 CONCORD ROAD SUDBURY,MA 01776				
MINER CRARY	TRUSTEE 4 00	3,600	0	0
326 CONCORD ROAD SUDBURY,MA 01776				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ASSOCIATED GRANT MAKERS 55 COURT STREET SUITE 520 BOSTON,MA 02108	NONE	PUBLIC CHARITY	COMMUNITY	5,250
FRAMINGHAM HISTORY CENTER PO BOX 2032 FRAMINGHAM,MA 01703	NONE	PUBLIC CHARITY	COMMUNITY	5,000
MASS GENERAL HOSPITAL 55 FRUIT STREET BOSTON,MA 02114	NONE	PUBLIC CHARITY	COMMUNITY	500
METROWEST EDUCATIONAL FOUNDATIONMETROWEST TOURISM BUREAU 1671 WORCESTER ROAD SUITE 301 FRAMINGHAM,MA 01701	NONE	PUBLIC CHARITY	COMMUNITY	1,000
METROWEST NONPROFIT NETWORK PO BOX 1661 FRAMINGHAM,MA 01701	NONE	PUBLIC CHARITY	COMMUNITY	1,000
METROWEST NONPROFIT NETWORK PO BOX 1661 FRAMINGHAM,MA 01701	NONE	PUBLIC CHARITY	COMMUNITY	2,980
METROWEST NONPROFIT NETWORK PO BOX 1661 FRAMINGHAM,MA 01701	NONE	PUBLIC CHARITY	COMMUNITY	3,000
ASSABET VALLEY COLLABORATIVE 57 ORCHARD STREET MARLBOROUGH,MA 01752	NONE	PUBLIC CHARITY	CY&F	45,000
AUTISM ALLIANCE OF METROWESTADVOCATES INC 14 EAST CENTRAL STREET FRAMINGHAM,MA 01760	NONE	PUBLIC CHARITY	CY&F	10,300
BOYS & GIRLS CLUB OF ASSABET VALLEY 212 GREAT ROAD MAYNARD,MA 01754	NONE	PUBLIC CHARITY	CY&F	23,200
BOYS AND GIRLS CLUBS OF METROWEST 169 PLEASANT STREET MARLBOROUGH,MA 01752	NONE	PUBLIC CHARITY	CY&F	75,000
COMMUNITIES FOR RESTORATIVE JUSTICE 219 WALDEN STREET PO BOX 65 CONCORD,MA 01742	NONE	PUBLIC CHARITY	CY&F	10,000
DISCOVERY MUSEUMS 177 MAIN STREET ACTON,MA 01720	NONE	PUBLIC CHARITY	CY&F	12,710
ELIOT COMMUNITY HUMAN SERVICES INC 186 BEDFORD STREET LEXINGTON,MA 02420	NONE	PUBLIC CHARITY	CY&F	6,920
EMPLOYMENT OPTIONS INC 82 BRIGHAM STREET MARLBOROUGH,MA 01752	NONE	PUBLIC CHARITY	CY&F	7,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FRAMINGHAM PUBLIC SCHOOLS21ST CENTURY AFTER SCHOOL PROGRAM JUNIPER HILL SCHOOL 29 UPPER JOCLYN AVENUE FRAMINGHAM,MA 01701	NONE	PUBLIC CHARITY	CY&F	23,000
FRAMINGHAM PUBLIC SCHOOLSEARLY CHILDHOOD ALLIANCE OF FRAMINGHAM 454 WATER STREET FRAMINGHAM,MA 01701	NONE	PUBLIC CHARITY	CY&F	6,200
FRIENDS OF RESILIENCY FOR LIFE 115 A STREET FRAMINGHAM,MA 01701	NONE	PUBLIC CHARITY	CY&F	5,175
JEFFS PLACE 34 DELOSS STREET 2ND FLOOR FRAMINGHAM,MA 01702	NONE	PUBLIC CHARITY	CY&F	13,375
JEWISH FAMILY & CHILDREN SERVICES INC 1430 MAIN STREET WALTHAM,MA 02451	NONE	PUBLIC CHARITY	CY&F	15,000
JOHN ANDREW MAZIE MEMORIAL FOUNDATION 1502 WISTERIA WAY WAYLAND,MA 01778	NONE	PUBLIC CHARITY	CY&F	12,000
LETS GET READY 89 SOUTH STREET LL01 BOSTON,MA 02111	NONE	PUBLIC CHARITY	CY&F	5,000
METROWEST YMCA 280 OLD CONNECTICUT PATH FRAMINGHAM,MA 01701	NONE	PUBLIC CHARITY	CY&F	7,580
ONE CAN HELP INC PO BOX 56 NEWTON,MA 02468	NONE	PUBLIC CHARITY	CY&F	4,500
PARTNERSHIP FOR A SKILLED WORKFORCE INC 420 LAKESIDE AVENUE SUITE 301 MARLBOROUGH,MA 01752	NONE	PUBLIC CHARITY	CY&F	25,000
REACH BEYOND DOMESTIC VIOLENCE INC PO BOX 540024 WALTHAM,MA 02454	NONE	PUBLIC CHARITY	CY&F	15,000
REDISCOVERYJRI 296 NEWTON STREET SUITE 150 WALTHAM,MA 02453	NONE	PUBLIC CHARITY	CY&F	10,000
SOUTH MIDDLESEX OPPORTUNITY COUNCIL INC 300 HOWARD STREET FRAMINGHAM,MA 01702	NONE	PUBLIC CHARITY	CY&F	20,000
THE BRIDGE OF CENTRAL MASSACHUSETTS INC 4 MANN STREET WORCESTER,MA 01602	NONE	PUBLIC CHARITY	CY&F	20,000
THE FOOD PROJECT INC 10 LEWIS STREET LINCOLN,MA 01773	NONE	PUBLIC CHARITY	CY&F	25,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNITED WAY OF TRI-COUNTY 46 PARK STREET FRAMINGHAM,MA 01702	NONE	PUBLIC CHARITY	CY&F	6,000
UNITED WAY OF TRI-COUNTY 46 PARK STREET FRAMINGHAM,MA 01702	NONE	PUBLIC CHARITY	CY&F	7,950
WAYSIDE YOUTH & FAMILY SUPPORT NETWORK 1 FREDERICK ABBOTT WAY FRAMINGHAM,MA 01701	NONE	PUBLIC CHARITY	CY&F	17,300
COBSCOOK BAY RESOURCE CENTER 4 FAVOR STREET EASTPORT,MA 04631	NONE	PUBLIC CHARITY	ENVIRONMENT	25,000
MAINE COAST FISHERMENS ASSOCIATION PO BOX 112 TOPSHAM,ME 04086	NONE	PUBLIC CHARITY	ENVIRONMENT	25,000
NE GRASSROOTS ENVIRONMENT FUND PO BOX 1057 MONTPELIER,VT 05601	NONE	PUBLIC CHARITY	ENVIRONMENT	40,000
NORTHERN FOREST CENTER 18 NORTH MAIN STREET SUITE 204 CONCORD,NH 03301	NONE	PUBLIC CHARITY	ENVIRONMENT	25,000
PENOBSCOT EAST RESOURCE CENTER PO BOX 27 13 ATLANTIC AVENUE STONINGTON,ME 04681	NONE	PUBLIC CHARITY	ENVIRONMENT	40,000
FOUNDATION FOR METROWEST 3 ELIOT STREET NATICK,MA 01760	NONE	PUBLIC CHARITY	SUDBURY	15,000
LINCOLN-SUDBURY REGIONAL HIGH SCHOOL 390 LINCOLN ROAD SUDBURY,MA 01776	NONE	MUNICIPALITY	SUDBURY	8,870
LONGFELLOW'S WAYSIDE INN 72 WAYSIDE INN ROAD SUDBURY,MA 01776	NONE	PUBLIC CHARITY	SUDBURY	25,000
SUDBURY COMPANIES OF MILITIA AND MINUTE INC PO BOX 187 SUDBURY,MA 01776	NONE	PUBLIC CHARITY	SUDBURY	2,000
SUDBURY EXTENDED DAY INC PO BOX 696 SUDBURY,MA 01776	NONE	PUBLIC CHARITY	SUDBURY	5,000
SUDBURY HISTORICAL SOCIETY 322 CONCORD ROAD 2ND FLOOR TOWN HALL SUDBURY,MA 01776	NONE	PUBLIC CHARITY	SUDBURY	5,000
SUDBURY VALLEY TRUSTEES INC 18 WOLBACH ROAD SUDBURY,MA 01776	NONE	PUBLIC CHARITY	SUDBURY	19,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SUDBURY VALLEY TRUSTEES INC 18 WOLBACH ROAD SUDBURY, MA 01776	NONE	PUBLIC CHARITY	SUDBURY	175,000
TOWN OF SUDBURY GOODNOW LIBRARY 21 CONCORD ROAD SUDBURY, MA 01776	NONE	MUNICIPALITY	SUDBURY	15,000
TOWN OF SUDBURYCOUNCIL ON AGING 40 FAIRBANK ROAD SUDBURY, MA 01776	NONE	MUNICIPALITY	SUDBURY	15,000
SEDA BABROUDI 154 LEXINGTON ROAD LINCOLN, MA 01773	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
OLIVIA BANKUTI 170 HAYNES ROAD SUDBURY, MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
KYLE BERKOWITZ W148 N9711 TREE TOPS DRIVE GERMANTOWN, WI 53022	NONE	INDIVIDUAL	SCHOLARSHIP	2,500
GRAHAM BOYD 26 MUSKET LANE SUDBURY, MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
GRAHAM BOYD 26 MUSKET LANE SUDBURY, MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	1,870
QJAQUICE BRANTLEY 13 TORREY STREET BOSTON, MA 02124	NONE	INDIVIDUAL	SCHOLARSHIP	730
QJAQUICE BRANTLEY 13 TORREY STREET BOSTON, MA 02124	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
MEGAN BRAUN 148 NORTH ROAD SUDBURY, MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
ANNA BRUNNER 261 GOODMAN'S HILL ROAD SUDBURY, MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	1,200
RUSULENNI CASTRO 97 AMORY STREET ROXBURY, MA 02119	NONE	INDIVIDUAL	SCHOLARSHIP	2,500
RUSULENNI CASTRO 97 AMORY STREET ROXBURY, MA 02119	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
JAMIE CHAREST 50 NORMANDY DRIVE SUDBURY, MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TAYLOR CHAREST 50 NORMANDY DRIVE SUDBURY,MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
LAUREN CHUNIAS 84 PHILLIPS ROAD SUDBURY,MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
KELSEY COLPITTS 284 MOSSMAN ROAD SUDBURY,MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
ALEC ELLSWORTH 37 OLD BILLERICA ROAD BEDFORD,MA 01730	NONE	INDIVIDUAL	SCHOLARSHIP	2,500
NATHAN GALLOWAY 11 ANTRIM ROAD FRAMINGHAM,MA 01701	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
RADELYS GERMAN 7 SKYLINE ROAD HYDE PARK,MA 02136	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
GILLIAN GORDON 1770 MASSACHUSETTS AVENUE BOX 155 CAMBRIDGE,MA 02140	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
MEGAN GREENLAW 24 SADDLE RIDGE ROAD SUDBURY,MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
MEGAN GRIFFIN 7 ALLENE AVENUE SUDBURY,MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
OLIVIA GUTOWSKI 13 BIRCHWOOD AVENUE SUDBURY,MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
DANIEL HART 68 UPLAND ROAD MARLBOROUGH,MA 01752	NONE	INDIVIDUAL	SCHOLARSHIP	2,500
MADISON HEREL 25 RAMBLING ROAD SUDBURY,MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
MOHAMMED HUSSAIN 789 BOSTON POST ROAD SUDBURY,MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
AMANDA HUTCHINSON 7 GRANT ROAD WESTBOROUGH,MA 01581	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
LINDSAY HUTCHINSON 7 GRANT ROAD WESTBOROUGH,MA 01581	NONE	INDIVIDUAL	SCHOLARSHIP	5,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CECILIA IGWE-KALU 40 OAKCREST ROAD BOSTON,MA 02136	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
AMANDA IRVINE 2 ELIOT ROAD NORTHBOROUGH,MA 01532	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
JAMES IVKER 9 SPRINGHILL ROAD WAYLAND,MA 01778	NONE	INDIVIDUAL	SCHOLARSHIP	2,400
LAUREN JACOBS 4 CROWN POINT ROAD SUDBURY,MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
MATTHEW JOHNSON 11 OCTOBER ROAD SUDBURY,MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
MATTHEW JOHNSON 11 OCTOBER ROAD SUDBURY,MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	2,500
RACHEL LAM 24 BEECHWOOD AVENUE SUDBURY,MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
STEPHANIE LEE 810 CONCORD ROAD SUDBURY,MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
VICTORIA LEE 810 CONCORD ROAD SUDBURY,MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
KOURTNEY LEWIS-ALLEN 128 RIVER STREET MATTAPAN,MA 02126	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
YARASLAU LOBAN 35 WELLS ROAD LINCOLN,MA 01773	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
DANIELLE MCAVOY 9 MORGAN DRIVE UNIT 305 NATICK,MA 01760	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
RYAN MCAVOY 9 MORGAN DRIVE UNIT 305 NATICK,MA 01760	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
DEVON MCCANN 60 HAYNES ROAD SUDBURY,MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
MAURA MCGRATH 42 BLUEBERRY HILL LANE SUDBURY,MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KATHERINE MILLER 453 SUDBURY STREET MARLBOROUGH, MA 01752	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
HALEY NEIL 34 MAPLE AVENUE SUDBURY, MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
APERHAMA PARANGI 44 CONANT ROAD LINCOLN, MA 01773	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
CESAR PEREZ 251 GENEVA AVENUE APT 2 DORCHESTER, MA 02121	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
BRIAN POLLOCK 16 LYMAN AVENUE HUDSON, MA 01749	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
JASON PORTER 42 SURREY LANE SUDBURY, MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
ROBYN RALLI 561 HUDSON ROAD SUDBURY, MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
ADAM RAPHAEL 526 COMMONWEALTH AVENUE NEWTON, MA 02489	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
ERIC REALE 18 POPLAR STREET SUDBURY, MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
PAULINA RODIS 32 SHADOW OAK DRIVE SUDBURY, MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
WILLIAM SAWYER 56 PRATTS MILL ROAD SUDBURY, MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
FERGAL SEIFERTH 93 WELLS ROAD LINCOLN, MA 01773	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
FIONNUALA SEIFERTH 93 WELLS ROAD LINCOLN, MA 01773	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
RYAN SHELLEY 30 SAXONY DRIVE SUDBURY, MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
KELLY SHERRER 17 WINTER STREET SUDBURY, MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DANIEL SIGALOVSKY 100 INSTITUTE ROAD WPI 773 WORCESTER,MA 01609	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
LAWRENCE STEVENSON 127 WEST HIGH STREET AVON,MA 02322	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
KLO STINE 53 STONE ROAD SUDBURY,MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
KLO STINE 53 STONE ROAD SUDBURY,MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	747
SAVANNAH TENNEY 61 ROBBINS ROAD SUDBURY,MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
KATHRYN THOMAS 203 MARLBORO ROAD SUDBURY,MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
MATTHEW THOMPSON 9 OAKRIDGE DRIVE UNIT 5 MAYNARD,MA 01754	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
VICTORIA VANARIA 724 CONCORD ROAD SUDBURY,MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
JONATHAN WEINSTEIN 42 VILLAGE ROAD SUDBURY,MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
KATELYN WRIGHT 21 COUNTRY VILLAGE LANE SUDBURY,MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
CONNOR YOUNG 22 WITHERELL DRIVE SUDBURY,MA 01776	NONE	INDIVIDUAL	SCHOLARSHIP	5,000
Total  3a				1,196,757

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)				
b <i>Approved for future payment</i>				
BOYS & GIRLS CLUB OF ASSABET VALLEY212 GREAT ROAD MAYNARD,MA 01754	NONE	PUBLIC CHARITY	SCHOLARSHIP	55,000
COBSCOOK BAY RESOURCE CENTER4 FAVOR STREET EASTPORT,MA 04631	NONE	PUBLIC CHARITY	ENVIRONMENT	25,000
NE GRASSROOTS ENVIRONMENT FUNDPO BOX 1057 MONTPELIER,VT 05601	NONE	PUBLIC CHARITY	ENVIRONMENT	80,000
PENOBSCOT EAST RESOURCE CENTERPO BOX 27 13 ATLANTIC AVENUE STONINGTON,ME 04681	NONE	PUBLIC CHARITY	ENVIRONMENT	80,000
Total  3b				240,000

TY 2012 Accounting Fees Schedule

Name: THE SUDBURY FOUNDATION

EIN: 04-6037026

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	16,976	1,698	0	15,278

**TY 2012 Investments Corporate
Bonds Schedule****Name:** THE SUDBURY FOUNDATION**EIN:** 04-6037026

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	4,644,520	4,644,520

TY 2012 Investments - Other Schedule**Name:** THE SUDBURY FOUNDATION**EIN:** 04-6037026

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MUTUAL FUNDS	AT COST	20,039,697	20,039,697
PRIVATE EQUITY FUNDS	AT COST	679,013	679,013
REAL ESTATE INVESTMENT TRUST FUND	AT COST	1,306,788	1,306,788

TY 2012 Land, Etc. Schedule**Name:** THE SUDBURY FOUNDATION**EIN:** 04-6037026

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTER	2,684	2,684	0	
BUILDING	1,182,714	103,487	1,079,227	1,079,227
OFFICE FURNITURE	23,912	13,351	10,561	10,561
APPLIANCES	1,242	693	549	549
MEETING FURNITURE	5,964	3,330	2,634	2,634
WINDOW TREATMENTS	4,200	2,345	1,855	1,855
OFFICE LAMPS	730	395	335	335
INTERIOR DESIGN	1,500	788	712	712
BABIN LANDSCAPING	2,570	1,049	1,521	1,521
LAND	49,885	0	49,885	49,885

TY 2012 Other Expenses Schedule**Name:** THE SUDBURY FOUNDATION**EIN:** 04-6037026

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSES	20,374	0	0	20,374
OTHER EXPENSES RELATING TO PEP INVESTMENTS K-1	0	22,252	0	0
BAD DEBTS	27,557	0	0	0

TY 2012 Other Income Schedule

Name: THE SUDBURY FOUNDATION

EIN: 04-6037026

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME	2,660	2,660	
STUDENT LOAN INTEREST	1,591	1,591	0
RENTAL FEES	2,063		2,063

TY 2012 Other Increases Schedule

Name: THE SUDBURY FOUNDATION

EIN: 04-6037026

Description	Amount
UNREALIZED GAIN ON INVESTMENTS	495,227

TY 2012 Other Liabilities Schedule**Name:** THE SUDBURY FOUNDATION**EIN:** 04-6037026

Description	Beginning of Year - Book Value	End of Year - Book Value
SCHOLARSHIP PAYABLE	7,500	0
EXCISE TAXES PAYABLE	5,131	28,201

TY 2012 Other Professional Fees Schedule**Name:** THE SUDBURY FOUNDATION**EIN:** 04-6037026

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STUDENT LOAN ADMIN FEES	1,010	1,010	0	0
OTHER PROFESSIONAL CONSULTANTS	375	0	0	375

TY 2012 Taxes Schedule**Name:** THE SUDBURY FOUNDATION**EIN:** 04-6037026

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	62,604	0	0	0
PAYROLL TAXES	11,104	0	0	11,104
STATE FILING FEE	770	0	0	770
FOREIGN TAXES	0	280	0	0