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

2012

For calendar year 2012 or tax year beginning

, and ending

Name of foundation

ABBOT & DOROTHY H. STEVENS FOUNDATION

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

P.O. BOX 111

A Employer identification number

04-6107991

City or town, state, and ZIP code

NORTH ANDOVER, MA 01845

G Check all that apply

Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization

 Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year
(from Part II, col. (c), line 16)

► \$ 22907084. (Part I, column (d) must be on cash basis.)

J Accounting method Cash Accrual
 Other (specify) _____

B Telephone number

(978) 688-7211

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test,
check here and attach computation ► E If private foundation status was terminated
under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ►

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not
necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1 Contributions, gifts, grants, etc., received			N/A	
	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 Dividends and interest from securities	664062.	664062.		Statement 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a	4864328.	1148990.		
	7 Capital gain net income (from Part IV, line 2)		1148990.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales, returns and allowances	145			
	b Less: Cost of goods sold				
	c Gross profit or (loss)	1027013			
	11 Other income				
	12 Total. Add lines 1 through 11.	1813052.	1813052.		
	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees Stmt 2	7900.	0.	0.	
	c Other professional fees Stmt 3	77678.	77678.	0.	
	17 Interest				
	18 Taxes Stmt 4	59472.	13292.	0.	
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses Stmt 5	85200.	0.	0.	
	24 Total operating and administrative expenses. Add lines 13 through 23	230250.	90970.	0.	
	25 Contributions, gifts, grants paid	943533.		943533.	
	26 Total expenses and disbursements. Add lines 24 and 25	1173783.	90970.	943533.	
	27 Subtract line 26 from line 12	639269.			
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)		1722082.		
	c Adjusted net income (if negative, enter -0-)			N/A	

10 G/4

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing		16789.	124176.	124176.
	2 Savings and temporary cash investments		206365.	869700.	869700.
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ►				
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U S and state government obligations Stmt 6		499536.	499642.	613830.
	b Investments - corporate stock Stmt 7		15435829.	16660064.	19295398.
	c Investments - corporate bonds Stmt 8		3237521.	1881727.	2003980.
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other				
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers)		19396040.	20035309.	22907084.
	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)		0.	0.	
	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted		19396040.	20035309.	
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> 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		19396040.	20035309.	
	31 Total liabilities and net assets/fund balances		19396040.	20035309.	

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	19396040.
2 Enter amount from Part I, line 27a	2	639269.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	20035309.
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	20035309.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a					
b	See Attached Statements				
c					
d					
e					
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a					
b					
c					
d					
e	4864328.		3715338.	1148990.	
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a					
b					
c					
d					
e				1148990.	
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	1148990.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8				3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes No

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

1 Enter the appropriate amount in each column for each year, see 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	1051400.	20940084.	.050210
2010	971750.	19867180.	.048912
2009	1145450.	18013856.	.063587
2008	1471565.	21246902.	.069260
2007	1318638.	22930736.	.057505

2 Total of line 1, column (d)

2 .289474

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 .057895

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5

4 21781340.

5 Multiply line 4 by line 3

5 1261031.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 17221.

7 Add lines 5 and 6

7 1278252.

8 Enter qualifying distributions from Part XII, line 4

8 943533.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1	1 2 3 4 5	34442. 0. 34442. 0. 34442.
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		
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-)		
3	Add lines 1 and 2		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a 6b 6c 6d	26900. 17000. 0.
b	Exempt foreign organizations - tax withheld at source		
c	Tax paid with application for extension of time to file (Form 8868)		
d	Backup withholding erroneously withheld		
7	Total credits and payments Add lines 6a through 6d	7	43900.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	53.
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	9405.
11	Enter the amount of line 10 to be Credited to 2013 estimated tax ►	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►	
8a	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	
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	
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► N/A		
14	The books are in care of ► JOSHUA L. MINER	Telephone no ► 978-688-7211
	Located at ► P.O. BOX 111, NORTH ANDOVER, MA	ZIP+4 ► 01845
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	► <input type="checkbox"/>
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? See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ►	► <input type="checkbox"/> 15 N/A 16 Yes No X

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

	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?	<input type="checkbox"/> Yes	X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	X 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)?	<input type="checkbox"/> Yes	X 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)	<input type="checkbox"/> Yes	X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	► <input type="checkbox"/>
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?	1b	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	<input type="checkbox"/> Yes	X No
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	X 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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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))?

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

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

(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)?

(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 Yes No Yes No Yes No Yes No 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)?

N/A

►

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

 Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

 Yes No

6b

X

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

 Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOSHUA L MINER 356 MAIN STREET BOXFORD, MA 01921	TRUSTEE 1.00	0.	0.	0.
DEBORAH D PUTNAM 32 ARBOROUGH ROAD ROSLINDALE, MA 02131	TRUSTEE 1.00	0.	0.	0.
CHRISTOPHER W ROGERS 46 OCEAN STREET NAHANT, MA 01908	TRUSTEE 1.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

►

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
BROWN BROTHERS HARRIMAN		
40 WATER STREET, BOSTON, MA 02110	INVESTMENT ADVICE	77284.

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.

Number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	
1	N/A
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

1	N/A	
2		
3		
All other program-related investments See instructions		

All other program-related investments See instructions

3

Total. Add lines 1 through 3

1

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	21847656.
b	Average of monthly cash balances	1b	265380.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	22113036.
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	22113036.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	331696.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	21781340.
6	Minimum investment return. Enter 5% of line 5	6	1089067.

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	1089067.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	34442.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	34442.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1054625.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1054625.
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	1054625.

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	943533.
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	943533.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	943533.

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				1054625.
2 Undistributed income, if any, as of the end of 2012			0.	
a Enter amount for 2011 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007	276297.			
b From 2008	427890.			
c From 2009	253568.			
d From 2010				
e From 2011	33838.			
f Total of lines 3a through e	991593.			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$	943533.		0.	
a Applied to 2011, but not more than line 2a				
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				943533.
e Remaining amount distributed out of corpus		0.		
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	111092.			111092.
6 Enter the net total of each column as indicated below:	880501.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		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 instr			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)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	165205.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	715296.			
10 Analysis of line 9				
a Excess from 2008	427890.			
b Excess from 2009	253568.			
c Excess from 2010				
d Excess from 2011	33838.			
e Excess from 2012				

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling

▶

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

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

1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

JOSHUA L MINER, 978-688-7211

P.O. BOX 111, NORTH ANDOVER, MA 01845

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

SEE ATTACHED STATEMENT

c. Any submission deadlines

SEE ATTACHED STATEMENT

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

SEE ATTACHED STATEMENT

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
PLEASE SEE ATTACHED SCHEDULE	UNRELATED ORGANIZATION	501(C)(3) CHARITABLE ORGANIZ.	CHARITABLE PURPOSE	943533.
Total			► 3a	943533.
b Approved for future payment				
PLEASE SEE ATTACHED SCHEDULE	UNRELATED ORGANIZATION	501(C)(3) CHARITABLE ORGANIZ.	CHARITABLE PURPOSE	496500.
Total			► 3b	496500.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	664062.	
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	1148990.	
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.		1813052.	0.
13 Total. Add line 12, columns (b), (d), and (e)			13		1813052.
(See worksheet in line 13 instructions to verify calculations.)					

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

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 LIBERTY VENTURES RTS 38 SHS	P	Various	09/18/12
b LIBERTY VENTURES 26 SHS	P	05/18/12	12/11/12
c ANHEUSER BUSCH 681 SHS	P	08/11/11	10/05/12
d ANHEUSER BUSCH 319 SHS	P	Various	10/15/12
e ANHEUSER BUSCH 1000 SHS	P	08/18/11	12/20/12
f ANHEUSER BUSCH 800 SHS	P	Various	12/27/12
g LIBERTY VENTURES 90 SHS	P	Various	12/11/12
h VISA INC. 326 SHS	P	03/23/11	04/17/12
i VISA INC. 474 SHS	P	03/23/11	04/26/12
j ABBOTT LABORATORIES BOND	P	07/16/08	11/30/12
k BAXTER 1400 SHS	P	04/22/10	12/19/12
l BBH LIMITED DURATION FUND 7729 SHS	P	11/16/10	05/07/12
m BBH LIMITED DURATION FUND 3864 SHS	P	11/16/10	05/11/12
n BBH LIMITED DURATION FUND 2417 SHS	P	11/16/10	05/14/12
o BBH LIMITED DURATION FUND 6783 SHS	P	11/16/10	05/31/12

(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 451.		358.	93.
b 1549.		1100.	449.
c 61681.		34151.	27530.
d 27700.		16226.	11474.
e 89082.		54538.	34544.
f 70181.		42352.	27829.
g 5311.		3219.	2092.
h 39847.		23479.	16368.
i 58032.		34138.	23894.
j 125000.		125000.	0.
k 93222.		70359.	22863.
l 80000.		80696.	-696.
m 40000.		40348.	-348.
n 25000.		25242.	-242.
o 70000.		70814.	-814.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			93.
b			449.
c			27530.
d			11474.
e			34544.
f			27829.
g			2092.
h			16368.
i			23894.
j			0.
k			22863.
l			-696.
m			-348.
n			-242.
o			-814.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)

If gain, also enter in Part I, line 8, column (c)

If (loss), enter "-0-" in Part I, line 8 }

3

ABBOT & DOROTHY H. STEVENS FOUNDATION

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	BBH LIMITED DURATION FUND 3901 SHS	P	11/16/10	10/04/12
b	CHUBB CORP 900 SHS	P	Various	10/24/12
c	COMCAST CORP CL A 1676 SHS	P	Various	06/20/12
d	COMCAST CORP CL A 1924 SHS	P	07/30/07	06/27/12
e	COMCAST CORP CL A 5400 SHS	P	Various	12/20/12
f	CONOCOPHILLIPS BOND	P	10/04/04	10/15/12
g	DELL INC 4100 SHS	P	04/09/02	10/24/12
h	DIAGEO PLC- SPON 1113 SHS	P	10/16/08	08/21/12
i	DIAGEO PLC- SPON 487 SHS	P	10/16/08	08/22/12
j	DIAGEO PLC- SPON 1700 SHS	P	Various	12/20/12
k	EBAY INC 540 SHS	P	10/23/08	08/27/12
l	EBAY INC 1860 SHS	P	10/23/08	08/28/12
m	EBAY INC 947 SHS	P	10/23/08	09/06/12
n	EBAY INC 253 SHS	P	10/23/08	09/07/12
o	EBAY INC 1139 SHS	P	10/23/08	09/21/12

(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 40689.		40728.	-39.
b 71791.		49486.	22305.
c 52293.		46905.	5388.
d 59807.		52275.	7532.
e 205104.		145894.	59210.
f 500000.		500000.	0.
g 37802.		110659.	-72857.
h 118490.		64884.	53606.
i 51875.		28390.	23485.
j 204338.		96205.	108133.
k 25394.		8088.	17306.
l 87388.		27859.	59529.
m 46384.		14184.	32200.
n 12394.		3789.	8605.
o 56915.		17060.	39855.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			-39.
b			22305.
c			5388.
d			7532.
e			59210.
f			0.
g			-72857.
h			53606.
i			23485.
j			108133.
k			17306.
l			59529.
m			32200.
n			8605.
o			39855.

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	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		3	
If gain, also enter in Part I, line 8, column (c)			
If (loss), enter "-0-" in Part I, line 8			

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	EBAY INC 869 SHS	P	10/23/08	12/06/12
b	EBAY INC 1031 SHS	P	Various	12/11/12
c	ECOLAB INC 1800 SHS	P	04/14/09	01/19/12
d	ECOLAB INC 501 SHS	P	Various	02/01/12
e	ECOLAB INC 378 SHS	P	Various	02/02/12
f	ECOLAB INC 742 SHS	P	02/10/10	04/17/12
g	ECOLAB INC 170 SHS	P	02/12/10	04/20/12
h	ECOLAB INC 520 SHS	P	02/12/10	04/25/12
i	FEDERAL HOME LOAN MTGE CORP BOND	P	11/04/05	07/15/12
j	IBM INTL GROUP CAPITAL BOND	P	Various	10/22/12
k	JOHNSON & JOHNSON 600 SHS	P	11/18/09	10/24/12
l	LIBERTY INTERACTIVE 3200 SHS	P	12/12/07	12/19/12
m	LIBERTY VENTURES 306 SHS	P	Various	09/18/12
n	LIBERTY VENTURES .2500 SHS	P	12/12/07	08/28/12
o	LIBERTY VENTURES 919.75 SHS	P	Various	12/11/12

(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 45173.		13016.	32157.
b 53643.		15415.	38228.
c 108419.		66873.	41546.
d 30364.		18703.	11661.
e 22939.		14639.	8300.
f 46485.		32532.	13953.
g 10585.		7060.	3525.
h 32433.		21595.	10838.
i 250000.		250000.	0.
j 150000.		150000.	0.
k 42461.		37438.	5023.
l 62913.		58661.	4252.
m 3607.		3301.	306.
n 12.		13.	-1.
o 54271.		39277.	14994.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			32157.
b			38228.
c			41546.
d			11661.
e			8300.
f			13953.
g			3525.
h			10838.
i			0.
j			0.
k			5023.
l			4252.
m			306.
n			-1.
o			14994.

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 }3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).
If gain, also enter in Part I, line 8, column (c)
If (loss), enter "-0-" in Part I, line 8 }

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	LOWE'S COS INC BOND	P	08/10/09	09/15/12
b	TARGET CORP BOND	P	08/10/09	03/01/12
c	VISA INC 662 SHS	P	Various	02/03/12
d	VISA INC 338 SHS	P	12/16/10	02/06/12
e	VISA INC 800 SHS	P	12/16/10	02/09/12
f	VISA INC 1100 SHS	P	12/16/10	02/27/12
g	VISA INC 703 SHS	P	12/17/10	03/26/12
h	VISA INC 222 SHS	P	12/17/10	03/27/12
i	VISA INC 175 SHS	P	12/17/10	04/03/12
j	VISA INC 400 SHS	P	12/17/10	04/17/12
k	WAL-MART STORES INC 1100 SHS	P	04/25/06	06/07/12
l	WAL-MART STORES INC 1200 SHS	P	04/25/06	07/02/12
m	WAL-MART STORES INC 1200 SHS	P	04/25/06	07/17/12
n	WAL-MART STORES INC 800 SHS	P	03/19/07	07/27/12
o	WAL-MART STORES INC 344 SHS	P	03/19/07	08/03/12

(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 200000.		200000.	0.
b 200000.		200000.	0.
c 70764.		51363.	19401.
d 36179.		25670.	10509.
e 90507.		60758.	29749.
f 128665.		83542.	45123.
g 84403.		47622.	36781.
h 26639.		15038.	11601.
i 20994.		11855.	9139.
j 48892.		27096.	21796.
k 72569.		50435.	22134.
l 83089.		55020.	28069.
m 87564.		55020.	32544.
n 59661.		37205.	22456.
o 25647.		15998.	9649.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			0.
b			0.
c			19401.
d			10509.
e			29749.
f			45123.
g			36781.
h			11601.
i			9139.
j			21796.
k			22134.
l			28069.
m			32544.
n			22456.
o			9649.

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 }3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter "-0-" in Part I, line 8 }

2

3

ABBOT & DOROTHY H. STEVENS FOUNDATION

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	WAL-MART STORES INC 678 SHS	P	03/19/07	08/06/12
b	WAL-MART STORES INC 678 SHS	P	03/19/07	08/08/12
c	WASTE MANAGEMENT INC 1672 SHS	P	04/19/07	11/06/12
d	WASTE MANAGEMENT INC 891 SHS	P	04/19/07	11/07/12
e	WASTE MANAGEMENT INC 806 SHS	P	04/19/07	11/08/12
f	WASTE MANAGEMENT INC 331 SHS	P	04/19/07	11/21/12
g	ECOLAB INC 689 SHS	P	Various	04/18/12
h	CLASS ACTION AOL	P	Various	05/22/12
i	CLASS ACTION HEALTHSOUTH	P	Various	09/13/12
j	Capital Gains Dividends			
k				
l				
m				
n				
o				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 50550.		31532.	19018.	
b 50490.		31532.	18958.	
c 53877.		58704.	-4827.	
d 28507.		31283.	-2776.	
e 25769.		28299.	-2530.	
f 10582.		11621.	-1039.	
g 43083.		28796.	14287.	
h 73.			73.	
i 1490.			1490.	
j 93309.			93309.	
k				
l				
m				
n				
o				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")	
(I) F M V as of 12/31/69	(J) Adjusted basis as of 12/31/69	(K) Excess of col (I) over col (J), if any		
a			19018.	
b			18958.	
c			-4827.	
d			-2776.	
e			-2530.	
f			-1039.	
g			14287.	
h			73.	
i			1490.	
j			93309.	
k				
l				
m				
n				
o				
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }		2	1148990.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	} If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8		3	N/A

Form 990-PF	Dividends and Interest from Securities	Statement	1
-------------	--	-----------	---

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
BOND AMORTIZATION	-45435.	0.	-45435.
DIVIDENDS PER BBH 1099	618249.	93309.	524940.
INTEREST PER BBH 1099	187217.	0.	187217.
LESS DIVIDENDS RECEIVED IN JANUARY 2013	-3793.	0.	-3793.
OTHER INTERSEST INCOME	1133.	0.	1133.
Total to Fm 990-PF, Part I, ln 4	757371.	93309.	664062.

Form 990-PF	Accounting Fees	Statement	2
-------------	-----------------	-----------	---

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
CARL B. BINDMAN, CPA, PC - AUDIT AND TAX	7900.	0.	0.	0.
To Form 990-PF, Pg 1, ln 16b	7900.	0.	0.	0.

Form 990-PF	Other Professional Fees	Statement	3
-------------	-------------------------	-----------	---

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
INVESTMENT FEES	77678.	77678.	0.	0.
To Form 990-PF, Pg 1, ln 16c	77678.	77678.	0.	0.

Form 990-PF

Taxes

Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FEDERAL EXCISE TAXES	45930.	0.		0.
FOREIGN TAXES	13292.	13292.		0.
STATE FILING FEE	250.	0.		0.
To Form 990-PF, Pg 1, ln 18	59472.	13292.		0.

Form 990-PF

Other Expenses

Statement 5

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
OFFICE EXPENSE REIMBURSEMENT TO AFFILIATED 501(C)(3)	85200.	0.		0.
To Form 990-PF, Pg 1, ln 23	85200.	0.		0.

Form 990-PF

U.S. and State/City Government Obligations

Statement 6

Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
US TREASURY OBLIGATIONS	X		499642.	613830.
Total U.S. Government Obligations			499642.	613830.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			499642.	613830.

Form 990-PF

Corporate Stock

Statement 7

Description	Book Value	Fair Market Value
CORPORATE STOCK	16660064.	19295398.
Total to Form 990-PF, Part II, line 10b	16660064.	19295398.

Form 990-PF

Corporate Bonds

Statement 8

Description	Book Value	Fair Market Value
CORPORATE BONDS	1881727.	2003980.
Total to Form 990-PF, Part II, line 10c	1881727.	2003980.

Application for Extension of Time To File an
Exempt Organization Return

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete **only Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete **only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file) You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions. ABBOT & DOROTHY H. STEVENS FOUNDATION	Employer identification number (EIN) or 04-6107991
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. P.O. BOX 111	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NORTH ANDOVER, MA 01845	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

JOSHUA L. MINER

- The books are in the care of ► **P.O. BOX 111 - NORTH ANDOVER, MA 01845**

Telephone No. ► **978-688-7211**FAX No ►

- If the organization does not have an office or place of business in the United States, check this box

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ► . If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **August 15, 2013**, to file the exempt organization return for the organization named above. The extension

is for the organization's return for.

► calendar year **2012** or► tax year beginning , and ending

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 43900.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 26900.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 17000.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form 8868 (Rev. 1-2013)

04-6107991
Form 990PF Part XV, line 2
Year Ended December 31, 2012

Abbot and Dorothy H. Stevens Foundation

Post Office Box 111 - North Andover, MA 01845
Telephone 978-688-7211

Mission statement: The Stevens Foundations are committed to improving the quality of life for residents of Lawrence, Massachusetts and surrounding communities. By initiating and participating in collaboration with community partners, the Foundations strive to understand the needs of the community and to be proactive contributors. Efforts are directed toward supporting and promoting education, housing, healthcare, environment, historical preservation and the arts; and providing emergency assistance.

Eligibility Requirements:

1. Any organization applying to The Stevens Foundations must be a Massachusetts charitable corporation. The Trustees focus their giving to organizations serving the residents of the Greater Lawrence/Merrimack Valley area.
2. An organization must have been determined tax-exempt under Section 501 (c) (3) of the Internal Revenue Code and received a permanent or advance I.R.S. Determination Letter that describes the agency as a publicly supported charity as defined in Sections 170 (b) (1) (A) (6) or (a) (6).
3. No grants to individuals.
4. Applications will be considered for experimental and demonstration projects, program expansion, evaluation, renovations, new construction projects and capital funding.
5. The Trustees will not consider a proposal from an organization previously funded until a full report of the expenditures of the previous grant has been submitted.
6. The Trustees will not consider more than one application from an agency in the same calendar year, except for summer youth programs.
7. No grants will be made to national organizations or "annual giving campaigns".
8. No grants will be made to State or Federal agencies.
9. Grants may be made to a 501 (c) (3) organization for the benefit of another organization awaiting its own tax-exempt status.

04-6107991
Form 990 PF, Part XV, line 2
Year Ended December 31, 2012

Abbot and Dorothy H. Stevens Foundation

Application Procedures

1. One complete written proposal should be submitted to the Foundations' Office attention: Joshua L. Miner, Executive Director. It will be considered by the appropriate Stevens Foundation automatically. In addition to the mailed "hard copy" of the proposal, the proposal narrative, organizational budget and budget for the project for which you are seeking funding, should be e-mailed to: grantprocess@stevensfoundation.com. No personal interviews will be entertained unless requested by the Trustees.
2. The Associated Grant Makers of Massachusetts' Common Proposal format is accepted and welcomed by the Trustees.
3. The body of the proposal should be no more than five pages plus appendices. A one-page cover letter, summarizing the proposal and with a request for a specific grant amount should also be included.
4. The proposal will not be considered if the following is missing and has not been previously supplied:
 - a) Copy of I.R.S. Determination Letter
 - b) Proof of Incorporation in Massachusetts
 - c) Names of Officers, Directors or Trustees of the organization
5. A complete proposal should include:
 - a. Most recent annual financial statement (preferably audited)
 - b. Institutional Income & Expense budget for current fiscal year
 - c. Detailed program budget for which support is being requested
 - d. Starting & completion dates of proposed program and planned cash flow.
6. If an organization's proposal is complete and fits within the guidelines of The Stevens Foundations, the Director or other officer of that organization may be contacted to provide further details or information. Please include the name, address and telephone number of whom you wish contacted.
7. The Trustees of The Stevens Foundations generally meet monthly, with the exceptions of July and August. While awaiting a decision from The Stevens Foundations, applicants are encouraged to seek other sources of funding.

ABBOT & DOROTHY H. STEVENS FOUNDATION, 04-6107991

ATTACHMENT TO 2012 FORM 990-PF, PART XV, 3A

GRANTS PAID DURING THE YEAR

NAME OF RECIPIENT	ADDRESS OF RECIPIENT	GRANT PURPOSE	AMOUNT
Addison Gallery	Phillips Academy, Andover, MA 01810	Lawrence outreach programming in Lawrence	\$ 15,000
After School Partners	32 Boylston Street, Newton, MA 02459	operating support	10,000
Alzheimer's Association	311 Arsenal Street, Watertown, MA 02472	operating support	100
American Cancer Society	30 Speen Street, Framingham, MA 01701	operating support	100
American Textile History Museum	491 Dutton Street, Lowell, MA 01841	operating, split pay 100K 2011 pledge in full	50,000
American Textile History Museum	491 Dutton Street, Lowell, MA 01854	operating support	2,000
Andover Village Improvement Society	PO Box 5097, Andover, MA 01810	boost land acquisition fund	20,000
Appalachian Mountain Club	5 Joy Street, Boston, MA 02108	Youth Opportunities program Lawrence & Lowell	20,000
Associated GrantMakers	55 Court St., Suite 520, Boston, MA 02108	membership dues	5,350
Bellesini Academy	94 Bradford St., Lawrence, MA 01840	operating support	22,000
Boys & Girls Club of Gr. Haverhill	55 Emerson Street, Haverhill, MA 01830	Expansion of Academic Center	4,000
Boston Children's Museum	300 Congress Street, Boston, MA 02210	operating support	5,000
Boston Children's Museum	308 Congress Street, Boston, MA 02210	sponsored visits Lawrence & Lowell visitors	9,000
Boston Children's Museum	300 Congress St., Boston, MA 02210	operating support	1,500
Boston Symphony Orchestra	Symphony Hall, Boston, MA 02115	Lawrence Youth Project	8,000
Boston University School of Management	595 Commonwealth Avenue, Boston, MA 02215	Institute for Non-Profit Management MV	13,000
Bowdoin College	4100 College Station Brunswick, ME 04011-8432	operating support	2,500
Bowdoin College	4100 College Station Brunswick, ME 04011-8432	operating support	1,000
Bread & Roses, Inc.	58 Newbury Street, Lawrence, MA 01840	operating support	22,000
British Schools & Universities(Oundle)	575 Madison Ave., Suite 1006, NY NY 10022-2511	operating support	250
Cambodian Mutual Assistance Association	120 Cross St., Lowell MA 01854	elder outreach & assistance program	8,000
Cambridge College	1000 Massachusetts Ave., Boston, MA 02138	Ladder to Language program Lawrence	9,000
Catholic Schools Foundation	260 Franklin St., Suite 630, Boston, MA 02110	Inner-City Scholarship Fund-Lawrence	13,000
Chatham Conservation Foundation	104 Conwell Road, Chatham, MA 02633	operating support	250
Chatham Yacht Club	c/o 2473 Route 25A, Oxford, NH 03777	operating support	10,000
Chatham Yacht Club	c/o 2473 Route 25 A, Oxford, NH 03777	operating support	2,500
Christ Church Andover	25 Central Street, Andover, MA 01810	2nd on 100k/4 yr.pledged(nov2010) 25Kpd. 3/11	25,000
Christ Church Cemetery Fund	25 Central Street, Andover, MA 01810	operating support	2,500
Destination Imagination	c/o 26 Rocky Hill Road, Andover, MA 01810	operating support	500
ECCF Greater Lawrence Summer Fund	175 Andover St. Suite 101, Danvers MA 01923	operating support	2,000
ECCF Peggy Corbett Fund	175 Andover St. Suite 101, Danvers MA 01923	operating support	1,000
ECCF Summer in Gr. Lawrence	175 Andover St., Suite 101, Danvers, MA 01923	summer 2012 support	45,000
Endicott College	376 Hale Street, Beverly, MA 01915	Keys to Degrees program	15,000
Essex Art Center	56 Island Street, Lawrence, MA 01840	operating support	25,000
Essex Art Center	56 Island Street, Lawrence, MA 01840	operating support	2,000
Essex County Community Foundation	175 Andover St, Suite 101, Danvers, MA 01923	operating non-profit center/excell.	25,000

ABBOT & DOROTHY H. STEVENS FOUNDATION, 04-6107991

ATTACHMENT TO 2012 FORM 990-PF, PART XV, 3A

GRANTS PAID DURING THE YEAR

NAME OF RECIPIENT	ADDRESS OF RECIPIENT	GRANT PURPOSE	AMOUNT
Essex County Greenbelt Association	82 Eastern Avenue, Essex, MA 01929	Land Conservation Initiative	13,000
Essex Rowing Club	PO Box 81, North Andover, MA 01845	life vests for non-swimmers participants	2,000
Family Service, Inc.	430 North Canal Street, Lawrence, MA 01840	Mentoring 25K, Samaritans 7.5K	32,500
Food for the World	PO Box 2012, Methuen, MA 01844	general operating support	12,000
Friends of Pleasant Bay	PO Box 1243, Harwich, MA 02645	operating support	100
Geiger, Jeannie Crisis Center	2 Harris Street, Newburyport, MA 01950	Clinical Services Program	12,000
Greater Lawrence Community Boating Prog.	PO Box 955, Lawrence, MA 01842	final on 30K over 2 yr2011 pledge	15,000
Groundwork Lawrence	60 Island Street, Lawrence, MA 01840	operating support	2,000
Groundwork Lawrence	61 Island Street, Lawrence, MA 01840	Stewardship Initiative	5,000
Groundwork Lawrence	60 Island Street, Lawrence, MA 01840	new staffing structure and expansion of partnerships	30,000
Handel & Haydn Society	300 Massachusetts Ave., Boston, MA 02115	Lawrence outreach & concert	6,500
Home Health VNA	360 Merrimack Street, Lawrence MA 01843	training clinicians, redesign of infrastructure	15,000
Jumpstart	308 Congress Street, 6th Floor, Boston, MA 02210	Lawrence & Lowell programming	7,500
Lawrence Community Works	168 Newbury Street, Lawrence, MA 01841	Strategic planning process	15,000
Lawrence History Center	6 Essex Street, Lawrence, MA 01840	Dengler event support	500
Lawrence History Center	6 Essex Street, Lawrence MA 01840	operating support	40,000
Massachusetts 2020	One Beacon St., 34th Floor, Boston, MA 02108	fiscal for Receiver work in Lawrence	25,000
Massachusetts Audubon Society	208 So. Great Road, Lincoln, MA 01773	Lawrence programming	20,000
Merrimack Valley Philharmonic Society	PO Box 332, Haverhill, MA 01831	purchase chimes	2,000
Merrimack Valley YMCA (A/NA branch)	101 Amesbury St. 4th floor Lawrence, MA 01840	split pay 150K of 750K over 5yrs, 2011 pledge	75,000
Merrimack Valley YMCA Lawrence Branch	101 Amesbury Street - 4th Fl., Lawrence MA 01840	Teen/Youth programs at Lawrence YMCA	25,000
Museum of Science	Science Park, Boston, MA 02114	outreach to Lawrence and Lowell visitors	9,000
Nahant Preservation Trust	PO Box 30, Nahant, MA 01908	operating support	250
Nahant Village Church	PO Box 77, Nahant MA 01908	operating support	2,000
New England Aquarium	Central Wharf, Boston, MA 02110	Free to Learn program Lawrence & Lowell	5,000
New Profit (fiscal for Teach for America)	60 Canal St., 5th Fl., Boston, MA 02114	Teach for America Lawrence schools	30,000
North Andover Youth Services	33 Johnson Street, North Andover, MA 01845	capital project of their choosing	4,000
Notre Dame Cristo Rey High School	303 Haverhill Street, Lawrence Ma 01840	Corporate Work Study Program	45,000
Outward Bound USA	25 West 36th St. 8th fl., NY NY 10018	operating support	500
Perley Scholarship Fund	Borxford Public Lib, PO Box 82, Borxford, MA 01921	operating support	100
Phillips Academy	180 Main Street, Andover, MA 01810	Andover Breadloaf program support	25,000
Pike School	34 sunset Rock Road, Andover, MA 01810	operating support	200
Pike School	34 sunset Rock Road, Andover, MA 01810	operating support	100
Pingree School for Prep @ Pingree	537 Highland St., South Hamilton, MA 01982	Prep @ Pingree Lawrence students	13,000
Plimoth Plantation	PO Box 1620, Plymouth, MA 02362	Lawrence schools admissions	4,000
Project Adventure	719 Cabot St., Beverly, MA 01915	Sept.2011 pledge in full-Lawrence programs	21,000

ABBOT & DOROTHY H. STEVENS FOUNDATION, 04-6107991

ATTACHMENT TO 2012 FORM 990-PF, PART XV, 3A

GRANTS PAID DURING THE YEAR

NAME OF RECIPIENT	ADDRESS OF RECIPIENT	GRANT PURPOSE	AMOUNT
Project Adventure	719 Cabot St., Beverly, MA 01915	programming on Lawrence schools	10,000
School Year Abroad	439 Suth Union Street, suite 404, Lawrence, MA 01843	operating support	200
Seven & Eight Park Street Foundation	8 Park Street, Boston, MA 02108	operating support	250
Sisters of the Transfiguration	495 Albion avenue, Cincinnati, OH 45246-60	operating support	333
St. James Episcopal Church	119 Washington Street, Groveland, MA 01834	operating support	3,000
Tabor Academy	66 Spring Street, Marion MA 02738	operating support	2,500
Tabor Academy	66 Spring St., Marion MA 02738	operating support	500
The English Speaking Union	144 East 39th St, NY, NY 10016	operating support	100
The Summer Fund @ AGM	5 Court Street - Ste. 520, Boston, MA 02108	Summer 2012 support	500
Trinity Church	206 Clarendon Street, Boston, MA 02116-3722	operating support	2,500
Trinity Church	206 Clarendon Street, Boston, MA 02116-3722	operating support	250
U Aspire	31 St. James Avenue, Suite 20, Boston, MA 02116	Lawrence programming	7,500
United Way of Mass bay & Merr. Valley	59 Lowes Way, Lowell, MA 01851-5150	Summer Experiences in gr. Lowell 2012	5,000
WBUR	PO Box 9235, Chelsea, MA 02150-9235	operating support	100
		\$	943,533

ABBOT & DOROTHY H. STEVENS FOUNDATION, 04-6107991			
ATTACHMENT TO 2012 FORM 990-PF, PART XV, 3B			
GRANTS APPROVED FOR FUTURE PAYMENT			
AS OF DECEMBER 31, 2012			
ORGANIZATION	YEAR MADE	TOTAL PLEDGE	PAYABLE 12 31.12
ESSEX COUNTY COMMUNITY FOUNDATION	2012	35,000	35,000
PROJECT ADVENTURE	2012	31,000	31,000
HANDEL & HAYDN SOCIETY	2012	5,500	5,500
MERRIMACK VALLEY HOSPICE	2012	100,000	100,000
CHRIST CHURCH ANDOVER	2010	50,000	25,000
MERRIMACK VALLEY YMCA	2011	375,000	300,000
		596,500	496,500

NOTE: ALL GRANTS ARE PAID TO UNRELATED 501C(3) ORGANIZATIONS THE ADDRESSES OF THE RECIPIENTS AND CHARITABLE PURPOSE OF THE GRANTS ARE ON FILE AND AVAILABLE UPON REQUEST