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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

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

Name of foundation JOSEPH & CLARA FLYNN SCHOLARSHIP TRUST		A Employer identification number 04-6215821	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 1330		B Telephone number (see instructions) (617) 737-3637	
City or town, state, and ZIP code HYANNIS, MA 02601		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) \$ 767,400		J Accounting method ☐ Cash ☐ Accrual ☐ Other (specify) ☐ (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see 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.	20,779	20,779		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	9,147			
	b Gross sales price for all assets on line 6a <u>280,694</u>				
	7 Capital gain net income (from Part IV , line 2)		9,147		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	29,926	29,926		
	13 Compensation of officers, directors, trustees, etc	9,696	6,465		3,232
	14 Other employee salaries and wages		0	0	0
	15 Pension plans, employee benefits		0	0	
	16a Legal fees (attach schedule)				0
	b Accounting fees (attach schedule)	575	383	0	192
	c Other professional fees (attach schedule)				0
	17 Interest				0
	18 Taxes (attach schedule) (see instructions)	1,090			0
	19 Depreciation (attach schedule) and depletion . . .	0	0		
	20 Occupancy				
	21 Travel, conferences, and meetings		0	0	
	22 Printing and publications		0	0	
	23 Other expenses (attach schedule)	860	573		287
	24 Total operating and administrative expenses. Add lines 13 through 23	12,221	7,421	0	3,711
	25 Contributions, gifts, grants paid	50,500			50,500
	26 Total expenses and disbursements. Add lines 24 and 25	62,721	7,421	0	54,211
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-32,795			
	b Net investment income (if negative, enter -0-)		22,505		
	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)

Assets	1	Cash—non-interest-bearing	29,994	41,097	41,097
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____ 0			
	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)			
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	694,749	650,908	726,303
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	724,743	692,005	767,400	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	724,743	692,005	
	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)	724,743	692,005	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	724,743	692,005		

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	724,743
2	Enter amount from Part I, line 27a	2	-32,795
3	Other increases not included in line 2 (itemize) ▶ _____	3	60
4	Add lines 1, 2, and 3	4	692,008
5	Decreases not included in line 2 (itemize) ▶ _____	5	3
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	692,005

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

(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 See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	9,147
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	42,148	758,073	0 055599
2010	17,532	738,782	0 023731
2009	11,608	669,545	0 017337
2008			
2007			

2 Total of line 1, column (d).	2	0 096667
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 032222
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	764,905
5 Multiply line 4 by line 3.	5	24,647
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	225
7 Add lines 5 and 6.	7	24,872
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	54,211

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	225
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	225
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	225
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	880	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	0	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	880
8		Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	0
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	655
11		Enter the amount of line 10 to be Credited to 2013 estimated tax 228	Refunded	11	427

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 \$ (2) On foundation managers \$			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
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				
14	The books are in care of TD BANK NA Telephone no (508) 862-0875 Located at PO BOX 1330 HYANNIS MA ZIP+4 02601			
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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		
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? 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	Yes	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
b	If "Yes," did it have excess business holdings in 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.).	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 <i>(continued)</i>				
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
TD Bank NA 200 State Street Boston, MA 02109	Trustee 1	9,696		
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	
2	
3	
4	

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.	

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	752,024
b	Average of monthly cash balances.	1b	24,529
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	776,553
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	776,553
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	11,648
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	764,905
6	Minimum investment return. Enter 5% of line 5.	6	38,245

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	38,245
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	225
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	225
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	38,020
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	38,020
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	38,020

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	54,211
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	54,211
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	225
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	53,986
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				38,020
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			23,510	
b Total for prior years 2010 , 20__ , 20__		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				0
b From 2008.				0
c From 2009.				0
d From 2010.				0
e From 2011.				0
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 54,211				
a Applied to 2011, but not more than line 2a			23,510	
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.				30,701
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).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
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				7,319
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). . . .	0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2008. . . .				0
b Excess from 2009. . . .				0
c Excess from 2010. . . .				0
d Excess from 2011. . . .				0
e Excess from 2012. . . .				0

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) ☐ 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))

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

Jason Arcelay co TD Bank
200 State Street
Boston,MA 02109
(617) 737-3637

b

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

Forms available at school guidance counselor's office

c

Any submission deadlines

May 1st

d

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

Limited to graduates of Fitchburg HS and St Bernard's HS

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	50,500
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities. . . .			14	20,779	
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	9,147	
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). .				29,926	
13	Total. Add line 12, columns (b), (d), and (e).			13		29,926

[illegible]

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

Form **990-PF** (2012)

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
50 ABBOTT LABORATORIES		2010-08-24	2012-02-16
20 ABBOTT LABORATORIES		2011-07-14	2012-07-24
20 ABBOTT LABORATORIES		2011-07-14	2012-09-13
60 ABBOTT LABORATORIES		2010-05-27	2012-12-03
20 ABBOTT LABORATORIES		2011-07-26	2012-12-03
10 AMERICAN EXPRESS CO		2000-04-26	2012-07-24
10 AMERICAN EXPRESS CO		2000-04-26	2012-12-03
110 AMERICAN TOWER CORP COM		2011-11-03	2012-03-23
50 APACHE CORP COM		2012-02-16	2012-07-13
10 APACHE CORP COM		2011-05-06	2012-07-13
60 APACHE CORP COM		2003-11-05	2012-07-13
20 ARCHER DANIELS MID		2011-03-03	2012-07-24
90 ARCHER DANIELS MID		2011-03-03	2012-10-15
10 ARCHER DANIELS MID		2011-03-02	2012-12-03
10 BED BATH & BEYOND INC		2012-06-15	2012-07-24
10 BED BATH & BEYOND INC		2011-11-03	2012-12-03
10 BERKSHIRE HATHAWAY INC DEL CL B NEW		2011-12-01	2012-12-03
10 BROADCOM CORP		2012-03-26	2012-07-24
10 BROADCOM CORP		2012-03-26	2012-12-03
50 CAPITAL ONE FINANCIAL CORP		2011-03-29	2012-04-12
10 CAPITAL ONE FINANCIAL CORP		2011-07-14	2012-07-24
10 CAPITAL ONE FINANCIAL CORP		2011-07-14	2012-12-03
10 CELGENE CORP		2012-04-12	2012-07-24
20 CHEVRONTEXACO CORP		2011-01-24	2012-02-16
10 CHEVRONTEXACO CORP		2011-05-09	2012-07-24
10 CHEVRONTEXACO CORP		2010-06-24	2012-12-03
30 CISCO SYSTEMS INC		2010-08-24	2012-07-24
20 CISCO SYSTEMS INC		2004-08-12	2012-12-03
10 COCA COLA CO		2012-05-10	2012-07-24
10 COCA COLA CO		2012-05-10	2012-10-15

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
10 COCA COLA CO		2012-05-10	2012-12-03
20 COLGATE PALMOLIVE		2009-09-25	2012-02-16
10 COLGATE PALMOLIVE		2011-04-21	2012-07-24
20 COLGATE PALMOLIVE		2011-04-21	2012-09-13
10 COLGATE PALMOLIVE		2011-04-21	2012-12-03
10 COMCAST CORP CL A		2012-07-13	2012-07-24
10 CONOCOPHILLIPS		2012-07-09	2012-07-24
10 CONOCOPHILLIPS		2012-09-13	2012-12-03
10 DANAHER CORP		2011-04-26	2012-07-24
10 DANAHER CORP		2011-04-26	2012-10-15
30 DIAGEO PLC ADR		2010-01-05	2012-01-24
20 DIAGEO PLC ADR		2009-08-24	2012-02-06
20 DIAGEO PLC ADR		2009-08-24	2012-08-22
20 DIAGEO PLC ADR		2011-06-02	2012-08-22
20 WALT DISNEY CO		2010-12-16	2012-07-24
30 WALT DISNEY CO		2010-12-16	2012-12-03
20 E M C CORP MASS		2010-01-05	2012-07-24
20 E M C CORP MASS		2010-01-05	2012-12-03
90 ECOLAB INC		2010-05-05	2012-02-06
10 ECOLAB INC		2011-06-15	2012-07-24
30 ECOLAB INC		2011-06-15	2012-09-13
10 ECOLAB INC		2010-05-05	2012-09-13
10 ECOLAB INC		2010-05-05	2012-12-03
13 ENGILITY HOLDINGS INC		2011-03-02	2012-08-03
334 ENGILITY HOLDINGS INC		2011-01-24	2012-09-14
160 EXELON CORP COM		2010-01-11	2012-01-09
60 EXELON CORP COM		2011-09-08	2012-01-24
75 EXELON CORP COM		2010-12-17	2012-01-24
20 EXXON MOBIL CORP		2010-05-14	2012-04-12
10 EXXON MOBIL CORP		2011-05-09	2012-07-24

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
10 EXXON MOBIL CORP		2011-05-09	2012-12-03
10 FREEPORT-MCMORAN COPPER & GOCL B		2012-02-06	2012-07-24
10 FREEPORT-MCMORAN COPPER & GOCL B		2012-02-06	2012-12-03
10 GILEAD SCIENCES INC		2011-06-02	2012-07-24
50 GILEAD SCIENCES INC		2011-06-02	2012-08-03
40 GILEAD SCIENCES INC		2011-05-06	2012-12-03
140 HEWLETT PACKARD		2009-09-25	2012-03-23
50 HEWLETT PACKARD		2011-09-08	2012-03-26
90 HEWLETT PACKARD		2010-10-12	2012-03-26
10 HOME DEPOT INC		2009-10-23	2012-05-10
30 HOME DEPOT INC		2011-04-25	2012-05-10
10 HOME DEPOT INC		2009-10-23	2012-07-24
50 HOME DEPOT INC		2009-10-23	2012-08-22
10 HOME DEPOT INC		2009-10-23	2012-12-03
20 ILLINOIS TOOL WKS INC		2007-01-18	2012-07-24
10 ILLINOIS TOOL WKS INC		2007-01-18	2012-12-03
10 INTERNATIONAL BUSINESS MACHINES		2011-04-25	2012-07-24
20 INTERNATIONAL BUSINESS MACHINES		2011-04-25	2012-12-03
40 J P MORGAN CHASE & CO		2010-03-16	2012-05-02
10 J P MORGAN CHASE & CO		2007-11-05	2012-07-24
10 J P MORGAN CHASE & CO		2007-11-05	2012-12-03
40 JOHNSON & JOHNSON		2010-03-16	2012-02-16
10 JOHNSON & JOHNSON		2004-08-12	2012-07-24
10 JOHNSON & JOHNSON		2004-08-12	2012-12-03
10 KRAFT FOODS INC		2012-07-09	2012-07-24
106 KRAFT FOODS GROUP INC		2012-08-22	2012-10-15
667 KRAFT FOODS GROUP INC		2012-07-09	2012-10-22
80 L-3 COMMUNICATIONS HLDGS INC COM		2011-03-02	2012-08-22
90 MARATHON OIL		2011-07-26	2012-03-23
100 MARATHON OIL		2011-07-26	2012-05-10

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
110 MARATHON OIL		2011-07-26	2012-05-29
190 MARATHON OIL		2012-01-09	2012-07-09
40 MARATHON OIL		2011-06-07	2012-07-09
20 MERCK & CO INC NEW COM		2012-04-12	2012-07-24
30 MERCK & CO INC NEW COM		2012-05-29	2012-09-13
20 MERCK & CO INC NEW COM		2011-12-01	2012-12-03
140 METLIFE INC		2012-02-16	2012-05-02
30 MICROSOFT CORP		2007-11-05	2012-07-24
170 MICROSOFT CORP		2009-12-02	2012-12-03
10 MONDELEZ INTERNATIONAL INC		2012-08-22	2012-12-03
170 NETAPP INC COM		2012-03-26	2012-07-13
10 NEXTERA ENERGY INC COM		2012-05-10	2012-07-24
20 NEXTERA ENERGY INC COM		2012-05-10	2012-09-13
110 ORACLE SYSTEMS CORPORATION		2011-01-24	2012-03-23
60 ORACLE SYSTEMS CORPORATION		2010-12-17	2012-03-26
50 ORACLE SYSTEMS CORPORATION		2011-01-24	2012-03-26
20 ORACLE SYSTEMS CORPORATION		2011-06-15	2012-07-24
10 ORACLE SYSTEMS CORPORATION		2011-06-15	2012-12-03
90 PNC BANK CORP		2012-01-09	2012-06-15
10 PNC BANK CORP		2011-12-16	2012-07-24
10 PRECISION CASTPARTS CORP		2012-10-15	2012-12-03
20 PROCTOR & GAMBLE		2010-11-16	2012-02-06
30 PROCTOR & GAMBLE		2010-11-16	2012-02-16
130 PROCTOR & GAMBLE		2005-03-16	2012-07-09
20 PROCTOR & GAMBLE		2011-05-06	2012-07-09
10 QUALCOMM INC		2010-11-08	2012-07-24
10 QUALCOMM INC		2010-11-08	2012-12-03
20 SPECTRA ENERGY CORP		2012-01-09	2012-07-24
10 SPECTRA ENERGY CORP		2012-01-09	2012-12-03
50 STARBUCKS CORP		2012-01-09	2012-05-10

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
50 STARBUCKS CORP		2011-09-08	2012-06-15
50 STARBUCKS CORP		2011-09-08	2012-07-13
10 STARBUCKS CORP		2011-09-08	2012-07-24
110 SYSCO CORP		2011-07-26	2012-05-02
110 SYSCO CORP		2011-07-26	2012-05-04
180 TARGET CORP		2010-12-16	2012-01-09
90 TARGET CORP		2011-04-26	2012-01-09
10 3M COMPANY		2010-02-18	2012-04-12
10 3M COMPANY		2008-02-21	2012-07-24
10 3M COMPANY		2008-02-21	2012-12-03
20 U S BANCORP		2009-09-25	2012-07-24
20 U S BANCORP		2009-09-25	2012-12-03
80 UNITIED PARCEL SVC CL B		2012-01-09	2012-10-15
90 UNITED TECHNOLOGIES		2005-08-09	2012-01-09
80 UNITED TECHNOLOGIES		2005-08-09	2012-05-29
400 VALERO ENERGY CORP COM		2011-07-26	2012-01-09
10 VERIZON COMMUNICATION		2010-08-24	2012-07-24
30 VERIZON COMMUNICATION		2010-08-24	2012-09-13
10 VERIZON COMMUNICATION		2010-08-24	2012-12-03
10 WALGREEN CO		2012-10-15	2012-12-03
10 WELLPOINT INC COM		2012-06-15	2012-07-24
20 WELLS FARGO & COMPANY NEW		2007-01-18	2012-07-24
10 WELLS FARGO & COMPANY NEW		2007-01-18	2012-12-03
50 YUM BRANDS INC		2007-08-30	2012-06-15
40 YUM BRANDS INC		2007-08-30	2012-07-13
10 YUM BRANDS INC		2007-08-30	2012-12-03
280 INVESCO LTD SHS		2012-03-23	2012-05-29
10 ACE LTD		2011-05-23	2012-07-24
10 ACE LTD		2011-05-23	2012-12-03
10 TRANSOCEAN LTD ZUG NAMEN AKT		2012-07-13	2012-07-24

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
20 TRANSOCEAN LTD ZUG NAMEN AKT		2012-08-22	2012-12-03
20 CHECK POINT SOFTWARE TECHNOLOGIES LTD		2011-07-14	2012-07-24
10 CHECK POINT SOFTWARE TECHNOLOGIES LTD		2011-07-26	2012-12-03

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,778		2,421	357
1,273		1,064	209
1,359		1,064	295
3,873		2,860	1,013
1,291		1,047	244
551		462	89
563		462	101
6,791		6,330	461
4,156		5,106	-950
831		1,270	-439
4,988		2,080	2,908
531		743	-212
2,526		3,335	-809
268		369	-101
605		733	-128
588		618	-30
885		780	105
305		386	-81
324		386	-62
2,714		2,605	109
546		493	53
578		493	85
640		790	-150
2,109		1,883	226
1,053		1,044	9
1,055		711	344
451		605	-154
380		359	21
763		775	-12
381		388	-7

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
377		388	-11
1,859		1,531	328
1,016		808	208
2,075		1,616	459
1,088		808	280
311		318	-7
540		543	-3
573		566	7
497		540	-43
561		540	21
2,631		1,992	639
1,859		1,258	601
2,127		1,258	869
2,127		1,707	420
954		741	213
1,488		1,111	377
502		361	141
496		361	135
5,521		4,376	1,145
651		549	102
1,937		1,648	289
646		486	160
719		486	233
201		242	-41
5		6	-1
6,603		7,952	-1,349
2,365		2,582	-217
2,956		3,259	-303
1,662		1,273	389
838		834	4

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
884		834	50
315		463	-148
390		463	-73
510		414	96
2,905		2,065	840
3,014		1,599	1,415
3,286		6,600	-3,314
1,184		1,198	-14
2,131		3,616	-1,485
505		263	242
1,515		1,125	390
507		263	244
2,834		1,314	1,520
654		263	391
1,036		950	86
616		475	141
1,892		1,679	213
3,790		3,357	433
1,726		1,718	8
343		428	-85
411		428	-17
2,598		2,342	256
671		566	105
696		566	130
389		389	
5,007		4,406	601
31		27	4
5,566		5,982	-416
2,924		2,990	-66
2,685		3,238	-553

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,774		3,454	-680
4,632		5,401	-769
975		1,230	-255
847		767	80
1,321		1,142	179
894		719	175
4,994		5,375	-381
868		1,107	-239
4,514		5,738	-1,224
259		266	-7
4,862		7,774	-2,912
690		650	40
1,353		1,300	53
3,150		3,563	-413
1,732		1,905	-173
1,443		1,619	-176
582		628	-46
324		314	10
5,248		5,385	-137
569		554	15
1,822		1,654	168
1,266		1,276	-10
1,948		1,795	153
7,996		6,877	1,119
1,230		1,319	-89
563		477	86
638		477	161
590		609	-19
279		305	-26
2,727		2,329	398

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,609		1,949	660
2,644		1,949	695
501		390	111
3,159		3,441	-282
3,106		3,441	-335
8,747		10,601	-1,854
4,374		4,491	-117
865		807	58
877		802	75
908		802	106
664		443	221
645		443	202
5,802		5,859	-57
6,664		4,462	2,202
5,967		3,966	2,001
7,915		11,101	-3,186
436		296	140
1,354		888	466
443		296	147
342		361	-19
611		707	-96
659		725	-66
331		363	-32
3,228		1,629	1,599
2,566		1,303	1,263
674		326	348
6,112		7,350	-1,238
690		682	8
795		682	113
447		461	-14

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
930		978	-48
939		1,132	-193
461		589	-128

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			357
			209
			295
			1,013
			244
			89
			101
			461
			-950
			-439
			2,908
			-212
			-809
			-101
			-128
			-30
			105
			-81
			-62
			109
			53
			85
			-150
			226
			9
			344
			-154
			21
			-12
			-7

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-11
			328
			208
			459
			280
			-7
			-3
			7
			-43
			21
			639
			601
			869
			420
			213
			377
			141
			135
			1,145
			102
			289
			160
			233
			-41
			-1
			-1,349
			-217
			-303
			389
			4

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			50
			-148
			-73
			96
			840
			1,415
			-3,314
			-14
			-1,485
			242
			390
			244
			1,520
			391
			86
			141
			213
			433
			8
			-85
			-17
			256
			105
			130
			601
			4
			-416
			-66
			-553

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-680
			-769
			-255
			80
			179
			175
			-381
			-239
			-1,224
			-7
			-2,912
			40
			53
			-413
			-173
			-176
			-46
			10
			-137
			15
			168
			-10
			153
			1,119
			-89
			86
			161
			-19
			-26
			398

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			660
			695
			111
			-282
			-335
			-1,854
			-117
			58
			75
			106
			221
			202
			-57
			2,202
			2,001
			-3,186
			140
			466
			147
			-19
			-96
			-66
			-32
			1,599
			1,263
			348
			-1,238
			8
			113
			-14

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-48
			-193
			-128

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>				
JAZMIN AVILES C/O FLYNN SCHOLARSHIP TRUST HYANNIS,MA 02601	NONE	NONE	SCHOLARSHIP	5,000
ERIC J BEAUDETTE C/O FLYNN SCHOLARSHIP TRUST HYANNIS,MA 02601	NONE	NONE	SCHOLARSHIP	5,000
MICHAEL BELLIO C/O FLYNN SCHOLARSHIP TRUST HYANNIS,MA 02601	NONE	NONE	SCHOLARSHIP	1,500
KAYLEE BALCKSTON C/O FLYNN SCHOLARSHIP TRUST HYANNIS,MA 02601	NONE	NONE	SCHOLARSHIP	2,000
ABIGAIL CAPONE C/O FLYNN SCHOLARSHIP TRUST HYANNIS,MA 02601	NONE	NONE	SCHOLARSHIP	3,500
MEGAN E CELONA C/O FLYNN SCHOLARSHIP TRUST HYANNIS,MA 02601	NONE	NONE	SCHOLARSHIP	2,000
CAITLIN E COLEMAN C/O FLYNN SCHOLARSHIP TRUST HYANNIS,MA 02601	NONE	NONE	SCHOLARSHIP	1,500
DYLAN DIGERONIMO C/O FLYNN SCHOLARSHIP TRUST HYANNIS,MA 02601	NONE	NONE	SCHOLARSHIP	2,000
SAMUEL J HANSON C/O FLYNN SCHOLARSHIP TRUST HYANNIS,MA 02601	NONE	NONE	SCHOLARSHIP	1,500
PARKER A HENRY C/O FLYNN SCHOLARSHIP TRUST HYANNIS,MA 02601	NONE	NONE	SCHOLARSHIP	1,500
NICHOLAS LANDRY C/O FLYNN SCHOLARSHIP TRUST HYANNIS,MA 02601	NONE	NONE	SCHOLARSHIP	2,000
KATE E LEARY C/O FLYNN SCHOLARSHIP TRUST HYANNIS,MA 02601	NONE	NONE	SCHOLARSHIP	4,500
ELENA LLABOVITIADHI C/O FLYNN SCHOLARSHIP TRUST HYANNIS,MA 02601	NONE	NONE	SCHOLARSHIP	2,000
NICHOLAS M MARTEL C/O FLYNN SCHOLARSHIP TRUST HYANNIS,MA 02601	NONE	NONE	SCHOLARSHIP	2,500
HALEY MCNAMARA C/O FLYNN SCHOLARSHIP TRUST HYANNIS,MA 02601	NONE	NONE	SCHOLARSHIP	1,500

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>				
SUSAN K KORSINI C/O FLYNN SCHOLARSHIP HYANNIS,MA 02601	NONE	NONE	SCHOLARSHIP	3,500
DAJANI M WILSON-SARRIA C/O FLYNN SCHOLARSHIP TRUST HYANNIS,MA 02601	NONE	NONE	SCHOLARSHIP	4,500
HALEY A WOODS C/O FLYNN SCHOLARSHIP TRUST HYANNIS,MA 02601	NONE	NONE	SCHOLARSHIP	4,500
Total  3a				50,500

TY 2012 Accounting Fees Schedule

Name: JOSEPH & CLARA FLYNN SCHOLARSHIP TRUST

EIN: 04-6215821

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	575	383		192

TY 2012 Investments - Other Schedule

Name: JOSEPH & CLARA FLYNN SCHOLARSHIP TRUST

EIN: 04-6215821

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
TOTAL FIXED INCOME	AT COST	225,584	220,039
TOTAL EQUITIES	AT COST	425,324	506,264

TY 2012 Other Decreases Schedule

Name: JOSEPH & CLARA FLYNN SCHOLARSHIP TRUST

EIN: 04-6215821

Description	Amount
ROUNDING ADJUSTMENT	3

TY 2012 Other Expenses Schedule

Name: JOSEPH & CLARA FLYNN SCHOLARSHIP TRUST

EIN: 04-6215821

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE/PROBATE FEES	825	550		275
OTHER NON-ALLOCABLE EXPENSE -	35	23		12

TY 2012 Other Increases Schedule

Name: JOSEPH & CLARA FLYNN SCHOLARSHIP TRUST

EIN: 04-6215821

Description	Amount
CASH / ACCRUAL ADJUSTMENT	60

TY 2012 Taxes Schedule**Name:** JOSEPH & CLARA FLYNN SCHOLARSHIP TRUST**EIN:** 04-6215821

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX PAYMENT - PRIOR YE	210	0		0
FEDERAL ESTIMATES - INCOME	880	0		0