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

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

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation MWC FOUNDATION, INC. #0726315		A Employer identification number 22-2914691
Number and street (or P.O. box number if mail is not delivered to street address) NUTTER, MCCLENNEN & FISH LLP; POB 51400		B Telephone number 617-439-2276
City or town, state, and ZIP code BOSTON, MA 02205		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 46556488. (Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

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		193.	193.		STATEMENT 2
4 Dividends and interest from securities		1392325.	1392325.		STATEMENT 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		40311.			STATEMENT 1
b Gross sales price for all assets on line 6a		3568970.			
7 Capital gain net income (from Part IV, line 2)			41159.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		1432829.	1433677.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 4		138897.	0.		138897.
b Accounting fees STMT 5		6000.	2400.		3600.
c Other professional fees STMT 6		192881.	77152.		115729.
17 Interest					
18 Taxes STMT 7		7635.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 8		515.	258.		257.
24 Total operating and administrative expenses. Add lines 13 through 23		345928.	79810.		258483.
25 Contributions, gifts, grants paid		1976000.			1976000.
26 Total expenses and disbursements. Add lines 24 and 25		2321928.	79810.		2234483.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-889099.			
b Net investment income (if negative, enter -0-)			1353867.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

Beginning of year

End of year

(a) Book Value

(b) Book Value

(c) Fair Market Value

Assets

1	Cash - non-interest-bearing		500.	500.	500.
2	Savings and temporary cash investments		1315512.	345797.	345797.
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 9		4421142.	3108020.	3451446.
b	Investments - corporate stock STMT 10		27016971.	26142938.	31720296.
c	Investments - corporate bonds STMT 11		7870063.	9137757.	10038449.
11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶				
12	Investments - mortgage loans				
13	Investments - other STMT 12		0.	1000000.	1000000.
14	Land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers)		40624188.	39735012.	46556488.

Liabilities

17	Accounts payable and accrued expenses				
18	Grants payable				
19	Deferred revenue				
20	Loans from officers, directors, trustees, and other disqualified persons				
21	Mortgages and other notes payable				
22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.	

Net Assets or Fund Balances

	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
24	Unrestricted				
25	Temporarily restricted				
26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
27	Capital stock, trust principal, or current funds		18024993.	18024916.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds		22599195.	21710096.	
30	Total net assets or fund balances		40624188.	39735012.	
31	Total liabilities and net assets/fund balances		40624188.	39735012.	

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	40624188.
2	Enter amount from Part I, line 27a	2	-889099.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	39735089.
5	Decreases not included in line 2 (itemize) ▶ BOOK VALUE ADJUSTMENT	5	77.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	39735012.

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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 3568970.		3527811.	41159.

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			
b			
c			
d			
e			41159.

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	41159.
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	2174109.	44464209.	.048896
2010	1907976.	42743071.	.044638
2009	2109482.	38861398.	.054282
2008	2042991.	42956107.	.047560
2007	1635624.	43659123.	.037464

2 Total of line 1, column (d)	2	.232840
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	.046568
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	45791684.
5 Multiply line 4 by line 3	5	2132427.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	13539.
7 Add lines 5 and 6	7	2145966.
8 Enter qualifying distributions from Part XII, line 4	8	2234483.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	13539.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	13539.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	13539.
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	16400.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	5000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	21400.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	7861.	
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 During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>MA</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>NUTTER, MCCLENNEN & FISH, LLP</u> Telephone no. ► <u>617-439-2509</u> Located at ► <u>SEAPORT WEST 155 SEAPORT BOULEVARD, BOSTON, MA</u> ZIP+4 ► <u>02210-2604</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 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 ►	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 <input checked="" type="checkbox"/> 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 <input checked="" type="checkbox"/> 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 <input type="checkbox"/> N/A <input checked="" type="checkbox"/>	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	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 <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> N/A <input checked="" type="checkbox"/>	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 <input checked="" type="checkbox"/> 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) <input type="checkbox"/> N/A <input checked="" type="checkbox"/>	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))?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☒ Yes ☐ No

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

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

Organizations relying on a current notice regarding disaster assistance check here

☐**5b****X****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?

If "Yes" to 6b, file Form 8870

6b**X****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
THOMAS P. JALKUT	PRESIDENT / CLERK / DIRECTOR			
C/O NUTTER, MCCLENNEN & FISH, LLP				
P O BOX 51400 BOSTON, MA 02205	0.00	0.	0.	0.
MELISSA S. MCMORROW	TREASURER / DIRECTOR			
C/O NUTTER, MCCLENNEN & FISH, LLP				
P O BOX 51400 BOSTON, MA 02205	0.00	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**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. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NUTTER, MCCLENNEN & FISH, LLP 155 SEAPORT BOULEVARD, BOSTON, MA 02210	MANAGEMENT, LEGAL AND TAX PREPARATION	337778.

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
	0.
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	44968184.
b	Average of monthly cash balances	1b	1520835.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	46489019.
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	46489019.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	697335.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	45791684.
6	Minimum investment return. Enter 5% of line 5	6	2289584.

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	2289584.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	13539.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	13539.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2276045.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2276045.
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	2276045.

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	2234483.
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	2234483.
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	13539.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2220944.

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				2276045.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			1983428.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 2234483.				
a Applied to 2011, but not more than line 2a			1983428.	
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				251055.
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 instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				2024990.
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	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				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

N/A

- ☐ 4942(i)(3) or ☐ 4942(i)(5)

- (4) Gross investment income**

[illegible]Form **990-PF** (2012)

MWC FOUNDATION, INC.

Form 990-PF (2012)

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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				
AGASSIZ VILLAGE	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
AIDS ACTION COMMITTEE OF MASS, INC	NONE	PUBLIC CHARITY	GENERAL FUND	10000.
AMERICAN CIVIL LIBERTIES UNION FOUNDATION OF MASSACHUSETTS	NONE	PUBLIC CHARITY	GENERAL FUND	50000.
AMERICAN FRIENDS SERVICE COMMITTEE	NONE	PUBLIC CHARITY	GENERAL FUND	50000.
AMERICAN RIVERS INC.	NONE	PUBLIC CHARITY	GENERAL FUND	15000.
Total	SEE CONTINUATION SHEET(S)			1976000.
b Approved for future payment				
NONE				
Total				0.

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				14	193.	
4 Dividends and interest from securities				14	1392325.	
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	40311.	
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.		1432829.	0.
13 Total. Add line 12, columns (b), (d), and (e)						1432829.

(See worksheet in line 13 instructions to verify calculations.)

[illegible]

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	2000 AUTOMATIC DATA PROCESSING INC	P	01/24/07	06/29/12
b	200 GOOGLE INC	P	03/24/10	03/14/12
c	2000 HOME DEPOT INC	P	12/30/04	06/26/12
d	1000 HOME DEPOT INC	P	11/01/04	06/26/12
e	.3333 KRAFT FOODS GROUP INC	P	10/20/08	10/11/12
f	25000 SYSCO CORP	P	07/17/03	03/14/12
g	250000 FED FARM CREDIT BK CONS SYS BDS 5.5% 1/24/	P	01/23/07	01/24/12
h	300000 FED FARM CREDIT BK CONS SYS BDS 5.45% 4/17	P	09/05/08	04/17/12
i	150000 APACHE CORP SENIOR NOTES 6.25% 4/15/12	P	08/08/07	04/15/12
j	150000 CAMPBELL SOUP CO NOTES 5% 12/3/12	P	11/01/05	12/03/12
k	300000 FED FARM CREDIT BK CONS SYS BDS 2.125% 6/1	P	06/15/09	06/18/12
l	175000 FED FARM CREDIT BK CONS SYS BDS 4.85% 10/2	P	03/25/03	10/25/12
m	300000 FED HOME LOAN BANK CONSOL BDS 4.25% 4/16/1	P	01/27/05	04/16/12
n	200000 HOUSEHOLD FINANCE CO SENIOR NOTES 7% 5/15/	P	04/16/07	05/15/12
o	250000 STUDENT LN MRKT ASSOC NOTES 7.3% 8/1/12	P	02/20/01	08/01/12

(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 107917.		85433.	22484.
b 123957.		108346.	15611.
c 104018.		85995.	18023.
d 52008.		41330.	10678.
e 15.		10.	5.
f 753499.		824350.	-70851.
g 250000.		250000.	0.
h 300000.		308955.	-8955.
i 150000.		155009.	-5009.
j 150000.		149463.	537.
k 300000.		299757.	243.
l 175000.		177036.	-2036.
m 300000.		299829.	171.
n 200000.		214110.	-14110.
o 250000.		252773.	-2773.

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			22484.
b			15611.
c			18023.
d			10678.
e			5.
f			-70851.
g			0.
h			-8955.
i			-5009.
j			537.
k			243.
l			-2036.
m			171.
n			-14110.
o			-2773.

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

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	250 APPLE, INC.	P	11/11/11	03/14/12
b	100 GOOGLE INC	P	05/27/11	03/14/12
c	11924.8830 VANGUARD SHORT-TERM BD IND SIGNAL 1349	P	09/08/11	05/07/12
d	CAPITAL GAINS DIVIDENDS			
e				
f				
g				
h				
i				
j				
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 145460.		95718.	49742.
b 61979.		51981.	9998.
c 127000.		127716.	-716.
d 18117.			18117.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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			49742.
b			9998.
c			-716.
d			18117.
e			
f			
g			
h			
i			
j			
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	41159.
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 XV **Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ASTRAEA FOUNDATION INC.	NONE	PUBLIC CHARITY	GENERAL FUND	10000.
CENTER FOR BIOLOGICAL DIVERSITY	NONE	PUBLIC CHARITY	GENERAL FUND	69000.
CITY LIFE/VIDA URBANA	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
COMMUNITY CHANGE, INC.	NONE	PUBLIC CHARITY	GENERAL FUND	10000.
CYSTIC FIBROSIS FOUNDATION	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
DEFENDERS OF WILDLIFE	NONE	PUBLIC CHARITY	SUPPORT SPECIES RESTORATION IN THE NORTHERN ROCKIES	75000.
EARTHJUSTICE	NONE	PUBLIC CHARITY	GENERAL FUND	10000.
ENVIRONMENTAL DEFENSE FUND	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
FARM SANCTUARY, INC.	NONE	PUBLIC CHARITY	GENERAL FUND	5000.
FIDELITY CHARITABLE GIFT FUND	NONE	PUBLIC CHARITY	CURRENTS OF CHANGE	640000.
Total from continuation sheets				1826000.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
G.L.A.D.	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
GREATER BOSTON LEGAL SERVICES, INC.	NONE	PUBLIC CHARITY	GENERAL FUND	35000.
GREENPEACE FUND, INC.	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
HUMAN RIGHTS WATCH	NONE	PUBLIC CHARITY	GENERAL FUND	50000.
JAMES D. ST. CLAIR COURT PUBLIC EDUCATION PROJECT	NONE	PUBLIC CHARITY	GENERAL FUND	2000.
LAMBDA LEGAL	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
LAWYERS COMMITTEE FOR CIVIL RIGHTS AND ECONOMIC JUSTICE	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
M.S.P.C.A.	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
MARINE BIOLOGICAL LABORATORY	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
MASS GENERAL HOSPITAL	NONE	PUBLIC CHARITY	RESEARCH AND CLINICAL ACTIVITIES UNDER DR. KILBRIDE	50000.
Total from continuation sheets				

Part XV **Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MELROSE-WAKEFIELD HOSPITAL	NONE	PUBLIC CHARITY	BARBARA CUMMINGS FUND	50000.
MILITARY FAMILIES SPEAK OUT EDUCATION FUND	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
NATIONAL BREAST CANCER COALITION FUND	NONE	PUBLIC CHARITY	GENERAL FUND	15000.
NATIONAL CENTER FOR LESBIAN RIGHTS	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
NATIONAL WILDLIFE FEDERATION	NONE	PUBLIC CHARITY	GENERAL FUND	10000.
NATURAL RESOURCES DEFENSE COUNCIL, INC	NONE	PUBLIC CHARITY	GENERAL FUND	50000.
NEW ENGLAND AQUARIUM	NONE	PUBLIC CHARITY	MARINE MAMMAL CENTER	25000.
NEWTON-WELLESLEY HOSPITAL CHARITABLE FOUNDATION	NONE	PUBLIC CHARITY	GENERAL FUND	10000.
NORTHEAST ANIMAL SHELTER	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
OCEAN CONSERVANCY, INC.	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
OUR BODIES OURSELVES	NONE	PUBLIC CHARITY	GENERAL FUND	15000.
PERKINS SCHOOL FOR THE BLIND	NONE	PUBLIC CHARITY	GENERAL FUND	30000.
PINE STREET INN, INC.	NONE	PUBLIC CHARITY	HEATING COSTS	25000.
RAINFOREST ALLIANCE, INC.	NONE	PUBLIC CHARITY	GENERAL FUND	35000.
REDOIL, INC.	NONE	PUBLIC CHARITY	FIGHT TO STOP OFFSHORE DRILLING IN ALASKA	10000.
ROSIE'S PLACE, INC.	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
SEA TURTLE RESTORATION PROJECT	NONE	PUBLIC CHARITY	GENERAL FUND	10000.
TUSTEES OF TUFTS COLLEGE	NONE	PUBLIC CHARITY	CUMMINGS SCHOOL VETERINARY MEDICINE	35000.
UNIVERSITY OF NEW HAMPSHIRE FOUNDATION, INC.	NONE	PUBLIC CHARITY	MELBOURNE W. CUMMINGS SCHOLARSHIP FUND	25000.
WILDERNESS SOCIETY	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
Total from continuation sheets				

Part XV **Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
WOMEN'S BAR FOUNDATION OF MASSACHUSETTS, INC.	NONE	PUBLIC CHARITY	GENERAL FUND	25000.
WOMEN'S COMMUNITY CANCER PROJECT	NONE	PUBLIC CHARITY	GENERAL FUND	10000.
WOMEN'S LUNCH PLACE, INC.	NONE	PUBLIC CHARITY	GENERAL FUND	10000.
CATSKILL MOUNTAINKEEPER INC	NONE	PUBLIC CHARITY	ANTI-FRACKING ORGANIZING WORK	25000.
DAMASCUS CITIZENS FOR SUSTAINABILITY	NONE	PUBLIC CHARITY	ANTI-FRACKING WORK	25000.
FLYING EAGLE WOMAN FUND FOR PEACE, JUSTICE AND SOVEREIGNTY	NONE	PUBLIC CHARITY	NATIVE RESISTANCE TO THE KEYSTONE XL PIPELINE	15000.
MASSACHUSETTS APPLESEED CENTER FOR LAW AND JUSTICE	NONE	PUBLIC CHARITY	GENERAL FUND	10000.
MIAMI WORKERS CENTER	NONE	PUBLIC CHARITY	FLORIDA NEW MAJORITY EDUCATION FUND'S VOTING RIGHTS ORGANIZING WORK	10000.
VIRGINIA NEW MAJORITY EDUCATION FUND	NONE	PUBLIC CHARITY	VOTING RIGHTS ORGANIZING EFFORTS	10000.
WESTERN ORGANIZATION OF RESOURCE COUNCILS EDUCATION PROJECT	NONE	PUBLIC CHARITY	VOTING RIGHTS	10000.
Total from continuation sheets				

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2000 AUTOMATIC DATA PROCESSING INC	PURCHASED	01/24/07	06/29/12

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
107917.	85433.	0.	0.	22484.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
200 GOOGLE INC	PURCHASED	03/24/10	03/14/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
123957.	90758.	0.	0.	33199.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2000 HOME DEPOT INC	PURCHASED	12/30/04	06/26/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
104018.	73894.	0.	0.	30124.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1000 HOME DEPOT INC	52008.	36947.	0.	0.	15061.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
.3333 KRAFT FOODS GROUP INC	15.	10.	0.	0.	5.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
25000 SYSCO CORP	753499.	873460.	0.	0.	-119961.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
250000 FED FARM CREDIT BK CONS SYS BDS 5.5% 1/24/17	250000.	250000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
300000 FED FARM CREDIT BK CONS SYS BDS 5.45% 4/17/17	300000.	308955.	0.	0.	-8955.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
150000 APACHE CORP SENIOR NOTES 6.25% 4/15/12	150000.	155009.	0.	0.	-5009.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
150000 CAMPBELL SOUP CO NOTES 5% 12/3/12	150000.	149463.	0.	0.	537.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
300000 FED FARM CREDIT BK CONS SYS BDS 2.125% 6/18/12	300000.	299757.	0.	0.	243.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
175000 FED FARM CREDIT BK CONS SYS BDS 4.85% 10/25/12	175000.	177166.	0.	0.	-2166.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
300000 FED HOME LOAN BANK CONSOL BDS 4.25% 4/16/12	300000.	303563.	0.	0.	-3563.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
200000 HOUSEHOLD FINANCE CO SENIOR NOTES 7% 5/15/12	200000.	214110.	0.	0.	-14110.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
250000 STUDENT LN MRKT ASSOC NOTES 7.3% 8/1/12	250000.	244240.	0.	0.	5760.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
250 APPLE, INC.	145460.	95718.	0.	0.	49742.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
100 GOOGLE INC	61979.	45379.	0.	0.	16600.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
11924.8830 VANGUARD SHORT-TERM BD IND SIGNAL 1349	127000.	124797.	0.	0.	2203.

CAPITAL GAINS DIVIDENDS FROM PART IV	18117.
TOTAL TO FORM 990-PF, PART I, LINE 6A	40311.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
FEDERATED GOVERNMENT OBLIGATION FUND	193.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	193.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	3
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CORPORATE BOND INTEREST	393867.	0.	393867.
DOMESTIC AND FOREIGN DIVIDENDS	867886.	18117.	849769.
U S TREASURY INTEREST	148689.	0.	148689.
TOTAL TO FM 990-PF, PART I, LN 4	1410442.	18117.	1392325.

FORM 990-PF	LEGAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NUTTER, MCCLENNEN & FISH, LLP	138897.	0.		138897.
TO FM 990-PF, PG 1, LN 16A	138897.	0.		138897.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NUTTER, MCCLENNEN & FISH, LLP	6000.	2400.		3600.
TO FORM 990-PF, PG 1, LN 16B	6000.	2400.		3600.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NUTTER, MCCLENNEN & FISH, LLP - MANAGEMENT FEE	192881.	77152.		115729.
TO FORM 990-PF, PG 1, LN 16C	192881.	77152.		115729.

FORM 990-PF	TAXES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	7635.	0.		0.
TO FORM 990-PF, PG 1, LN 18	7635.	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	515.	258.		257.
TO FORM 990-PF, PG 1, LN 23	515.	258.		257.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	9
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	X		3108020.	3451446.
TOTAL U.S. GOVERNMENT OBLIGATIONS	-		3108020.	3451446.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			3108020.	3451446.

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	26142938.	31720296.
TOTAL TO FORM 990-PF, PART II, LINE 10B	26142938.	31720296.

FORM 990-PF	CORPORATE BONDS	STATEMENT	11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	9137757.	10038449.
TOTAL TO FORM 990-PF, PART II, LINE 10C	9137757.	10038449.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	12
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	COST	1000000.	1000000.
TOTAL TO FORM 990-PF, PART II, LINE 13		1000000.	1000000.

Statement of Assets: Inventory Value

Account: 0726315

VWC FOUNDATION

As of 12/31/2012



Symbol	Asset Description	Maturity Date	Units/Shares or Face Value	Total Cost	Market Price	Market Value
010 Common Stock						
T	AT&T INC		35,000 0000	\$799,002 16	\$33 71	\$1,179,850 00
ABT	ABBOTT LABORATORIES		20,000 0000	\$909,871 60	\$65 50	\$1,310,000 00
AXP	AMERICAN EXPRESS CO		17,000 0000	\$712,386 57	\$57 48	\$977,160 00
APA	APACHE CORP		10,000 0000	\$901,464 40	\$78 50	\$785,000 00
AAPL	APPLE, INC		750 0000	\$287,153 02	\$532 17	\$399,129 75
ADP	AUTOMATIC DATA PROCESSING INC		12,000 0000	\$512,603 91	\$56 93	\$683,160 00
CB	CHUBB CORP		12,000 0000	\$708,310 40	\$75 32	\$903,840 00
CSCO	CISCO SYSTEMS, INC		35,000 0000	\$681,173.94	\$19 65	\$687,729 00
DHR	DANAHER CORP		14,000 0000	\$454,961 92	\$55 90	\$782,600.00
DIS	DISNEY, WALT CO		20,000 0000	\$622,150 00	\$49 79	\$995,800 00
EMC	EMC CORPORATION		25,000 0000	\$335,750 00	\$25 30	\$632,500 00
EMR	EMERSON ELECTRIC CO		20,000 0000	\$670,133 36	\$52 96	\$1,059,200 00
FDX	FEDEX CORP		9,000 0000	\$705,556 50	\$91 72	\$825,480 00
GOOG	GOOGLE INC		1,200 0000	\$544,550 71	\$707 38	\$848,856 00
HD	HOME DEPOT INC		17,000 0000	\$628,094 75	\$61 85	\$1,051,450 00
INTC	INTEL CORP		27,000 0000	\$713,601 00	\$20 62	\$556,740 00
IBM	INTERNATIONAL BUSINESS MACHINES		4,000 0000	\$356,714 14	\$191 55	\$766,200 00
JNJ	JOHNSON & JOHNSON		15,000 0000	\$914,455 55	\$70 10	\$1,051,500 00
KRFT	KRAFT FOODS GROUP INC		8,333 0000	\$245,132 27	\$45 47	\$378,901 51
MCD	MCDONALD'S CORP		10,000 0000	\$1,333,982 00	\$88 21	\$882,100 00
MSFT	MICROSOFT CORP		22,000 0000	\$592,348 00	\$26 71	\$587,613 40
MDLZ	MONDELEZ INTERNATIONAL, INC		25,000 0000	\$456,711 68	\$25 45	\$636,330 00
PEP	PEPSICO INC		15,000 0000	\$754,385 20	\$68 43	\$1,026,450 00
PFE	PFIZER INC		35,000 0000	\$776,892 66	\$25 08	\$877,775 50
PG	PROCTER & GAMBLE CO		17,000 0000	\$985,242 40	\$67 89	\$1,154,130 00
MMM	3M CO		10,000 0000	\$817,527 20	\$92 85	\$928,500 00
WFC	WELLS FARGO & COMPANY		35,000 0000	\$1,003,726 00	\$34 18	\$1,196 300 00
			Total	\$18,423,881 34		\$23 164,295 16
030 Foreign Stock						

Statement of Assets: Inventory Value

Account: 0726315

MWC FOUNDATION

As of 12/31/2012



Symbol	Asset Description	Maturity Date	Units/Shares or Face Value	Total Cost	Market Price	Market Value
SLB	SCHLUMBERGER LTD		10,000 0000	\$591,590 93	\$69 30	\$692,986 00
			Total	\$591,590 93		\$692,986 00
040 Equity Mutual Funds						
IJH	I-SHARES CORE S&P MID-CAP ETF		25,000 0000	\$1,937,451 70	\$101 70	\$2,542,500 00
IWM	I-SHARES RUSSELL 2000 INDEX FUND		25,000.0000	\$1,826,412 30	\$84 32	\$2,107,945 00
			Total	\$3,763,864 00		\$4,650,445 00
100 International Equity Mutual Funds						
EEM	I-SHARES MSCI EMERGING MARKETS INDEX		25,000 0000	\$1,084,646 00	\$44 35	\$1,108,750 00
EFA	I-SHARES MSCI EAFE INDEX FUND		37,000 0000	\$2,278,955 61	\$56 86	\$2,103,820 00
			Total	\$3,363,601 61		\$3,212,570 00
200 Corporate Bonds						
00206RAJ1	AT&T INC NOTES 5 1/2% DUE 2/1/2018	2/1/2018	275,000 0000	\$291,263 50	\$119 13	\$327,605 03
025816AY5	AMERICAN EXPRESS COMPANY SENIOR NOTES (N/C) 7% DUE 3/19/2018	3/19/2018	300,000 0000	\$312,627 00	\$126 34	\$379,029 60
035229CV3	ANHEUSER-BUSCH COS NOTES 5.05% due 10/15/2016	10/15/2016	250,000 0000	\$246,485 00	\$114 41	\$286,031 00
046353AA6	ASTRA ZENECA PLC NOTES 5 4% DUE 6/1/2014	6/1/2014	300,000 0000	\$299,649 00	\$106 86	\$320,582 70
057224AY3	BAKER HUGHES, INC NOTES 7 1/2% DUE 11/15/2018	11/15/2018	150,000 0000	\$155,856 00	\$132 48	\$198,712 65
060505AU8	BANK OF AMERICA CORPORATION SR GLOBAL NOTES 5.125% due 11/15/2014	11/15/2014	250,000 0000	\$249,005 50	\$106 64	\$266,611 25
079860AG7	BELLSOUTH CORP NOTES 5 2% DUE 9/15/2014	9/15/2014	250,000 0000	\$248,532 50	\$107 41	\$268,529 00
084664BQ3	BERKSHIRE HATHAWAY FINANCE CORP NOTES 4 1/4% DUE 1/15/2021	1/15/2021	250,000 0000	\$249,897 50	\$114 73	\$286,833 75
09247XAC5	BLACKROCK, INC. NOTES 6 25% DUE 9/15/2017	9/15/2017	250,000 0000	\$250,000 00	\$122 21	\$305,522 00
189054AF6	CLOROX COMPANY SENIOR NOTES 5% DUE 1/15/2015	1/15/2015	150,000 0000	\$146,570 10	\$107 78	\$161,664 15
209111EV1	CONSOLIDATED EDISON OF NEW YORK, INC NOTES 7 1/8% DUE 12/1/2018	12/1/2018	150,000 0000	\$149,463 00	\$130 61	\$195,911 10
24702RAJ0	DELL, INC NOTES 5 7/8% DUE 6/15/2019	6/15/2019	150,000 0000	\$152,308 50	\$115 31	\$172,969 05
369604BC6	GENERAL ELECTRIC CO NOTES (N/C) 5 25% DUE 12/6/2017	12/6/2017	200,000 0000	\$197,278 00	\$117 91	\$235,829 80
36962GZY3	GENERAL ELECTRIC CAPITAL CORP NOTES (N/C) 5 45% due 1/15/2013	1/15/2013	250,000 0000	\$258,360 00	\$100 17	\$250,430 25
38143UAB7	GOLDMAN SACHS GROUP, INC SENIOR NOTES (N/C) 5 15% due 1/15/2014	1/15/2014	250,000 0000	\$249,795 00	\$104 29	\$260,726 50
437076AP7	HOME DEPOT INC SENIOR NOTES 5 4% DUE 3/1/2016	3/1/2016	300,000 0000	\$299,898 00	\$114 24	\$342,724 80

* All or part of value is unknown

Statement of Assets: Inventory Value

Account: 0726315

WVC FOUNDATION

As of 12/31/2012



Symbol	Asset Description	Maturity Date	Units/Shares or Face Value	Total Cost	Market Price	Market Value
459200AM3	INTERNATIONAL BUSINESS MACHINES CORP DEB 7% DUE 10/30/2025	10/30/2025	200,000 0000	\$204,998 00	\$144 37	\$288,736 40
459200GM7	INTERNATIONAL BUSINESS MACHINES CORP NOTES 7 5/8% DUE 10/15/2018	10/15/2018	100,000 0000	\$104,200 00	\$133 57	\$133,569 20
532457BB3	ELI LILLY & CO NOTES 5 2% DUE 3/15/2017	3/15/2017	300,000 0000	\$298,800 00	\$116 71	\$350,129 40
548661CK1	LOWE'S COMPANIES, INC NOTES 5 4% DUE 10/15/2016	10/15/2016	250,000 0000	\$246,500 00	\$116 23	\$290,573 25
579780AG2	MCCORMICK & CO NOTES 5 25% DUE 9/1/2013	9/1/2013	250,000 0000	\$253,712 50	\$103 14	\$257,862 00
589331AD9	MERCK & CO INC DEB 6 40% DUE 3/1/2028	3/1/2028	300,000 0000	\$313,686 00	\$138 43	\$415,296 60
68389XAG0	ORACLE CORP NOTES 5% 7/8/2019	7/8/2019	100,000 0000	\$99,844 00	\$120 09	\$120,089 20
724479AG5	PITNEY-BOWES INC NOTES 5% due 3/15/2015	3/15/2015	350,000 0000	\$349,893.50	\$105 09	\$367,827 60
854502AC5	STANLEY BLACK & DECKER, INC NOTES 3 4% DUE 12/1/2021	12/1/2021	250,000 0000	\$258,789 50	\$104 38	\$260,957 75
983024AE0	WYETH NOTES 5 1/2% DUE 2/1/2014	2/1/2014	200,000.0000	\$203,134 00	\$105 42	\$210,844 00
Total				\$6,090,546 10		\$6,955,598 03
305 Fixed Income Mutual Fund						
PTTRX	PIMCO TOTAL RETURN FUND		54,905 7540	\$614,401 50	\$11 24	\$617,140 67
PAAIX	PIMCO ALL ASSET FUND			\$432,441.67	\$12 58	\$441,467 76
TPINX	TEMPLETON GLOBAL BOND FUND - CLASS A		46,741 3970	\$607,918 27	\$13 38	\$625,399 89
VBSSX	VANGUARD SHORT-TERM BOND INDEX - SIGNAL SHARES FUND# 1349		94,030 6200	\$985,645.17	\$10 63	\$999,545 47
VFIIX	VANGUARD GNMA FUND #0036		36,599 1880	\$406,803 82	\$10 91	\$399,297 13
Total				\$3,047,210.43		\$3,082,850 92
410 U S Treasury Notes & Bonds						
912828KQ2	U S TREASURY NOTES 3 1/8% DUE 5/15/2019	5/15/2019	250,000 0000	\$273,007 82	\$113 25	\$283,125 00
912828LL2	U S TREASURY NOTES 3% DUE 8/31/2016	8/31/2016	300,000 0000	\$298,761 98	\$109 13	\$327,375 00
Total				\$571,769 80		\$610,500 00
440 U S Government Agency Obligations						
3128X3L76	FEDERAL HOME LOAN MTG CORP MED TERM NOTES (CALLABLE 11/13/06 @ 100) 5% due 11/13/2014	11/13/2014	500,000 0000	\$511,781 31	\$108 40	\$542,012 50
31331L4Z8	FEDERAL FARM CREDIT BANK CONSOL SYSTEMWIDE BDS (N/C) 5 7% due 7/25/2016	7/25/2016	250,000 0000	\$258,980 59	\$118 02	\$295,042 50
31331QGB7	FEDERAL FARM CREDIT BANK CONSOL SYSTEMWIDE BONDS (N/C) 5 3% due 10/25/2017	10/25/2017	500,000 0000	\$513,998 62	\$121 12	\$605,622 50

Statement of Assets: Inventory Value

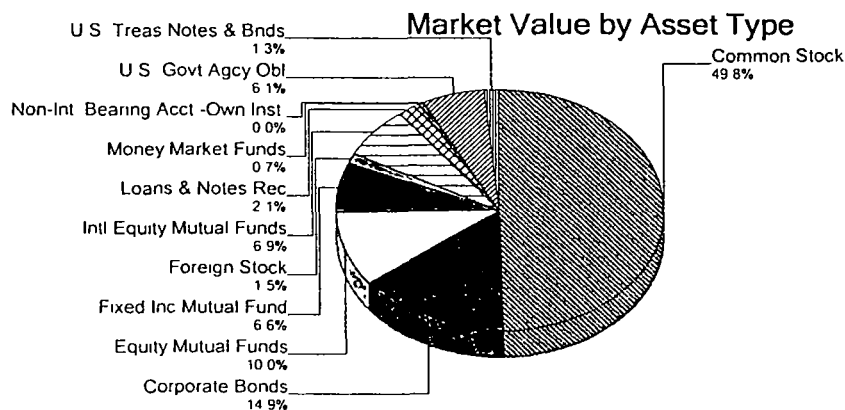
Account: 0726315

WVC FOUNDATION

As of 12/31/2012



Symbol	Asset Description	Maturity Date	Units/Shares or Face Value	Total Cost	Market Price	Market Value
31331VX92	FEDERAL FARM CREDIT BANK CONSOL SYSTEMWIDE BONDS (CALLABLE 8/16/13 @ 100) 5.875% DUE 8/16/2021	8/16/2021	200,000.0000	\$207,886.00	\$103.18	\$206,368.80
31331XEK4	FEDERAL FARM CREDIT BANK CONSOL SYSTEMWIDE BDS (N/C) 5% DUE 11/21/2017	11/21/2017	200,000.0000	\$205,500.00	\$119.64	\$239,284.00
3133MYV6	FEDERAL HOME LOAN BANK CONS BDS (CALLABLE 5/28/04 @ 100) 4.6% due 5/28/2015	5/28/2015	500,000.0000	\$484,295.80	\$109.59	\$547,939.50
3133XDTC5	FEDERAL HOME LOAN BANK CONSOL BDS (N/C) 5% DUE 12/11/2015	12/11/2015	200,000.0000	\$201,978.00	\$113.36	\$226,724.20
3133XHVS8	FEDERAL HOME LOAN BANK CONSOL BD (N/C) 5% DUE 12/9/2016	12/9/2016	150,000.0000	\$149,008.50	\$116.78	\$175,168.65
279422	GOV'T NAT'L MTG ASSN GTD PASS THRU CTF (POOL # 279422) 9% due 10/15/2019	10/15/2019	370.0800	\$386.01	\$100.89	\$373.38
318915 X	GOV'T NAT'L MTG ASSN GTD PASS THRU CTF (POOL# 318915) 8% due 12/15/2021	11/15/2021	2,401.8900	\$2,434.94	\$100.33	\$2,409.79
Total.				\$2,536,249.77		\$2,840,945.82
500 Money Market Funds						
636	FEDERATED GOV'T OBLIGATION FUND #636		345,797.2100	\$345,797.21	\$1.00	\$345,797.21
Total:				\$345,797.21		\$345,797.21
640 Loans & Notes Receivable						
8667211A1	SUN INITIATIVE FINANCING, LLC PROMISSORY NOTE DATED 8/26/2012 @ 4.25% DUE 5/30/2015	5/30/2015	1,000,000.00	\$1,000,000.00	\$0.00	\$1,000,000.00
Total				\$0.00		\$1,000,000.00
Cash						
Cash				\$500.00		\$500.00
Grand Total						\$39,735,011.19 \$46,556,488.14



MWC Foundation, Inc.

EIN: 22-2914691

Attachment to Form 990-PF

**Expenditure Responsibility Statement
For the year 2012**

Pursuant to IRC Regulation § 53.4945-5(d)(2), MWC Foundation provides the following information:

- | | |
|-------------------------|---|
| (i) Grantee: | Common Stream, Inc.
c/o Julia Satti Cosentino
155 Seaport Boulevard
Boston, MA 02210 |
| <hr/> | |
| (ii) Amount of Grant: | December 29, 2003 \$25.5 million (general support) |
| (iii) Purpose of Grant: | General support for Common Stream, Inc.'s charitable purposes. |
| (iv) and (vi) Reports: | Common Stream, Inc. submitted a full and complete report of its expenditures during 2012 of the \$25.5 million grant made on December 29, 2003. This report was received on November 11, 2013. At the end of 2012, approximately \$14.3 million of the \$25.5 million grant remained unspent. |
| (v) Diversions: | To the knowledge of the grantor, no funds have been directed to any activity other than the activity for which the grants were originally made. |
| (vii) Verifications: | The grantor has no reason to doubt the accuracy or reliability of the reports from the grantee; therefore, no independent verification of the report was made. |