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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 THE ANNE R DOW FAMILY FOUNDATION INC C/O KAREN PRICE		A Employer identification number 56-2298345	
Number and street (or P O box number if mail is not delivered to street address) 12 FAINWOOD CIRCLE 3		Room/suite	B Telephone number (see instructions) (617) 439-6779
City or town, state, and ZIP code CAMBRIDGE, MA 02139		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) ☒ \$ 1,394,998		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	36,763	36,763		
	4 Dividends and interest from securities.	12,717	12,717		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	44,999			
	b Gross sales price for all assets on line 6a _____ 523,996				
	7 Capital gain net income (from Part IV , line 2)		44,999		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	94,479	94,479		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	15,828	7,914		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,542	0		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	50	0		0
	24 Total operating and administrative expenses. Add lines 13 through 23	18,420	7,914		0
	25 Contributions, gifts, grants paid	67,311			67,311
	26 Total expenses and disbursements. Add lines 24 and 25	85,731	7,914		67,311
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	8,748			
	b Net investment income (if negative, enter -0-)		86,565		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	39,719	78,603	78,603
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	160,062	 129,554	137,912
	b	Investments—corporate stock (attach schedule)	617,908	 187,692	209,639
	c	Investments—corporate bonds (attach schedule).	460,129	 485,772	526,257
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	0	 404,945	442,587
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,277,818	1,286,566	1,394,998
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
Net Assets or Fund Balances	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	1,277,818	1,286,566	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	1,277,818	1,286,566	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,277,818	1,286,566	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	1,277,818
2	Enter amount from Part I, line 27a	2	8,748
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	1,286,566
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,286,566

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	PUBLICLY TRADED SECURITIES			
b	PUBLICLY TRADED SECURITIES			
c	CAPITAL GAINS DIVIDENDS	P		
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 183,456		180,146	3,310
b 332,255		298,851	33,404
c 8,285			8,285
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			3,310
b			33,404
c			8,285
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	44,999
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	66,278	1,374,921	0 048205
2010	59,173	1,344,246	0 044019
2009	71,667	1,242,606	0 057675
2008	76,766	1,424,138	0 053903
2007	65,277	1,568,547	0 041616

2 Total of line 1, column (d).	2	0 245418
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 049084
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	1,386,491
5 Multiply line 4 by line 3.	5	68,055
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	866
7 Add lines 5 and 6.	7	68,921
8 Enter qualifying distributions from Part XII, line 4.	8	67,311

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

Part 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	1,731
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3		Add lines 1 and 2.		3	1,731
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	1,731
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,440	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	1,000	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	2,440
8		Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	14
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	695
11		Enter the amount of line 10 to be Credited to 2013 estimated tax 695	Refunded	11	0

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0 (2) On foundation managers \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see 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 ▶N/A				
14	The books are in care of ▶KAREN PRICE Telephone no ▶(617) 439-6779 Located at ▶12 FAINWOOD CIRCLE 3 CAMBRIDGE MA ZIP +4 ▶02139			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

Part VII-B

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).	☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here.	☒		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
KAREN L PRICE 12 FAINWOOD CIRCLE NO 3 CAMBRIDGE, MA 02139	PRESIDENT/DIRECTOR 2 00	0	0	0
CHRISTOPHER B DOW 12 FAINWOOD CIRCLE NO 3 CAMBRIDGE, MA 02139	TREASURER/DIRECTOR 2 00	0	0	0
ALICIA DOW 12 FAINWOOD CIRCLE NO 3 CAMBRIDGE, MA 02139	SECRETARY/DIRECTOR 2 00	0	0	0
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.	0

Part X

Minimum Investment Return

(All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	1,310,620
b	Average of monthly cash balances.	1b	96,985
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,407,605
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	1,407,605
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	21,114
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,386,491
6	Minimum investment return. Enter 5% of line 5.	6	69,325

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	69,325
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	1,731
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,731
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	67,594
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	67,594
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	67,594

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	67,311
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	67,311
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	67,311

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				67,594
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			67,311	
b Total for prior years 20__, 20__, 20__		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 ▶ \$ 67,311				
a Applied to 2011, but not more than line 2a			67,311	
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.				0
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.				67,594
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. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .				

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2012	(b) 2011	(c) 2010	(d) 2009	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed.					
d	Amounts included in line 2c not used directly for active conduct of exempt activities.					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

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

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	67,311
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments			14	36,763	
4	Dividends and interest from securities. . . .			14	12,717	
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	44,999	
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		94,479	0
13	Total. Add line 12, columns (b), (d), and (e).			13	94,479	

[illegible]

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

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? . . . ☐ Yes ☒ No

b If "Yes," complete the following schedule

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.		
	Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☒	PTIN P00090110
	GREGORY P HART	GREGORY P HART	2013-11-05		
	Firm's name ☐	ERCOLINI & COMPANY LLP		Firm's EIN ☐ 04-2549813	
		101 ARCH STREET 300			
	Firm's address ☐	BOSTON, MA 02110		Phone no (617) 482-5511	

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>				
ACLU FOUNDATION 125 BROAD STREET 18TH FLOOR NEW YORK,NY 10004	NONE	PUBLIC CHARITY	EXEMPT PURPOSE OF ORGANIZATION	1,000
CAMBODIAN CHILDREN'S FUND 2461 SANTA MONICA BLVD 833 SANTA MONICA,CA 90404	NONE	PUBLIC CHARITY	EXEMPT PURPOSE OF ORGANIZATION	11,219
CAMBRIDGE COMMUNITY CHORUS PO BOX 390278 CAMBRIDGE,MA 02139	NONE	PUBLIC CHARITY	EXEMPT PURPOSE OF ORGANIZATION	500
CHILDREN'S HEALTH FUND 215 WEST 125TH STREET SUITE 301 NEW YORK,NY 10027	NONE	PUBLIC CHARITY	EXEMPT PURPOSE OF ORGANIZATION	11,218
GAY & LESBIAN ALLIANCE AGAINST DEFAMATION 104 WEST 29TH STREET 4TH FLOOR NEW YORK,NY 10001	NONE	PUBLIC CHARITY	EXEMPT PURPOSE OF ORGANIZATION	1,500
HUMAN RIGHTS CAMPAIGN FOUNDATION EDUCATION PROGRAMS 1640 RHODE ISLAND AVENUE WASHINGTON,DC 20036	NONE	PUBLIC CHARITY	EXEMPT PURPOSE OF ORGANIZATION	5,931
MASS EQUALITY EDUCATION FUND 262 WASHINGTON STREET 7TH FLOOR BOSTON,MA 02108	NONE	PUBLIC CHARITY	EXEMPT PURPOSE OF ORGANIZATION	11,225
MASSACHUSETTS ASSOCIATION OF TEACHERS OF SPEAKERS OF OTHER LANGUAGES INC THE SCHRAFTT CENTER 529 MAIN ST BOSTON,MA 02129	NONE	PUBLIC CHARITY	EXEMPT PURPOSE OF ORGANIZATION	1,000
NATURE CONSERVANCY 4245 NORTH FAIRFAX DRIVE SUITE 100 ARLINGTON,VA 22203	NONE	PUBLIC CHARITY	EXEMPT PURPOSE OF ORGANIZATION	10,000
PFLAG 1828 L STREET NW SUITE 660 WASHINGTON,DC 20036	NONE	PUBLIC CHARITY	EXEMPT PURPOSE OF ORGANIZATION	2,500
THE FISTULA FOUNDATION 1900 THE ALAMEDA SUITE 500 SAN JOSE,CA 95126	NONE	PUBLIC CHARITY	EXEMPT PURPOSE OF ORGANIZATION	11,218
Total  3a				67,311

TY 2012 Investments Corporate
Bonds Schedule

Name: THE ANNE R DOW FAMILY FOUNDATION INC
C/O KAREN PRICE
EIN: 56-2298345

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AES CORP	5,311	5,744
AMERICAN AXLE & MFG INC	5,099	5,075
AMERICAN TOWER CORP	10,028	10,962
AMKOR TECHNOLOGY	5,231	5,175
ARCELORMITTAL AS	5,081	5,997
ARCH COAL INC	5,199	4,638
ATWOOD OCEANICS	5,086	5,375
AUTONATION INC	4,994	5,650
AVIS BUDGET CAR RENT	5,365	5,575
BANK OF AMERICA CORP	4,890	5,855
BE AEROSPACE INC	5,066	5,300
CALUMET SPECIALTY PRODS	5,357	5,425
CCO HOLDINGS LLC	5,045	5,463
CCO HOLDINGS LLC	5,456	5,550
CENTURYLINK INC	9,682	10,380
CHESAPEAKE ENERGY CORP	10,251	10,375
CHRYSLER GROUP LLC	10,603	10,900
CHS COMMUNITY HEALTH SYSTEM	5,090	5,338
CINEMARK USA INC	5,395	5,538
CIT GROUP INC	10,571	10,700
CITIGROUP INC	13,459	13,446
CITIZENS COMMUNICATIONS	9,026	10,875
COMCAST CORP	5,830	6,660
COMSTOCK RESOURCE INC	10,508	10,500
CONSOL ENERGY INC	5,338	5,413
CRH AMER INC	11,602	12,076
CRICKET COMMUNICATIONS	5,200	5,100
DIRECTV HLDGS LLC	5,276	5,674
DISH DBS CORP	11,846	11,850
DOMTARR CORP	5,749	6,478

Name of Bond	End of Year Book Value	End of Year Fair Market Value
EL PASO ENERGY CORP	5,777	5,875
ENERGY TRANSFER EQUITY	5,190	5,775
FORD MOTOR COMPANY DEL	11,253	12,700
GENERAL ELECTRIC CAP CORP	10,294	11,875
GENON ESCROW CORP	5,634	5,775
GEORGIA PACIFIC CORP	11,031	13,982
GOLDMAN SACHS GROUP INC	10,409	11,705
GOODYEAR TIRE & RUBBER	5,345	5,488
HANESBRANDS INC	5,469	5,500
HUNTSMAN INTL LLC	5,599	5,713
INTERNATIONAL PAPER COMPANY	10,121	13,087
INTL LEASE FINANCE CORP	5,951	5,963
IRON MOUNTAIN INC	10,033	11,100
JPMORGAN CHASE & COMPANY	5,019	5,841
L-3 COMMS CORP	5,258	5,642
LEAR CORP	5,418	5,638
LEVI STRAUSS & COMPANY	5,222	5,363
LIBERTY MEDIA GROUP	9,700	10,900
METROPCS WIRELESS INC	9,981	10,625
MORGAN STANLEY	4,823	5,677
PIONEER NATURAL RESOURCE	5,583	6,335
PLAINS EXPLORATION & PRODUCTION COMPANY	10,562	11,225
POLYONE CORP	5,325	5,463
RIO TINTO FINANCE USA LTD	11,334	13,735
ROYAL CARIBBEAN CRUISES	5,766	6,050
SCIENTIFIC GAMES INTL	10,933	11,125
SEAGATE HDD CAYMAN	5,374	5,363
SPRINT CAP CORP	5,133	5,450
TECK COMINCO LIMITED	8,402	11,364
TEEKAY CORP	5,079	5,275

Name of Bond	End of Year Book Value	End of Year Fair Market Value
TEREX CORP NEW	5,067	5,300
TESORO CORP	5,481	5,700
UNITED RENTALS NORTH AMERICA INC	5,485	5,700
UNITED STATES STEEL CORP	4,006	4,350
UNITED STATES STEEL CORP	5,020	5,338
VALERO ENERGY CORP	6,100	6,877
WEATHERFORD INTERNATIONAL LTD	10,225	13,046
WINDSTREAM CORP	10,736	11,250

TY 2012 Investments Corporate
 Stock Schedule

Name: THE ANNE R DOW FAMILY FOUNDATION INC
 C/O KAREN PRICE
 EIN: 56-2298345

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOTT LABORATORIES	4,747	5,961
APPLE INC	1,530	5,322
BAXTER INTERNATIONAL INC	4,289	4,866
BOEING COMPANY	4,728	5,124
CIGNA CORP	5,303	6,522
DEERE & COMPANY	5,156	5,444
DIAGEO PLC	3,402	4,896
DISNEY WALT COMPANY	5,555	5,576
EMC CORP	6,289	5,768
EBAY INC	2,065	3,672
FRANKLIN RESOURCES INC	3,802	4,777
HEINZ IHJ COMPANY	4,511	4,903
HERSHEY COMPANY	3,716	4,767
HESS CORP	7,021	5,455
HOME DEPOT INC HOSPIRA INC	4,006	6,865
HOSPIRA INC	5,171	2,874
HUNTINGTON INGALLS INDS	1,971	2,427
INTERNATIONAL BUSINESS MACHINES CORP	3,803	5,747
INTUIT INC	4,951	5,710
JPMORGAN ICHASE & COMPANY	5,443	5,584
M&T BANK CORP	4,493	5,120
NEXTERA ENERGY INC	5,610	6,573
NORTHEAST UTILITIES	4,421	4,416
NORTHERN TRUST CORP	4,879	5,417
NORTHROP GRUMMAN CORP	5,166	5,136
OCCIDENTAL PETROLEUM	6,089	5,669
ORACLE CORP	4,278	6,164
PEPSICO INC	6,123	6,090
QEP RESOURCES INC	4,100	3,421
QUALCOMM INC	4,070	4,763

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SCHLUMBERGER LTD	4,046	4,227
SCHWAB CHARLES CORP	5,935	5,701
SPX CORP	4,555	3,999
SUNTRUST BANKS INC	4,344	5,103
TEXAS INSTRUMENTS INC	4,342	4,201
TIFFANY AND COMPANY	2,004	2,236
TIME WARNER INC	5,205	6,983
TRW AUTOMOTIVE HOLDINGS	4,091	5,575
UNILEVER N V	5,347	6,128
UNITED PARCEL SERVICE INC	5,518	5,235
ZIONS BANCORPORATION	5,617	5,222

TY 2012 Investments Government Obligations Schedule

Name: THE ANNE R DOW FAMILY FOUNDATION INC
C/O KAREN PRICE

EIN: 56-2298345

US Government Securities - End of Year Book Value:	96,891
US Government Securities - End of Year Fair Market Value:	97,224
State & Local Government Securities - End of Year Book Value:	32,663
State & Local Government Securities - End of Year Fair Market Value:	40,688

TY 2012 Investments - Other Schedule

Name: THE ANNE R DOW FAMILY FOUNDATION INC
 C/O KAREN PRICE
 EIN: 56-2298345

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
AMERICAN BEACON STEPHENS SMALL CAP GR	AT COST	16,463	15,810
AMERICAN BEACON SIM HIGH YIELD OPPORTUNITIES	AT COST	21,520	22,569
ARTISAN MID CAP INVESTOR	AT COST	22,346	30,822
ARTISAN MID CAP VALUE INVESTOR	AT COST	22,831	26,654
JPMORGAN INTREPID VALUE SELECT	AT COST	10,738	12,452
JPMORGAN US LARGE CAP CORE PLUS	AT COST	37,698	45,756
LORD ABBETT BOND DEBENTURE	AT COST	12,425	12,738
LORD ABBETT DEVELOPING GROWTH	AT COST	14,130	16,022
MORGAN STANLEY INSTL US REAL ESTATE	AT COST	4,733	7,034
OPPENHEIMER DEVELOPING MARKETS	AT COST	5,713	8,204
RS EMERGING MARKETS	AT COST	4,901	5,064
RS GLOBAL NATURAL RESOURCES	AT COST	11,712	11,408
RS SELECT GROWTH	AT COST	5,654	5,660
TOUCHSTONE SANDS CAPITAL INSTL GROWTH	AT COST	18,693	20,400
AQR DIVERSIFIED ARBITRAGE	AT COST	29,002	28,361
ARTISAN MID CAP VALUE INVESTOR	AT COST	14,126	14,643
DOUBLELINE TOTAL RETURN BOND	AT COST	23,016	23,381
EATON VANCE NATIONAL MUNICIPAL INCOME	AT COST	17,643	20,696
FORWARD GLOBAL INFRASTRUCTURE INSTL	AT COST	9,974	9,883
HARTFORD CAP APPRECIATION	AT COST	8,555	9,982
HOTCHKIS & WILEY HIGH YIELD	AT COST	7,145	7,201
JP MORGAN STRATEGIC INCOME OPPORTUNITIES SELECT	AT COST	16,561	16,515
RS GLOBAL NATURAL RESOURCES	AT COST	12,489	12,000
TURNER SPECTRUM INSTL	AT COST	13,794	14,118
VIRTUS EMERGING MARKETS OPPORTUNITIES	AT COST	14,231	14,217
WELLS FARGO ADVANTAGE DIVERSIFIED CAP BUILDER INSTL	AT COST	15,827	16,911
WESTERN ASSET CORE PLUS BOND	AT COST	13,025	14,086

TY 2012 Other Expenses Schedule

Name: THE ANNE R DOW FAMILY FOUNDATION INC
C/O KAREN PRICE

EIN: 56-2298345

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS	50	0		0

TY 2012 Other Professional Fees Schedule

Name: THE ANNE R DOW FAMILY FOUNDATION INC
C/O KAREN PRICE

EIN: 56-2298345

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	15,828	7,914		0

TY 2012 Taxes Schedule

Name: THE ANNE R DOW FAMILY FOUNDATION INC
C/O KAREN PRICE

EIN: 56-2298345

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	24	0		0
FEDERAL EXCISE TAX	2,518	0		0