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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

07/01, 2012, and ending

06/30, 2013

Name of foundation <b>INSTITUTION FOR SAVINGS IN NEWBURYPORT &amp; ITS VICINITY CHARITABLE FOUNDATION, INC.</b>		A Employer identification number <b>04-3353621</b>
Number and street (or P O box number if mail is not delivered to street address) <b>93 STATE STREET P.O. BOX 510</b>	Room/suite	B Telephone number (see instructions) <b>(978) 462-3106</b>
City or town, state, and ZIP code <b>NEWBURYPORT, MA 01950</b>		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) <b>\$ 8,488,235.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (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"/>

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)
1 Contributions, gifts, grants, etc., received (attach schedule) . . . . .		1,960,875.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B . . . . .					
3 Interest on savings and temporary cash investments . . . . .		9,966.	9,966.		ATCH 1
4 Dividends and interest from securities . . . . .		253,446.	253,446.		ATCH 2
5a Gross rents . . . . .					
b Net rental income or (loss) . . . . .					
6a Net gain or (loss) from sale of assets not on line 10 . . . . .		96,800.			
b Gross sales price for all assets on line 6a 784,884 . . . . .					
7 Capital gain net income (from Part IV, line 2) . . . . .			238,887.		
8 Net short-term capital gain . . . . .					
9 Income modifications . . . . .					
10 a Gross sales less returns and allowances . . . . .					
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 . . . . .		2,321,087.	502,299.	0	
13 Compensation of officers, directors, trustees, etc. . . . .					
14 Other employee salaries and wages . . . . .					
15 Pension plans, employee benefits . . . . .					
16a Legal fees (attach schedule) . . . . .					
b Accounting fees (attach schedule) ATCH 3 . . . . .		1,600.			1,600.
c Other professional fees (attach schedule) . . . . .					
17 Interest . . . . .					
18 Taxes (attach schedule) (see instructions) ATCH 4 . . . . .		6,870.			
19 Depreciation (attach schedule) and depletion . . . . .					
20 Occupancy . . . . .					
21 Travel, conferences, and meetings . . . . .					
22 Printing and publications . . . . .					
23 Other expenses (attach schedule) ATCH 5 . . . . .		608.			608.
24 Total operating and administrative expenses. Add lines 13 through 23 . . . . .		9,078.			2,208.
25 Contributions, gifts, grants paid . . . . .		891,998.			891,998.
26 Total expenses and disbursements. Add lines 24 and 25 . . . . .		901,076.	0	0	894,206.
27 Subtract line 26 from line 12 . . . . .					
a Excess of revenue over expenses and disbursements . . . . .		1,420,011.			
b Net investment income (if negative, enter -0-) . . . . .			502,299.		
c Adjusted net income (if negative, enter -0-) . . . . .				0	

JSA For Paperwork Reduction Act Notice, see instructions.

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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		682,276.	785,551.	785,551.
	2	Savings and temporary cash investments		558,629.	42,269.	42,269.
	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 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				
	10 a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) ATCH 6		4,838,985.	7,660,415.	7,660,415.
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule)					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)					
14	Land, buildings, and equipment basis					
	Less: accumulated depreciation (attach schedule)					
15	Other assets (describe)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		6,079,890.	8,488,235.	8,488,235.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
23	Total liabilities (add lines 17 through 22)		0	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 and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	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		6,079,890.	8,488,235.	
	30	Total net assets or fund balances (see instructions)		6,079,890.	8,488,235.	
31	Total liabilities and net assets/fund balances (see instructions)		6,079,890.	8,488,235.		

## 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	6,079,890.
2	Enter amount from Part I, line 27a	2	1,420,011.
3	Other increases not included in line 2 (itemize) ATCH 7	3	988,334.
4	Add lines 1, 2, and 3	4	8,488,235.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,488,235.

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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.)
<b>1a</b> SEE PART IV SCHEDULE					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
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))		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> Capital gain net income or (net capital loss) <span style="float: right;">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</span>			<b>2</b>	238,887.	
<b>3</b> 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			<b>3</b>	0	

**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	866,954.	5,869,881.	0.147695
2010	863,819.	5,803,913.	0.148834
2009	242,394.	4,987,979.	0.048596
2008	322,642.	4,729,522.	0.068219
2007	254,602.	5,977,820.	0.042591
<b>2</b> Total of line 1, column (d)			<b>2</b> 0.455935
<b>3</b> 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			<b>3</b> 0.091187
<b>4</b> Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			<b>4</b> 7,445,965.
<b>5</b> Multiply line 4 by line 3			<b>5</b> 678,975.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 5,023.
<b>7</b> Add lines 5 and 6			<b>7</b> 683,998.
<b>8</b> Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			<b>8</b> 894,206.

**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)			
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 . . . . .		1	5,023.
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	
3 Add lines 1 and 2 . . . . .		3	5,023.
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	5,023.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012 . . . . .	6a	4,800.	
b Exempt foreign organizations - tax withheld at source . . . . .	6b		
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c		
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . . . .	7	4,800.	
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	223.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

**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 the definition)? . . . . .		X
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? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .		X
If "Yes," attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .		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? . . . . .		X
If "Yes," attach the statement required by General Instruction T		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	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) <input type="checkbox"/> 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 . . . . .	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

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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? . . . . .	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ MICHAEL J JONES, PRESIDENT Telephone no ▶ 978-462-3106			
	Located at ▶ 2 DEPOT SQUARE IPSWICH, MA ZIP+4 ▶ 01938			
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? . . . . . 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"/>	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) . . . . .	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) . . . . .	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

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**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 ☒ Nob 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)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐ Yes ☒ Noc 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 ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ 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 ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**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
ATCH 8		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 ☐ Yes ☒ No

**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		0
Total number of others receiving over \$50,000 for professional services . . . . .		

**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	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 . . . . .	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	6,699,951.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	859,404.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	7,559,355.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	7,559,355.
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	113,390.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	7,445,965.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	372,298.

**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)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	372,298.
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	5,023.
<b>b</b>	Income tax for 2012 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	5,023.
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1	<b>3</b>	367,275.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	367,275.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	<b>7</b>	367,275.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	894,206.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	894,206.
<b>5</b>	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)	<b>5</b>	5,023.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	889,183.

**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

Form 990-PF (2012)

Page **9****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 . . . . .				367,275.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only . . . . .				
b Total for prior years 20 10 , 20 09 , 20 08 . . . . .				
3 Excess distributions carryover, if any, to 2012				
a From 2007 . . . . .				
b From 2008 . . . . . 89,022.				
c From 2009 . . . . . 6,774.				
d From 2010 . . . . . 577,009.				
e From 2011 . . . . . 582,534.				
f Total of lines 3a through e . . . . .	1,255,339.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 894,206.				
a Applied to 2011, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required - see instructions). . . . .				
c Treated as distributions out of corpus (Election required - see instructions) . . . . .				
d Applied to 2012 distributable amount . . . . .				367,275.
e Remaining amount distributed out of corpus . . . . .	526,931.			
5 Excess distributions carryover applied to 2012 . (If an amount appears in column (d), the same amount must be shown in column (a) )				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	1,782,270.			
b Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
d Subtract line 6c from line 6b Taxable amount - see instructions . . . . .				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013 . . . . .				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . . . .				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a . . . . .	1,782,270.			
10 Analysis of line 9				
a Excess from 2008 . . . . . 89,022.				
b Excess from 2009 . . . . . 6,774.				
c Excess from 2010 . . . . . 577,009.				
d Excess from 2011 . . . . . 582,534.				
e Excess from 2012 . . . . . 526,931.				

Form **990-PF** (2012)

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

NOT APPLICABLE

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 foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
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 XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

NOT APPLICABLE

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

NOT APPLICABLE

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

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

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

ATCH 9

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

APPLICATIONS AVAILABLE AT ABOVE ADDRESS

c Any submission deadlines

SEE APPLICATIONS FOR VARIOUS DEADLINES

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

ATCH 10

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

<div>Recipient</div> <div>Name and address (home or business)</div>	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
<b>a Paid during the year</b>  ATCH 11				
<b>Total</b> .....			▶ <b>3a</b>	<b>891,998.</b>
<b>b Approved for future payment</b>  ATCH 12				
<b>Total</b> .....			▶ <b>3b</b>	<b>1,588,667.</b>

Form **990-PF** (2012)

## Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations )

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions )
---------------	--

[illegible]

**Part XVII** Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- |          |  |              |           |
|----------|--|--------------|-----------|
| <b>1</b> | 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?  | <b>Yes</b>   | <b>No</b> |
| <b>a</b> | Transfers from the reporting foundation to a noncharitable exempt organization of  |              |           |
|          | (1) Cash   | <b>1a(1)</b> | X         |
|          | (2) Other assets   | <b>1a(2)</b> | X         |
| <b>b</b> | Other transactions   |              |           |
|          | (1) Sales of assets to a noncharitable exempt organization   | <b>1b(1)</b> | X         |
|          | (2) Purchases of assets from a noncharitable exempt organization   | <b>1b(2)</b> | X         |
|          | (3) Rental of facilities, equipment, or other assets   | <b>1b(3)</b> | X         |
|          | (4) Reimbursement arrangements   | <b>1b(4)</b> | X         |
|          | (5) Loans or loan guarantees   | <b>1b(5)</b> | X         |
|          | (6) Performance of services or membership or fundraising solicitations   | <b>1b(6)</b> | X         |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees   | <b>1c</b>    | X         |
| <b>d</b> | 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
	NOT APPLICABLE	

**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) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date 8/29/13

► PRES + CEO

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

**Paid  
Preparer  
Use Only**

MICHAEL J. ROWE, CPA

Preparer's signature *[Signature]*

Date 8/27/13

Check <input type="checkbox"/> if self-employed	PTIN P00535831
---	-------------------

Firm's name	▶ WOLF & COMPANY, PC
Firm's address	▶ 99 HIGH STREET, 21ST FLOOR BOSTON, MA

Firm's EIN ▶ 04-2689883
Phone no 617-439-9700

**Schedule B**(Form 990, 990-EZ,  
or 990-PF)  
Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

**2012**

Name of the organization

INSTITUTION FOR SAVINGS IN NEWBURYPORT &  
ITS VICINITY CHARITABLE FOUNDATION, INC.

Employer identification number

04-3353621

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions**General Rule**

- ☒
- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II

**Special Rules**

- ☐
- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II

- ☐
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use
- exclusively*
- for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III

- ☐
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use
- exclusively*
- for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an
- exclusively*
- religious, charitable, etc., purpose. Do not complete any of the parts unless the
- General Rule**
- applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year . . . . . ► \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

JSA

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44423PF

Name of organization INSTITUTION FOR SAVINGS IN NEWBURYPORT &  
ITS VICINITY CHARITABLE FOUNDATION, INC.Employer identification number  
04-3353621**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	1820 SECURITY CORP 93 STATE STREET NEWBURYPORT, MA 01950	\$ 1,260,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	1820 SECURITY CORP 93 STATE STREET NEWBURYPORT, MA 01950	\$ 700,875.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)



Name of organization INSTITUTION FOR SAVINGS IN NEWBURYPORT &  
ITS VICINITY CHARITABLE FOUNDATION, INC.

Employer identification number  
04-3353621

**Part II** Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	35,000 SHARES CAMBRIDGE BANCORP FMV DETERMINED USING STOCK PRICES AS QUOTED ON NYSE ON DATE OF CONTRIBUTION	\$ 1,260,000.	08/31/2012
2	17,500 SHARES CAMBRIDGE BANCORP FMV DETERMINED USING STOCK PRICES AS QUOTED ON NYSE ON DATE OF CONTRIBUTION	\$ 700,875.	03/11/2013

Name of organization INSTITUTION FOR SAVINGS IN NEWBURYPORT &  
ITS VICINITY CHARITABLE FOUNDATION, INC.

Employer identification number  
04-3353621

**Part III** Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.

For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ \_\_\_\_\_

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	

# **FORM 990-PF - PART IV** **CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
13,616.		CAMBRIDGE BANCORP PROPERTY TYPE: SECURITIES 269.				D	11/06/1975 13,347.	04/02/2013
20,075.		CAMBRIDGE BANCORP PROPERTY TYPE: SECURITIES 411.				D	11/06/1975 19,664.	04/15/2013
19,975.		CAMBRIDGE BANCORP PROPERTY TYPE: SECURITIES 411.				D	11/06/1975 19,564.	04/25/2013
7,890.		CAMBRIDGE BANCORP PROPERTY TYPE: SECURITIES 164.				D	11/06/1975 7,726.	05/06/2013
3,925.		CAMBRIDGE BANCORP PROPERTY TYPE: SECURITIES 82.				D	11/06/1975 3,843.	05/09/2013
15,565.		CAMBRIDGE BANCORP PROPERTY TYPE: SECURITIES 328.				D	11/06/1975 15,237.	05/09/2013
7,790.		CAMBRIDGE BANCORP PROPERTY TYPE: SECURITIES 164.				D	11/06/1975 7,626.	05/14/2013
11,475.		CAMBRIDGE BANCORP PROPERTY TYPE: SECURITIES 242.				D	11/06/1975 11,233.	05/21/2013
31,159.		CAMBRIDGE BANCORP PROPERTY TYPE: SECURITIES 657.				D	11/06/1975 30,502.	05/29/2013
3,945.		CAMBRIDGE BANCORP PROPERTY TYPE: SECURITIES 82.				D	11/06/1975 3,863.	05/31/2103
3,945.		CAMBRIDGE BANCORP PROPERTY TYPE: SECURITIES 82.				D	11/06/1975 3,863.	06/04/2013
3,925.		CAMBRIDGE BANCORP PROPERTY TYPE: SECURITIES 82.				D	11/06/1975 3,843.	06/21/2013

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
88,008.		CANADIAN NAT RAILWAY PROPERTY TYPE: SECURITIES 43,031.				P	06/26/2006	08/01/2012
							44,977.	
100,410.		ECOLAB PROPERTY TYPE: SECURITIES 79,485.				P	05/23/2011	08/01/2012
							20,925.	
125,476.		VODAFONE PROPERTY TYPE: SECURITIES 108,050.				P	12/20/2005	08/01/2012
							17,426.	
179,872.		HJ HEINZ CO PROPERTY TYPE: SECURITIES 89,770.				P	06/25/2009	03/28/2013
							90,102.	
43,022.		NABORS INDUSTRIES LTD PROPERTY TYPE: SECURITIES 117,255.				P	12/20/2005	08/01/2012
							-74,233.	
104,811.		ENTERGY CORP PROPERTY TYPE: SECURITIES 105,432.				P	12/20/2005	08/20/2012
							-621.	
TOTAL GAIN(LOSS) .....							<u>238,887.</u>	

ATTACHMENT 1FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
INTEREST ON SAVINGS & CDS	9,966.	9,966.	
TOTAL	<u>9,966.</u>	<u>9,966.</u>	

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
DIVIDENDS ON STOCKS	253,446.	253,446.	
TOTAL	<u>253,446.</u>	<u>253,446.</u>	

ATTACHMENT 3FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
WOLF & COMPANY, PC.	1,600.			1,600.
TOTALS	<u>1,600.</u>			<u>1,600.</u>

ATTACHMENT 4

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
FEDERAL TAXES	6,870.			
TOTALS	<u>6,870.</u>			



ATTACHMENT 5FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
MISC. EXPENSES	608.			608.
TOTALS	608.			608.

ATTACHMENT 6FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
STOCKS & BONDS	4,838,985.	7,660,415.	7,660,415.
TOTALS	<u>4,838,985.</u>	<u>7,660,415.</u>	<u>7,660,415.</u>

ATTACHMENT 7FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

UNREALIZED GAINS

988,334.

TOTAL

988,334.

## INSTITUTION FOR SAVINGS IN NEWBURYPORT &amp;

04-3353621

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 8

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
PATRICIA D CONNELLY 93 STATE STREET P.O. BOX 510 NEWBURYPORT, MA 01950	CLERK 1.00	0	0	0
DAVID A TIBBETTS 93 STATE STREET P.O. BOX 510 NEWBURYPORT, MA 01950	TRUSTEE 1.00	0	0	0
PETER G KELLY 93 STATE STREET P.O. BOX 510 NEWBURYPORT, MA 01950	TRUSTEE 1.00	0	0	0
MARY E LARNARD 93 STATE STREET P.O. BOX 510 NEWBURYPORT, MA 01950	TRUSTEE 1.00	0	0	0
JONATHAN J WOODMAN 93 STATE STREET P.O. BOX 510 NEWBURYPORT, MA 01950	TRUSTEE 1.00	0	0	0

## INSTITUTION FOR SAVINGS IN NEWBURYPORT &amp;

04-3353621

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 8 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
FREEMAN J CONDON 93 STATE STREET P.O. BOX 510 NEWBURYPORT, MA 01950	TRUSTEE 1.00	0	0	0
CINDY M JOHNSON 93 STATE STREET P.O. BOX 510 NEWBURYPORT, MA 01950	TRUSTEE 1.00	0	0	0
JOHN F LEARY III 93 STATE STREET P.O. BOX 510 NEWBURYPORT, MA 01950	TRUSTEE 1.00	0	0	0
DONALD M GREENOUGH 93 STATE STREET P.O. BOX 510 NEWBURYPORT, MA 01950	TRUSTEE 1.00	0	0	0
MICHAEL J JONES 93 STATE STREET P.O. BOX 510 NEWBURYPORT, MA 01950	PRESIDENT/TRUSTEE 1.00	0	0	0

## INSTITUTION FOR SAVINGS IN NEWBURYPORT &amp;

04-3353621

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 8 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
JEREMIAH T LEWIS 93 STATE STREET P.O. BOX 510 NEWBURYPORT, MA 01950	TRUSTEE 1.00	0	0	0
R. DREW MARC-AURELE 93 STATE STREET P.O. BOX 510 NEWBURYPORT, MA 01950	TRUSTEE 1.00	0	0	0
ELLEN G NICH 93 STATE STREET P.O. BOX 510 NEWBURYPORT, MA 01950	TRUSTEE 1.00	0	0	0
ELLEN MACKEY ROSE 93 STATE STREET P.O. BOX 510 NEWBURYPORT, MA 01950	TRUSTEE 1.00	0	0	0
RICHARD J SILVERMAN 93 STATE STREET P.O. BOX 510 NEWBURYPORT, MA 01950	TRUSTEE 1.00	0	0	0

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 8 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE		EXPENSE ACCT AND OTHER ALLOWANCES
			BENEFIT PLANS		
KIMBERLY A ROCK 93 STATE STREET P.O. BOX 510 NEWBURYPORT, MA 01950	TRUSTEE 1.00	0	0	0	0
STEPHEN P COTE 93 STATE STREET P.O. BOX 510 NEWBURYPORT, MA 01950	TREASURER 1.00	0	0	0	0
JAMES V ELLARD 93 STATE STREET P.O. BOX 510 NEWBURYPORT, MA 01950	TRUSTEE 1.00	0	0	0	0
KEVIN M GASIOROWSKI 93 STATE STREET P.O. BOX 510 NEWBURYPORT, MA 01950	TRUSTEE 1.00	0	0	0	0
SAIRA NASEER-GHIASUDDIN 93 STATE STREET P.O. BOX 510 NEWBURYPORT, MA 01950	TRUSTEE 1.00	0	0	0	0
GRAND TOTALS		0	0	0	0

ATTACHMENT 9

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

MICHAEL J JONES  
2 DEPOT SQUARE  
IPSWICH, MA 01938  
978-462-3106



ATTACHMENT 10990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

AWARDS ARE TO BE GRANTED WITHIN NEWBURYPORT, MASSACHUSETTS,  
AND ITS VICINITY UNLESS AN EXCEPTION IS MADE BY THE BOARD  
OF TRUSTEES TO BENEFIT COMMUNITY, CHARITABLE, EDUCATIONAL,  
AND OTHER BENEVOLENT PURPOSES.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR  
AND  
FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS PURPOSE OF GRANT OR CONTRIBUTION AMOUNT

PLEASE SEE ATTACHED SCHEDULE  
ON FILE - AVAILABLE UPON REQUEST

NOT RELATED  
501(C)(3)

EXEMPT PURPOSE

891,998.

TOTAL CONTRIBUTIONS PAID

891,998.

Institution for Savings in Newburyport and its Vicinity  
Charitable Foundation Inc.  
July 2011 through June 2012

Name	Memo	Amount
Ahavas Achim	Support new food pantry and appliances	\$5,000
All Saints Anglican Church	His Provision Too - Meals Program	\$4,000
American Cancer Society	Honor Marilyn Flaherty-Making Strides	\$1,000
Amesbury Jets Program	Youth football team equipment	\$1,000
Amesbury Public Schools f/b/o Windrush Farms	Therapeutic horseback riding for students with disabilities	\$2,000
Amesbury Senior Center	Final installment payment for IFS Room	\$5,000
Amesbury Youth Basketball League	Sponsor	\$175
Anna Jacques Hospital	AJH New Wing Campaign (3 of 5 payments)	\$250,000
Anna Jacques Hospital	AJH Annual Fund//Special Events (3 of 5 payments)	\$50,000
Anna Jacques Hospital	Sponsor Great Chefs Night - 2013	\$2,500
Awareness Group/Anglican Diocese	The Outlook Program for young people	\$5,000
Belleville Congregational Church	Renovations to Parish Hall	\$5,000
Belleville Roots Music Center	Sponsor St. Pat's Concert	\$2,500
Best Foot Forward	Support for employment candidates	\$1,500
Boat Camp Nature School	Scholarship sponsor	\$2,500
Boston University f/b/o Alexis Cole	2012 Newburyport Scholarship Recipient	\$13,500
Boy's & Girl's Club Lower Merrimack Valley	Program Support	\$10,000
Boy's & Girl's Club Lower Merrimack Valley	Corporate sponsor for auction	\$1,500
Central Congregational Church	Support meals program	\$2,500
Central Congregational Church	Support Kelleher Park playground	\$5,000
Christmas in July 5K	Sponsor road race	\$1,000
Christmas Tree Santas	Christmas trees for needy	\$1,000
Coastal Connections	Halloween Event	\$1,500
Coastal Homebuyer Education Inc	Sponsor workshops	\$4,000
Coastal Trails Coalition	Salisbury mural at trail	\$1,500
Community Action Inc.	Assist low income families and individuals	\$5,000
Community Service of Newburyport	Support meals program	\$2,500
Congregational Church Restoration & Preserv	Sponsor Mighty Merrimack River Run	\$1,500
Derek Hines Soldier Assistance Fund	Sponsor for Flag Day Race	\$5,000
Destination Imagination	Destination Imagination-Triton Middle School	\$2,500
Downtown Newburyport Enhancement Team	Lunch for workers on improvement program	\$500
Elder Services of Merrimack Valley	Money Management Program	\$3,000
Elder Services of Merrimack Valley	Sponsor 17th Annual Golf Tourn Fundraiser	\$250
Essex National Heritage Assoc	Yearly Membership	\$1,000
Everglades University f/b/o Samantha Migliozi	2012 Pentucket Scholarship Recipient	\$15,000
Firehouse Center	2013 support for annual operating expenses	\$10,000
Friends of Newburyport Clippers & Triton Vikings	Graf Rink-improvements to locker rooms and bathrooms	\$50,000
Friends of Newburyport Library	Sponsor "Books In Bloom 2013"	\$500
Friends of Newburyport Library	Renovations to tween/teen center	\$7,000
Friends of Salisbury COA	Annual appeal to support various programs	\$2,500
Friends of Salisbury Public Library	Support for building fund	\$5,000
Friends of Topsfield COA	CarFit Program Sponsor	\$500
General Chantable Society	Fuel assistance for needy	\$2,500
Girl Scouts of Eastern Massachusetts	Summer camp scholarships for girls within IFS banking area	\$1,000
Greater Newburyport Bura Alliance	Program support in Kenya	\$1,000
Greater Newburyport Ovarian Cancer	Support for local group	\$1,000
Greater Newburyport PMC Kids Ride	Sponsor for Rail Trail Ride	\$1,000
Groveland Recreation Committee	Sponsor of Groveland Days	\$2,500
Gulf of Maine Institute	Water studies/Merrimack Valley	\$3,450
Haverhill High School	Model United Nations Program	\$2,500
Historic New England - SPNEA	Educational programs for area students	\$1,000
Historical Society of Old Newbury	Upgrade smoke detectors and alarm system	\$2,000
Immaculate Conception School	Sponsor Polar Express and Auction	\$2,000
Jeanne Geiger Crisis Center	Support including \$10,000 for Walk	\$20,000
Jeanne Geiger Crisis Center	White Ribbon Breakfast Sponsor	\$2,500
Joppa Flats Running Club	Support Turkey Trot	\$2,500

Institution for Savings in Newburyport and its Vicinity  
Charitable Foundation Inc.  
July 2011 through June 2012

Name	Memo	Amount
Kara Killeen	2011 Pentucket Scholarship Recipient	\$7,500
Lowell's Maritime Foundation	Support for Whaleboat Program	\$10,000
Ma College of Pharmacy & Health f/b/o student	2012 Triton Scholarship Recipient	\$15,000
Ma General Hospital Cancer Center	Contribution/McSweeney dinner	\$3,500
Maudslay Arts Center	Support for summer concert series	\$1,500
Merrimack River Feline Rescue Society	Sponsor fundraising events and cat mobile	\$7,500
Merrimack Softball League	Sponsor Grand Slam Team	\$300
Merrimack Valley Economic Development	Sponsorship for 2013	\$5,000
Music for Music	Concert to support music programs in Newburyport	\$2,000
Newburyport Youth Football & Cheerleading Inc	Support travel expense competition Disney World	\$2,500
Newburyport Choral Society	Sponsor Christmas Concert	\$1,000
Newburyport Education Foundation	Sponsor - American Music Harvest Festival	\$20,000
Newburyport Education Foundation	7th Installment Nock School Science Labs	\$10,000
Newburyport Education Foundation	Installment payment for media center at NBPT HS	\$33,333
Newburyport Elks Club	Donation towards Thanksgiving baskets for needy	\$500
Newburyport Lions Club	Sponsor of Thanksgiving dinner for needy	\$500
Newburyport Lifelong Learning Lyceum	Support for Nbpt Adult Education	\$5,000
Newburyport Art Association	OPArt - Artlink Program	\$2,500
Newburyport Art Association	Sponsor-Fine Arts Auction	\$5,000
Newburyport Chamber Music Festival	Support for 2013 festival	\$2,000
Newburyport Waterfront Trust	Restoration of historic flagpole on Newburyport waterfront	\$2,000
Newburyport Literary Festival	Co-sponsor of festival	\$4,500
Newburyport Maritime Society	Sponsor 2013 summer exhibit	\$2,500
Newburyport Girls Basketball Assoc.	Support for uniforms, etc	\$1,500
Newburyport PTO	Sponsor PTO Fun Run	\$1,500
Newburyport Rotary Club	Sponsor Frigid River Race	\$1,000
Newburyport Rotary Club	Sponsor 90th Celebration	\$5,000
Newburyport Youth Services	Sponsor Lucky Duck Derby	\$1,000
Newton Rotary Club	Donation Chocolate Event	\$1,000
North America Family Institute-Safe Harbor	Sponsor Holiday Party for clients and foster families	\$250
Northern Essex Community College	Scholarships	\$5,000
Northshore YMCA	David Curley Memorial Run Sponsor	\$5,000
One Fund Boston	Donation	\$1,000
Opportunity Works	Lend-A-Hand auction sponsor - 2013	\$5,000
Our Neighbor's Table	Support meals program	\$10,000
Ovations for the Cure	Support local branch of organization	\$1,000
People's United Methodist Church	Support Meals on Wheels Program	\$2,500
Pentucket Education Foundation	Two STEM program classrooms plus iPads	\$75,000
Pentucket Youth Lacrosse	Sponsor tournament	\$5,000
Princeton University f/b/o Erin Curley	2011 Triton Scholarship Recipient - 2nd payment	\$4,240
Razz Ma Dazz DI	Destination Imagination-West Newbury Middle School	\$1,000
Roof Over Head Collaborative	Production cost for video documentary about ROOF	\$6,000
Salvation Army	Support meals program	\$5,000
St. Basil's Kitchen - Greek Church	Support meals program	\$2,500
St. Paul's Church	Support meals program	\$5,000
St. Vincent de Paul	Support meals program	\$2,500
The Actor's Studio of Newburyport	Sponsor Dear World/Dear Newburyport	\$5,000
The Cassidy Brown Foundation	Support Golf Tournament	\$250
The Pettengill House	Golf Tournament Sponsor	\$10,000
The Pettengill House	Donation toward food pantry	\$5,000
The Pettengill House	Sponsor - Donor Appreciation Luncheon	\$750
The Pettengill House	Support two major fundraising events	\$6,000
Trav's Trail Run	Sponsor - race expenses	\$2,000
Triton Babe Ruth League	Primary field sponsor	\$5,000
Triton Regional High School Robotics Team	Sponsor team	\$1,000
Triton Regional Middle School	Jr. Theater Festival	\$2,500

Institution for Savings in Newburyport and its Vicinity  
Charitable Foundation Inc.  
July 2011 through June 2012

Name	Memo	Amount
Turning Point	Assistance for Hurricane Sandy victims	\$500
West Newbury PTO f/b/o Apple Harvest Run	Lead sponsor of race	\$5,000
Winner's Circle Running Club	Sponsor April Fool's Race - 2013	\$3,000
Winner's Circle Running Club	Sponsor - Pat Polletta Race	\$1,000
Winner's Circle Running Club	High Street Mile	\$4,000
Yankee Homecoming	Sponsor family day at Maudlay	\$5,000
YWCA of Newburyport	ENCORE Program	\$5,000
YWCA of Newburyport	2013 Luncheon Sponsor	\$5,000
<b>Total</b>		<b><u>\$891,998</u></b>

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTATTACHMENT 12

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
JEANNE CEIGER CRISIS CENTER 2 HARRIS STREET NEWBURYPORT, MA 01950	NOT RELATED 501(C) (3)		VARIOUS PROGRAMS INCLUDING THE WALK	40,000
ANNA JAKES HOSPITAL ANNUAL FUND 25 HIGHLAND AVENUE NEWBURYPORT, MA 01950	NOT RELATED 501(C) (3)		SPECIAL EVENT SUPPORT	100,000.
ANNA JAKES HOSPITAL CAPITAL CAMPAIGN 25 HIGHLAND AVENUE NEWBURYPORT, MA 01950	NOT RELATED 501(C) (3)		NEW HOSPITAL IMPROVEMENTS	500,000.
TRITON REGIONAL HIGH SCHOOL 112 ELM STREET BYFIELD, MA 01922	NOT RELATED 501(C) (3)		STADIUM PROJECT/AUDIO VISUAL/PERFORMING ARTS	225,000
NEWBURYPORT EDUCATIONAL FOUNDATION PO BOX 1002 NEWBURYPORT, MA 01950	NOT RELATED 501(C) (3)		UPGRADE NHS LIBRARY	66,667
RESTORE OUR STADIUM 26 SUMMIT PLACE NEWBURYPORT, MA 01950	NOT RELATED 501(C) (3)		RENOVATIONS TO NEWBURYPORT HIGH SCHOOL STADIUM	500,000

FORM 990-E, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NEWBURYPORT EDUCATIONAL FOUNDATION PO BOX 1002 NEWBURYPORT, MA 01950	NOT RELATED 501 (C) (3)	SCIENCE LAB UPGRADES	30,000
OPPORTUNITY WORKS CAPITAL FUND TEN OPPORTUNITY WAY NEWBURYPORT, MA 01950	NOT RELATED 501 (C) (3)	CAPITAL CAMPAIGN-EXECUTIVE CONFERENCE ROOM	100,000
OPPORTUNITY WORKS ANNUAL FUND TEN OPPORTUNITY WAY NEWBURYPORT, MA 01950	NOT RELATED 501 (C) (3)	ANNUAL OPERATING EXPENSES	27,000

TOTAL CONTRIBUTIONS APPROVED

1,588,667

**SCHEDULE D  
(Form 1041)**

Department of the Treasury  
Internal Revenue Service

**Capital Gains and Losses**

► Attach to Form 1041, Form 5227, or Form 990-T.  
► Information about Schedule D (Form 1041) and its separate instructions is at  
[www.irs.gov/form1041](http://www.irs.gov/form1041).

OMB No 1545-0092

**2012**

Name of estate or trust **INSTITUTION FOR SAVINGS IN NEWBURYPORT &  
ITS VICINITY CHARITABLE FOUNDATION, INC.** Employer identification number **04-3353621**

**Note:** Form 5227 filers need to complete *only* Parts I and II

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>1a</b>					
<b>b</b> Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b					<b>1b</b>
<b>2</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824					<b>2</b>
<b>3</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts					<b>3</b>
<b>4</b> Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet					<b>4</b> ( )
<b>5</b> <b>Net short-term gain or (loss).</b> Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back					<b>5</b>

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>6a</b>					
<b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b					<b>6b</b> 238,887.
<b>7</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824					<b>7</b>
<b>8</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts					<b>8</b>
<b>9</b> Capital gain distributions					<b>9</b>
<b>10</b> Gain from Form 4797, Part I					<b>10</b>
<b>11</b> Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet					<b>11</b> ( )
<b>12</b> <b>Net long-term gain or (loss).</b> Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back					<b>12</b> 238,887.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2012



**Part III Summary of Parts I and II****Caution: Read the instructions before completing this part.**

		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
<b>13</b>	<b>Net short-term gain or (loss)</b> . . . . .	<b>13</b>		
<b>14</b>	<b>Net long-term gain or (loss):</b>			
a	Total for year . . . . .	<b>14a</b>		238,887.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.) . . . .	<b>14b</b>		
c	28% rate gain . . . . .	<b>14c</b>		
<b>15</b>	<b>Total net gain or (loss).</b> Combine lines 13 and 14a . . . . . ▶	<b>15</b>		238,887.

**Note:** If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

**Part IV Capital Loss Limitation**

<b>16</b>	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000 . . . . .	<b>16</b>	( )
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**Note:** If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

**Part V Tax Computation Using Maximum Capital Gains Rates**

**Form 1041 filers.** Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

**Caution:** Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

**Form 990-T trusts.** Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

<b>17</b>	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . .	<b>17</b>	
<b>18</b>	Enter the smaller of line 14a or 15 in column (2) but not less than zero . . . . .	<b>18</b>	
<b>19</b>	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . . .	<b>19</b>	
<b>20</b>	Add lines 18 and 19 . . . . .	<b>20</b>	
<b>21</b>	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . ▶	<b>21</b>	
<b>22</b>	Subtract line 21 from line 20. If zero or less, enter -0- . . . . .	<b>22</b>	
<b>23</b>	Subtract line 22 from line 17. If zero or less, enter -0- . . . . .	<b>23</b>	
<b>24</b>	Enter the smaller of the amount on line 17 or \$2,400 . . . . .	<b>24</b>	
<b>25</b>	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23 . . . . .	<b>25</b>	
<b>26</b>	Subtract line 25 from line 24 . . . . .	<b>26</b>	
<b>27</b>	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30; go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22 . . . . .	<b>27</b>	
<b>28</b>	Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . . .	<b>28</b>	
<b>29</b>	Subtract line 28 from line 27 . . . . .	<b>29</b>	
<b>30</b>	Multiply line 29 by 15% ( 15) . . . . .	<b>30</b>	
<b>31</b>	Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	<b>31</b>	
<b>32</b>	Add lines 30 and 31 . . . . .	<b>32</b>	
<b>33</b>	Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	<b>33</b>	
<b>34</b>	<b>Tax on all taxable income.</b> Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . .	<b>34</b>	

Schedule D (Form 1041) 2012

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

INSTITUTION FOR SAVINGS IN NEWBURYPORT &amp;

04-3353621

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
<b>6a</b>					
CAMBRIDGE BANCORP	11/06/1975	04/02/2013	13,616.	269.	13,347.
CAMBRIDGE BANCORP	11/06/1975	04/15/2013	20,075.	411.	19,664.
CAMBRIDGE BANCORP	11/06/1975	04/25/2013	19,975.	411.	19,564.
CAMBRIDGE BANCORP	11/06/1975	05/06/2013	7,890.	164.	7,726.
CAMBRIDGE BANCORP	11/06/1975	05/09/2013	3,925.	82.	3,843.
CAMBRIDGE BANCORP	11/06/1975	05/09/2013	15,565.	328.	15,237.
CAMBRIDGE BANCORP	11/06/1975	05/14/2013	7,790.	164.	7,626.
CAMBRIDGE BANCORP	11/06/1975	05/21/2013	11,475.	242.	11,233.
CAMBRIDGE BANCORP	11/06/1975	05/29/2013	31,159.	657.	30,502.
CAMBRIDGE BANCORP	11/06/1975	05/31/2103	3,945.	82.	3,863.
CAMBRIDGE BANCORP	11/06/1975	06/04/2013	3,945.	82.	3,863.
CAMBRIDGE BANCORP	11/06/1975	06/21/2013	3,925.	82.	3,843.
CANADIAN NAT RAILWAY	06/26/2006	08/01/2012	88,008.	43,031.	44,977.
ECOLAB	05/23/2011	08/01/2012	100,410.	79,485.	20,925.
VODAFONE	12/20/2005	08/01/2012	125,476.	108,050.	17,426.
HJ HEINZ CO	06/25/2009	03/28/2013	179,872.	89,770.	90,102.
NABORS INDUSTRIES LTD	12/20/2005	08/01/2012	43,022.	117,255.	-74,233.
ENTERGY CORP	12/20/2005	08/20/2012	104,811.	105,432.	-621.

**6b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . . 238,887.

Schedule D-1 (Form 1041) 2012