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 11/01 , 2012, and ending 10/31, 20 13

Name of foundation: THE FRED HARRIS DANIELS FOUNDATION

A Employer identification number: 04-6014333

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 1802

Room/suite:

B Telephone number (see instructions): 888- 866-3275

City or town, state, and ZIP code: PROVIDENCE, RI 02901-1802

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 ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 21,144,736.

J Accounting method ☒ Cash ☐ Accrual
☐ 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 ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	476,893.	476,893.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	784,399.			
	b	Gross sales price for all assets on line 6a 4,801,599.				
	7	Capital gain net income (from Part IV, line 2)		784,399.		
	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	1,261,292.	1,261,292.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	70,625.	42,375.		28,250.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 2	1,378.	NONE	NONE	1,378.
	c	Other professional fees (attach schedule) STMT 3	87,472.	77,917.		9,555.
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 4	32,179.	9,679.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	13,061.			13,061.
	22	Printing and publications				
	23	Other expenses (attach schedule) STMT 5	3,008.	1,043.		1,965.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	207,723.	131,014.	NONE	54,209.
	25	Contributions, gifts, grants paid	1,094,500.			1,094,500.
	26	Total expenses and disbursements Add lines 24 and 25	1,302,223.	131,014.	NONE	1,148,709.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	-40,931.			
	b	**Net investment income** (if negative, enter -0-)		1,130,278.		
	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	869,109.	195,399.	195,399.
	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) STMT 6	3,200,000.	1,900,000.	1,831,207.
	b	Investments - corporate stock (attach schedule) STMT 7	11,275,788.	11,262,304.	17,182,860.
	c	Investments - corporate bonds (attach schedule) STMT 9		1,946,265.	1,935,270.
	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)	15,344,897.	15,303,968.	21,144,736.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable	1,425,000.	1,005,000.	
	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)	1,425,000.	1,005,000.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds	15,344,897.	15,303,968.	
	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 instructions)	15,344,897.	15,303,968.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	16,769,897.	16,308,968.	

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	15,344,897.
2	Enter amount from Part I, line 27a	2	-40,931.
3	Other increases not included in line 2 (itemize) ▶ ROUNDING ADJUSTMENT	3	2.
4	Add lines 1, 2, and 3	4	15,303,968.
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	15,303,968.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	4,801,599.		4,017,200.	784,399.
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				784,399.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } 2 784,399.

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 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	1,234,271.	18,707,843.	0.065976
2010	1,190,997.	19,607,721.	0.060741
2009	888,659.	18,252,972.	0.048686
2008	680,617.	15,869,754.	0.042888
2007	1,148,407.	20,490,142.	0.056047

2	Total of line 1, column (d)	2	0.274338
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	0.054868
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	19,680,503.
5	Multiply line 4 by line 3	5	1,079,830.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	11,303.
7	Add lines 5 and 6	7	1,091,133.
8	Enter qualifying distributions from Part XII, line 4	8	1,148,709.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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	11,303.
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	11,303.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .		4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0- . . .		5	11,303.
6	Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012 . . .	6a 44,932.		
b	Exempt foreign organizations - tax withheld at source . . .	6b NONE		
c	Tax paid with application for extension of time to file (Form 8868) . . .	6c NONE		
d	Backup withholding erroneously withheld . . .	6d		
7	Total credits and payments Add lines 6a through 6d . . .		7	44,932.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached . . .		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** . . . ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** . . . ▶		10	33,629.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 33,629. **Refunded** ▶		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? . . .	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . .	1b		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? . . .	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes* . . .	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year? . . .	4a		X
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		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . .	6	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*	7	X	
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	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* . . .	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* . . .	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 ▶ US TRUST FIDUCIARY TAX SERVICES Telephone no ▶ (888)866-3275

Located at ▶ P.O. BOX 1802, PROVIDENCE, RI ZIP+4 ▶ 02901-1802

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 |

			Yes	No
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		X
	See the 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 instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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? ☐ Yes ☒ 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? ☐ 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? *(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

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

			Yes	No
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**		X
	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
SEE ATTACHED STATEMENT	SEE ATTACHED	70,625.	-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		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

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
SALEM CAPITAL MANAGEMENT WOBURN, MA 01801	ADVISOR	63,585
Total number of others receiving over $50,000 for professional services ▶		NONE

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 NONE	
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 ▶	

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	19,261,796.
b	Average of monthly cash balances	1b	718,410.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	19,980,206.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	19,980,206.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	299,703.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	19,680,503.
6	**Minimum investment return.** Enter 5% of line 5	6	984,025.

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	984,025.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	11,303.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	11,303.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	972,722.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	972,722.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	972,722.

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	1,148,709.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,148,709.
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	11,303.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,137,406.

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					972,722.
2	Undistributed income, if any, as of the end of 2012					
a	Enter amount for 2011 only				NONE	
b	Total for prior years 20____,20____,20____			NONE		
3	Excess distributions carryover, if any, to 2012					
a	From 2007	NONE				
b	From 2008	NONE				
c	From 2009	NONE				
d	From 2010	191,199.				
e	From 2011	316,447.				
f	**Total** of lines 3a through e		507,646.			
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 1,148,709.					
a	Applied to 2011, but not more than line 2a				NONE	
b	Applied to undistributed income of prior years (Election required - see instructions)			NONE		
c	Treated as distributions out of corpus (Election required - see instructions)		NONE			
d	Applied to 2012 distributable amount					972,722.
e	Remaining amount distributed out of corpus		175,987.			
5	Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6	**Enter the net total of each column as indicated below:**					
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		683,633.			
b	Prior years' undistributed income. Subtract line 4b from line 2b			NONE		
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			NONE		
d	Subtract line 6c from line 6b. Taxable amount - see instructions			NONE		
e	Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions				NONE	
f	Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013					NONE
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		NONE			
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)		NONE			
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		683,633.			
10	Analysis of line 9					
a	Excess from 2008	NONE				
b	Excess from 2009	NONE				
c	Excess from 2010	191,199.				
d	Excess from 2011	316,447.				
e	Excess from 2012	175,987.				

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			
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	**(e) Total**
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).)

N/A

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.

N/A

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

SEE STATEMENT 10

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines.

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED STATEMENT	SEE ATTACHED STATEME	SEE ATTACH	SEE ATTACHED STATEMENT	1,094,500.
Total . . . . ▶ 3a				1,094,500.
b *Approved for future payment*				
SEE STATEMENT 12				1,005,000.
Total . . . . ▶ 3b				1,005,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	476,893.	
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	784,399.	
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)				1,261,292.	

13 **Total** Add line 12, columns (b), (d), and (e) . . . . 13 1,261,292.

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

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

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)
	NOT APPLICABLE

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

			Yes	No
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?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

▶ 8-5-14 ▶TRUSTEE

Signature of officer or trustee Date Title

MR. FRED ~~HARRIS~~ HAROLD DANIELS PRESIDENT

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
ROBERT W HUBER		7/29/14		P01223341

Firm's name ▶ BANK OF AMERICA, N.A. Firm's EIN ▶ 94-1687665

Firm's address ▶ P O BOX 1802
PROVIDENCE, RI 02901-1802

Phone no

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	36.	36.
FOREIGN DIVIDENDS	120,866.	120,866.
DOMESTIC DIVIDENDS	303,062.	303,062.
OTHER INTEREST	7,633.	7,633.
U.S. GOVERNMENT INTEREST(FEDERAL TAXABLE	27,875.	27,875.
NONQUALIFIED FOREIGN DIVIDENDS	17,378.	17,378.
NONQUALIFIED DOMESTIC DIVIDENDS	43.	43.
TOTAL	476,893.	476,893.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE - BOA	1,378.			1,378.
TOTALS	1,378.	NONE	NONE	1,378.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER PROFESSIONAL FEES-INVST	63,585.	63,585.	
INVESTMENT MGMT FEES-BOA	23,887.	14,332.	9,555.
TOTALS	87,472.	77,917.	9,555.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	9,679.	9,679.
EXCISE TAX ESTIMATES	22,500.	
TOTALS	32,179.	9,679.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER CHARITABLE EXPENSES	1,840.		1,840.
OTHER CHARITABLE EXPENSES	125.		125.
OTHER INVESTMENT FEE	958.	958.	
INVSTMT EXP - INTEREST INCOME	85.	85.	
TOTALS	3,008.	1,043.	1,965.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
313380UD7 FEDERAL HOME LN BKS	500,000.	485,905.
313381CB9 FEDERAL HOME LN BKS	500,000.	486,655.
313381FG5 FEDERAL HOME LN BKS	500,000.	471,235.
313381QL2 FEDERAL HOME LN BKS	400,000.	387,412.
TOTALS	1,900,000.	1,831,207.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
032511107 ANADARKO PETE CORP C	218,557.	476,450.
20825C104 CONOCOPHILLIPS COM	186,599.	439,980.
25179M103 DEVON ENERGY CORP NE	172,240.	410,930.
406216101 HALLIBURTON CO COM	370,975.	530,300.
565849106 MARATHON OIL CORP CO	258,486.	458,380.
674599105 OCCIDENTAL PETE CORP	400,073.	451,576.
806857108 SCHLUMBERGER LTD COM	512,040.	496,716.
067901108 BARRICK GOLD CORP CO	300,750.	193,900.
260543103 DOW CHEM CO COM	519,970.	552,580.
263534109 DU PONT E I DE NEMOU	368,845.	550,800.
460146103 INTERNATIONAL PAPER	404,320.	535,320.
651639106 NEWMONT MNG CORP COM	309,407.	204,450.
000375204 ABB LTD SPONSORED AD	397,632.	611,280.
369604103 GENERAL ELEC CO COM	283,028.	575,080.
42805T105 HERTZ GLOBAL HLDGS I	338,358.	344,400.
438516106 HONEYWELL INTL INC C	164,870.	607,110.
693718108 PACCAR INC COM	452,076.	556,000.
913017109 UNITED TECHNOLOGIES	239,097.	531,250.
500472303 KONINKLIJKE PHILIPS	374,480.	601,970.
126650100 CVS CAREMARK CORP CO	108,225.	560,340.
641069406 NESTLE S A SPONSORED	164,360.	506,324.
742718109 PROCTER & GAMBLE CO	150,552.	565,250.
904767704 UNILEVER PLC SPON AD	222,775.	426,195.
37733W105 GLAXOSMITHKLINE PLC	454,100.	421,040.
478160104 JOHNSON & JOHNSON CO	303,660.	555,660.
58933Y105 MERCK & CO INC NEW C	246,395.	450,900.
66987V109 NOVARTIS A G SPONSOR	439,999.	581,625.
717081103 PFIZER INC COM	425,538.	583,015.
962166104 WEYERHAEUSER CO COM	288,493.	486,640.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
17275R102 CISCO SYS INC COM	394,000.	564,000.
219350105 CORNING INC COM	418,128.	427,250.
268648102 EMC CORP COM	273,318.	481,420.
458140100 INTEL CORP COM	273,960.	440,460.
594918104 MICROSOFT CORP COM	422,646.	495,670.
92857W209 VODAFONE GROUP PLC S	404,352.	508,599.
TOTALS	11,262,304.	17,182,860.

THE FRED HARRIS DANIELS FOUNDATION 04-6014333

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
00206RBC5 AT&T INC SR UNSECD G	402,708.	402,540.
031162BF6 AMGEN INC UNSECD SR	417,248.	413,196.
26441CAG0 DUKE ENERGY CORP NEW	312,300.	309,390.
46623EJR1 J P MORGAN CHASE & C	402,240.	401,096.
883556BA9 THERMO FISHER SCIENT	411,769.	409,048.
TOTALS	1,946,265.	1,935,270.

FORM 990PF, PART XV - LINES 2a - 2d
====================================

RECIPIENT NAME:
FRED HARRIS DANIELS FDN C/O U.S. TRUST
ADDRESS:
100 FRONT STREET MA6-231-09-02, 9TH FLOOR
WORCESTER, MA 01608
RECIPIENT'S PHONE NUMBER: 508-770-7113
E-MAIL ADDRESS: ADDITIAL INFORMATION AT--DANIELSFOUNDATION.ORG
FORM, INFORMATION AND MATERIALS:
FOR REQUESTS OF $5,000 OR LESS, A LETTER OF REQUEST STATING THE AMOUNT & PURPOSE IS SUFFICIENT; FOR REQUEST OVER $5,000, PLEASE USE THE AGM COMMON PROPOSAL APPLICATION FORM, FOUND AT AGMCONNECT.ORG
SUBMISSION DEADLINES:
REQUESTS SHOULD BE RECIEVED BY THE 1ST OF FEB, MAY, AUG & NOV PRIOR TO QUARTERLY MEETINGS HELD IN MAR, JUNE, SEPT, DEC
RESTRICTIONS OR LIMITATIONS ON AWARDS:
QUALIFIED CHARITABLE ORGANIZATIONS PRIMARILY IN WORCESTER MA.

THE FRED HARRIS DANIELS FOUNDATION 04-6014333
FORM 990PF, PART XV, LINE 3b - CONTRIBUTIONS, GIFTS, GRANTS APPROVED

RECIPIENT NAME:
AMERICAN ANTIQUARIAN SOCIETY
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT -CAPITAL GRANT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT APPROVED FOR FUTURE PAYMENT: .... 100,000.

RECIPIENT NAME:
FALMOUTH ACADEMY
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT- CAPITAL GRANT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT APPROVED FOR FUTURE PAYMENT: .... 30,000.

RECIPIENT NAME:
UNITED WAY OF CENTRAL MASSACHUSETTS
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT STRATEGIC GRANT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT APPROVED FOR FUTURE PAYMENT: .... 37,500.

RECIPIENT NAME:
WORCESTER ART MUSEUM
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT- CAPITAL GRANT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT APPROVED FOR FUTURE PAYMENT: .... 250,000.

FORM 990PF, PART XV, LINE 3b - CONTRIBUTIONS, GIFTS, GRANTS APPROVED

RECIPIENT NAME:
WORCESTER ACADEMY
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT- CAPITAL GRANT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT APPROVED FOR FUTURE PAYMENT: .... 300,000.

RECIPIENT NAME:
WORCESTER YOUTH CENTER
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT- STRATEGIC GRANT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT APPROVED FOR FUTURE PAYMENT: .... 25,000.

RECIPIENT NAME:
Y.O.U. INC
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT-STRATEGIC GRANT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT APPROVED FOR FUTURE PAYMENT: .... 175,000.
RELATIONSHIP:
N/A

RECIPIENT NAME:
YWCA
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT-STRATEGIC GRANT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT APPROVED FOR FUTURE PAYMENT: .... 87,500.

TOTAL GRANTS APPROVED FOR FUTURE PAYMENT: 1,005,000.

THE FRED DANIELS FOUNDATION **04-6014333**

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

NAME & ADDRESS	TITLE AND TIME DEVOTED TO POSTION	COMPENSATION
David A Nicholson c/o U S Trust, 9th floor 100 Front Street MA6-231-09-02 Worcester MA 01608	Secretary Director Sub-Committees Investment Capital 1 Hours	$ 6,700 00
Meridith D Wesby c/o U S Trust, 9th floor 100 Front Street MA6-231-09-02 Worcester MA 01608	Vice President Program & Administrator Manager-9 hours Officer & Director- 1 hour Sub-Committees Investment Strategic Grants Capital Nominating 1 Hours	$ 23,425 00
Fred H Daniels II c/o U S Trust, 9th floor 100 Front Street MA6-231-09-02 Worcester MA 01608	President Chairman & Director Sub-Committees Investment Strategic Grants Capital 1 Hours	$ 6,200 00
Sarah D Morse c/o U S Trust, 9th floor 100 Front Street MA6-231-09-02 Worcester MA 01608	Director Sub-Committees Nominating Investment 1 Hours	$ 4,500 00
Jonathan D Blake c/o U S Trust, 9th floor 100 Front Street MA6-231-09-02 Worcester MA 01608	Treasurer Director Sub-Committees Investment Strategic Grants Nominating Capital 1 Hours	$ 8,800 00
Dwight C Blake c/o U S Trust, 9th floor 100 Front Street MA6-231-09-02 Worcester MA 01608	Director Sub-Committees Strategic Grants Investment 1 Hours	$ 4,800 00
Christina N Eaton c/o U S Trust, 9th floor 100 Front Street MA6-231-09-02 Worcester MA 01608	Director Sub-Committees Investment 1 Hours	$ 3,000 00
James T Morse c/o U S Trust, 9th floor 100 Front Street MA6-231-09-02 Worcester MA 01608	Director Sub-Committees Investment 1 Hours	$ 3,000 00

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

NAME & ADDRESS	TITLE AND TIME DEVOTED TO POSTION	COMPENSATION
Sarah Daignault *c/o U S Trust, 9th floor* 100 Front Street MA6-231-09-02 Worcester MA 01608	Director *Sub-Committees* Investment 1 Hours	$ 4,500 00
William O Pettit III c/o U S Trust, 9th floor 100 Front Street MA6-231-09-02 Worcester MA 01608	Director Sub-Committees Investment Strategic Grants 1 Hours	5,700 00
	TOTAL COMPENSATION	$ 70,625 00

Posting Date	Explanation	Relationship to Substantial Contributor	Program	Purpose of Grant	Foundation Status of Recipient	Amount
12/18/2012	AMERICAN RED CROSS	N/A	Annual/One-Time	Disaster Relief Services & Community Resiliency Program.	PC	$ 7,500.00
12/18/2012	BOTTOM LINE	N/A	Annual/One-Time	College Success and Access Program in Worcester	PC	$ 2,500.00
12/18/2012	BOYS & GIRLS CLUB OF WORCESTER	N/A	Strategic	Girls SMART Plus Program	PC	$ 12,500.00
12/18/2012	CATCH THE SCIENCE BUG FOUNDATION	N/A	Annual/One-Time	educational science programs	PC	$ 2,500.00
12/18/2012	JOY OF MUSIC PROGRAM	N/A	Annual/One-Time	Financial Aid Program	PC	$ 5,000.00
12/18/2012	MIRACLE FLIGHTS FOR KIDS	N/A	Annual/One-Time	flights for children with cancer and other life threatening diseases from the Worcester area	PC	$ 2,000.00
12/18/2012	MSPCC	N/A	Annual/One-Time	general support of MSPCC's Worcester office	PC	$ 7,500.00
12/18/2012	NEADS	N/A	Annual/One-Time	*Foundations for the Future* campaign	PC	$ 5,000.00
12/18/2012	PARENTS HELPING PARENTS	N/A	Annual/One-Time	child abuse prevention	PC	$ 3,000.00

Posting Date	Explanation	Relationship to Substantial Contributor	Program	Purpose of Grant	Foundation Status of Recipient	Amount
12/18/2012	SALIBURY SINGERS	N/A	Annual/One-Time	general operations of the organization	PC	$ 1,000.00
12/18/2012	SEVEN HILLS FOUNDATION	N/A	Annual/One-Time	ASPIRE! Technology Initiative	PC	$ 3,000.00
12/18/2012	STRAIGHT AHEAD MINISTRIES	N/A	Annual/One-Time	Worcester Youth Re-entry Project	PC	$ 5,000.00
12/18/2012	UW OF CENTRAL MASSACHUSETTS	N/A	Strategic	*Investing in Girls Program*	PC	$ 18,750.00
12/18/2012	VETERANS INC	N/A	Annual/One-Time	Peer Specialist	PC	$ 5,000.00
12/18/2012	WORCESTER ACADEMY	N/A	Capital	Daniels Student Center	PC	$ 150,000.00
12/18/2012	WORCESTER CHAMBER MUSIC SOCIETY	N/A	Annual/One-Time	educational and community programs	PC	$ 3,000.00
12/18/2012	WORCESTER YOUTH CENTER	N/A	Strategic	Center for Circle One	PC	$ 18,750.00
12/18/2012	YWCA	N/A	Strategic	Girls Choice	PC	$ 25,000.00

Posting Date	Explanation	Relationship to Substantial Contributor	Program	Purpose of Grant	Foundation Status of Recipient	Amount
3/14/2013	**BOYS AND GIRLS CLUB OF WORCESTER**	**N/A**	**Strategic**	**Girls SMART Plus Program**	**PC**	**$ 12,500.00**
3/14/2013	**COMMUNITY SERVINGS**	**N/A**	**Annual/One-Time**	***Nutrition Program for Individuals and Families living with an Acute Life-Threatening Illness in Worcester***	**PC**	**$ 10,000.00**
3/14/2013	**GREATER WORCESTER COMMUNITY FDN**	**N/A**	**Annual/One-Time**	**Meridith D. Wesby Founders Fund**	**PC**	**$ 50,000.00**
3/14/2013	**MASSACHUSETTS AUDUBON SOCIETY**	**N/A**	**Annual/One-Time**	**joint programs with the Boys and Girls Clubs in Worcester**	**PC**	**$ 11,000.00**
3/14/2013	**MUSEUM INST FOR TEACHING SCIENCE**	**N/A**	**Annual/One-Time**	**2013 Summer Institute**	**PC**	**$ 5,000.00**
3/14/2013	**MUSIC WORCESTER, INC.**	**N/A**	**Annual/One-Time**	**general operations of the organization**	**PC**	**$ 5,000.00**
3/14/2013	**PAKACHOAG MUSIC SCHOOL OF**	**N/A**	**Annual/One-Time**	**provide financial aid for students**	**PC**	**$ 3,000.00**
3/14/2013	**UNITED NEGRO COLLEGE FUND**	**N/A**	**Annual/One-Time**	**to support Worcester area students**	**PC**	**$ 3,000.00**
3/14/2013	**UNITED WAY CENTRAL MASSACHUSETTS**	**N/A**	**Strategic**	***Investing in Girls Program***	**PC**	**$ 18,750.00**

Posting Date	Explanation	Relationship to Substantial Contributor	Program	Purpose of Grant	Foundation Status of Recipient	Amount
3/14/2013	WORCESTER POLYTECHNIC INSTITUTE	N/A	Capital	Sports and Recreation Center	PC	$ 100,000.00
3/14/2013	WORCESTER YOUTH CENTER	N/A	Strategic	Center for Circle One	PC	$ 18,750.00
3/14/2013	Y.O.U., INC.	N/A	Annual/One-Time	YouthNet's summer program for middle school students	PC	$ 10,000.00
3/14/2013	Y.O.U., INC.	N/A	Annual/One-Time	Dynamy Youth Academy program for the 2012-2013 year	PC	$ 5,000.00
3/18/2013	AFRICAN COMMUNITY EDUCATION	N/A	Annual/One-Time	ESL and U.S. Citizenship classes for African refugee and immigrant adults living in Worcester	PC	$ 5,000.00
6/24/2013	ABBY'S HOUSE	N/A	Annual/One-Time	Annette Rafferty Survive to Thrive Fund	PC	$ 10,000.00
6/24/2013	APPLE TREE ARTS	N/A	Annual/One-Time	In-house solutions to grant writing, fundraising and marketing.	PC	$ 2,500.00
6/24/2013	BANCROFT SCHOOL	N/A	Annual/One-Time	Hope Graham Center	PC	$ 50,000.00
6/24/2013	BRIDGE OF CENTRAL MASS	N/A	Annual/One-Time	replace aging equipment and purchase more portable equipment	PC	$ 10,000.00

Posting Date	Explanation	Relationship to Substantial Contributor	Program	Purpose of Grant	Foundation Status of Recipient	Amount
6/24/2013	EASTER SEALS MASSACHUSETTS	N/A	Annual/One-Time	provide summer camping experience for Worcester youth with disabilities	PC	$ 5,000.00
6/24/2013	FALMOUTH ACADEMY	N/A	Capital	Performing Arts Center	PC	$ 15,000.00
6/24/2013	GENESIS CLUB HOUSE, INC	N/A	Annual/One-Time	Young Adult Education and Employment support program	PC	$ 5,000.00
6/24/2013	LEARNING FIRST FOUNDATON	N/A	Annual/One-Time	eBay and Craft Fair store on behalf of the Seven Hills Charter Public School.	PC	$ 5,000.00
6/24/2013	REGIONAL ENVIRONMENTAL COUNCIL	N/A	Annual/One-Time	urban gardening programs	PC	$ 10,000.00
6/24/2013	UNITED WAY OF CENTRAL MASS, INC.	N/A	Strategic	*Investing in Girls Program*	PC	$ 18,750.00
6/24/2013	WORCESTER ART MUSEUM	N/A	Capital	Integration effort of the Higgins Armory collection into the holdings of the Museum	PC	$ 50,000.00
6/24/2013	WORCESTER YOUTH CENTER, INC.	N/A	Strategic	Center for Circle One	PC	$ 12,500.00
6/24/2013	YWCA	N/A	Annual/One-Time	Girls Choice	PC	$ 10,000.00

Posting Date	Explanation	Relationship to Substantial Contributor	Program	Purpose of Grant	Foundation Status of Recipient	Amount
6/24/2013	YWCA	N/A	Strategic	Girls Choice program	PC	$ 18,750.00
6/26/2013	YWCA OF CENTRAL MASS	N/A	Annual/One-Time	New Directions program	PC	$ 17,500.00
6/28/2013	Y.O.U., INC	N/A	Strategic	Youth Connect Efforts to Outcomes program	PC	$ 25,000.00
7/3/2013	AMERICAN ANTIQUARIAN SOCIETY	N/A	Annual/One-Time	Worcester Cultural Coalition WOO card program	PC	$ 25,000.00
9/18/2013	AIDS PROJECT WORCESTER, INC.	N/A	Annual/One-Time	provide hardware, software, and training	PC	$ 5,000.00
9/18/2013	AMERICAN ANTIQUARIAN SOCIETY	N/A	Capital	renovations at 9 Regent Street	PC	$ 100,000.00
9/18/2013	COMMUNITY HARVEST PROJECT, INC.	N/A	Annual/One-Time	general operations of the organization	PC	$ 15,000.00
9/18/2013	DISMAS HOUSE OF MASS, INC.	N/A	Annual/One-Time	operational support at the Richards Street facility	PC	$ 10,000.00
9/18/2013	HORIZONS FOR HOMELESS CHILDREN	N/A	Annual/One-Time	Central Region Playspace program	PC	$ 5,000.00

Posting Date	Explanation	Relationship to Substantial Contributor	Program	Purpose of Grant	Foundation Status of Recipient	Amount
9/18/2013	**JEREMIAH'S HOSPICE, INC.**	N/A	Annual/One-Time	Residential Social Model Recovery program	PC	$ 5,000.00
9/18/2013	**JEWISH FEDERATION OF CENTRAL MA**	N/A	Annual/One-Time	f/b/o Rachel's Table to support the Milk Fund for children	PC	$ 10,000.00
9/18/2013	**LITERACY VOLS OF GRTR WORCESTER**	N/A	Annual/One-Time	teach ESL to help parents navigate the education system for their children.	PC	$ 5,500.00
9/18/2013	**NATIVITY SCHOOL OF WORCESTER INC**	N/A	Annual/One-Time	support a fifth grade student at the Nativity School	PC	$ 10,000.00
9/18/2013	**PATHWAYS FOR CHANGE, INC.**	N/A	Annual/One-Time	general operations of the organization	PC	$ 5,000.00
9/18/2013	**THE CASA PROJECT, INC.**	N/A	Annual/One-Time	court advocacy services to abused and neglected children in the Worcester Juvenile Court	PC	$ 7,500.00
9/18/2013	**UNITED WAY OF CENTRAL MASS**	N/A	Strategic	*Investing in Girls Program*	PC	$ 18,750.00
9/18/2013	**VNA CARE NETWORK, INC.**	N/A	Annual/One-Time	Technology Campaign	PC	$ 10,000.00
9/18/2013	**WHY ME, INC.**	N/A	Annual/One-Time	Childhood Cancer Lifeline and Sherry's House Program	PC	$ 7,500.00

Posting Date	Explanation	Relationship to Substantial Contributor	Program	Purpose of Grant	Foundation Status of Recipient	Amount
9/18/2013	**WORCESTER YOUTH CENTER**	**N/A**	**Strategic**	**Center for Circle One**	**PC**	**$ 12,500.00**
9/18/2013	**YOUTH CONNECT**	**N/A**	**Strategic**	**Youth Connect Efforts to Outcomes program**	**PC**	**$ 25,000.00**
9/18/2013	**YWCA**	**N/A**	**Strategic**	**Girls Choice program**	**PC**	**$ 18,750.00**
	TOTAL DISTRIBUTIONS					$ 1,094,500 00

Form **8868**
(Rev January 2013)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return**

OMB No 1545-1709

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

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

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

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . . ▶ ☐

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions THE FRED HARRIS DANIELS FOUNDATION	Employer identification number (EIN) or 04-6014333
	Number, street, and room or suite no If a P O box, see instructions P.O. BOX 1802	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions PROVIDENCE, RI 02901-1802	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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

- The books are in the care of ▶ US TRUST FIDUCIARY TAX SERVICES

Telephone No ▶ (888)866-3275 FAX No ▶

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box . . . . . . ▶ ☐ If it is for part of the group, check this box . . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 06/16 , 20 14 , to file the exempt organization return for the organization named above The extension is for the organization's return for·

▶ ☐ calendar year 20 ____ or

▶ ☒ tax year beginning 11/01 , 2012 , and ending 10/31, 20 13

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

☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	**3a**	$ 11,207.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	**3b**	$ 44,932.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	**3c**	$ -0-

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

For Privacy Act and Paperwork Reduction Act Notice, see Instructions. Form **8868** (Rev 1-2013)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . . ▶ ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print

File by the due date for filing your return See instructions

Name of exempt organization or other filer, see instructions: THE FRED HARRIS DANIELS FOUNDATION

Employer identification number (EIN) or: 04-6014333

Number, street, and room or suite no If a P O box, see instructions: P.O. BOX 1802

Social security number (SSN):

City, town or post office, state, and ZIP code For a foreign address, see instructions: PROVIDENCE, RI 02901-1802

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ US TRUST FIDUCIARY TAX SERVICES.
  Telephone No. ▶ (888)866-3275 . FAX No ▶ 800-977-0692
- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box . . . . . . ▶ ☐ If it is for part of the group, check this box . . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until 09/15 , 20 14

5 For calendar year ______ , or other tax year beginning 11/01 , 20 12 , and ending 10/31 , 20 13 .

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension ADDITIONAL TIME REQUESTED TO FILE A COMPLETE AND ACCURATE RETURN

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	**8a**	$ 11,427.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	**8b**	$ 44,932.
c	**Balance Due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	**8c**	$

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ KAREN J. KISER Title ▶ SVP TAX Date ▶ 6/11/14

Form 8868 (Rev 1-2013)