



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form 990-PF

## Return of Private Foundation

## or Section 4947(a)(1) Trust Treated as Private Foundation

- Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.
- Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

2013

Open to Public  
Inspection

For calendar year 2013, or tax year beginning 01-01-2013, and ending 12-31-2013

Name of foundation EAGLEMERE FOUNDATION INC		A Employer identification number 04-3424302
Number and street (or P O box number if mail is not delivered to street address) 60 EDMUNDS ROAD		B Telephone number (see instructions) (781) 899-4350
City or town, state or province, country, and ZIP or foreign postal code WELLESLEY, MA 02481		C If exemption application is pending, check here ► <input type="checkbox"/>
<b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D</b> 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>
<b>H</b> 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		<b>E</b> 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) ► \$ 10,153,757	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis.)</i>	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>Revenue</b>	1 Contributions, gifts, grants, etc, received (attach schedule)	120,000			
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities. . . . .	216,264	216,264	216,264	
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	451,707			
	b Gross sales price for all assets on line 6a 3,420,733				
	7 Capital gain net income (from Part IV, line 2) . . . . .		451,707		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .	348	348	348	
	<b>12 Total.</b> Add lines 1 through 11 . . . . .	788,319	668,319	216,612	
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc	27,000	27,000	27,000	0
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .				
	c Other professional fees (attach schedule) . . . . .	35,549	35,549	35,549	0
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions) . . . . .	5,263	5,263	5,263	0
	19 Depreciation (attach schedule) and depletion . . . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	552	52	52	0
	<b>24 Total operating and administrative expenses.</b>				
	Add lines 13 through 23 . . . . .	68,364	67,864	67,864	0
	25 Contributions, gifts, grants paid. . . . .	503,850			503,850
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	572,214	67,864	67,864	503,850
	<b>27 Subtract line 26 from line 12</b>				
	<b>a Excess of revenue over expenses and disbursements</b>	216,105			
	<b>b Net investment income</b> (if negative, enter -0-) . . . . .		600,455		
	<b>c Adjusted net income</b> (if negative, enter -0-) . . . . .			148,748	

<b>Part II</b> <b>Balance Sheets</b>		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
<b>Assets</b>					
1	Cash—non-interest-bearing . . . . .	332	833	833	
2	Savings and temporary cash investments . . . . .	502,327	388,821	388,821	
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 . . . . .				
10a	Investments—U S and state government obligations (attach schedule)				
b	Investments—corporate stock (attach schedule) . . . . .	5,519,190	6,067,409	7,579,707	
c	Investments—corporate bonds (attach schedule) . . . . .	1,499,018	1,501,192	1,463,272	
11	Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
12	Investments—mortgage loans . . . . .				
13	Investments—other (attach schedule) . . . . .	1,027,250	805,967	721,124	
14	Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
15	Other assets (describe ►) . . . . .				
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	8,548,117	8,764,222	10,153,757	
<b>Liabilities</b>					
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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	0		
<b>Net Assets or Fund Balances</b>					
24	Unrestricted . . . . .				
25	Temporarily restricted . . . . .				
26	Permanently restricted . . . . .				
27	<b>Foundations that follow SFAS 117, check here ►</b> <input type="checkbox"/>				
	<b>and complete lines 24 through 26 and lines 30 and 31.</b>				
28					
29					
30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	8,019,477	8,019,477		
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	0	0		
		528,640	744,745		
		8,548,117	8,764,222		
		8,548,117	8,764,222		

**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	8,548,117
2	Enter amount from Part I, line 27a . . . . .	2	216,105
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3 . . . . .	4	8,764,222
5	Decreases not included in line 2 (itemize) ►	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	8,764,222

**Part IV Capital Gains and Losses for Tax on Investment Income**

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)
--	---	---	---

<b>1a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
------------------------------	--	---	---

<b>a</b> See Additional Data Table			
<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

**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))

<b>(i)</b> FMV as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
-------------------------------	--	---	--

<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	<b>(If gain, also enter in Part I, line 7)</b> <b>(If (loss), enter -0- in Part I, line 7)</b>	<b>2</b>	451,707
<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>	10,502

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes  No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

<b>(a)</b> Base period years Calendar year (or tax year beginning in)	<b>(b)</b> Adjusted qualifying distributions	<b>(c)</b> Net value of noncharitable-use assets	<b>(d)</b> Distribution ratio (col (b) divided by col (c))
2012	454,324	8,990,306	0 050535
2011	426,382	7,967,521	0 053515
2010	334,500	7,514,456	0 044514
2009	318,029	6,652,481	0 047806
2008	395,604	8,114,761	0 048751

<b>2</b> <b>Total</b> of line 1, column (d).	<b>2</b>	0 245121
<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 049024
<b>4</b> Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	<b>4</b>	9,709,953
<b>5</b> Multiply line 4 by line 3.	<b>5</b>	476,021
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b).	<b>6</b>	6,005
<b>7</b> Add lines 5 and 6.	<b>7</b>	482,026
<b>8</b> Enter qualifying distributions from Part XII, line 4.	<b>8</b>	503,850

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 page 18 of the 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 _____ <b>(attach copy of letter if necessary—see instructions)</b>		1	6,005
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 . . . . .		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	2	0
3	Add lines 1 and 2. . . . .	3	6,005
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	4	0
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	5	6,005
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	3,324
b	Exempt foreign organizations—tax withheld at source . . . . .	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	7,000
d	Backup withholding erroneously withheld . . . . .	6d	
7	Total credits and payments Add lines 6a through 6d. . . . .	7	10,324
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10	4,319
11	Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> <input type="checkbox"/> 4,319 <b>Refunded</b> <input type="checkbox"/>	11	0

**Part VII-A Statements Regarding Activities**

		<b>Yes</b>	<b>No</b>
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	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .	1b	No
<i>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.</i>			
c	Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year <b>(1) On the foundation</b> <input type="checkbox"/> \$ _____ 0 <b>(2) On foundation managers</b> <input type="checkbox"/> \$ _____ 0		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ 0		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities.</i>	2	No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a	No
b	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	6	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes
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? <i>If "No," attach explanation.</i>	8b	Yes
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i> <input type="checkbox"/>	10	Yes

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

11		No
12		No
13		No

Website address ► N/A

14	The books are in care of ► PRIVATE BANK TAX SERVICES Located at ► PO BOX 1802 PROVIDENCE RI	Telephone no ► (401) 278-6825 ZIP +4 ► 029011802
----	--	---

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ► 15
----	--

16	At any time during calendar year 2013, 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?	Yes	No
	See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►		

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

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

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 page 20 of the instructions)? . . . . .		
	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 2013? . . . . .		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions) . . . . .		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2013 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 2013) . . . . .		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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 2013?		No

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

5a	During the year did the foundation pay or incur any amount to  (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . . (3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . . (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). . . . . (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . . 5b	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? . . . . . Organizations relying on a current notice regarding disaster assistance check here. . . . . 6b	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
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? . . . . . If "Yes," attach the statement required by Regulations section 53.4945-5(d). 7b	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . . 6b	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . . If "Yes" to 6b, file Form 8870. 7b	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . . . . b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . . 7b	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 <b>(If not paid, enter -0-)</b>	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

**2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."**

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000. . . . . 0				

**Part VIII** **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE"**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

## 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	<b>Expenses</b>
<b>1</b> <hr/>	
<b>2</b> <hr/>	
<b>3</b> <hr/>	
<b>4</b> <hr/>	

**Part IX-B Summary of Program-Related Investments** (see instructions)

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

All other program-related investments See page 24 of the instructions

**3** \_\_\_\_\_  
\_\_\_\_\_  
**Total.** Add lines 1 through 3 . . . . . ►

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	9,138,903
b	Average of monthly cash balances. . . . .	1b	718,917
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	<b>Total</b> (add lines 1a, b, and c). . . . .	1d	9,857,820
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e	0
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2	0
3	Subtract line 2 from line 1d. . . . .	3	9,857,820
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	147,867
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,709,953
6	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	6	485,498

**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	485,498
2a	Tax on investment income for 2013 from Part VI, line 5. . . . .	2a	6,005
b	Income tax for 2013 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	6,005
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	479,493
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	479,493
6	Deduction from distributable amount (see instructions). . . . .	6	0
7	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	479,493

**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	503,850
b	Program-related investments—total from Part IX-B. . . . .	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	
3	Amounts set aside for specific charitable projects that satisfy the	3a	
a	Suitability test (prior IRS approval required). . . . .	3b	
b	Cash distribution test (attach the required schedule). . . . .	4	503,850
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	6,005
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). . . . .	6	497,845
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .		

**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 2012	(c) 2012	(d) 2013
<b>1</b> Distributable amount for 2013 from Part XI, line 7				479,493
<b>2</b> Undistributed income, if any, as of the end of 2013			0	
<b>a</b> Enter amount for 2012 only. . . . .		0		
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2013				
<b>a</b> From 2008. . . . .				
<b>b</b> From 2009. . . . .				
<b>c</b> From 2010. . . . .				
<b>d</b> From 2011. . . . .				
<b>e</b> From 2012. . . . .	6,944			
<b>f Total of lines 3a through e. . . . .</b>	6,944			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4 ► \$ 503,850			0	
<b>a</b> Applied to 2012, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2013 distributable amount. . . . .				479,493
<b>e</b> Remaining amount distributed out of corpus	24,357			
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
<b>6</b> Enter the net total of each column as indicated below:	31,301			
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .	0			
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . . . .	0			
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	31,301			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2009. . . . .				
<b>b</b> Excess from 2010. . . . .				
<b>c</b> Excess from 2011. . . . .				
<b>d</b> Excess from 2012. . . . .	6,944			
<b>e</b> Excess from 2013. . . . .	24,357			

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling.			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
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 organization had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

See Additional Data Table

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

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

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

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

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

c Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b> See Additional Data Table				
<b>Total</b> . . . . .			► 3a	503,850
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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
<b>1</b>	Program service revenue				
a					
b					
c					
d					
e					
f					
<b>g</b>	Fees and contracts from government agencies				
<b>2</b>	Membership dues and assessments. . . . .				
<b>3</b>	Interest on savings and temporary cash investments. . . . .				
<b>4</b>	Dividends and interest from securities. . . . .				216,264
<b>5</b>	Net rental income or (loss) from real estate				
a	Debt-financed property. . . . .				
b	Not debt-financed property. . . . .				
<b>6</b>	Net rental income or (loss) from personal property. . . . .				
<b>7</b>	Other investment income. . . . .				348
<b>8</b>	Gain or (loss) from sales of assets other than inventory . . . . .				
<b>9</b>	Net income or (loss) from special events				
<b>10</b>	Gross profit or (loss) from sales of inventory. . . . .				
<b>11</b>	Other revenue a _____				
b	_____				
c	_____				
d	_____				
e	_____				
<b>12</b>	Subtotal Add columns (b), (d), and (e). . . . .		0		668,319
<b>13</b>	<b>Total.</b> Add line 12, columns (b), (d), and (e). . . . . (See worksheet in line 13 instructions to verify calculations.)			13	668,319

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



**Schedule of Contributors****2013**

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

► Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at  
[www.irs.gov/form990](http://www.irs.gov/form990).**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Name of the organization**  
EAGLEMERE FOUNDATION INC**Employer identification number**

04-3424302

**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 foundation

Check 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<sup>1/3</sup>% 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 for 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 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 its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

**Name of organization**  
 EAGLEMERE FOUNDATION INC
**Employer identification number**

04-3424302

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	JAY MARILYN SARLES 60 EDMUNDS ROAD  WELLESLEY, MA 02481	\$ 120,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )



Name of organization EAGLEMERE FOUNDATION INC		Employer identification number 04-3424302	
<b>Part III</b> <b>Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year.</b> Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of <i>exclusively religious, charitable, etc., contributions of \$1,000 or less</i> 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	
—	—	—	—

## TY 2013 Substantial Contributors Schedule

**Name:** EAGLEMERE FOUNDATION INC

**EIN:** 04-3424302

Name	Address
MARILYN SARLES	60 EDMUNDS ROAD WELLESLEY, MA 02481
H JAY SARLES	60 EDMUNDS ROAD WELLESLEY, MA 02481

**Form 990PF Part XV Line 1a - 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).**

MARILYN D SARLES MD

H JAY SARLES

## TY 2013 Investments Corporate Bonds Schedule

**Name:** EAGLEMERE FOUNDATION INC

**EIN:** 04-3424302

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
5000 SHS ISHARES S&P US PFD STK INDEX	198,350	184,150
150000 SHS CITIGROUP INC	0	0
100000 SHS CISCO	102,141	100,254
46762.468 SHS COLUMBIA BOND FUND CLASS Z SHS	0	0
21844.451 SHS COLUMBIA INCOME OPPORTUNITIES	0	0
33698.097999999 SHS FRANKLIN FTLG RATE DAILY ACCESS	310,000	310,359
100000 SHS JP MORGAN CHASE & CO	105,899	101,751
100000 SHS PEPSICO INC	0	0
11506.276 SHS PIMCO HIGH YIELD FD	110,000	110,575
38908.397 SHS PIMCO TOTAL RETURN FUND	435,000	415,931
100000 SHS WALMART STORES	106,653	103,140
10860.195 SHS COLUMBIA INTERMEDIATE BOND FUND	93,149	97,199
4333.694 SHS FRANKLIN FTLG RATE DAILY ACCESS	40,000	39,913

**TY 2013 Investments Corporate  
Stock Schedule**

**Name:** EAGLEMERE FOUNDATION INC

**EIN:** 04-3424302

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
1150 SHS ABBOTT LABS	26,135	44,080
1750 SHS ABBVIE INC	48,946	92,418
950 SHS ACCENTURE	53,128	78,109
1050 SHS AIR PRODS & CHEMS INC	86,302	117,369
1300 SHS AMERICAN WTR WKS CO	0	0
700 SHS AMGEN INC	80,892	79,856
700 SHS ANADARKO PETE CORP	63,935	55,524
300 SHS APPLE INC	167,735	168,306
1300 SHS AT&T INC	46,526	45,708
1400 SHS AUTOMATIC DATA PROCESSING INC	74,710	113,119
14000 SHS BANK OF AMERICA CORP	195,705	217,980
1500 SHS BAXTER INTL INC	0	0
1200 SHS BB&T CORP	40,758	44,784
900 SHS BECTON DICKINSON & CO	65,747	99,441
700 SHS BERKSHIRE HATHAWAY INC	81,283	82,992
300 SHS BLACKROCK INC	53,860	94,941
2700 SHS BROADCOM CORP	71,116	80,042
700 SHS CHEVRON CORP	85,180	87,437
1450 SHS CHUBB CORP	0	0
5450 SHS CISCO SYS INC	0	0
700 SHS COACH	0	0
1000 SHS COCA COLA CO	21,819	41,310
1500 SHS COMCAST CORP	71,101	77,948
2000 SHS CORNING INC	0	0
400 SHS COSTCO WHSL CORP	49,644	47,608
850 SHS CULLEN FROST BANKERS INC	0	0
900 SHS DANAHER CORP	67,061	69,480
500 SHS DEERE & CO	41,981	45,665
950 SHS DIAMOND OFFSHORE DRILLING INC	0	0
1100 SHS DISNEY WALT CO	76,213	84,040

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1600 SHS DOW CHEM CO	63,338	71,040
1400 SHS EMERSON ELECTRIC CO	65,990	98,247
1900 SHS EXXON MOBIL CORP	123,148	192,280
500 SHS FEDEX CORP	67,947	71,885
2400 SHS GENERAL ELEC CO	65,406	67,272
700 SHS GENERAL DYNAMICS CORP	62,729	66,885
3439.112 SHS HARBOR INTERNATIONAL FUND	220,000	244,211
700 SHS HOME DEPOT INC	56,973	57,638
700 SHS HONEYWELL INTL INC	28,496	63,959
600 SHS IBM	47,457	112,542
800 SHS JOHNSON & JOHNSON	47,828	73,272
750 SHS KRAFT FOODS INC	24,898	40,433
600 SHS MC DONALDS CORP	58,543	58,218
600 SHS MCKESSON CORP	95,430	96,840
1300 SHS MET LIFE INC	68,031	70,096
2400 SHS MICROSOFT CORP	66,972	89,784
450 SHS MONDEЛИZ INTL INC	8,650	15,885
600 SHS MONSANTO CO	66,048	69,930
600 SHS NATIONAL OILWELL VARCO INC	49,752	47,718
1350 SHS NESTLE SA	0	0
1650 SHS NOVARTIS A G	0	0
1250 SHS OCCIDENTAL PETE CORP DEL	99,511	118,875
600 SHS PEPSICO INC	39,338	49,764
650 SHS PHILIP MORRIS INTL INC	29,694	56,635
1400 SHS PFIZER INC	44,583	42,882
1100 SHS PROCTER & GAMBLE CO	66,598	89,551
900 SHS QUALCOMM INC	59,960	66,825
500 SHS ROCHE HLDG LTD	0	0
750 SHS SCHLUMBERGER LTD	47,772	67,583
950 SHS SMUCKER J M CO	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
900 SHS SOUTHERN CO	38,112	36,999
800 SHS STARBUCKS CORP	64,379	62,712
600 SHS TARGET CORP	40,077	37,962
2600 SHS TE CONNECTIVITY LTD	0	0
2300 SHS TEXAS INSTRS INC	0	0
1900 SHS TJX COS INC NEW	0	0
800 SHS UNITED HEALTH GROUP INC	57,333	60,240
1000 SHS UNITED PARCEL SVC INC	0	0
1000 SHS VERIZON COMMUNICATIONS	51,029	49,140
1300 SHS WELLS FARGO & CO	34,901	59,020
2650 SHS WEYERHAEUSER CO	0	0
1300 SHS WHOLE FOODS MKT INC	73,884	75,179
950 SHS 3M CO	0	0
800 SHS BEAM INC	54,515	54,448
12977.186 SHS COLUMBIA ACORN FUND CLASS Z	290,322	484,309
1100 SHS ENTERGY CORP	69,690	69,597
1500 SHS ISHARES RUSSELL 2000 VALUE INDEX	77,760	149,250
2000 SHS ISHARES RUSSELL MIDCAP INDEX	175,290	299,960
10275.973 SHS COLUMBIA SMALL CAP CORE FUND	177,192	209,013
5200 SHS ISHARES DOW JONES EPAC SELECT	168,584	197,288
4390.408 SHS COLUMBIA ACORN FUND INTL FUND	151,514	204,944
5000 SHS ISHARES MSCI EMERGING MKTS INDEX	298,065	291,300
12000 SHS VANGUARD FTSE EMERGING MKTS	440,943	493,680
4875 SHS ISHARES TR RUSSELL 1000 ETF FUND	327,671	502,954
1275 SHS ISHARES INTL SELECT DIVIDEND ETF	41,336	48,374
300 SHS ISHARES RUSSELL MIDCAP ETF	41,837	44,994
500 SHS ISHARES MSCI EMERGING MKTS	29,796	29,130
1275 SHS ISHARES DOWN JONES EPAC SELECT DIV	0	0
2050.381 SHS CAMBIAR SMALL CAP FUND	35,000	46,544
2345.789 SHS JOHN HANCOCK FDS III DISCIPLINED VALUE	27,000	42,553

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1482 SHS CORNING INC	P	2012-11-28	2013-03-18
518 SHS CORNING INC	P	2012-11-28	2013-03-19
500 SHS ROCHE HLDG LTD	P	2012-11-28	2013-11-19
100 SHS SCHLUMBERGER LTD	P	2012-11-28	2013-11-19
700 SHS COACH INC	P	2012-11-28	2013-11-19
4000 SHS BANK OF AMERICA	P	2000-01-25	2013-01-09
10659 1 SHS COLUMBIA FDS SER TR I BOND FD	P	2006-10-10	2013-02-13
11187 9 SHS COLUMBIA FDS SER TR I BOND FD	P	2005-11-29	2013-02-13
5651 08 SHS COLUMBIA FDS SER TR I BOND FD	P	2006-10-10	2013-02-13
16953 24 SHS COLUMBIA FDS SER TR I BOND FD	P	2008-04-07	2013-02-13
2311 15 SHS COLUMBIA FDS SER TR I BOND FD	P	2000-04-13	2013-02-13
4000 SHS BANK OF AMERICA CORP	P	2000-01-25	2013-04-02
100 SHS TARGET CORP	P	2011-06-03	2013-05-29
600 SHS TARGET CORP	P	2010-08-04	2013-05-29
200 SHS TARGET CORP	P	2010-08-04	2013-05-29
400 SHS TARGET CORP	P	2010-05-25	2013-05-29
9883 94 SHS COLUMBIA INCOME OPPORTUNITIES	P	2006-09-22	2013-06-14
2396 02 SHS COLUMBIA INCOME OPPORTUNITIES	P	2003-09-12	2013-06-14
2842 06 SHS COLUMBIA INCOME OPPORTUNITIES	P	2003-05-15	2013-06-14
2368 38 SHS COLUMBIA INCOME OPPORTUNITIES	P	2003-05-15	2013-06-14
1703 92 SHS COLUMBIA INCOME OPPORTUNITIES	P	2004-02-10	2013-06-14
2650 13 SHS COLUMBIA INCOME OPPORTUNITIES	P	2004-02-10	2013-06-14
2000 SHS BANK OF AMERICA CORP	P	2006-05-05	2013-07-01
2000 SHS BANK OF AMERICA CORP	P	2000-01-25	2013-07-01
150000 SHS CITIGROUP INC	P	2007-08-08	2013-07-02
1717 84 SHS CREDIT SUISSE COMMODITY RETURN	P	2010-05-24	2013-09-24
751 3 SHS CREDIT SUISSE COMMODITY RETURN	P	2011-06-03	2013-09-24
1020 69 SHS CREDIT SUISSE COMMODITY RETURN	P	2010-05-25	2013-09-24
2490 66 SHS CREDIT SUISSE COMMODITY RETURN	P	2010-03-25	2013-09-24
14321 3 SHS CREDIT SUISSE COMMODITY RETURN	P	2010-03-25	2013-09-24

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
13661 2 SHS CREDIT SUISSE COMMODITY RETURN	P	2010-05-25	2013-09-25
4000 SHS BANK OF AMERICA CORP	P	2006-05-05	2013-10-08
1091 78 SHS PRUDENTIAL JENNISON MID CAP	P	2012-01-06	2013-10-10
100000 SHS PEPSICO INC	P	2012-01-06	2013-10-25
2650 SHS WEYERHAEUSER CO	P	2011-06-03	2013-11-07
400 SHS TE CONNECTIVITY LTD	P	2011-06-03	2013-11-19
2200 SHS TE CONNECTIVITY LTD	P	2011-06-03	2013-11-19
50 SHS ABBOTT LABS	P	2007-07-10	2013-11-19
200 SHS ABBOTT LABS	P	2007-07-10	2013-11-19
50 SHS ABBOTT LABS	P	2011-06-03	2013-11-19
100 SHS ABBOTT LABS	P	2011-06-03	2013-11-19
850 SHS AMERICAN WTR WKS CO	P	2011-06-03	2013-11-19
450 SHS AMERICAN WTR WKS CO	P	2011-06-03	2013-11-19
750 SHS BAXTER INTERNATIONAL	P	2011-06-03	2013-11-19
500 SHS BAXTER INTERNATIONAL	P	2010-08-04	2013-11-19
250 SHS BAXTER INTERNATIONAL	P	2010-08-04	2013-11-19
250 SHS CHUBB CORP	P	2011-06-03	2013-11-19
250 SHS CHUBB CORP	P	2011-06-03	2013-11-19
50 SHS CISCO SYSTEM INC	P	2006-05-17	2013-11-19
150 SHS CISCO SYSTEM INC	P	2004-09-20	2013-11-19
750 SHS CISCO SYSTEM INC	P	2005-05-13	2013-11-19
50 SHS CISCO SYSTEM INC	P	2006-07-18	2013-11-19
500 SHS CISCO SYSTEM INC	P	2006-07-18	2013-11-19
100 SHS CISCO SYSTEM INC	P	2003-05-15	2013-11-19
400 SHS CISCO SYSTEM INC	P	2011-06-03	2013-11-19
2800 SHS CISCO SYSTEM INC	P	2011-06-03	2013-11-19
300 SHS CISCO SYSTEM INC	P	2002-04-10	2013-11-19
350 SHS CISCO SYSTEM INC	P	1997-03-19	2013-11-19
500 SHS COCA COLA	P	2008-04-07	2013-11-19
400 SHS COCA COLA	P	2010-08-04	2013-11-19

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
200 SHS COCA COLA	P	2006-05-17	2013-11-19
850 SHS CULLEN FROST BANKERS INC	P	2011-06-03	2013-11-19
800 SHS DIAMOND OFFSHORE DRILLING INC	P	2011-06-03	2013-11-19
150 SHS DIAMOND OFFSHORE DRILLING INC	P	2011-06-03	2013-11-19
100 SHS HONEYWELL INTL INC	P	2011-06-03	2013-11-19
200 SHS HONEYWELL INTL INC	P	2010-08-04	2013-11-19
300 SHS HONEYWELL INTL INC	P	2010-05-25	2013-11-19
100 SHS JOHNSON & JOHNSON	P	2009-08-17	2013-11-19
300 SHS JOHNSON & JOHNSON	P	2009-08-17	2013-11-19
50 SHS MONDELEZ INTL INC	P	2011-06-03	2013-11-19
900 SHS MONDELEZ INTL INC	P	2011-06-03	2013-11-19
850 SHS MONDELEZ INTL INC	P	2010-08-04	2013-11-19
100 SHS NESTLE S A ADR	P	2011-06-03	2013-11-19
50 SHS NESTLE S A ADR	P	2011-06-03	2013-11-19
1000 SHS NESTLE S A ADR	P	2010-08-04	2013-11-19
200 SHS NESTLE S A ADR	P	2010-08-04	2013-11-19
500 SHS NOVARTIS AG	P	2011-06-03	2013-11-19
50 SHS NOVARTIS AG	P	2011-06-03	2013-11-19
200 SHS NOVARTIS AG	P	2010-08-04	2013-11-19
900 SHS NOVARTIS AG	P	2010-08-04	2013-11-19
700 SHS PEPSICO INC	P	2012-01-06	2013-11-19
500 SHS PHILIP MORRIS INTL INC	P	2009-08-17	2013-11-19
400 SHS SCHLUMBERGER LTD	P	2011-06-03	2013-11-19
50 SHS SMUCKER JM CO	P	2011-06-03	2013-11-19
900 SHS SMUCKER JM CO	P	2011-06-03	2013-11-19
300 SHS TJX COS INC	P	2010-05-25	2013-11-19
200 SHS TJX COS INC	P	2010-08-04	2013-11-19
1400 SHS TJX COS INC	P	2009-08-17	2013-11-19
50 SHS 3M CO	P	2011-06-03	2013-11-19
400 SHS 3M CO	P	2011-06-03	2013-11-19

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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)
400 SHS 3M CO	P	2010-08-04	2013-11-19
100 SHS 3M CO	P	2010-08-04	2013-11-19
1000 SHS UNITED PARCEL SVC INC	P	2012-01-06	2013-11-19
750 SHS WELLS FARGO & CO	P	2012-01-06	2013-11-19
350 SHS WELLS FARGO & CO	P	2010-05-25	2013-11-19
CAPITAL GAIN DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
18,708		17,969	739
6,542		6,281	261
34,837		24,188	10,649
9,145		6,947	2,198
37,916		41,261	-3,345
47,907		112,120	-64,213
99,663		94,310	5,353
104,607		99,756	4,851
52,838		50,000	2,838
158,513		150,000	8,513
21,609		20,000	1,609
48,661		112,120	-63,459
6,949		4,760	2,189
41,695		30,739	10,956
13,898		10,249	3,649
27,797		21,272	6,525
98,642		100,000	-1,358
23,912		25,000	-1,088
28,364		30,000	-1,636
23,636		25,000	-1,364
17,005		18,152	-1,147
26,448		28,232	-1,784
26,073		56,060	-29,987
26,073		56,060	-29,987
150,000		151,728	-1,728
12,523		13,210	-687
5,477		7,250	-1,773
7,441		7,747	-306
18,157		20,000	-1,843
104,402		115,000	-10,598

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
100,000		103,689	-3,689
55,219		112,120	-56,901
42,099		32,000	10,099
100,000		100,647	-647
77,697		55,166	22,531
20,945		14,377	6,568
115,197		78,957	36,240
1,910		1,280	630
7,640		5,093	2,547
1,910		1,221	689
3,820		2,441	1,379
36,492		24,842	11,650
19,320		13,146	6,174
51,615		43,752	7,863
34,410		22,414	11,996
17,205		11,204	6,001
23,700		16,268	7,432
113,758		78,059	35,699
1,070		1,004	66
3,209		2,895	314
16,046		14,175	1,871
1,070		891	179
10,698		8,894	1,804
2,140		1,665	475
8,558		6,445	2,113
59,906		45,081	14,825
6,419		4,698	1,721
7,488		3,714	3,774
19,996		15,104	4,892
15,997		11,295	4,702

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
7,999		4,374	3,625
60,466		47,237	13,229
48,250		56,408	-8,158
9,047		10,569	-1,522
8,818		5,761	3,057
17,637		8,800	8,837
26,455		12,213	14,242
9,441		6,002	3,439
28,322		17,971	10,351
1,693		1,109	584
30,470		19,957	10,513
28,777		16,340	12,437
7,408		6,482	926
3,704		3,239	465
74,084		49,620	24,464
14,817		9,924	4,893
39,230		31,814	7,416
3,923		3,180	743
15,692		9,947	5,745
70,614		44,753	25,861
59,994		45,894	14,100
45,796		22,842	22,954
36,580		34,156	2,424
5,413		3,923	1,490
97,426		70,603	26,823
19,091		6,527	12,564
12,727		4,131	8,596
89,090		24,754	64,336
6,527		4,553	1,974
52,218		36,409	15,809

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

<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>
52,218		35,140	17,078
13,054		8,784	4,270
100,842		73,577	27,265
32,685		21,536	11,149
15,253		9,772	5,481
			87,223

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			739
			261
			10,649
			2,198
			-3,345
			-64,213
			5,353
			4,851
			2,838
			8,513
			1,609
			-63,459
			2,189
			10,956
			3,649
			6,525
			-1,358
			-1,088
			-1,636
			-1,364
			-1,147
			-1,784
			-29,987
			-29,987
			-1,728
			-687
			-1,773
			-306
			-1,843
			-10,598

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-3,689
			-56,901
			10,099
			-647
			22,531
			6,568
			36,240
			630
			2,547
			689
			1,379
			11,650
			6,174
			7,863
			11,996
			6,001
			7,432
			35,699
			66
			314
			1,871
			179
			1,804
			475
			2,113
			14,825
			1,721
			3,774
			4,892
			4,702

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,625
			13,229
			-8,158
			-1,522
			3,057
			8,837
			14,242
			3,439
			10,351
			584
			10,513
			12,437
			926
			465
			24,464
			4,893
			7,416
			743
			5,745
			25,861
			14,100
			22,954
			2,424
			1,490
			26,823
			12,564
			8,596
			64,336
			1,974
			15,809

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			<b>(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	
			17,078
			4,270
			27,265
			11,149
			5,481
			87,223

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
ALASKA CONSERVATION FOUNDATION 911 WEST 8TH AVE SUITE 300 ANCHORAGE, AK 99501	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	30,000
AMERICAN RIVERS 1101 14TH STREET NW SUITE 1400 WASHINGTON, DC 20005	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	25,000
AMHERST COLLEGE 220 S PLEASANT STREET AMHERST, MA 01002	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	750
ANIMAL RESCUE LEAGUE OF BOSTON 10 CHANDLER STREET BOSTON, MA 02116	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	2,500
BROWN MEDICAL SCHOOL 222 RICHMOND ST PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	10,000
CENTRAL PARK CONSERVANCY 14 E 60TH ST NEW YORK, NY 10022	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	5,000
CHARLES RIVER WATERSHED ASSOC 190 PARK ROAD WESTON, MA 02493	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	15,000
CUMMINGS VETERINARY FUND 200 WESTBORO ROAD NORTH GRAFTON, MA 01536	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	15,000
DOCTORS WITHOUT BORDERS 333 7TH AVENUE NEW YORK, NY 100015004	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	60,000
EARTHJUSTICE 50 CALIFORNIA STREET SUITE 500 SAN FRANCISCO, CA 94111	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	15,000
ECOFLIGHT 307 L ASPEN AIRPORT BUSINESS CENTER ASPEN, CO 81611	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	3,000
GREATER YELLOWSTONE 215 S WALLACE BOZEMAN, MT 59715	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	60,000
HARVARD FIELD HOCKEY MASSACHUSETTS HALL CAMBRIDGE, MA 02138	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	1,500
HOME BASE PROGRAM RED SOX FOUNDATION 4 YAWKEY WAY BOSTON, MA 02215	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	250
HORIZONS FOR HOMELESS CHILDREN 1705 COLUMBUS AVE ROXBURY, MA 02119	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	250
<b>Total . . . . .</b>				503,850
			<b>► 3a</b>	

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
LAKES REGION CONSERVATION 156 DANE ROAD CENTER HARBOR, NH 03226	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	25,000
MA AUDUBON PROJECT 208 GREAT ROAD LINCOLN, MA 01773	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	10,000
MASS SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS 350 SOUTH HUNTINGTON AVENUE BOSTON, MA 02130	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	2,500
MILTON ACADEMY 170 CENTRE STREET MILTON, MA 02186	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	500
MOSES BROWN SCHOOL 250 LLOYD AVENUE PROVIDENCE, RI 02906	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	500
NARSAD BRAIN & BEHAVIOR RESEARCH FOUNDATION 60 CUTTER MILL ROAD SUITE 404 GREAT NECK, NY 11021	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	5,000
NATURE CONSERVANCY 4245 NORTH FAIRFAX DRIVE SUITE 100 ARLINGTON, VA 222031606	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	105,000
NOBLE AND GREENOUGH SCHOOL 10 CAMPUS DRIVE DEDHAM, MA 02026	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	4,250
NPR 1111 NORTH CAPITAL STREET NE WASHINGTON, DC 20002	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	5,000
OXFAM AMERICA 226 CAUSEWAY STREET 5 BOSTON, MA 02114	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	50,000
PET PARTNERS 875 124TH AVE SUITE 101 BELLEVUE, WA 98005	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	1,500
PLANNED PARENTHOOD MA 1055 COMMONWEALTH AVENUE BOSTON, MA 022151001	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	15,000
PRINCETON UNIVERSITY PRINCETON UNIVERSITY PRINCETON, NJ 08544	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	7,500
TETON SCIENCE SCHOOLS 700 COYOTE CANYON ROAD JACKSON, WY 83001	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	1,500
THE PARK SCHOOL 171 GODDARD AVE BROOKLINE, MA 02445	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	100
<b>Total . . . . .</b>			<b>► 3a</b>	<b>503,850</b>

## Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
TUFTONBORO FREE LIBRARY 221 MIDDLE ROAD TUFTONBORO, NH 03816	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	5,000
UNIVERSITY OF TEXAS AUSTIN 1 UNIVERSITY STATION AUSTIN, TX 78712	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	250
WILDLIFE TRUST 460 WEST 34TH STREET 17TH FLOOR NEW YORK, NY 100012320	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	2,500
WOLFWOOD REFUGE PO BOX 312 IGNACIO, CO 81137	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	2,500
WORLD WILDLIFE FUND 1250 24TH STREET NW WASHINGTON, DC 20037	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	15,000
YELLOWSTONE ASSOCIATION PO BOX 117 YELLOWSTONE NATL PARK, WY 82190	NONE	PUBLIC CHARITY	GENERAL CONTRIBUTION	2,000
<b>Total . . . . .</b>			► 3a	503,850

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
1091.778 SHS PRUDENTIAL JENNISON MID CAP GROWTH FD	0	0
1500 SHS VANGUARD MSCI EMERGING MKTS ETF	56,310	61,710

**Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation**

<b>(a) Name and address</b>	<b>(b) Title, and average hours per week devoted to position</b>	<b>(c) Compensation (If not paid, enter -0-)</b>	<b>(d) Contributions to employee benefit plans and deferred compensation</b>	<b>(e) Expense account, other allowances</b>
MARILYN D SARLES MD  60 EDMUNDS ROAD WELLESLEY, MA 02481	PRESIDENT 0 00	0	0	0
DANIEL G SARLES  10 BOWDOIN STREET APT 416 BOSTON, MA 02114	EXECUTIVE DIRECTOR 3 00	21,000	0	0
KATHRYN D GARVEY  13 WAKELAND ROAD DOVER, MA 02030	ASSISTANT SECRETARY 3 00	6,000	0	0
H JAY SARLES  60 EDMUNDS ROAD WELLESLEY, MA 02481	TREASURER & SECRETARY 0 00	0	0	0
ELIZABETH DIAS  254 20TH AVENUE SAN FRANCISCO, CA 94121	ASSISTANT SECRETARY 0 00	0	0	0

## TY 2013 Investments - Other Schedule

**Name:** EAGLEMERE FOUNDATION INC**EIN:** 04-3424302

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
56337.647 SHS CREDIT SUISSE COMMODITY - RETURN PLUS	AT COST	0	0
24843.798 SHS CREDIT SUISSE COMMODITY - RETURN STRAT	AT COST	188,564	179,621
20358.306 SHS HUSSMAN INV STRATEGIC GROWTH FUND	AT COST	250,000	201,344
5360.206 SHS PERMANENT PORTFOLIO	AT COST	250,000	230,810
300000 SHS SIMON PPTY GROUP INC	AT COST	45,613	45,648
2833.524 SHS CREDIT SUISSE COMMODITY - RETURN PLUS	AT COST	21,790	20,486
2035.831 SHS HUSSMAN INV STRATEGIC GROWTH FUND	AT COST	25,000	20,134
536.021 SHS PERMANENT PORTFOLIO	AT COST	25,000	23,081

## TY 2013 Other Expenses Schedule

**Name:** EAGLEMERE FOUNDATION INC

**EIN:** 04-3424302

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT/DIVIDEND FEES	52	52	52	0
STATE FILING FEE	500	0	0	0

## TY 2013 Other Income Schedule

**Name:** EAGLEMERE FOUNDATION INC**EIN:** 04-3424302

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME	348	348	348

## TY 2013 Other Professional Fees Schedule

**Name:** EAGLEMERE FOUNDATION INC**EIN:** 04-3424302

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT FEES	35,549	35,549	35,549	0

## TY 2013 Taxes Schedule

**Name:** EAGLEMERE FOUNDATION INC**EIN:** 04-3424302

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	5,263	5,263	5,263	0