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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation KENWOOD FOUNDATION 7569-07552021240		A Employer identification number 04-6012784	
Number and street (or P O box number if mail is not delivered to street address) 45 SCHOOL ST 5TH FLOOR		B Telephone number (see instructions) (617) 523-1635	
City or town, state or province, country, and ZIP or foreign postal code BOSTON, MA 021083204		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 366,429		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	192,965			
	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.	3,647	3,647		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	36,984			
	b Gross sales price for all assets on line 6a 64,567				
	7 Capital gain net income (from Part IV, line 2)		36,984		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	233,596	40,631		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages		0	0	0
	15 Pension plans, employee benefits		0	0	
	16a Legal fees (attach schedule)				0
	b Accounting fees (attach schedule)	3,530	3,530	0	0
	c Other professional fees (attach schedule)	1,239	1,115		124
	17 Interest				0
	18 Taxes (attach schedule) (see instructions)	190	57		0
	19 Depreciation (attach schedule) and depletion	0	0		
	20 Occupancy				
	21 Travel, conferences, and meetings		0	0	
	22 Printing and publications		0	0	
	23 Other expenses (attach schedule)	14,823			
	24 Total operating and administrative expenses. Add lines 13 through 23	19,782	4,702	0	124
	25 Contributions, gifts, grants paid	193,965			193,965
	26 Total expenses and disbursements. Add lines 24 and 25	213,747	4,702	0	194,089
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	19,849			
	b Net investment income (if negative, enter -0-)		35,929		
	c Adjusted net income (if negative, enter -0-)			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	8,426	4,223	4,223
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0
	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 ▶ _____ 0			
	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)	111,910	107,468	255,479
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	106,727	106,727	106,727
	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)	227,063	218,418	366,429
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	227,063	218,418	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	227,063	218,418	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	227,063	218,418	

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	227,063
2	Enter amount from Part I, line 27a	2	19,849
3	Other increases not included in line 2 (itemize) ▶ _____	3	204
4	Add lines 1, 2, and 3	4	247,116
5	Decreases not included in line 2 (itemize) ▶ _____	5	28,698
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	218,418

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	See Additional Data Table			
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 See Additional Data Table			
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 See Additional Data Table			
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	36,984
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	201,309	230,896	0 87186
2011	177,387	241,951	0 733153
2010	145,070	223,353	0 64951
2009	132,747	310,751	0 427181
2008	140,492	361,941	0 388163

2	Total of line 1, column (d).	2	3 069867
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 613973
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	235,249
5	Multiply line 4 by line 3.	5	144,437
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	359
7	Add lines 5 and 6.	7	144,796
8	Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	194,089

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 _____ (attach copy of letter if necessary—see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	359
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	359
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	359
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	620
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	0
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d.	7	620
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0
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	261
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 261 Refunded	11	0

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <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>	1b		No
c Did the foundation file Form 1120-POL for this year?.	1c		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <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 Form 990-T 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 checked="" 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>	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address				
14	The books are in care of WELCH & FORBES LLC Telephone no (617) 523-1635 Located at 45 SCHOOL STREET BOSTON MA ZIP+4 02108			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 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?	16	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.			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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		No
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?			
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.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

Part VII-B

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

5a

During the year did the foundation pay or incur any amount to

(1)

Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

Yes

No

(2)

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

Yes

No

(3)

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

Yes

No

(4)

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

Yes

No

(5)

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

Yes

No

b

If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

Organizations relying on a current notice regarding disaster assistance check here.

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

Yes

No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes

No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

If "Yes" to 6b, file Form 8870.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes

No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
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

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Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3	

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	238,831
b	Average of monthly cash balances.	1b	0
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	238,831
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	238,831
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	3,582
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	235,249
6	Minimum investment return. Enter 5% of line 5.	6	11,762

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	11,762
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	359
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	359
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	11,403
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	11,403
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	11,403

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	194,089
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	194,089
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	359
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	193,730
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
1 Distributable amount for 2013 from Part XI, line 7				11,403
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			0	
b Total for prior years 2011 , 20__ , 20__		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.	140,492			
b From 2009.	132,747			
c From 2010.	135,688			
d From 2011.	167,453			
e From 2012.	190,958			
f Total of lines 3a through e.	767,338			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 194,089				
a Applied to 2012, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.				11,403
e Remaining amount distributed out of corpus	182,686			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	950,024			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . .	140,492			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	809,532			
10 Analysis of line 9				
a Excess from 2009. . . .	132,747			
b Excess from 2010. . . .	135,688			
c Excess from 2011. . . .	167,453			
d Excess from 2012. . . .	190,958			
e Excess from 2013. . . .	182,686			

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

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2013	(b) 2012	(c) 2011	(d) 2010	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed.					
d	Amounts included in line 2c not used directly for active conduct of exempt activities.					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

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

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	193,965
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

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)
25 ABBOTT LABS		1973-06-13	2013-12-03
25 ABBVIE INC COM		1973-06-13	2013-11-21
25 ABBVIE INC COM		1973-06-13	2013-12-03
49 ANSYS INC COM		2007-05-16	2013-11-25
20 APACHE CORP		2005-11-04	2013-08-23
100 APACHE CORP		2005-11-04	2013-11-25
222 CARMAX INC		2004-07-08	2013-11-25
25 CARMAX INC		2004-07-08	2013-12-03
25 CENOVUS ENERGY INC		2010-06-30	2013-08-23
25 CENOVUS ENERGY INC		2010-06-30	2013-11-21
100 CENOVUS ENERGY INC		2010-06-30	2013-11-25
25 CENOVUS ENERGY INC		2006-05-16	2013-12-03
71 DANAHER CORPORATION		2005-06-14	2013-11-25
8 IRON MOUNTAIN INC NEW		2012-11-21	2013-08-23
25 JOHNSON & JOHNSON		1979-03-06	2013-12-03
37 LIFE TIME FITNESS INC		2008-02-26	2013-11-25
93 STERICYCLE INC		2006-03-16	2013-11-25
100 STRYKER CORP		2006-05-16	2013-11-25
15 NOBLE CORPORATION		2005-11-04	2013-08-23

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)
933		6	927
1,197		6	1,191
1,235		6	1,229
4,189		1,365	2,824
1,580		1,346	234
9,238		6,729	2,509
11,083		2,215	8,868
1,288		249	1,039
717		656	61
738		656	82
2,888		2,412	476
732		585	147
5,287		1,935	3,352
216		263	-47
2,339		35	2,304
1,821		1,193	628
11,061		3,041	8,020
7,449		4,368	3,081
576		517	59


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	
			927
			1,191
			1,229
			2,824
			234
			2,509
			8,868
			1,039
			61
			82
			476
			147
			3,352
			-47
			2,304
			628
			8,020
			3,081
			59


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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
EDITH L DABNEY	TRUSTEE 1	0		
45 SCHOOL STREET 5TH FLOOR BOSTON,MA 02108				
JOHN H KNOWLES JR	TRUSTEE 1	0		
45 SCHOOL STREET 5TH FLOOR BOSTON,MA 02108				
EDITH K WILLIAMS	TRUSTEE 0	0		
45 SCHOOL STREET 5TH FLOOR BOSTON,MA 02108				
THOMAS M WILLIAMS	TRUSTEE 1	0		
45 SCHOOL STREET 5TH FLOOR BOSTON,MA 02108				
JEAN KNOWLES HEDLUND	TRUSTEE 1	0		
45 SCHOOL STREET 5TH FLOOR BOSTON,MA 02108				
JAMES T KNOWLES	TRUSTEE 1	0		
45 SCHOOL STREET 5TH FLOOR BOSTON,MA 02108				
ROBERT M KNOWLES	TRUSTEE 1	0		
45 SCHOOL STREET 5TH FLOOR BOSTON,MA 02108				
THEODORE E OBER	TRUSTEE 1	0		
45 SCHOOL STREET 5TH FLOOR BOSTON,MA 02108				


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ACORD Food Pantry 69 WILLOW STREET Hamilton,MA 01982	NONE	PUBLIC	UNRESTRICTED	250
American Red Cross of Mass 139 MAIN STREET SUITE 1 CAMBRIDGE,MA 02142	NONE	PUBLIC	UNRESTRICTED	1,500
Animal Rescue League of BOSTON 10 CHANDLER ST BOSTON,MA 02116	NONE	PUBLIC	UNRESTRICTED	1,000
Annisquam Village Church 820 WASHINGTON STREET Annisquam,MA 01930	NONE	PUBLIC	UNRESTRICTED	150
Belmont Hill School 350 PROSPECT STREET BELMONT,MA 02178	NONE	PUBLIC	UNRESTRICTED	750
Beverly Bootstraps Food Pantry Inc 371 CABOT STREET Beverly,MA 01915	NONE	PUBLIC	UNRESTRICTED	750
BOSTON SYMPHONY ORCHESTRA 301 MASSACUHSETTS AVENUE BOSTON,MA 02115	NONE	PUBLIC	UNRESTRICTED	10,000
Brookwood School PO BOX 1429 Manchester,MA 01944	NONE	PUBLIC	UNRESTRICTED	250
Buckingham Browne & Nichols School 80 GERRYS LANDING ROAD CAMBRIDGE,MA 02138	NONE	PUBLIC	UNRESTRICTED	250
Buckley School 113 EAST 73RD STREET New York,NY 01121	NONE	PUBLIC	UNRESTRICTED	250
Campaign For A Commercial-Free Chil FREE CHILDHOOD 53 PARKER HILL AVENUE BOSTON,MA 02120	NONE	PUBLIC	UNRESTRICTED	250
CARE USA 151 ELLIS STREETNE ATLANTA,GA 30303	NONE	PUBLIC	UNRESTRICTED	1,000
CASPAR Inc 315 HIGHLAND AVENUE SOMMERVILLE,MA 02144	NONE	PUBLIC	UNRESTRICTED	1,000
Children's Cancer Research Fund PO BOX 7006 ALBERT LEA,MN 56007	NONE	PUBLIC	UNRESTRICTED	1,000
Children's Home of Poughkeepsie 10 CHILDRENS WAY Poughkeepsie,NY 12601	NONE	PUBLIC	UNRESTRICTED	500
Total  3a				193,965

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Children Incorporated 4205 DOVER ROAD Richmond,VA 23221	NONE	PUBLIC	UNRESTRICTED	1,000
Christian Children's Fund 2821 EMERYWOOD PKWYBOX 26484 Richmond,VA 26484	NONE	PUBLIC	UNRESTRICTED	1,000
Christopher and Dana Reeve Foundation 636 MORRIS TURNPIKESUITE 3A Short Hills,NJ 07078	NONE	PUBLIC	UNRESTRICTED	1,000
Coalition for Buzzards Bay 620 BELLEVILLE AVENUE NEW BEDFORD,MA 02745	NONE	PUBLIC	UNRESTRICTED	250
Columbia University 622 W 113TH ST MAIL CODE 4524 new york,NY 10025	NONE	PUBLIC	UNRESTRICTED	150
Conservation Law Foundation 62 SUMMER STREET BOSTON,MA 02210	NONE	PUBLIC	UNRESTRICTED	1,500
Dexter School 20 NEWTON STREET BROOKLINE,MA 02445	NONE	PUBLIC	UNRESTRICTED	650
Doctors Without Borders 333 SEVENTH AVE 2ND FLOOR New York,NY 10001	NONE	PUBLIC	UNRESTRICTED	1,000
Environmental Defense Fund 1875 CONNECTICUT AVENW Washington,DC 20009	NONE	PUBLIC	UNRESTRICTED	1,000
Epilepsy Foundation 8301 PROFESSIONAL PLACE Landover,MD 20785	NONE	PUBLIC	UNRESTRICTED	1,000
Esperanza Academy 198 GARDEN STPO BOX 4175 Lawrence,MA 01843	NONE	PUBLIC	UNRESTRICTED	200
Essex County Greenbelt 82 EASTERN AVENUE Essex,MA 01929	NONE	PUBLIC	UNRESTRICTED	350
FAMILY OF NEW PALTZ 51 N CHESTNUT STREET NEW PALTZ,NY 12561	NONE	PUBLIC	UNRESTRICTED	500
First Church of Chestnut Hill 26 SUFFOLK ROAD CHESTNUT HILL,MA 02467	NONE	PUBLIC	UNRESTRICTED	2,500
Food Bank of the Hudson Valley 195 HUDSON STREET CornwallonHudson,NY 12520	NONE	PUBLIC	UNRESTRICTED	500
Total  3a				193,965


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Friends of Beverly HOSPITAL 39 HERRICK STREET Beverly, MA 01915	NONE	PUBLIC	UNRESTRICTED	1,000
Harvard College Fund - Class ENDOWMENT PROJECT 124 MOUNT AUBURN STREET CAMBRIDGE, MA 02138	NONE	PUBLIC	UNRESTRICTED	1,250
Home for Little Wanderers 271 HUNTINGTON AVENUE BOSTON, MA 02115	NONE	PUBLIC	UNRESTRICTED	1,000
Horizons for Homeless Children 1705 COLUMBUS AVENUE Roxbury, MA 02119	NONE	PUBLIC	UNRESTRICTED	250
Ipswich River Watershed Assn Inc PO BOX 576 Ipswich, MA 01938	NONE	PUBLIC	UNRESTRICTED	250
Jackson Laboratory 610 MAIN STREET BAR HARBOR, ME 04609	NONE	PUBLIC	UNRESTRICTED	1,500
Landmark School 429 HALE STREET Prides Crossing, MA 01965	NONE	PUBLIC	UNRESTRICTED	2,250
Leukemia & Lymphoma Society PO BOX 4072 PITTSFIELD, MA 01202	NONE	PUBLIC	UNRESTRICTED	1,000
Make-a-Wish Foundation of the HUDSON VALLEY PO BOX 97104 Washington, DC 20090	NONE	PUBLIC	UNRESTRICTED	500
Manchester Community Center BOX 212HARBORS POINT Manchester, MA 01944	NONE	PUBLIC	UNRESTRICTED	100
Manchester Public Library 15 UNION STREET MANCHESTER, MA 01944	NONE	PUBLIC	UNRESTRICTED	100
Massachusetts Audubon Society 208 SOUTH GREAT ROAD Lincoln, MA 01773	NONE	PUBLIC	UNRESTRICTED	1,250
Massachusetts General Hospital 165 CAMBRIDGE STSUITE 600 BOSTON, MA 02114	NONE	PUBLIC	UNRESTRICTED	1,000
Massachusetts Society for the Preve of Cruelty to Children 99 SUMMER STREET BOSTON, MA 02110	NONE	PUBLIC	UNRESTRICTED	250
McLean Hospital 115 MILL STREET BELMONT, MA 02478	NONE	PUBLIC	UNRESTRICTED	10,000
Total  3a				193,965


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Memorial Sloan-Kettering Cancer Cen 633 THIRD AVENUE 28TH FLOOR NEW YORK,NY 10017	NONE	PUBLIC	UNRESTRICTED	1,000
MGH INSTITUTE OF HEALTH PROFESSIONALS 36 FIRST AVENUE BOSTON,MA 02129	NONE	PUBLIC	UNRESTRICTED	19,000
Mohonk Preserve PO BOX 715 New Paltz,NY 12561	NONE	PUBLIC	UNRESTRICTED	500
Museum of Science SCIENCE PARK BOSTON,MA 02114	NONE	PUBLIC	UNRESTRICTED	12,500
Nativity Preparatory School 39 LAMARTINE STREET Jamaica Plain,MA 02130	NONE	PUBLIC	UNRESTRICTED	500
Nature Conservancy 205 PORTLAND STREETSUITE 4000 BOSTON,MA 02114	NONE	PUBLIC	UNRESTRICTED	250
Nature Conservancy of New York 570 7TH AVE SUITE 601 New York,NY 10008	NONE	PUBLIC	UNRESTRICTED	500
NORTH SHORE UNITED WAY 248 CABOT STREET BEVERLY,MA 01915	NONE	PUBLIC	UNRESTRICTED	500
Ohio Wesleyan University 61 S SANDUSKY STREET Delaware,OH 43015	NONE	PUBLIC	UNRESTRICTED	250
Phillips Brooks House HARVARD UNIVERSITY CAMBRIDGE,MA 02138	NONE	PUBLIC	UNRESTRICTED	250
PINGREE SCHOOL 537 HIGHLAND STREET SOUTH HAMILTON,MA 01982	NONE	PUBLIC	UNRESTRICTED	30,000
PLAN USA 155 PLAN WAY WARWICK,RI 02886	NONE	PUBLIC	UNRESTRICTED	1,000
Planned Parenthood Federation of America Inc 434 W 33RD STREET8TH FLOOR NEW YORK,NY 10001	NONE	PUBLIC	UNRESTRICTED	500
Poughkeepsie Day School 260 BOARDMAN ROAD Poughkeepsie,NY 12603	NONE	PUBLIC	UNRESTRICTED	5,000
Salvation Army 147 BERKELEY STREET BOSTON,MA 02116	NONE	PUBLIC	UNRESTRICTED	1,000
Total ▶ 3a				193,965

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Scenic Hudson Inc ONE CIVIC CENTER PLAZASUITE 200 Poughkeepsie,NY 12601	NONE	PUBLIC	UNRESTRICTED	500
Shore Country Day School 545 CABOT STREET BEVERLY,MA 01915	NONE	PUBLIC	UNRESTRICTED	27,500
Smith College - THE SMITH FUND 33 ELM STREET Northampton,MA 01063	NONE	PUBLIC	UNRESTRICTED	2,500
Spaulding Education Fund PO BOX 192 Manchester,MA 01944	NONE	PUBLIC	UNRESTRICTED	100
St John's EPISCOPAL Church 705 HALE STREET Beverly,MA 01915	NONE	PUBLIC	UNRESTRICTED	250
St Lawrence University 23 ROMODA DRIVE CANTON,NY 13617	NONE	PUBLIC	UNRESTRICTED	1,750
St Luke's Hospital - SouthCoast Health System 101 PAGE STREET NEW BEDFORD,MA 02740	NONE	PUBLIC	UNRESTRICTED	1,000
Trustees of Reservations 572 ESSEX STREET BEVERLY,MA 01915	NONE	PUBLIC	UNRESTRICTED	2,500
United Way of Massachusetts Bay 51 SLEEPER STREET BOSTON,MA 02210	NONE	PUBLIC	UNRESTRICTED	6,000
US Fund for UNICEF 125 MAIDEN LANE NEW YORK,NY 10038	NONE	PUBLIC	UNRESTRICTED	1,000
Veterans of Foreign Wars of the US 200 MARYLAND AVENUE NE WASHINGTON,DC 20002	NONE	PUBLIC	UNRESTRICTED	1,000
WBGH Educational Foundation 125 WESTERN AVENUE BOSTON,MA 02134	NONE	PUBLIC	UNRESTRICTED	12,000
WBUR Radio Station Boston UNIVERSITY 890 COMMONWEALTH AVENUE BOSTON,MA 02215	NONE	PUBLIC	UNRESTRICTED	365
Wellspring House 302 ESSEX AVENUE Gloucester,MA 01930	NONE	PUBLIC	UNRESTRICTED	4,250
Wenham Museum 132 MAIN STREET WENHAM,MA 01984	NONE	PUBLIC	UNRESTRICTED	250
Total  3a				193,965

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Westminster School PO BOX 337 SIMSBURY,CT 06070	NONE	PUBLIC	UNRESTRICTED	500
Wheelock College Annual Fund 200 THE RIVERWAY BOSTON,MA 02215	NONE	PUBLIC	UNRESTRICTED	250
Winsor School PO BOX 414068 BOSTON,MA 02241	NONE	PUBLIC	UNRESTRICTED	2,500
CAMP KIEVE PO BOX 169 NOBLEBORO,ME 04555	NONE	PUBLIC	UNRESTRICTED	250
FUND TO PREVENT HOMELESSNESS PO BOX 17 MANCHESTER,MA 01944	NONE	EXEMPT	UNRESTRICTED	100
EVELYN LILLY LUTZ FOUNDATION BEVERLY HOSPITAL BEVERLY,MA 01915	NONE	EXEMPT	UNRESTRICTED	1,000
NATIONAL RELIEF CHARITIES PARTNERSHIP IN GIVING PO BOX 118 ELKWOOD,VA 22718	NONE	EXEMPT	UNRESTRICTED	1,000
GEORGE WASHINGTON UNIVERSITY 2100 M STREET 310 WASHINGTON,DC 20052	NONE	PUBLIC	UNRESTRICTED	250
AMERICAN CANCER SOCIETY PO BOX 22718 OKLAHOMA CITY,OK 73123	NONE	PUBLIC	UNRESTRICTED	500
FOOD PROJECT 10 LEWIS STREET LINCOLN,MA 01773	NONE	PUBLIC	UNRESTRICTED	200
YMCA OF THE NORTH SHORE 245 CABOT STREET BEVERLY,MA 01915	NONE	PUBLIC	UNRESTRICTED	500
Total  3a				193,965

<div>Schedule B</div> <div>(Form 990, 990-EZ, or 990-PF)</div> <div>Department of the Treasury Internal Revenue Service</div>	<div>Schedule of Contributors</div> <div>▶ Attach to Form 990, 990-EZ, or 990-PF.</div> <div>▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.</div>	<div>OMB No 1545-0047</div> <div>2013</div>

<div>Name of the organization</div> <div>KENWOOD FOUNDATION 7569-07552021240</div>	<div>Employer identification number</div> <div>04-6012784</div>
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<div><input type="checkbox"/> 501(c)() (enter number) organization</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation</div> <div><input type="checkbox"/> 527 political organization</div>
Form 990-PF	<div><input checked="" type="checkbox"/> 501(c)(3) exempt private foundation</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation</div> <div><input type="checkbox"/> 501(c)(3) taxable private foundation</div>

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 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or 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 KENWOOD FOUNDATION 7569-07552021240	Employer identification number 04-6012784
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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
_____	See Additional Data Table _____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)

Name of organization KENWOOD FOUNDATION 7569-07552021240	Employer identification number 04-6012784
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Part II	Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	100 SHS APACHE CORP 222 SHS CARMAX INC 37 SHS LIFETIME FITNESS INC 49 SHS ANSYS INC	\$ 26,063	2013-11-21
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
6	93 SHS STERICYCLE INC 71 SHS DANAHER CORP 100 SHS CENOVUS ENERGY INC 100 SHS STRYKER CORP	\$ 26,566	2013-11-21
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization KENWOOD FOUNDATION 7569-07552021240	Employer identification number 04-6012784
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Part III

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

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

Use duplicate copies of Part III if additional space is needed

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
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Additional Data

Software ID:

Software Version:

EIN: 04-6012784

Name: KENWOOD FOUNDATION 7569-07552021240

Form 990 Schedule B, 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
<u>1</u>	EDITH LACROIX DABNEY C/O WELCH FORBES LLC 45 SCHOOL STREET BOSTON, MA 02108	\$ 26,063	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contribution)
<u>2</u>	JAMES T KNOWLES C/O WELCH FORBES LLC 45 SCHOOL STREET BOSTON, MA 02108	\$ 21,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>3</u>	JEAN KNOWLES HEDLUND C/O WELCH FORBES LLC 45 SCHOOL STREET BOSTON, MA 02108	\$ 8,500	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>4</u>	JOHN H KNOWLES C/O WELCH FORBES LLC 45 SCHOOL STREET BOSTON, MA 02108	\$ 21,465	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>5</u>	ROBERT M KNOWLES C/O WELCH FORBES LLC 45 SCHOOL STREET BOSTON, MA 02108	\$ 59,500	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>6</u>	EDITH LACROIX DABNEY C/O WELCH FORBES LLC 45 SCHOOL STREET BOSTON, MA 02108	\$ 26,575	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contribution)
<u>7</u>	EDITH LACROIX DABNEY C/O WELCH FORBES LLC 45 SCHOOL STREET BOSTON, MA 02108	\$ 29,862	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)

TY 2013 Accounting Fees Schedule

Name: KENWOOD FOUNDATION 7569-07552021240

EIN: 04-6012784

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	3,530	3,530		

TY 2013 Distribution from Corpus Election

Name: KENWOOD FOUNDATION 7569-07552021240

EIN: 04-6012784

Election: IN ACCORDANCE WITH SECTIONS 4942(h)(2) AND REG 53-4942 (a)-3(d)(2), OF THE INTERNAL REVENUE CODE OF 12/31/97 AS AMENDED, THE KENWOOD FOUNDATION HEREBY ELECTS TO TREAT CERTAIN CURRENT-YEAR QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY PRECEDING TAX YEAR'S UNDISTRIBUTED INCOME AS BEING MADE FROM CORPUS. IN 2013, THE FOUNDATION RECEIVED \$192,965 IN CONTRIBUTIONS OF SECURITIES AND CASH FROM VARIOUS INDIVIDUALS. THE FOUNDATION'S DISTRIBUTABLE AMOUNT FOR 2013 WAS \$11,403 THE FOUNDATION MADE QUALIFYING DISTRIBUTIONS IN 2013 IN THE AMOUNT OF \$193,965. WITH RESPECT TO 2013 CONTRIBUTIONS RECEIVED, \$182,686 WAS DISTRIBUTED OUT OF CORPUS, TO WHICH THIS ELECTION APPLIES THE EXCESS DISTRIBUTION CARRYOVER TO 2014 TOTALS \$809,532.

TY 2013 Investments Corporate
Stock Schedule

Name: KENWOOD FOUNDATION 7569-07552021240
EIN: 04-6012784

Name of Stock	End of Year Book Value	End of Year Fair Market Value
150 SHS ABBOTT LAB	35	5,750
70 SHS APACHE CORP	3,364	4,297
375 SHS CARMAX INC	3,742	17,633
175 SHS DANAHER CORP	4,769	13,510
250 SHS EXPEDITORS INTERNATION	4,880	11,063
100 SHS EXXON MOBIL CORP	24	10,120
100 SHS IRON MOUNTAIN INC PA	1,888	3,035
150 SHS JOHNSON & JOHNSON	212	13,739
200 SHS MICROSOFT CORP	508	7,482
100 SHS PEPSICO INC	3,528	8,294
125 SHS STRYKER CORP	5,460	9,393
125 SHS NOBLE CORP	4,304	4,684
200 SHS ANSYS INC	5,573	17,440
200 SHS LIFE TIME FITNESS	6,448	9,400
100 SHS SCHLUMBERGER LTD	7,542	9,011
75 SHS IDEXX LABORATORIES INC	4,095	7,978
100 SHS PROCTER & GAMBLE CO	1,032	8,141
100 SHS STERICYCLE INC	3,270	11,617
75 SHS PRAXAIR	5,424	9,752
100 SHS CENOVUS ENERGY INC	2,299	2,862
100 SHS AFLAC	4,320	6,680
100 SHS ECHOLAB INC	4,529	10,427
175 SHS JOHNSON CONTROLS	4,763	8,978
100 SHS LANCASTER COLONY CORP	5,351	8,815
150 SHS TERADATA CORP	4,320	6,824
75 SHS TORONTO DOMINION BANK	4,925	7,068
200 SHS TRIMBLE NAVAGATION LTD	4,794	6,940
175 SHS WELLS FARGO & CO	6,037	7,945
125 SHS ABBVIE INC COM	32	6,601

TY 2013 Investments - Other Schedule

Name: KENWOOD FOUNDATION 7569-07552021240

EIN: 04-6012784

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SAVINGS BANK LIFE INS POLICY	AT COST	106,727	106,727

TY 2013 Other Decreases Schedule

Name: KENWOOD FOUNDATION 7569-07552021240

EIN: 04-6012784

Description	Amount
ADJUST 2013 CONTRIBUTIONS TO TAX COST BASIS	28,698

TY 2013 Other Expenses Schedule

Name: KENWOOD FOUNDATION 7569-07552021240

EIN: 04-6012784

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER NON-ALLOCABLE EXPENSE -	14,823	0		0

TY 2013 Other Increases Schedule

Name: KENWOOD FOUNDATION 7569-07552021240

EIN: 04-6012784

Description	Amount
OTHER TIMING DIFFERENCE	204

TY 2013 Other Professional Fees Schedule

Name: KENWOOD FOUNDATION 7569-07552021240

EIN: 04-6012784

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MGMT FEES- SUBJECT T	1,239	1,115		124

TY 2013 Taxes Schedule**Name:** KENWOOD FOUNDATION 7569-07552021240**EIN:** 04-6012784

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	57	57		0
FEDERAL ESTIMATES - INCOME	133	0		0