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Form 990-PF

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.

2013

Open to Public Inspection

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

Name of foundation HENDERSON FOUNDATION CO ROBERTA HENDERSON		A Employer identification number 04-6051095
Number and street (or P O box number if mail is not delivered to street address) PO BOX 420		B Telephone number (see instructions) (617) 512-6625
City or town, state or province, country, and ZIP or foreign postal code SUDSBURY, MA 01776		
G 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 checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		C If exemption application is pending, check here <input type="checkbox"/> <input checked="" type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> <input checked="" type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> <input checked="" type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> <input checked="" type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> <input checked="" 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		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 13,533,911	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis.)</i>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input type="checkbox"/> <input checked="" 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.	321,841	321,840		
	5a Gross rents	7,485	7,485		
	b Net rental income or (loss) 7,485				
	6a Net gain or (loss) from sale of assets not on line 10	1,613,469			
	b Gross sales price for all assets on line 6a 5,222,662				
	7 Capital gain net income (from Part IV, line 2)		1,613,469		
	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)	24,872	24,872	0	
	12 Total. Add lines 1 through 11	1,967,667	1,967,666	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	60,673	30,337	0	30,336
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	425	383	0	42
	b Accounting fees (attach schedule)	9,000	8,100	0	900
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	82,498	48,844	0	0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	151,316	142,235	0	9,081
	24 Total operating and administrative expenses. Add lines 13 through 23	303,912	229,899	0	40,359
	25 Contributions, gifts, grants paid.	376,000			366,000
	26 Total expenses and disbursements. Add lines 24 and 25	679,912	229,899	0	406,359
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	1,287,755			
	b Net investment income (if negative, enter -0-)		1,737,767		
	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)		
		End of year		
	(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets				
1	Cash—non-interest-bearing	103,466	170,718	170,718
2	Savings and temporary cash investments	818,034	674,828	674,828
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)	7,224,207	8,697,508	12,429,183
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)	207,408	236,576	237,200
14	Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
15	Other assets (describe ►)	29,559	21,982	21,982
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	8,382,674	9,801,612	13,533,911
Liabilities				
17	Accounts payable and accrued expenses	95,512	76,002	
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 ►)	16,984	56,000	
23	Total liabilities (add lines 17 through 22)	112,496	132,002	
Net Assets or Fund Balances				
24	Unrestricted	8,270,178	9,669,610	
25	Temporarily restricted			
26	Permanently restricted			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see page 17 of the instructions)	8,270,178	9,669,610	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	8,382,674	9,801,612	

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	8,270,178
2	Enter amount from Part I, line 27a	2	1,287,755
3	Other increases not included in line 2 (itemize) ►	3	111,677
4	Add lines 1, 2, and 3	4	9,669,610
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	9,669,610

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)
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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)
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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

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

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

a 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	1,613,469
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	188,394

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	271,176	10,905,441	0.024866
2011	533,959	10,923,451	0.048882
2010	294,154	10,326,421	0.028486
2009	190,662	8,286,772	0.023008
2008	463,520	9,397,902	0.049322

2 Total of line 1, column (d).	2 0.174564
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 0.034913
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4 12,094,681
5 Multiply line 4 by line 3.	5 422,262
6 Enter 1% of net investment income (1% of Part I, line 27b).	6 17,378
7 Add lines 5 and 6.	7 439,640
8 Enter qualifying distributions from Part XII, line 4.	8 406,359

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 _____ (attach copy of letter if necessary—see instructions)	1	34,755
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	2	0
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)	3	34,755
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
3	Add lines 1 and 2.	5	34,755
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	11,016
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	11,016
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	87
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	23,826
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

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?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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)?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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>		
1c	Did the foundation file Form 1120-POL for this year?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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"/> \$ _____ 0	(2)	On foundation managers <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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
	<i>If "Yes," attach a detailed description of the activities.</i>		
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	<input type="checkbox"/> Yes	<input type="checkbox"/> No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<input type="checkbox"/> Yes	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	<input type="checkbox"/> Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
	<i>If "Yes," attach the statement required by General Instruction T.</i>		
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?	<input type="checkbox"/> Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	<input type="checkbox"/> 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? If "No," attach explanation .	<input type="checkbox"/> 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)? If "Yes," complete Part XIV	<input type="checkbox"/> Yes	<input type="checkbox"/> No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.	<input type="checkbox"/> Yes	<input type="checkbox"/> No

Part VII-A Statements Regarding Activities (continued)

11		No
12		No
13	Yes	

Website address ► N/A

14	The books are in care of ► ROBERTA HENDERSON	Telephone no ► (617) 512-6625
	Located at ► 642 BOSTON POST RD SUDBURY MA	ZIP +4 ► 01776

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ►	15
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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? See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►	Yes	No
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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)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ► 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? ► Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes ► No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes ► No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ► Yes <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). ► 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. ►	1b		No
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? ► Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 2012, 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	Yes	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ► Yes <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). . . .	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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)?		
	Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
	<i>If "Yes," attach the statement required by Regulations section 53.4945-5(d).</i>		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<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?		
	<i>If "Yes" to 6b, file Form 8870.</i>		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		

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)

2. 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
AUGUSTA PETRONE PO BOX 1037 DUBLIN, NH 03444	TRUSTEE 1 00	20,279	0	
BARCLAY HENDERSON PO BOX 420 SUDBURY, MA 01776	TRUSTEE 1 00	20,279	0	
ROBERTA HENDERSON PO BOX 420 SUDBURY, MA 01776	TRUSTEE 1 00	97,288	0	

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 <hr/>	
2 <hr/>	
3 <hr/>	
4 <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	11,153,326
b	Average of monthly cash balances.	1b	866,356
c	Fair market value of all other assets (see instructions).	1c	259,182
d	Total (add lines 1a, b, and c).	1d	12,278,864
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	12,278,864
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	184,183
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	12,094,681
6	Minimum investment return. Enter 5% of line 5.	6	604,734

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	604,734
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	34,755
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	34,755
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	569,979
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	569,979
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	569,979

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	406,359
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	406,359
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	0
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	406,359
6	Adjusted qualifying distributions. 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
1 Distributable amount for 2013 from Part XI, line 7				569,979
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			516,826	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ _____ 406,359			406,359	
a Applied to 2012, but not more than line 2a				
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.				0
e Remaining amount distributed out of corpus	0			
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	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			110,467	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				569,979
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)	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009.				
b Excess from 2010.				
c Excess from 2011.				
d Excess from 2012.				
e Excess from 2013.				

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))

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 or e-mail address of the person to whom applications should be addressed

ROBERTA HENDERSON
PO BOX 420
SUDBURY, MA 01776
(978) 443-4646
ROBERTAHENDERSON@COMCAST.NET

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

LETTER, INCLUDING REASON FOR NEED AND INTERNAL REVENUE SERVICE EXEMPTION

c Any submission deadlines

NONE

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

NONE

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 366,000
b Approved for future payment BIG BROTHERBIG SISTER CATHOLIC CHARITIES 137 EAST 2ND ST NEW YORK, NY 10009		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	10,000
Total				► 3b 10,000

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	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments.					
4 Dividends and interest from securities.	523000	1	14	321,840	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.				7,485	
6 Net rental income or (loss) from personal property.	523000	1,312	01	23,560	
7 Other investment income.	523000	5,812	18	1,607,657	
8 Gain or (loss) from sales of assets other than inventory.					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory.					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e).		7,125		1,960,542	
13 Total. Add line 12, columns (b), (d), and (e).			13		1,967,667

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

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.)
CREDIT SUISSE #1963		2012-01-01	2013-12-31
CREDIT SUISSE #7907		2013-01-01	2013-12-31
CREDIT SUISSE #7907		2012-01-01	2013-12-31
CREDIT SUISSE #3992		2013-01-01	2013-12-31
CREDIT SUISSE #3992		2012-01-01	2013-12-31
CHARLES SCHWAB #8343		2012-01-01	2013-12-31
CHARLES SCHWAB #2505		2013-01-01	2013-12-31
CHARLES SCHWAB #2505		2012-01-01	2013-12-31
DEUTSCHE BANK		2013-01-01	2013-12-31
DEUTSCHE BANK		2012-01-01	2013-12-31
CAPITAL GAINS 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)
13			13
537,762		545,689	-7,927
88,447		73,082	15,365
1,299,185		1,240,237	58,948
925,492		804,187	121,305
1,744,027		460,371	1,283,656
15,686		30,023	-14,337
31,428		32,135	-707
409,651		257,941	151,710
163,227		165,528	-2,301
7,744			7,744

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	
			13
			-7,927
			15,365
			58,948
			121,305
			1,283,656
			-14,337
			-707
			151,710
			-2,301
			7,744

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				
ACCURACY IN MEDIA 4455 CONNECTICUT AVE NW SUITE 330 WASHINGTON, DC 20008		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	1,000
AMERICAN AGRI-WOMEN RESOURCE CENTER 5910 NORTH SHARY ROAD MISSION, TX 78574		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	10,000
AMERICAN FOREIGN POLICY COUNCIL 509 C STREET NE WASHINGTON, DC 20002		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	7,000
AMERICAN FRIENDS OF THE LOUVRE 60 FIFTH AVE NEW YORK, NY 10011		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	10,000
AMERICAN RED CROSS 2025 E ST NW WASHINGTON, DC 20006		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	7,500
AMERICAN SPECTATOR FOUNDATION 1611 N KENT ST STE 901 ARLINGTON, VA 10009		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	5,000
BARD COLLEGE PO BOX 5000 ANNANDALE, NY 12504		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	10,000
BELMONT HILL SCHOOL 350 PROSPECT ST BELMONT, MA 02178		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	10,000
BIG BROTHERBIG SISTER CATHOLIC CHARITIES 137 EAST 2ND ST NEW YORK, NY 10009		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	25,000
BOSTON WOODWIND SOCIETY PO BOX 470413 BROOKLINE, MA 02447		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	5,000
CAMBRIDGE ELLIS SCHOOL 80 TROWBRIDGE ST CAMBRIDGE, MA 02138		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	2,000
CAPE COD HOSPITAL FOUNDATION PO BOX 370 HYANNIS, MA 02601		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	5,000
CAPITAL RESEARCH CENTER 1513 16TH NW WASHINGTON, DC 20036		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	4,000
CATO INSTITUTE 1000 MASSACHUSETTS AVE NW WASHINGTON, DC 20001		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	1,000
CENTER FOR MILITARY READINESS PO BOX 51600 LIVONIA, MI 48151		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	1,000
Total			► 3a	366,000

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				
CENTER FOR SECURITY POLICY 2300 M ST NW SUITE 600 WASHINGTON, DC 20037		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	5,000
CENTERS FOR A CONSTRUCTIVE TOMORROW 410 FIRST STREET SE WASHINGTON, DC 20003		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	2,000
COMPETITIVE ENTERPRISE INSTITUTE 1899 L STREET NW 12TH FL WASHINGTON, DC 20036		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	2,000
CONNECTICUT COLLEGE 270 MOHEGAN AVE NEW LONDON, CT 06320		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	2,000
DARTMOUTH COLLEGE 6066 DEVELOPMENT OFFICE HANOVER, NH 03755		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	15,000
DARTMOUTH-HITCOCK MEDICAL CENTER 1 MEDICAL CENTER DR LEBANON, NH 03766		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	1,000
DAVID HAROWITZ FREEDOM CENTER 4401 WILSHIRE BLVD 4TH FL LOS ANGELES, CA 90010		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	4,000
DEFENSE FORUM FOUNDATION 3014 CASTLE RD FALLS CHURCH, VA 22044		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	1,000
DUBLIN CHRISTIAN ACADEMY PO BOX 1037 DUBLIN, NH 03444		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	1,000
EMERSON HOSPITAL 133 OLD ROAD TO NINE ACRE CORNER CONCORD, MA 01742		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	1,000
FOOD BANK OF THE ROCKIES 10700 E 45TH AVE DENVER, CO 80239		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	7,500
FRONT RANGE ON TRACK 218 EAST 6TH ST LOVELAND, CO 80537		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	3,000
GRUB STREET 160 BOYLSTON ST SUITE 4 BOSTON, MA 02116		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	7,000
HERITAGE FOUNDATION 214 MASSACHUSETTS AVE NE WASHINGTON, DC 20002		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	6,000
HILLSDALE COLLEGE 33 E COLLEGE HILLSIDE, MI 49242		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	3,000
Total			► 3a	366,000

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				
INSITUTE FOR ENGERY RESEARCH 6219 OLYMPIA HOUSTON, TX 77057		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	2,000
INTER-COLLEGiate STUDIES INSITUTE 3901 CENTERVILLE RD WILMINGTON, DE 19807		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	2,000
ITHACA COLLEGE 953 DANBY RD ITHACA, NY 14850		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	15,000
JOSIAH BARTLETT CENTER 409 S 18TH ST ST JOSEPH, MO 64501		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	2,000
LASKER FOUNDATION 110 EAST 42ND ST SUITE 1300 NEW YORK, NY 10017		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	5,000
LEADERSHIP INSITUTE 1101 N HIGHLAND ST ARLINGTON, VA 22201		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	5,000
LEONARD MORSE 67 UNION ST NATICK, MA 01760		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	1,000
LIBERTY HARBOR ACADEMY 1101 N HIGHLAND ST ARLINGTON, VA 22201		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	5,000
LOOMIS CHAFFEE SCHOOL 4 BATCHELDER RD WINDSOR, CT 06095		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	2,000
MAINE STATE BALLET PO BOX 10370 PORTLAND, ME 04104		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	2,500
MARLBOROUGH HOSPITAL 157 UNION ST MARLBORO, MA 01752		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	1,000
MCGOVERN INSITUTE 77 MASSACHUSETTE AVE CAMBRIDGE, MA 02139		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	1,000
MEDIA RESEARCH CENTER 1900 CAMPUS DRIVE SUITE 600 RESTON, VA 20191		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	1,000
MERCATUS CENTER 4084 UNIVERSITY DR SUITE 208 FAIRFAX, VA 22030		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	1,000
METROWEST MEDICAL CENTER 85 LINCOLN ST FRAMINGHAM, MA 01702		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	1,000
Total			► 3a	366,000

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				
MILTON ACADEMY 170 CENTRE ST MILTON, MA 02186		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	2,000
MONADNOCK COMMUNITY HOSPITAL 452 OLD STREET RD PETERSBOROUGH, NH 03458		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	3,000
MT AUBURN HOSPITAL 330 MOUNT AUBURY ST CAMBRIDGE, MA 02138		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	10,000
NATIONAL RIGHT TO READ FOUNDATION PO BOX 560 STRASBURG, VA 22657		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	1,000
NATIONAL STROKE ASSOCIATION 9707 E EASTER LANE SUITE B CENTENNIAL, CO 80112		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	1,000
NEADS 305 REDEMPTION ROCK TRAIL PRINCETON, MA 01541		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	5,000
NEWTON WELLESLEY HOSPITAL 2014 WASHINGTON ST NEWTON, MA 02462		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	6,000
NORTHEASTERN UNIVERSITY 120 KNOWLES CENTER BOSTON, MA 02115		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	10,000
NORTHWOOD UNIVERSITY 3225 COOK ROAD MIDLAND, MI 48640		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	2,000
OPEN STAGE THEATRE COMPANY PO BOX 617 FORT COLLINS, CO 80522		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	3,000
OPERA FORT COLLINS 525 WHEDBEE ST FORT COLLINS, CO 80524		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	3,000
PARTNERS HEALTHCARE AT HOME 1575 CAMBRIDGE ST CAMBRIDGE, MA 02138		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	1,500
PUBLIC RADIO FOR THE FRONT RANGE 619 SOUTH COLLEG AVE SUITE 4 FORT COLLINS, CO 80524		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	3,000
QUEST CENTER FOR INTEGRATIVE HEALTH 2901 E BURNSIDE PORTLAND, OR 97214		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	15,000
RECOVERY WITHOUTH WALLS PO BOX 591 WEST FALMOUTH, MA 02574		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	1,500
Total			► 3a	366,000

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				
REED COLLEGE 3203 SE WOODSTOCK BLVD PORTLAND, OR 97202		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	10,000
SALVATION ARMY 25 SHAWMUT ROAD CANTON, MA 02021		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	12,000
SAVE THE POUDRE WATERKEEPER PO BOX 20 FORT COLLINS, CO 80522		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	3,000
SELOUS FOUNDATION 325 PENNSYLVANNIE AVE SE WASHINGTON, DC 20003		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	1,000
SHADY HILL SCHOOL 178 COOLIDGE HILL CAMBRIDGE, MA 02138		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	2,000
ST GABRIEL SCHOOL 379 BROAD ST WINDSOR, CT 06095		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	2,000
STATE POLICY NETWORK 1655 N FORT MYER DR SUITE 360 ARLINGTON, VA 22209		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	2,000
THE AMERICAN STUDIES CENTER 1100 N GLEBE RD STE 900 ARLINGTON, MA 22201		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	1,000
THE DUBLIN SCHOOL PO BOX 522 DUBLIN, NH 03444		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	1,000
THE FOUNDATION ENDOWMENT 611 CAMERON STREET ALEXANDRIA, VA 22314		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	1,000
THE FUND FOR AMERICA'S STUDIES 1706 NEW HAMPSHIRE AVE NW WASHINGTON, DC 20009		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	2,000
THE INSTITUTE OF WORLD POLITICS 1521 16TH STREET NW WASHINGTON, DC 20036		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	4,000
THE SOLDIERS SAILORS MARINES COST GUARD AND AIRMANS CLUB 283 LEXINGTON AVE NEW YORK, NY 10016		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	10,000
TRINITY CHURCH 74 TRINITY PL NEW YORK, NY 10006		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	12,500
WELLESLEY COLLEGE 106 CENTRAL STREET WELLESLEY, MA 02481		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	5,000
Total			► 3a	366,000

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				
WELLESLEY COMMUNITY CENTER 219 WASHINGTON ST WELLESLEY, MA 02481		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	2,500
WELLS COLLEGE 170 MAIN STREET AURORA, NY 13026		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	5,000
WEST END HOUSE GIRLS CAMP 105 ALLSTON ST ALLSTON, MA 02134		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	2,500
WILLOWBROOK AT NEWFIELD RESTORATION PO BOX 28 NEWFIELD, ME 04056		501(C)3	TO FURTHER THE ORGANIZATION'S TAX EXEMPT PURPOSE	10,000
Total			► 3a	366,000

TY 2013 Accounting Fees Schedule

Name: HENDERSON FOUNDATION CO ROBERTA HENDERSON

EIN: 04-6051095

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	9,000	8,100	0	900

TY 2013 Investments Corporate Stock Schedule

Name: HENDERSON FOUNDATION CO ROBERTA HENDERSON

EIN: 04-6051095

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EQUITY INVESTMENTS	8,697,508	12,429,183

TY 2013 Investments - Other Schedule

Name: HENDERSON FOUNDATION CO ROBERTA HENDERSON**EIN:** 04-6051095

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
INVESTMENTS IN PARTNERSHIPS	AT COST	236,576	237,200

TY 2013 Legal Fees Schedule

Name: HENDERSON FOUNDATION CO ROBERTA HENDERSON

EIN: 04-6051095

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	425	383	0	42

TY 2013 Other Assets Schedule

Name: HENDERSON FOUNDATION CO ROBERTA HENDERSON**EIN:** 04-6051095

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DIVIDEND RECEIVABLE	17,778	10,201	10,201
OTHER ASSETS	11,781	11,781	11,781

TY 2013 Other Expenses Schedule

Name: HENDERSON FOUNDATION CO ROBERTA HENDERSON

EIN: 04-6051095

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BOOKKEEPING AND OFFICE	77,009	69,308	0	7,701
INVESTMENT FEES	72,854	72,854	0	0
OTHER EXPENSE	1,453	73	0	1,380

TY 2013 Other Income Schedule

Name: HENDERSON FOUNDATION CO ROBERTA HENDERSON**EIN:** 04-6051095

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
INCOME FROM PARTNERSHIP	24,872	24,872	0

TY 2013 Other Increases Schedule**Name:** HENDERSON FOUNDATION CO ROBERTA HENDERSON**EIN:** 04-6051095

Description	Amount
STOCK BASIS ADJUSTMENT	111,677

TY 2013 Other Liabilities Schedule

Name: HENDERSON FOUNDATION CO ROBERTA HENDERSON**EIN:** 04-6051095

Description	Beginning of Year - Book Value	End of Year - Book Value
FEDERAL AND STATE TAXES PAYABLE	16,984	56,000

TY 2013 Taxes Schedule

Name: HENDERSON FOUNDATION CO ROBERTA HENDERSON**EIN:** 04-6051095

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	14,128	14,128	0	0
REAL ESTATE TAX	654	0	0	0
TAX ON NET INVESTMENT INCOME	34,716	34,716	0	0
TAX ON UNDISTRIBUTED INCOME	33,000	0	0	0