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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

▶ **Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.**

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

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
FRANCES R DEWING FOUNDATION 7565-07552015480

A Employer identification number
04-6114839

Number and street (or P O box number if mail is not delivered to street address)
45 SCHOOL ST 5TH FLOOR

Room/suite

B Telephone number (see instructions)
(508) 893-7909

City or town, state or province, country, and ZIP or foreign postal code
BOSTON, MA 021083204

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 2,499,573

J Accounting method ☐ Cash ☑ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	96	96		
	4	Dividends and interest from securities	45,119	44,267		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	60,853			
	b	Gross sales price for all assets on line 6a 275,654				
	7	Capital gain net income (from Part IV, line 2)		60,853		
	8	Net short-term capital gain			0	
	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)	27			
	12	**Total.** Add lines 1 through 11	106,095	105,216		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	5,600	4,760		840
	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)	3,350	2,848	0	503
	c	Other professional fees (attach schedule)	15,324	13,026		2,299
	17	Interest				0
	18	Taxes (attach schedule) (see instructions)	3,344	1,145		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)	35	30		5
	24	**Total operating and administrative expenses.** Add lines 13 through 23	27,653	21,809	0	3,647
	25	Contributions, gifts, grants paid	145,089			145,089
	26	**Total expenses and disbursements.** Add lines 24 and 25	172,742	21,809	0	148,736
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-66,647			
	b	**Net investment income** (if negative, enter -0-)		83,407		
	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)

Section	Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing	186	0	
	2	Savings and temporary cash investments	79,539	102,708	102,708
	3	Accounts receivable ▶ 492			
		Less allowance for doubtful accounts ▶	1,416	492	492
	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)	1,269,120	1,179,136	2,120,814
	c	Investments—corporate bonds (attach schedule)	261,295	261,295	275,559
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			0
	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)	1,611,556	1,543,631	2,499,573
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** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	1,611,556	1,543,631	
	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)	1,611,556	1,543,631	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,611,556	1,543,631	

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	1,611,556
2	Enter amount from Part I, line 27a	2	-66,647
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	1,544,909
5	Decreases not included in line 2 (itemize) ▶	5	1,278
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,543,631

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
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	60,853
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	129,397	2,121,685	0 060988
2011	147,543	2,134,028	0 069138
2010	153,687	2,081,095	0 073849
2009	152,568	1,949,668	0 078253
2008	139,600	2,521,737	0 055359

2	**Total** of line 1, column (d).	2	0 337587
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 067517
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	2,318,246
5	Multiply line 4 by line 3.	5	156,521
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	834
7	Add lines 5 and 6.	7	157,355
8	Enter qualifying distributions from Part XII, line 4.	8	148,736

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 ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	1,668
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	1,668
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	1,668
6	Credits/Payments				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,412		
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	1,412
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	3
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	259
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** ▶ 0 **Refunded** ▶			11	0

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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? *If "Yes," attach a conformed copy of the changes*	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? *If "Yes," attach the statement required by General Instruction T.*	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? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶MA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	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*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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		
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 5TH FLOOR 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 |

		Line	Yes	No
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		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

		Line	Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	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 ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	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? ☐ Yes ☑ 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))? ☐ 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

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 RECEIVE PROPOSALS, EVALUATE AND ADMINISTER GRANTS AS OUTLINED IN THE GUIDELINES IN PART XV FOUNDATION DOES NOT HAVE SIGNIFICANT INV IN ANY GRANTS	145,089
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	2,353,325
b	Average of monthly cash balances	1b	224
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	2,353,549
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	2,353,549
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	35,303
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,318,246
6	**Minimum investment return.** Enter 5% of line 5	6	115,912

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	115,912
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 1,668		
b	Income tax for 2013 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	1,668
3	Distributable amount before adjustments Subtract line 2c from line 1	3	114,244
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	114,244
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	114,244

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	148,736
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	148,736
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	148,736

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				114,244
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. 14,612				
b From 2009. 56,015				
c From 2010. 50,902				
d From 2011. 42,088				
e From 2012. 24,724				
f Total of lines 3a through e.	188,341			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 148,736				
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.				114,244
e Remaining amount distributed out of corpus	34,492			
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	222,833			
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) . . .	14,612			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	208,221			
10 Analysis of line 9				
a Excess from 2009. . . . 56,015				
b Excess from 2010. . . . 50,902				
c Excess from 2011. . . . 42,088				
d Excess from 2012. . . . 24,724				
e Excess from 2013. . . . 34,492				

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 ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	**(b)** 2012	**(c)** 2011	**(d)** 2010	
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

ANN Z AVERY
P O BOX 45259
MADISON, WI 537445259
(401) 749-8550

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

5 COPIES OF PROPOSAL SUMMARY OF PROJECT WITH DETAILED DESCRIPTION, BUDGET AND SUPPLEMENTARY MATERIALS

c Any submission deadlines

ACCEPTS APPLICATIONS ALL YEAR, DEADLINES FOR MEETINGS ARE APRIL 1 AND OCTOBER 1

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

EARLY CHILDHOOD EDUCATION, AGES 2 - 12 EXCLUDES FUNDING FOR CAPITAL CAMPAIGNS, OPERATING EXPENSES AND GENERAL FUNDS

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Additional Data Table				
Total . . . . ▶ **3a**				145,089
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions)
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			14	96	
4 Dividends and interest from securities. . . .			14	45,119	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	60,853	
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). .				106,095	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 106,095

(See worksheet in line 13 instructions to verify calculations)

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

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

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?. ☐ Yes ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

****** | 2014-05-01 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
WAYNE R KURPIEL		2014-05-01		P00107798
Firm's name ▶ WELCH & FORBES LLC			Firm's EIN ▶	
Firm's address ▶ 45 SCHOOL STREET BOSTON, MA 021083204			Phone no (617) 523-1635	

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 AFLAC INC		2011-06-28	2013-01-23
50 AMERIPRISE FINANCIAL INC		2009-07-08	2013-01-23
25 ANHEUSER BUSCH INBEV NV SPN ADR		2010-12-13	2013-01-23
450 BANK OF AMERICA CORPORATION		2013-01-03	2013-01-23
25 CVS CORP		2004-10-18	2013-01-23
100 CARMAX INC		2011-02-14	2013-01-23
25 CENOVUS ENERGY INC		2011-02-14	2013-01-23
965 CENOVUS ENERGY INC		2011-02-14	2013-10-04
50 COCA COLA CO		2011-06-28	2013-01-23
25 DANAHER CORPORATION		2004-10-18	2013-01-23
25 ECOLAB INC		2004-10-18	2013-01-23
265 ECOLAB INC		2004-10-18	2013-12-16
25 EMERSON ELEC CO		2009-07-08	2013-01-23
25 EXPEDITORS INTL WASH INC		2009-07-08	2013-01-23
25 FISERV INC WISC		2012-03-06	2013-01-23
50 GILEAD SCIENCES INC		2008-05-08	2013-01-23
300 ISHARES MSCI CANADA ETF		2010-11-22	2013-12-13
25 J P MORGAN CHASE & CO		2011-06-28	2013-01-23
25 JOHNSON & JOHNSON		2004-11-30	2013-01-23
50 JOHNSON CTLS INC		2011-06-28	2013-01-23
50 MCDONALDS CORP		2009-07-08	2013-01-23
50 METLIFE INC		2011-03-07	2013-01-23
25 ORACLE CORP		2011-03-29	2013-01-23
25 PEPSICO INC		2006-11-20	2013-01-23
50 PERRIGO CO		2012-12-05	2013-01-23
170 PERRIGO CO		2012-12-05	2013-12-19
50 POLYPORE INTERNATIONAL INC		2013-01-23	2013-12-20
530 POLYPORE INTERNATIONAL INC		2012-02-02	2013-12-20
25 PROCTER & GAMBLE CO		2002-02-20	2013-01-23
25 QUALCOMM INC		2009-07-08	2013-01-23

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)
50 RESMED INC		2008-09-24	2013-01-23
25 STATE STR CORP		2011-06-28	2013-01-03
820 STATE STR CORP		2010-05-13	2013-01-03
25 STERICYCLE INC		2009-07-08	2013-01-23
25 SUNCOR ENERGY INC		2011-06-28	2013-01-23
25 TERADATA CORP		2011-06-28	2013-01-23
25 TORONTO DOMINION BANK ONTARIO NEW		2011-06-28	2013-01-23
650 TORONTO DOMINION BANK ONTARIO NEW		2009-07-08	2013-10-16
25 UNITED TECHNOLOGIES CORP		2004-05-10	2013-01-23
25 NOBLE CORPORATION		2011-05-10	2013-01-23

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)
1,330		1,130	200
3,317		1,112	2,205
2,256		1,449	807
5,095		5,423	-328
1,313		549	764
3,809		3,546	263
827		910	-83
28,299		34,212	-5,913
1,852		1,650	202
1,510		657	853
1,836		829	1,007
27,105		8,791	18,314
1,419		770	649
1,073		775	298
2,026		1,652	374
3,838		2,728	1,110
8,464		8,858	-394
1,159		989	170
1,821		1,517	304
1,535		2,031	-496
4,676		2,847	1,829
1,844		2,292	-448
872		822	50
1,797		1,569	228
5,168		5,263	-95
25,877		17,893	7,984
1,833		2,017	-184
19,433		22,849	-3,416
1,763		1,055	708
1,630		1,082	548

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)
2,252		1,131	1,121
1,199		1,101	98
39,336		35,978	3,358
2,375		1,235	1,140
852		960	-108
1,640		1,489	151
2,080		2,045	35
57,949		31,522	26,427
2,200		1,053	1,147
994		1,020	-26

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	
			200
			2,205
			807
			-328
			764
			263
			-83
			-5,913
			202
			853
			1,007
			18,314
			649
			298
			374
			1,110
			-394
			170
			304
			-496
			1,829
			-448
			50
			228
			-95
			7,984
			-184
			-3,416
			708
			548

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	
			1,121
			98
			3,358
			1,140
			-108
			151
			35
			26,427
			1,147
			-26

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
RUTH D EWING 13 RIVERMEADE PETERBOROUGH, NH 03458	TRUSTEE 1	0		
ROGER C AVERY 5305 WHITCOMB DRIVE MADISON, WI 53711	TRUSTEE, TREASURER 1	0		
MARILYN LONDON 108 OLD MOUNTAIN ROAD EVERETT, MA 01054	TRUSTEE 1	0		
MARGARET A AVERY 243 PLYMOUTH ROAD NEWTON, MA 02161	TRUSTEE 1	0		
SUSAN AVERY 31 CENTRAL STREET ACTON MA, MA 01720	TRUSTEE 1	0		
ANN Z AVERY 5305 WHITCOMB DRIVE MADISON, WI 53711	MANAGER 5	5,600		

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
HISTORIC NEWTON 527 WASHINGTON STREET NEWTON,MA 02458	NONE	EXEMPT	EDUCATIONAL WING AT DURANT	20,000
LAUDHOLM TRUST P O BOX 1007 WELLS,ME 04090	NONE	EXEMPT	WILD FRIENDS IN WILD PLACES	3,300
HERITAGE MUSEUM & GARDENS 67 GROVE STREET SANDWICH,MA 02563	NONE	EXEMPT	SUPPLIES FOR HIDDEN HOLLOW	12,800
PHILLIPS BROOKS HOUSE ASSOCIATION INC ONE NORTH HARVARD YARD CAMBRIDGE,MA 021386565	NONE	EXEMPT	YOUTH ENRICHMENT PROGRAMS	7,214
NORTH BENNET STREET SCHOOL 39 NORTH BENNET STREET BOSTON,MA 02113	NONE	EXEMPT	PILOT PROGRAM TEACHING	10,000
CHILDREN'S MUSEUM & THEATRE OF MAINE 142 FREE STREET PORTLAND,ME 04101	NONE	EXEMPT	JUST SEW STORIES HANDS-ON	5,254
BRISTOL BUSINESS EDUCATION FOUNDATION 200 MAIN STREET BRISTOL,CT 06010	NONE	EXEMPT	LEADERSHIP ACADEMY, PILOT	2,000
HORIZONS FOR HOMELESS CHILDREN 1705 COLUMBUS AVENUE ROXBURY,MA 02119	NONE	EXEMPT	LIBRARY BOOKS FOR PRESCHOOL	8,000
COMMUNITY SERVICE AGENCY PO BOX 2012 METHUEN,MA 01844	NONE	EXEMPT	GET ACTIVE PROGRAM	5,012
ARTSPACE COMMUNITY ARTS CENTER 15 MILK STREET GREENFIELD,MA 01301	NONE	EXEMPT	VIOLIN OUTFITS & CELLO	5,430
ST ELIZABETH'S DAY HOME 950 ST ELIZABETH DRIVE SAN JOSE,CA 95126	NONE	EXEMPT	SOCIAL-EMOTIONAL	6,180
THEATRE ACTION PRJECT 701 TILLERY STREET BOX 9 AUTIN,TX 78702	NONE	EXEMPT	SUPPLIES FOR PILOT OF EARLY	4,427
KIDSBRIDGE 4556 S BROAD STREET 2ND FLOOR TRENTON,NJ 08620	NONE	EXEMPT	PHASE IV OF ANTI-BULLYING	20,000
FOUR CORNERS SCHOOL OF OUTDOOR EDUCATION PO BOX 1029 MONTICELLO,UT 84535	NONE	EXEMPT	PORTABLE TELESCOPE AND	10,000
HITCHCOCK CENTER FOR THE ENVIRONMENT 525 SOUTH PLEASANT STREET AMHERST,MA 01002	NONE	EXEMPT	ENERGY LITERACY PROJECT	7,072
Total . . . . ▶ **3a**				145,089

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
CAPE COD CHILDREN'S MUSEUM 577 GREAT NECK ROAD SOUTH MASHPEE,MA 02649	NONE	EXEMPT	FISH MARKET EXHIBIT	5,000
EISENHOWER MIDDLE SCHOOL 5702 W GORE BLVD LAWTON,OK 73505	NONE	EXEMPT	EARLY CHILDHOOD LITERACY &	4,900
ROOMS TO GROW NATIONAL INC 142 BERKLEY STREET BOSTON,MA 02116	NONE	EXEMPT	SPANISH BOOKS FOR EARLY	2,500
THE EARLY YEARS INSTITUTE 1 DUPONT STREET SUITE 101 PLAINVIEW,NY 11803	NONE	EXEMPT	OUTDOOR NATURE EXPLORATION	6,000
Total . . . . ▶ **3a**				145,089

TY 2013 Accounting Fees Schedule

Name: FRANCES R DEWING FOUNDATION 7565-07552015480

EIN: 04-6114839

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	3,350	2,848		503

TY 2013 Investments Corporate Bonds Schedule

Name: FRANCES R DEWING FOUNDATION 7565-07552015480

EIN: 04-6114839

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ISHARES BARCLAYS CREDIT BOND	141,260	142,371
COCA COLA CO UNSECURED 5.35%	50,035	56,930
VANGUARD HIGH YIELD CORP	70,000	76,258

TY 2013 Investments Corporate Stock Schedule

Name: FRANCES R DEWING FOUNDATION 7565-07552015480

EIN: 04-6114839

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AFLAC INC	21,174	45,090
AMERIPRISE FINANCIAL INC	15,005	77,659
APACHE CORP	10,591	27,931
APPLE INC	34,378	75,738
CVS CAREMARK CORP	21,945	71,570
CHEVRON CORP NEW	35,326	41,220
DANAHER CORPORATION	20,359	59,830
LANCASTER COLONY CORP	15,822	25,564
ECOLAB INC	16,918	53,178
NOVARTIS AG ADR	30,473	40,994
ISHARES MSCI CANADA INDEX FUND		
GENERAL ELECTRIC CO	33,299	40,924
JOHNSON & JOHNSON	25,783	38,926
JOHNSON CONTROLS INC	17,604	67,973
GOOGLE INC CLASS A	32,837	61,639
INTERNATIONAL BUSINESS MACHINE	29,978	56,271
O'RIELLY AUTOMOTIVE INC	16,217	54,058
PEPSICO INC	29,810	39,397
PROCTOR & GAMBLE CO	17,936	34,599
PRAXAIR INC	27,347	52,012
RESMED INC	20,357	42,372
UNITED TECHNOLOGIES CORP	20,014	54,055
QUALCOMM INC	31,391	53,831
METLIFE INC	30,717	36,126
ORACLE CORP	37,002	43,043
LEADVILLE CORP	15,552	
ANHEUSER BUSCH INBEV ADR	33,336	61,215
GILEAD SCIENCES INC	24,278	66,839
ANSYS INC	19,383	52,320
CARMAX INC	35,708	47,960

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COCA COLA CO	34,982	55,769
TRIMBLE NAVIGATION LTD	18,656	31,924
CENOVUS ENERGY INC		
EMERSON ELECTRIC CO	22,323	50,881
EXPEDITORS INTERNATIONAL	14,720	21,019
BANK OF AMERICA CORP	35,427	45,776
JPMORGAN CHASE & CO	32,165	53,217
MCDONALDS CORP	17,082	29,109
SCHLUMBERGER LTD	21,841	40,550
POLYPORE INTERNATIONAL INC		
STATE STREET CORP		
STERICYCLE INC	14,815	34,851
STRYKER CORP	22,836	45,084
TERADATA CORP	11,723	17,286
VERIZON COMMUNICATIONS INC	21,591	39,312
FISERV INC	24,120	43,107
PERRIGO CO	25,875	26,088
SUNCOR ENERGY INC	19,424	26,288
CAPITAL ONE FINANCIAL CORP	46,474	49,030
TORONTO DOMINION BANK		
KAYNE ANDERSON MLP INVESTMENT	42,775	59,775
NOBLE CORP PLC SHS	31,767	29,414

TY 2013 Other Decreases Schedule

Name: FRANCES R DEWING FOUNDATION 7565-07552015480

EIN: 04-6114839

Description	Amount
DECREASE IN BOOK VALUE - RETURN OF CAPITAL	1,278

TY 2013 Other Expenses Schedule

Name: FRANCES R DEWING FOUNDATION 7565-07552015480

EIN: 04-6114839

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER NON-ALLOCABLE EXPENSE -	35	30		5

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491126013514

TY 2013 Other Income Schedule

Name: FRANCES R DEWING FOUNDATION 7565-07552015480

EIN: 04-6114839

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income

TY 2013 Other Professional Fees Schedule

Name: FRANCES R DEWING FOUNDATION 7565-07552015480

EIN: 04-6114839

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MGMT FEES-SUBJECT T	15,324	13,026		2,299

TY 2013 Taxes Schedule

Name: FRANCES R DEWING FOUNDATION 7565-07552015480

EIN: 04-6114839

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	1,115	1,115		0
FEDERAL TAX PAYMENT - PRIOR YE	787	0		0
FEDERAL ESTIMATES - PRINCIPAL	1,412	0		0
FOREIGN TAXES ON QUALIFIED FOR	30	30		0