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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 separate instructions is at www.irs.gov/form990pf.

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation PATRICK CARNEY FOUNDATION C/O CLAREMONT MANAGEMENT COMPANY		A Employer identification number 04-6614314
Number and street (or P.O. box number if mail is not delivered to street address): ONE LAKESHORE CENTER		B Telephone number (508) 279-4300
City or town, state or province, country, and ZIP or foreign postal code BRIDGEWATER, MA 02324		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) \$ 10,533,841.	J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____	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).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		5,041,392.		N/A	
2 Check ☐ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		18.	18.		STATEMENT 1
4 Dividends and interest from securities		97,087.	97,087.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		249,722.			
b Gross sales price for all assets on line 6a		1,735,807.			
7 Capital gain net income (from Part IV, line 2)			249,722.		
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)					
11 Other income		360.	0.		STATEMENT 3
12 Total. Add lines 1 through 11		5,388,579.	346,827.		
13 Compensation of officers, directors, trustees, etc		54,617.	0.		0.
14 Other employee salaries and wages		3,077.	0.		0.
15 Pension plans, employee benefits		14,114.	0.		0.
16a Legal fees					
b Accounting fees		1,750.	0.		0.
c Other professional fees		51,799.	21,526.		21,463.
17 Interest					
18 Taxes		11,631.	1,785.		0.
19 Depreciation and depletion		214.	0.		
20 Occupancy					
21 Travel, conferences, and meetings		100.	0.		0.
22 Printing and publications					
23 Other expenses		19,482.	14,278.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		156,784.	37,589.		21,463.
25 Contributions, gifts, grants paid		1,314,275.			1,314,275.
26 Total expenses and disbursements. Add lines 24 and 25		1,471,059.	37,589.		1,335,738.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		3,917,520.			
b Net investment income (if negative, enter -0-)			309,238.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		37,466.	96,514.	96,514.
	2	Savings and temporary cash investments		6,993.	27,491.	27,491.
	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				
	7	Other notes and loans receivable				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		19.	102.	102.
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock				
	c	Investments - corporate bonds				
	Liabilities	11	Investments - land, buildings, and equipment, basis			
		Less: accumulated depreciation				
12		Investments - mortgage loans				
13		Investments - other	STMT 8	5,735,231.	9,078,729.	10,409,708.
14		Land, buildings, and equipment, basis	1,941.			
		Less: accumulated depreciation	STMT 9	1,915.	240.	26.
15		Other assets (describe)	STATEMENT 10)	0.	494,160.	0.
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		5,779,949.	9,697,022.	10,533,841.
17		Accounts payable and accrued expenses		2,305.	1,858.	
18		Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe)				
23	Total liabilities (add lines 17 through 22)		2,305.	1,858.		
24	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	☐				
25	Unrestricted					
26	Temporarily restricted					
27	Permanently restricted					
28	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	☒				
29	Capital stock, trust principal, or current funds		0.	0.		
30	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
31	Retained earnings, accumulated income, endowment, or other funds		5,777,644.	9,695,164.		
32	Total net assets or fund balances		5,777,644.	9,695,164.		
33	Total liabilities and net assets/fund balances		5,779,949.	9,697,022.		

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	5,777,644.
2	Enter amount from Part I, line 27a	2	3,917,520.
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	9,695,164.
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	9,695,164.

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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			
b SEE ATTACHED STATEMENT			
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			
b			
c			
d			
e 1,735,807.		1,486,085.	249,722.

(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			
b			
c			
d			
e			249,722.

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	249,722.
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). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	1,105,057.	6,046,060.	.182773
2011	889,800.	6,730,689.	.132200
2010	865,760.	5,767,781.	.150103
2009	1,106,144.	4,254,204.	.260012
2008	884,659.	5,841,530.	.151443

2 Total of line 1, column (d)	2	.876531
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	.175306
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	5,913,027.
5 Multiply line 4 by line 3	5	1,036,589.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,092.
7 Add lines 5 and 6	7	1,039,681.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	1,335,738.

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Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1.

Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

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

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2014 estimated tax

108. Refunded

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?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?

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?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.

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.

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

N/A

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T.

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?

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

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

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

STMT 11

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8b	X	
9		X
10	X	

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► KATHLEEN LARISA Telephone no. ► (508) 279-4300 Located at ► ONE LAKESHORE CENTER, BRIDGEWATER, MA ZIP+4 ► 02324			
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 N/A			
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 the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
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	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 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 ►		
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.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 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.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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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)?

☐ 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)?

N/A

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?

N/A

☐ 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

6b

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

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

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.

(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
PATRICK CARNEY	TRUSTEE			
1348 NORTH LAKE WAY				
PALM BEACH, FL 33480	0.00	0.	0.	0.
KATHLEEN LARISA	EXECUTIVE DIRECTOR			
ONE LAKESHORE CENTER				
BRIDGEWATER, MA 02324	30.00	54,617.	17,492.	0.
LILLIAN CARNEY	TRUSTEE			
1348 NORTH LAKE WAY				
PALM BEACH, FL 33480	0.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000

0

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

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

[illegible]**Total number of others receiving over \$50,000 for professional services**

5

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	N/A	
2		
3		
4		

Part IX-B Summary of Program-Related Investments

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

Amount

1	NONE	
		0.
2		
	All other program-related investments. See instructions.	
3		
Total. Add lines 1 through 3		0.

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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	5,939,517.
b	Average of monthly cash balances	1b	63,556.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	6,003,073.
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	6,003,073.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	90,046.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,913,027.
6	Minimum investment return. Enter 5% of line 5	6	295,651.

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	295,651.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	3,092.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,092.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	292,559.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	292,559.
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	292,559.

Part XII

Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,335,738.
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:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,335,738.
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	5	3,092.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,332,646.

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.

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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				292,559.
2 Undistributed Income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	595,287.			
b From 2009	897,839.			
c From 2010	583,158.			
d From 2011	554,830.			
e From 2012	808,392.			
f Total of lines 3a through e	3,439,506.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 1,335,738.				
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				292,559.
e Remaining amount distributed out of corpus	1,043,179.			
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	4,482,685.			
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 instr.			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)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	595,287.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	3,887,398.			
10 Analysis of line 9:				
a Excess from 2009	897,839.			
b Excess from 2010	583,158.			
c Excess from 2011	554,830.			
d Excess from 2012	808,392.			
e Excess from 2013	1,043,179.			

PATRICK CARNEY FOUNDATION

Form 990-PF (2013)

C/O CLAREMONT MANAGEMENT COMPANY

04-6614314

Page 10

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

- 1 a** 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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

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

PATRICK CARNEY

- 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.

NONE

- 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:

SEE STATEMENT 12

- b** The form in which applications should be submitted and information and materials they should include:
- c** Any submission deadlines:
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

PATRICK CARNEY FOUNDATION
C/O CLAREMONT MANAGEMENT COMPANY

Form 990-PF (2013)

04-6614314 Page 11

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 ATTACHED SCHEDULE				1,314,275.
Total			3a	1,314,275.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion 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			14	18.		
4 Dividends and interest from securities			14	97,087.		
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						360.
8 Gain or (loss) from sales of assets other than inventory			18	249,722.		
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)		0.		346,827.		360.
13 Total. Add line 12, columns (b), (d), and (e)						347,187.

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

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

[illegible]

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Name of the organization

PATRICK CARNEY FOUNDATION
C/O CLAREMONT MANAGEMENT COMPANY

Employer identification number

04-6614314

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization PATRICK CARNEY FOUNDATION C/O CLAREMONT MANAGEMENT COMPANY	Employer identification number 04-6614314
---	---

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	PATRICK CARNEY 1348 NORTH LAKE WAY PALM BEACH, FL 33480	\$ 5,041,392.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Employer identification number

04-6614314

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed.

[illegible]

Name of organization

Employer identification number

PATRICK CARNEY FOUNDATION
C/O CLAREMONT MANAGEMENT COMPANY

04-6614314

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed.

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

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 FIDELITY - SEE ATTACHED		P	VARIOUS	06/30/13
b FIDELITY - DISALLOWED LOSS - SEE ATTACHED		P	VARIOUS	06/30/13
c FIDELITY - SEE ATTACHED		P	VARIOUS	06/30/13
d FIDELITY - DISALLOWED LOSS - SEE ATTACHED		P	VARIOUS	06/30/13
e FIDELITY - SEE ATTACHED		P	VARIOUS	06/30/13
f FIDELITY - DISALLOWED LOSS - SEE ATTACHED		P	VARIOUS	06/30/13
g CAPITAL GAINS DIVIDENDS				
h				
i				
j				
k				
l				
m				
n				
o				

(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 273,655.		277,135.	<3,480.>
b 1,076.			1,076.
c 229,650.		213,664.	15,986.
d 555.			555.
e 1,128,193.		995,286.	132,907.
f 14,028.			14,028.
g 88,650.			88,650.
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			<3,480.>
b			1,076.
c			15,986.
d			555.
e			132,907.
f			14,028.
g			88,650.
h			
i			
j			
k			
l			
m			
n			
o			

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	249,722.
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). If (loss), enter "-0-" in Part I, line 8 }	3	N/A



2013 TAX REPORTING STATEMENT

THE PATRICK CARNEY FOUNDATION
Account No. 671-667679 Customer Service. 401-421-4800
Recipient ID No. 04-6614314 Payer's Fed ID Number. 04-3523567

FORM 1099-B 2013 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient OMB NO. 1545-0715

Short-term transactions for which basis is reported to the IRS --report on Form 8949 with Box A checked and/or Schedule D, Part I

(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP									
Action	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	6 Wash Sale Disallowed	4 Federal Income Tax Withheld	15 State Tax Withheld
DFA EMERGING MKRTS CORE EQU PORTF, DFCEX, 233203421									
Sale	04/02/13	03/08/13	10 273	206.48	213.38	-6.90			
DFA FIVE YEAR GBL FIXED INC PRFT INSTL, DFGBX, 233203884									
Sale	04/02/13	10/11/12	5,430 680	60,753.92	61,204.76	-450.84			
Sale	04/02/13	10/11/12	302.426	3,383.29	3,411.42	-28.13			
Sale	04/02/13	10/11/12	731.674	8,185.36	8,253.41	-68.05			
Sale	04/02/13	10/11/12	595.095	6,657.43	6,712.78	-55.35			
Sale	05/24/13	10/11/12	2,053.571	22,980.00	23,144.12	-164.12	28.69		
Sale	07/23/13	10/11/12	2,262.443	24,980.00	25,498.15	-518.15			
Subtotals				126,940.00	128,224.64		28.69		
DFA INTL SMALL CAP VALUE, DISVX, 233203736									
Sale	04/02/13	03/08/13	5.825	98.96	99.43	-0.47			
DFA INTERM EXTENDED QUALITY PORT INSTL, DFTEX, 23320G513									
Sale	04/02/13	10/10/12	153.962	1,667.65	1,698.20	-30.55			
Sale	04/02/13	11/08/12	0.401	4.34	4.46	-0.12			
Sale	04/02/13	12/12/12	0.760	8.23	8.34	-0.11			
Sale	04/02/13	12/12/12	0.098	1.06	1.08	-0.02			
Sale	04/02/13	02/08/13	0.199	2.16	2.17	-0.01			
Sale	04/02/13	03/08/13	0.301	3.26	3.26	0.00			
Subtotals				1,686.70	1,717.51				

* This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.





2013 TAX REPORTING STATEMENT

THE PATRICK CARNEY FOUNDATION
Account No. 671-667679 Customer Service: 401-421-4800
Recipient ID No. 04-6614314 Payer's Fed ID Number: 04-3523567

FORM 1099-B* 2013 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient OMB NO. 1545-0715

Short-term transactions for which basis is reported to the IRS --report on Form 8949 with Box A checked and/or Schedule D, Part I
(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP												
Action	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	5 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld	15 State Tax Withheld		
DFA INTERNATIONAL CORE EQUITY, DFIEX, 233203371												
Sale	04/02/13	03/08/13	22.242	245.59	247.78	-2.19						
DFA INTERNATIONAL VALUE PORT III, DFVIX, 25434D708												
Sale	04/02/13	03/08/13	51.514	794.67	807.74	-13.07						
DFA US SMALL CAP VALUE PRTF INSTL, DFSVX, 233203819												
Sale	04/02/13	03/08/13	4.106	119.87	120.67	-0.80						
PIMCO TOTAL RETURN INSTL, PTRX, 693390700												
Sale	01/04/13	07/31/12	215.692	2,413.82	2,473.99	-60.17	60.17					
Sale	01/04/13	08/31/12	225.061	2,518.67	2,588.20	-69.53	69.53					
Sale	01/04/13	09/28/12	176.375	1,973.82	2,042.42	-68.60	68.60					
Sale	01/04/13	10/31/12	259.072	2,899.28	3,002.64	-103.36	103.36					
Sale	01/04/13	11/30/12	265.670	2,973.12	3,087.09	-113.97	113.97					
Sale	01/04/13	12/12/12	1,090.273	12,201.29	12,385.51	-184.22	184.22					
Sale	04/02/13	05/31/12	310.311	3,490.10	3,500.31	-10.21	8.71					
Sale	04/02/13	06/29/12	269.398	3,029.94	3,044.20	-14.26						
Sale	04/02/13	08/31/12	164.054	1,845.13	1,909.58	-64.45						
Sale	04/02/13	11/30/12	920.674	10,354.91	10,812.62	-457.71	130.41					
Sale	04/02/13	12/12/12	957.751	10,771.91	10,933.23	-161.32						
Sale	04/02/13	12/12/12	189.664	2,133.17	2,163.87	-30.70						
Sale	04/02/13	01/15/13	4,058.525	45,648.58	45,672.24	-25.66						
Sale	05/24/13	06/28/12	264.578	2,955.41	3,009.02	-53.61						

* This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.



2013 TAX REPORTING STATEMENT

THE PATRICK CARNEY FOUNDATION

Account No. 871-667679 Customer Service: 401-421-4800

Recipient ID No 04-6614314 Payer's Fed ID Number: 04-3523567

FORM 1099-B

2013 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient (OMB NO 1545-0715)

Short-term transactions for which basis is reported to the IRS -- report on Form 8949 with Box A checked and/or Schedule D, Part I

(This label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP									
Action	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	5 Wash Sale Disallowed	4 Federal Income Tax Withheld	15 State Tax Withheld
PIMCO TOTAL RETURN INSTL, PTRX, 693390700									
Sale	05/24/13	11/30/12	240.641	2,688.03	2,835.22	-147.19			
Sale	05/24/13	01/15/13	1,552.026	17,336.56	17,465.58	-129.02	18.54		
Sale	12/18/13	12/31/12	21.001	225.93	236.05	-10.12	10.12		
Sale	12/18/13	01/15/13	256.116	2,755.26	2,882.18	-126.92	126.92		
Sale	12/18/13	01/22/13	222.999	2,398.99	2,487.14	-88.15			
Sale	12/18/13	01/31/13	163.382	1,757.64	1,828.24	-70.60	63.70		
Sale	12/18/13	02/28/13	188.104	2,023.59	2,112.41	-88.82	88.82		
Sale	12/18/13	06/28/13	154.922	1,666.83	1,686.96	-20.13			
Sale	12/18/13	07/31/13	191.345	2,058.46	2,064.61	-6.15			
Sale	12/18/13	09/30/13	158.358	1,703.59	1,713.43	-9.84			
Sale	12/18/13	10/31/13	177.546	1,910.01	1,935.25	-25.24			
Sale	12/18/13	11/29/13	170.222	1,831.22	1,852.02	-20.80			
Subtotals				143,563.06	145,704.01		1,047.07		

TOTALS

277,135.16

0.00

Box A Short-Term Realized Gain

0.00

Box A Short-Term Realized Loss

-3,479.83

Box A Wash Sale Loss Disallowed

1,076.76

* This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.





2013 TAX REPORTING STATEMENT

THE PATRICK CARNEY FOUNDATION
Account No. 671-667579 Customer Service: 401-421-4800
Recipient ID No. 04-6614314 Payer's Fed ID Number: 04-3523567

FORM 1099-B

2013 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient: OMB NO. 1545-0715

Long-term transactions for which basis is reported to the IRS -- report on Form 8949 with Box D checked and/or Schedule D, Part II

(This label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP									
Action	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	5 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	15 State Tax Withheld
DFA EMERGING MKRKS CORE EQU PORTF, DFCEX, 233203421									
Sale	01/15/13	12/08/10	21 414	443.92	439.10	4.82			
Sale	01/15/13	06/08/11	68 658	1,423.30	1,444.94	-21.64			
Sale	11/19/13	10/11/12	454 087	8,980.00	8,660.44	319.56			
Subtotals				10,847.22	10,544.48				
DFA INT'L SMALL CAP VALUE, DISVX, 233203736									
Sale	09/13/13	09/10/12	70 563	1,344.12	1,042.21	301.91			
Sale	11/19/13	10/11/12	997 506	19,980.00	14,907.71	5,072.29			
Subtotals				21,324.12	15,949.92				
DFA INTERNATIONAL CORE EQUITY, DFIEF, 233203371									
Sale	01/15/13	06/08/07	171 383	1,878.09	2,393.27	-515.18			
DFA INTERNATIONAL VALUE PORT III, DFVIX, 25434D708									
Sale	01/15/13	06/08/07	230 335	3,623.40	5,362.28	-1,738.88			
Sale	01/15/13	06/08/07	5 864	92.25	135.51	-44.26			
Sale	09/13/13	08/23/07	617 395	10,542.49	13,739.94	-3,197.45			
Sale	09/13/13	09/27/07	418 056	7,138.63	9,437.81	-2,299.18			
Sale	11/19/13	09/10/07	105 307	1,877.22	2,387.75	-510.53			
Subtotals				23,273.99	31,064.29				
DFA US CORE EQUITY II, DFQTX, 233203397									
Sale	04/02/13	03/08/12	130 795	1,769.29	1,518.53	250.76			
Sale	09/09/13	06/08/12	341 519	5,076.43	3,766.96	1,309.47			
Sale	11/19/13	10/11/12	3,526 448	55,980.00	42,648.29	13,331.71			

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2013 TAX REPORTING STATEMENT

THE PATRICK CARNEY FOUNDATION

Account No	671-867579	Customer Service:	401-421-4800
Recipient ID No	04-6614314	Payer's Fed ID Number:	04-3523567

2013 Proceeds from Broker and Barter Exchange Transactions
FORM 1099-B*

Copy B for Recipient OMB NO. 1545-0715

Long-term transactions for which basis is reported to the IRS -- report on Form 8949 with Box D checked and/or Schedule D, Part II

(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP									
Action	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	5 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld
DFA US CORE EQUITY II, DFQTX, 233203397									
Subtotals				62,825.72	47,933.78				
DFA US LARGE CAP VALUE PORT III, DFUVX, 25434D807									
Sale	04/02/13	03/08/12	61.680	1,220.07	999.83	220.24			
Sale	09/09/13	06/08/12	94.542	2,053.35	1,433.26	620.09			
Sale	11/19/13	09/10/12	85.357	1,988.18	1,440.82	547.36			
Subtotals				5,261.60	3,873.91				
DFA US SMALL CAP VALUE PRF INSTL, DFSVX, 233203819									
Sale	09/09/13	06/08/12	91.488	2,988.81	2,202.12	786.69			
Sale	10/03/13	09/10/12	48.856	1,622.13	1,312.26	309.87			
Sale	11/19/13	10/11/12	515.612	17,980.00	13,881.06	4,098.94			
Subtotals				22,590.94	17,395.44				
PIMCO TOTAL RETURN INSTL, PTRRX, 693390700									
Sale	12/18/13	03/05/12	7.281 291	78,331.02	81,048.50	-2,717.48	44.54		
Sale	12/18/13	04/30/12	308.394	3,317.66	3,460.18	-142.52			
Subtotals				81,648.68	84,508.68		44.54		
TOTALS				229,650.36	213,663.77			0.00	

TOTALS

Box D Long-Term Realized Gain
Box D Long-Term Realized Loss
Box D Wash Sale Loss Disallowed

0.00

555.07

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2013 TAX REPORTING STATEMENT

THE PATRICK CARNEY FOUNDATION
Account No 671-667679 Customer Service 401-421-4800
Recipient ID No 04-6614314 Payer's Fed ID Number 04-3523587

FORM 1099-B*

2013 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient OMB NO: 1545-0715

Long-term transactions for which basis is not reported to the IRS -- report on Form 8949 with Box E checked and/or Schedule D, Part II
(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP									
Action	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	5 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld
DFA EMERGING MKRKT CORE EQU PORTF, DFCEX, 233203421									
Sale	01/04/13	06/08/07	45,308	942.16	836.34	105.82			
Sale	01/04/13	08/23/07	672,232	13,978.79	12,307.26	1,671.53			
Sale	01/04/13	09/10/07	59,490	1,237.07	1,122.51	114.56			
Sale	01/04/13	11/26/07	39,582	823.09	788.43	34.66			
Sale	01/04/13	12/19/07	13,222	274.95	267.73	7.22			
Sale	01/04/13	12/19/07	17,428	362.41	352.90	9.51			
Sale	01/04/13	12/19/07	36,660	762.33	742.32	20.01			
Sale	01/04/13	03/10/08	17,947	373.20	330.38	42.82			
Sale	01/04/13	06/10/08	100,947	2,099.15	1,923.94	175.21			
Sale	01/04/13	03/09/10	8,334	173.30	153.51	19.79			
Sale	01/04/13	09/08/10	62,195	1,293.32	1,198.49	94.83			
Sale	01/04/13	12/08/10	60,397	1,255.93	1,294.91	-38.98	13.82		
Sale	01/04/13	06/08/11	68,658	1,427.71	1,509.11	-81.40	81.40		
Sale	01/04/13	09/08/11	95,053	1,976.59	1,844.02	132.57			
Sale	01/15/13	08/23/07	921,976	19,112.78	16,879.58	2,233.20			
Sale	04/02/13	08/23/07	486,251	9,773.52	8,902.30	871.22			
Subtotals				55,866.30	50,453.73	95.22			
DFA INT'L SMALL CAP VALUE, DISVX, 233203736									
Sale	01/04/13	11/16/11	2,257,157	36,980.00	32,081.87	4,898.13			
Sale	01/15/13	11/16/11	2,406,739	39,980.00	34,057.06	5,922.94			
Sale	04/02/13	11/16/11	1,876,528	31,881.04	26,554.20	5,326.84			

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2013 TAX REPORTING STATEMENT

THE PATRICK CARNEY FOUNDATION
Account No. 671-667679 Customer Service: 401-421-4800
Recipient ID No. 04-6614314 Payer's Fed ID Number 04-3523567

FORM 1099-B 2013 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient: OMB NO. 1545-0715

Long-term transactions for which basis is not reported to the IRS --report on Form 8949 with Box E checked and/or Schedule D, Part II
(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP									
Action	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	5 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld
DFA INTL SMALL CAP VALUE, DISVX, 233203736									
Sale	05/24/13	11/16/11	570.451	9,980.00	8,072.29	1,907.71			
Sale	09/13/13	11/16/11	1,660.812	31,835.88	23,501.66	8,134.22			
Subtotals				150,456.92	124,267.08				
DFA INTERNATIONAL CORE EQUITY, DFIEX, 233203371									
Sale	01/04/13	06/08/07	283.175	3,065.52	4,074.89	-1,009.37	610.89		
Sale	01/04/13	08/23/07	949.401	10,277.79	13,056.70	-2,778.91			
Sale	01/04/13	11/26/07	151.188	1,636.69	2,090.93	-454.24			
Sale	01/15/13	08/23/07	1,560.613	17,101.91	21,462.43	-4,360.52			
Sale	04/02/13	08/23/07	1,062.749	11,734.41	14,615.52	-2,881.11			
Sale	09/13/13	08/23/07	1,420.217	16,980.00	19,531.63	-2,551.63	126.38		
Sale	11/19/13	08/23/07	795.545	9,980.00	10,940.78	-960.78	128.58		
Subtotals				70,776.32	86,772.88		866.85		
DFA INTERNATIONAL VALUE PORT III, DFVIX, 25434D708									
Sale	01/04/13	06/08/07	236.199	3,653.92	5,666.78	-2,014.86	2,014.86		
Sale	01/04/13	08/23/07	1,701.785	26,326.08	39,097.46	-12,771.38	4,633.36		
Sale	01/15/13	08/23/07	1,987.435	31,264.35	45,660.09	-14,395.74			
Sale	04/02/13	08/23/07	789.910	12,185.33	18,147.70	-5,962.37			
Sale	05/24/13	08/23/07	1,223.961	19,857.25	28,119.75	-8,262.50	2,771.06		
Sale	05/24/13	09/10/07	7.566	122.75	171.67	-48.92	48.92		
Sale	09/13/13	09/10/07	111.546	1,904.73	2,530.98	-626.25	591.22		
Sale	09/13/13	12/19/07	257.333	4,394.15	5,681.92	-1,287.77			

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2013 TAX REPORTING STATEMENT

THE PATRICK CARNEY FOUNDATION
Account No. 671-667579 Customer Service. 401-421-4800
Recipient ID No 04-6614314 Payer's Fed ID Number. 04-3523567

FORM 1099-B 2013 Proceeds from Broker and Barter Exchange Transactions

Long-term transactions for which basis is not reported to the IRS -- report on Form 8949 with Box E checked and/or Schedule D, Part II

(This label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP									
Action	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	5 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	15 State Tax Withheld

DFA INTERNATIONAL VALUE PORT III, DFVIX, 25434D708

Sale	11/19/13	12/20/06	305.521	5,446.28	6,627.28	-1,181.00	1,181.00		
Sale	11/19/13	03/08/07	12.508	222.97	275.93	-52.96	52.96		
Sale	11/19/13	12/19/07	209.943	3,742.49	4,635.54	-893.05	893.05		
Sale	11/19/13	12/19/07	9.327	166.26	205.94	-39.68	39.68		
Sale	11/19/13	12/19/07	197.730	3,524.78	4,365.87	-841.09	841.09		
Subtotals				112,811.34	161,188.91		13,067.20		

DFA US CORE EQUITY II, DFQTX, 233203397

Sale	01/04/13	11/16/11	2,146.264	26,980.00	22,471.91	4,508.09			
Sale	01/15/13	11/16/11	5,375.494	67,980.00	56,282.74	11,697.26			
Sale	02/25/13	11/16/11	1,789.883	22,980.00	18,740.52	4,239.48			
Sale	04/02/13	11/16/11	7,038.459	95,210.71	73,694.40	21,516.31			
Sale	05/24/13	11/16/11	1,538.462	21,980.00	16,108.08	5,871.92			
Sale	09/09/13	11/16/11	3,155.455	46,903.57	33,038.39	13,865.18			
Subtotals				282,034.28	220,336.04				

DFA US LARGE CAP VALUE PORT III, DFUVX, 25434D807

Sale	01/04/13	11/16/11	1,432.507	25,980.00	20,686.78	5,293.22			
Sale	01/15/13	11/16/11	1,204.819	21,980.00	17,398.75	4,581.25			
Sale	04/02/13	11/16/11	2,060.604	40,759.93	29,757.10	11,002.83			
Sale	05/24/13	11/16/11	477.327	9,980.00	6,893.06	3,086.94			
Sale	09/09/13	11/16/11	549.136	11,926.65	7,930.05	3,996.60			
Sale	11/19/13	11/16/11	643.631	14,991.82	9,294.65	5,697.17			

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2013 TAX REPORTING STATEMENT

THE PATRICK CARNEY FOUNDATION Account No. 671-667579 Customer Service. 401-421-4800
Recipient ID No. 04-6614314 Payer's Fed ID Number: 04-3523567

FORM 1099-B

2013 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient OMB NO: 1545-0715

Long-term transactions for which basis is not reported to the IRS --report on Form 8949 with Box E checked and/or Schedule D, Part II
(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP		1e Quantity Sold		2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	5 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld	15 State Tax Withheld
DFA US LARGE CAP VALUE PORT III, DFUVX, 25434D807				125,618.40	91,960.39					
Subtotals										
DFA US SMALL CAP VALUE PRTF INSTL, DFSVX, 233203819										
Sale	01/04/13	11/16/11	1,693.667	45,980.00	39,243.25	6,736.75				
Sale	01/15/13	11/16/11	2,243.472	60,980.00	51,982.55	8,997.45				
Sale	02/25/13	11/16/11	1,217.329	33,980.00	28,206.22	5,773.78				
Sale	04/02/13	11/16/11	2,941.099	85,880.13	68,146.97	17,713.16				
Sale	05/24/13	11/16/11	388.098	11,980.00	8,992.45	2,987.55				
Sale	09/09/13	11/16/11	1,713.898	55,991.19	39,712.01	16,279.18				
Sale	10/03/13	11/16/11	1,079.982	35,857.87	25,023.81	10,834.06				
Subtotals				330,829.19	261,307.26					
TOTALS				1,128,192.75	995,286.29					0.00
Box E Long-Term Realized Gain						196,400.97				
Box E Long-Term Realized Loss						-63,494.61				
Box E Wash Sale Loss Disallowed							14,028.27			

For any transaction listed on Form 1099-B in a section indicating that "basis is reported to the IRS", we are reporting to the IRS 1c type of gain or loss (i.e. short-term or long-term), 6 basis reported to IRS, 8 Description, 1d Stock or other symbol, the CUSIP number, and columns 1a, 1b, 1e, 2a and 2b, 3, 4, 5, 13, 14 and 15 We are not reporting to the IRS: the Action, the Gain / Loss, and all subtotals and totals

For any transaction listed on Form 1099-B in a section indicating that "basis is not reported to the IRS", we are reporting to the IRS 6 Noncovered security 8 Description, 1d Stock or other symbol, the CUSIP number, and columns 1a, 1e, 2a and 2b, 4, 13, 14 and 15 We are not reporting to the IRS: 1c type of gain or loss (i.e. short-term or long-term), the Action, the Gain / Loss, columns 1b, 3, 5, and all subtotals and totals

Although Fidelity makes every effort to provide accurate information, please bear in mind that you, the taxpayer, are ultimately responsible for the accuracy of your tax returns

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x.5

term	Grantee name	Grantee Address	Debit	Purpose of Grant	charity type	location served
1/2/2013	Massachusetts General Hospital	165 Cambridge St., Suite 600 Boston, MA 02114	150,000.00	medical programming	medical	Greater Boston
1/2/2013	Dana-Farber Cancer Institute	375 Longwood Ave. Boston, MA 02115	20,000.00	programing	medical	Greater Boston
1/2/2013	Southcoast Health Systems	101 Page Street, New Bedford, MA 02740	25,000.00	programing	medical	Southcoast
3/15/2013	Rhodes Young High School	500 Sacum Rd. N. Dartmouth, MA 02747	200,000.00	capital campaign	Catholic Education	Southcoast
3/2/2013	Green Play School	4 Nassim Ave. Rumbold, RI 02918	500.00	general operations	education	Rhode Island
3/2/2013	University of Massachusetts Dartmouth	785 Old Westport Rd. N. Dartmouth, MA 02747	20,000.00	scholarship assistance	education	Southcoast
3/2/2013	Community Bowling Center	1641 Pedernar Ave. New Bedford, MA 02744	12,000.00	capital improvements	youth development	Southcoast
3/2/2013	Child & Family Services, Inc	1063 Pleasant St., New Bedford, MA 02740	500.00	programing	youth development	Southcoast
3/2/2013	Star Rose Network	246 Catholic Social Services 1600 Bay Street Fall River, MA 02724	20,000.00	Homeless shelter	health and human services	Southcoast
3/2/2013	Coastline Elderly, Inc.	1066 Purchase St., New Bedford, MA 02740	3,000.00	Meals on Wheels	Health and Human Services	Southcoast
3/11/2013	American Ireland Fund	211 Congress St. Boston, MA 02110	5,000.00	programing	youth development	International
4/1/2013	Bona & Co. NE Realty Unit	24 Washington St. Brighton, MA 02135	1,000.00	General operations	Health and human services	Greater Boston
4/2/2013	Sidewater State University	208 Bayden Hall 131 Summer St. Bridgewater, MA 02325	2,500.00	Internship program	education	Southcoast
4/2/2013	Order of Malta	PO Box 10073 Unadilla, NY 11555	1,500.00	membership	Catholic Initiative	International
5/7/2013	WVCA Southwestern Massachusetts	20 South Sixth St. New Bedford, MA 02740	9,000.00	capital improvements	Health and human services	Southcoast
5/7/2013	Philanthropy Roundtable	1730 M. Street, NW Suite 601 Washington, DC 20036	500.00	membership	professional development	USA
5/7/2013	Child ren's Advocacy Center	1339 South Main St. Fall River, MA 02721	2,500.00	general operations	health and human services	Southcoast
5/7/2013	John Thomas & Special Friends fund	PO Box 602 Dighton, MA 02027	1,000.00	general operations	health and human services	Southcoast
5/7/2013	YMCA Southcoast	PO Box 81069 S. Dartmouth, MA 02746	500.00	general operations	youth development	Southcoast
5/7/2013	New Bedford Festival Theatre	684 Purchase St. New Bedford, MA 02740	1,000.00	general operations	arts and culture	Greater Boston
5/7/2013	St. Ann Catholic Church	319 No. Olive Avenue West Palm Beach, FL 33401	5,000.00	capital campaign	Catholic Initiative	Southcoast
5/7/2013	Presidents Children's Museum	100 South Street Providence, RI 02903	1,000.00	general operations	youth development	Rhode Island
5/7/2013	New England Province of Jesuits	P.O. Box 9199 Watertown, MA 02471	5,000.00	general operations	Catholic Initiative	Greater Boston
5/7/2013	Diocese of Fall River	783 Dartmouth St. S. Dartmouth, MA 02748	10,000.00	annual appeal	Catholic Initiative	Southcoast
5/7/2013	New Bedford Whaling Museum	18 Johnny Cake Hill New Bedford, MA 02740	500.00	membership	arts and culture	Southcoast
5/7/2013	United Way of Greater New Bedford	105 William St., 3rd floor New Bedford, MA 02740	20,000.00	summer scholarships	youth development	Southcoast
5/7/2013	Women's Fund	63 Union St. New Bedford, MA 02740	750.00	general operations	Health and Human Services	Southcoast
5/7/2013	Diocese of Palm Beach	9995 N. Military Trail PO Box 109650 Palm Beach Gardens, FL 33410	10,000.00	general operations	Catholic Initiative	Florida
5/7/2013	New Bedford Star Kids	P.O. Box 79198 Dartmouth, MA 02747	4,500.00	scholarship assistance	education	Southcoast
5/7/2013	FINCA	PO Box 90048 Washington, DC 20090 9048	500.00	general operations	international development	Southcoast
5/7/2013	United Way of PO County	1600 Quantico Blvd. Brynion Beach, FL 33415	1,000.00	general operations	public and civic benefit	International
5/7/2013	Wahyay Proprietary School	66 Spring St. New Bedford, MA 02740	10,000.00	scholarship assistance	education	Southcoast
5/7/2013	Massachusetts General Hospital	165 Cambridge St., Suite 600 Boston, MA 02114	10,000.00	Leadership Council for Psychiatry	education	Greater Boston
5/7/2013	Justice Mitzvah Fund	115 Fenway Boston, MA 02115	5,000.00	general operations	arts and culture	Greater Boston
5/7/2013	Catholic Schools Foundation	180 Franklin St., Suite 630 Boston, MA 02110	12,000.00	scholarship assistance	Catholic Education	Massachusetts
5/7/2013	Cape Abilities	895 Mary Dunn Rd. Hyannis, MA 02601	500.00	general operations	Catholic Initiative	Southcoast
5/16/2013	St. Lawrence Marist Church	110 Summer St., New Bedford, MA 02740	10,000.00	general operations	Catholic Education	Greater Boston
5/16/2013	Boston College	140 Commonwealth Ave 220 Moore Hall Chestnut Hill, MA	250,000.00	scholarship assistance	Catholic Education	Greater Boston
5/16/2013	Camp Harbor View Foundation	140 Commonwealth Ave 220 Moore Hall Chestnut Hill, MA	2,500.00	campships	Catholic Education	Greater Boston
5/16/2013	Pro Mujer	200 Clarendon St., 60th floor Boston, MA 02118	2,500.00	programing	youth development	Greater Boston
5/16/2013	Edward M. Kennedy Institute for the Senate	253 West 15th St. 11th floor South New York, NY 10001	3,000.00	general operations	Health and Human Services	International
5/16/2013	Child & Family Services, Inc.	400 Atlantic Ave. Boston, MA 02110	10,000.00	general operations	public and civic benefit	Greater Boston
5/16/2013	Dartmouth Natural Resource Trust	60 Canal Street Boston, MA 02115	10,000.00	capacity grant	education	Southcoast
5/16/2013	CVS MA	1061 Pleasant St., New Bedford, MA 02740	500.00	programing	health and human services	Southcoast
5/16/2013	Bon-Jones Duff House & Garden Museum	PO Box P-12 Dartmouth, MA 02748	250.00	membership	Environment	Southcoast
5/16/2013	Optim Explorations	396 County St., New Bedford, MA 02740	500.00	membership	public and civic benefit	Southcoast
5/16/2013	College of New Rochelle	P.O. Box 1306 New Bedford, MA 02741	1,000.00	membership	arts and culture	Southcoast
5/16/2013	Our Sisters' School	19 Castle Place New Rochelle, NY 10805	75,000.00	capital improvements	education	New York
5/16/2013	Justine Mee LHM fund	145 Downwell Ave. New Bedford, MA 02740	8,000.00	scholarship assistance	education	Southcoast
5/16/2013	My Brother's Keeper	115 Fenway Boston, MA 02115	15,000.00	general operations	arts and culture	Greater Boston
5/16/2013	Lloyd Center for the Environment	P.O. Box 318 Exton, MA 02156	500.00	general operations	health and human services	Massachusetts
5/16/2013	United Achievement	403 Beacon St. Dartmouth, MA 02748	1,500.00	general operations	Environment	Southcoast
5/16/2013	United Center for the Environment	277 Union St., Suite 201 New Bedford, MA 02740	1,500.00	general operations	youth development	Southcoast
5/16/2013	United Grace Charity Golf	401 Pommeroy Rd. Dartmouth, MA 02748	500.00	membership	Environment	Southcoast
5/16/2013	Puruit for Courage	18 Spawwater Ln S. Dartmouth, MA 02740	1,000.00	medical research	medical	Southcoast
5/16/2013	Compassionate Care AIS	18 n water St., New Bedford, MA 02740	500.00	general operations	Health and human services	Southcoast
5/16/2013	Newmarket Cottage Hospital	PO Box 1022 West Falmouth, MA 02574	1,000.00	healthcare	health and human services	Southcoast
5/16/2013	SAEC	57 Prospect Street Nantucket, MA 02554	15,000.00	general operations	medical	Massachusetts
5/16/2013	Pen Mass Challenge	12021 Wilshire Blvd. 9249 Los Angeles, CA 90025	1,000.00	scholarship assistance	international development	International
5/16/2013	Pen Mass Challenge	470 Adrienne Mallor	500.00	general operations	medical	Massachusetts
5/16/2013	Arthura and Allery Foundation of America NE Chapt	470 Christopher Barker 53 State St. Boston, MA 02109	1,000.00	general operations	medical	Massachusetts
5/16/2013	Pliv Ball Foundation	5851 N. Augustine Rd Jacksonville, FL 32207	3,000.00	general operations	medical	Massachusetts
5/16/2013	Millicordia Heart of Mercy	109 Highland Avenue Needham, MA 02494	500.00	general operations	Health and human services	Florida
5/16/2013	Boston College	144 Pearl St. Cambridge, MA	1,000.00	general operations	youth development	Massachusetts
5/16/2013	Marist College	6100 N. Ridge Ave. Chicago, IL 60660	500.00	general operations	Health and human services	Greater Boston
5/16/2013	Marist College	140 Commonwealth Ave 220 Moore Hall Chestnut Hill, MA	100,000.00	scholarship assistance	Health and human services	International
5/16/2013	Marist College	PO Box 1470 Fall River, MA 02722	10,000.00	scholarship assistance	Catholic Education	Greater Boston

*\$1,000.00 for deductible

*\$1,000.00 for deductible

*\$1,000.00 for deductible

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*\$1,000.00 for deductible

9/20/2013	Order of Malta Worldwide Relief	PO Box 10033 Unadilla, NY 11555	2,500.00	programming	Catholic Initiative	International	
9/23/2013	Berkley Scholarship Fund	31 North Main St. Barley, MA 02789	1,000.00	scholarship assistance	education	Massachusetts	
9/23/2013	World's Window, Inc	40 Van Schoick Ave Albany, NY 12208	1,000.00	general operations	International development	International	
9/25/2013	St. Mary Parish Twinning Medical Mission	70 Gulf St. Millard, CT 06460	5,000.00	general operations	medical	International	
9/25/2013	Marion Institute	201 Spring St. Marion, MA 02738	10,000.00	programming	youth development	Southcoast	
9/25/2013	Inish Georgia Society	115 East 89th St. Suite 18 New York, NY 10128	350.00	membership	arts and culture	International	
9/25/2013	Friends of Bridgewater Athletics	415 Center St. Bridgewater, MA 02324	1,000.00	programming	youth development	Massachusetts	
9/25/2013	Child & Family Services, Inc.	3067 Acushnet Ave. New Bedford, MA 02745	5,000.00	programming	Health and Human Services	Southcoast	
9/25/2013	Dartmouth Education Foundation	PO Box 70021 Dartmouth, MA 02747	500.00	programming	education	Southcoast	
9/25/2013	SHARE Foundation	285 Old Westport Rd. N. Dartmouth, MA 02747	1,000.00	general operations	Health and Human Services	Southcoast	
9/25/2013	ArtWorx!	384 Acushnet Ave. New Bedford, MA 02740	750.00	general operations	arts and culture	Southcoast	
9/25/2013	Crossroads for Kids	10 Lincoln Rd. Foxboro, MA	500.00	general operations	youth development	Massachusetts	
10/2/2013	Marion Institute	201 Spring St. Marion, MA 02738	550.00	general operations	youth development	Massachusetts	
10/2/2013	ORF	60 Walnut Street, Walleyville Hills, MA 02481	200.00	general operations	medical	Massachusetts	
10/7/2013	Planning Office for Urban Affairs	84 State St. Suite 600 Boston, MA 02109	10,000.00	general operations	public and civic benefit	Massachusetts	2% to be set aside for direct amount
10/7/2013	St. Mary's Parish	783 Dartmouth St. S. Dartmouth, MA 02748	1,000.00	general operations	Catholic Initiative	Southcoast	
10/7/2013	Community Nurture and Holistic Care	P.O. Box 751 Fairhaven, MA 02719	500.00	general operations	Health and Human Services	Southcoast	
10/7/2013	Inter-Church Council of GNB	412 County St. New Bedford, MA 02740	500.00	general operations	community development	Southcoast	
10/7/2013	New Bedford Symphony Orchestra	PO Box 2653 New Bedford, MA 02741	1,000.00	programming	arts and culture	Southcoast	
10/8/2013	St. Anthony of Padua Church	1359 Acushnet Ave. New Bedford, MA 02746	2,500.00	programming	Catholic Initiative	Southcoast	
10/8/2013	WHALE	128 Union St. New Bedford, MA 02740	1,000.00	general operations	arts and culture	Southcoast	
10/9/2013	Third Eye Unlimited	48 Union St. New Bedford, MA 02740	10,000.00	general operations	youth development	Southcoast	
10/21/2013	University of Denver	2101 S. University Blvd. Denver, CO 80208-8921	2,000.00	capital improvements	education	Colorado	
10/21/2013	Boston College	140 Commonwealth Ave 210 Moore Hall Chestnut Hill, MA	2,500.00	spiritual activities	Catholic Education	Greater Boston	
10/29/2013	American Ireland Fund	211 Congress St. Boston, MA 02110	10,000.00	programming	youth development	International	
10/30/2013	Crossroads for Kids	10 Lincoln Rd. Foxboro, MA	500.00	general operations	youth development	Massachusetts	
10/31/2013	Kids in Distress Inc	819 NE 26th St. Wilton Manors, FL 33306	500.00	general operations	youth development	Florida	
10/31/2013	Diocese of Palm Beach	8995 N. Military Trail PO Box 109650 Palm Beach Gardens, FL 33410	1,000.00	scholarship assistance	Catholic Education	Florida	
11/18/2013	New York Yacht Club Foundation	37 West 44th St. New York, NY 10036	1,000.00	capital improvements	arts and culture	Rhode Island	
11/18/2013	United Way of Greater New Bedford	105 Williams St. 310 New Bedford, MA 02740	1,000.00	programming	Health and Human Services	Southcoast	
11/18/2013	St. Mary's Church	83 Union St. New Bedford, MA 02740	1,500.00	general operations	professional development	Southcoast	
11/19/2013	Alma del Mar Charter School	26 Middle Ave. New Bedford, MA 02746	7,500.00	general operations	education	Southcoast	
11/19/2013	Boys and Girls Club of Greater New Bedford	186 Janny Street, New Bedford 02741	10,000.00	capital improvements	youth development	Southcoast	
11/19/2013	Diocese of Palm Beach	8995 N. Military Trail PO Box 109650 Palm Beach Gardens, FL 33410	10,000.00	programming	Catholic Initiative	Florida	
11/19/2013	Community Foundation of Southeastern MA	61 Union St. New Bedford, MA 02740	10,000.00	general operations	community development	Southcoast	
11/19/2013	Community Foundation for Palm Beach	700 South Dixie Highway, Suite 200 West Palm Beach, FL	2,000.00	membership	public and civic benefit	Florida	
11/19/2013	Dana-Farber Cancer Institute	375 Longwood Ave Boston, MA 02115	70,000.00	medical research	medical	Greater Boston	Final Payment on Mary Kinnel Fund
11/19/2013	Diocese of Palm Beach	8995 N. Military Trail PO Box 109650 Palm Beach Gardens, FL 33410	1,000.00	programming	Catholic Initiative	Florida	
11/19/2013	East Providence Land Conservation	P.O. Box 18201 East Providence, RI 02916	500.00	general operations	Environment	Rhode Island	
11/19/2013	Gifts to Give	21 Cove St. New Bedford, MA 02744	2,000.00	general operations	Health and Human Services	Southcoast	
11/19/2013	Holy Family School of Natchez, MS	8 Orange Ave. Natchez, MS 39120	2,500.00	general operations	education	Mississippi	
11/19/2013	Kennedy Orphan Center	1 Commercial St. Foxboro, MA 02035	2,500.00	general operations	Health and Human Services	Southcoast	Final Grant
11/19/2013	Monksphunt - 1st of 3 payments	5020 South Lake Shore Drive #2812, Chicago, IL 60615	10,000.00	general operations	education	Massachusetts	
11/19/2013	My Brother's Keeper	P.O. Box 338 Easton, MA 02755	5,000.00	general operations	Health and Human Services	Massachusetts	
11/19/2013	New Bedford Port Society	15 Johnny Cake Hill, New Bedford MA 02740	10,000.00	capital improvements	community development	Southcoast	
11/19/2013	Sabon Western Camps	P.O. Box 167, Hopkinton, CO 80616	2,000.00	general operations	youth development	Colorado	
11/19/2013	Schooner Ernestina-Morrissey Association	P.O. Box 2010, New Bedford, MA 02741	10,000.00	general operations	arts and culture	Southcoast	
11/19/2013	Stand for Children	38 Chauncy St. Boston, MA 02110	10,000.00	general operations	public and civic benefit	Massachusetts	1st Payment on 14 month grant
11/19/2013	St. Brendan's Church	60 Turner Ave. Rhode Island, RI 02915	1,200.00	programming	Catholic Initiative	Rhode Island	2nd Large match grant
11/19/2013	Stepping Stone Inc	522 North Main Fall River, MA 02720	1,515.00	programming	Health and Human Services	Southcoast	
11/19/2013	Women's Fund	Community Foundation of Southeastern MA 61 Union Street, New B	5,000.00	programming	Health and Human Services	Southcoast	Final Payment on 14 month grant
11/19/2013	YMCA Southcoast	PO Box 87059 S. Dartmouth, MA 02748	1,000.00	capital improvements	youth development	Southcoast	
11/19/2013	Yoga Kids, Inc	P.O. Box 187 Marion, MA 02746	6,000.00	programming	youth development	Southcoast	Final Payment on 2 yr. grant
2013 Total			1,214,275.00				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
FIDELITY INVESTMENTS	18.	18.	
TOTAL TO PART I, LINE 3	18.	18.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FIDELITY INVESTMENTS	185,679.	88,650.	97,029.	97,029.	
JP MORGAN INVESTMENTS	58.	0.	58.	58.	
TO PART I, LINE 4	185,737.	88,650.	97,087.	97,087.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
TAX REFUND	360.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	360.	0.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP	1,750.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	1,750.	0.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	51,799.	21,526.		21,463.
TO FORM 990-PF, PG 1, LN 16C	51,799.	21,526.		21,463.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	5,427.	0.		0.
FOREIGN TAXES	1,785.	1,785.		0.
INCOME TAXES	4,419.	0.		0.
TO FORM 990-PF, PG 1, LN 18	11,631.	1,785.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	14,278.	14,278.		0.
COMPUTER SUPPORT SERVICES	311.	0.		0.
TELEPHONE	1,243.	0.		0.
INSURANCE	40.	0.		0.
POSTAGE	384.	0.		0.

LICENSES AND FEES	149.	0.	0.
OFFICE SUPPLIES	832.	0.	0.
MEMBERSHIP AND DUES	2,131.	0.	0.
ENTERTAINMENT	114.	0.	0.
TO FORM 990-PF, PG 1, LN 23	19,482.	14,278.	0.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS	COST	4,526,387.	5,312,827.
OTHER INVESTMENTS	COST	4,552,342.	5,096,881.
TOTAL TO FORM 990-PF, PART II, LINE 13		9,078,729.	10,409,708.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	9
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER	1,941.	1,915.	26.
TOTAL TO FM 990-PF, PART II, LN 14	1,941.	1,915.	26.

FORM 990-PF	OTHER ASSETS	STATEMENT	10
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
UNREALIZED INVESTMENT TRANSACTIONS	0.	494,160.	0.
TO FORM 990-PF, PART II, LINE 15	0.	494,160.	0.

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS
PART VII-A, LINE 10

STATEMENT 11

NAME OF CONTRIBUTOR

ADDRESS

GOLEEN PARTNERS LLC: PATRICK CARNEY	1348 NORTH LAKE WAY PALM BEACH, FL 33480
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FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 12

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

KATHLEEN LARISA, C/O CLAREMONT COMPANIES
ONE LAKESHORE CENTER
BRIDGEWATER, MA 02324

TELEPHONE NUMBER

508-279-4300

FORM AND CONTENT OF APPLICATIONS

APPLICATIONS SHOULD BE WRITTEN REQUESTS ON LETTERHEAD AND SHOULD PROVIDE
INFORMATION REGARDING QUALIFIED CHARITABLE STATUS AND INTENDED USE OF
GRANT.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE OTHER THAN AS DETAILED IN 2 (B) ABOVE.

FORM 990-PF PAGE 1

990-066

[illegible]

328111
05-01-13

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone