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## Form **990-PF** Department of the Treasu 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.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

| For           | caler       | ndar year 2013 or tax year beginning  |                                       | , and ending                           | _  |   |
|---------------|-------------|---|---------------------------------------|--|--|---|
| Na            | me o        | foundation  |                                       |  | A Employer identification                        | on number   |
| ¥             | ΊL          | LIAM J. MCKEE CHARITABL   | E FOUNDATION                          |  | 04-664023  | 8   |
| - Nu          | mber a      | and street (or P O box number if mail is not delivered to street  | address)                              | Room/suite                             | B Telephone number                               |   |
| ر م           | 70          | MAIN STREET, 12TH FLOO  | R                                     |  | 508-459-8  | 000   |
| Cit           | y or t      | own, state or province, country, and ZIP or foreign p   | ostal code                            |  | C If exemption application is                    | pending, check here   |
| <u> </u>      | <i>i</i> OR | CESTER, MA 01608  |                                       |  | Į  |   |
|               | Check       | k all that apply: Initial return  | Initial return of a fo                | rmer public charity                    | D 1. Foreign organization                        | ns, check here  |
|               |             | Final return  | Amended return                        |  | 2 5  | and the OFM test  |
| 8             |             | Address change  | Name change                           |  | Foreign organizations r<br>check here and attach | computation   |
|               |             |   | cempt private foundation              |  | E If private foundation s                        | tatus was terminated  |
| <u> </u>      | Ŭ Se        |   | Other taxable private founda          | ition                                  | under section 507(b)(                            | 1)(A), check here   |
| ~2<br>Jak     | air ma      | arket value of all assets at end of year   J   Account  | <del>-</del>                          | Accrual                                | F If the foundation is in                        |   |
|               |             | Part II, col (c), line 16)  | ther (specify)                        |  | under section 507(b)(                            | 1)(B), check here   |
| <b>P</b>      |             | 4,556,511. (Part I, colu  | mn (a) must be on cash t              | oasis )                                |  | T   |
|               | art I       | (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) | (a) Revenue and<br>expenses per books | (b) Net investment income              | (c) Adjusted net income                          | (d) Disbursements<br>for charitable purposes<br>(cash basis only) |
|               | 1           | Contributions, gifts, grants, etc., received  |                                       |  | N/A  |   |
|               | 2           | Check X If the foundation is not required to attach Sch. B  |                                       |  |  | <u> </u>  |
|               | 3           | interest on savings and temporary cash investments  | 26,102.                               | 26,102.                                |  | STATEMENT 1   |
|               | 4           | Dividends and interest from securities  | 117,696.                              | 108,708.                               |  | STATEMENT 2   |
|               | 5a          | Gross rents   |                                       | <del></del>                            |  |   |
|               | -           | Net rental income or (loss)   | 001 011                               |  |  |   |
| ē             | 6a          | Gross sales price for all 5, 628, 010.  | 291,911.                              |  |  |   |
| Revenue       | ,"          |   |                                       | 291,911.                               |  |   |
| e<br>e        | 8           | Capital gain net income (from Part IV, line 2)  Net Short-term capital gain                             |                                       | 231,311.                               |  | <del></del>   |
|               | 9           | Income modifications  |                                       |  |  |   |
|               | 10a         | Gross sales less returns  |                                       |  |  | -   |
|               | ь           | Less Cost of mods sold  |                                       |  | -  |   |
|               |             | Gross profile loss NOV 2 & 2000   |                                       |  |  |   |
|               | 11          | Other Income Cotal, Add lines 11hrough 11   | -22,634.                              | -6,447.                                |  | STATEMENT 3   |
|               | 12          |   | 413,075.                              | 420,274.                               |  |   |
|               | 13          | Compensation of officers breators fustes etc  | 75,000.                               | 37,500.                                |  | 37,500.   |
|               | 14          | Other employee salaries and wages   |                                       |  |  |   |
|               | 15          | Pension plans, employee benefits  |                                       |  |  |   |
| Ses           | 16a         | Legal fees  |                                       |  |  |   |
| 20%           | b           | Accounting fees STMT 4  | 6,693.                                | 3,346.                                 |  | 3,347.  |
|               | C           | Other professional fees   |                                       |  |  |   |
| 2 s           |             |   |                                       |  |  |   |
| ) ⊥<br>trat   | 18          | Taxes STMT 5  | 2,915.                                | 0.                                     |  | 0.  |
| UCC 0 1       | 19          | Depreciation and depletion  |                                       | <del> </del>                           |  |   |
| Ø£℃<br>Admin  | 20          | Occupancy   |                                       | ······································ |  |   |
| -             | 21          | Travel, conferences, and meetings   | ļ <del></del>                         |  |  |   |
| and pure      | 22          | Printing and publications   | 202                                   | 210                                    |  |   |
| 12 Bui        | 23          | Other expenses STMT 6   | 373.                                  | 318.                                   | <u> </u>   | 0.  |
| Operating and | 24          | Total operating and administrative  | 04 001                                | 41 164                                 |  | 40 047  |
| ة<br>ة        | 05          | expenses. Add lines 13 through 23   | 84,981.                               | 41,164.                                |  | 40,847.<br>145,018.   |
| 1,            | 25          | Contributions, gifts, grants paid   | 145,018.                              |  |  | 145,018.  |
|               | 26          | Total expenses and disbursements  | 229,999.                              | 41,164.                                |  | 185,865.  |
| _             | 27          | Add lines 24 and 25 Subtract line 26 from line 12;  | 443,333.                              | 41,104.                                |  | 102,002.  |
|               | 1           | Excess of revenue over expenses and disbursements   | 183,076.                              |  |  |   |
|               | 1           | Net investment income (if negative, enter -0-)  | 100,000                               | 379,110.                               |  |   |
|               | 1           | Adjusted net income (if negative, enter -0-)  |                                       |  | N/A  |   |

323501 10-10-13 LHA For Paperwork Reduction Act Notice, see instructions.

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| P                         | art    | Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only | Beginning of year                       | End of         | year                  |
|---------------------------|--------|--|---|----------------|-----------------------|
|                           | art    | column should be for end-of-year amounts only  | (a) Book Value                          | (b) Book Value | (c) Fair Market Value |
|                           | 1      | Cash - non-interest-bearing  |   | 56,070.        | 56,070.               |
|                           | 2      | Savings and temporary cash investments   |   |                |                       |
|                           | 3      | Accounts receivable ▶  |   |                |                       |
|                           |        | Less; allowance for doubtful accounts  |   |                |                       |
|                           | 4      | Pledges receivable ►   |   |                |                       |
|                           | `      | Less: allowance for doubtful accounts ▶  | İ                                       |                |                       |
|                           | 5      | Grants receivable  |   |                |                       |
|                           | l -    | Receivables due from officers, directors, trustees, and other  |   | ·              |                       |
|                           | ľ      | disqualified persons   |   |                |                       |
|                           | ١,     | _  |   |                |                       |
|                           | ′      | Other notes and loans receivable   |   |                |                       |
|                           |        | Less: allowance for doubtful accounts  | -                                       |                |                       |
| Assets                    | 8      | Inventories for sale or use  |   |                |                       |
| 188                       | 9      | Prepaid expenses and deferred charges  |   |                |                       |
| ~                         | l      | Investments - U.S. and state government obligations  |   |                |                       |
|                           | b      | Investments - corporate stock  |   |                |                       |
|                           | C      | Investments - corporate bonds  |   |                |                       |
|                           | 11     | Investments - land, buildings, and equipment basis   |   |                |                       |
|                           |        | Less accumulated depreciation  |   |                |                       |
|                           | 12     | Investments - mortgage loans   |   |                |                       |
|                           | 13     | Investments - other STMT 7   | 4,340,471.                              | 4,325,334.     | 4,500,441.            |
|                           | 14     | Land, buildings, and equipment basis ▶   |   |                |                       |
|                           |        | Less accumulated depreciation  |   |                |                       |
|                           | 15     | Other assets (describe ►   | *************************************** |                |                       |
|                           |        | Total assets (to be completed by all filers - see the  |   |                |                       |
|                           |        | instructions Also, see page 1, item 1)   | 4 340 471                               | 4,381,404.     | 1 556 511             |
| _                         | 17     | Accounts payable and accrued expenses  | 3,320,211.                              | 4,301,404.     | ±,330,311.            |
|                           | 18     | Grants payable   |   |                |                       |
|                           | 19     | Deferred revenue   |   |                |                       |
| Liabilities               | !      | <b>†</b>   |   |                |                       |
| Ē                         | 20     | Loans from officers, directors, trustees, and other disqualified persons                                       | *****                                   |                |                       |
| Lia                       | 21     | Mortgages and other notes payable  | 150 000                                 | 2 625          |                       |
| _                         | 22     | Other liabilities (describe ► STATEMENT 8)   | 150,838.                                | 8,695.         |                       |
|                           |        |  | 450.000                                 |                |                       |
|                           | 23     | Total liabilities (add lines 17 through 22)  | 150,838.                                | 8,695.         |                       |
|                           |        | Foundations that follow SFAS 117, check here   |   |                |                       |
| S                         |        | and complete lines 24 through 26 and lines 30 and 31   |   | i              |                       |
| ces                       | 24     | Unrestricted   |   |                |                       |
| Net Assets or Fund Balanc | 25     | Temporarily restricted   |   |                |                       |
| B                         | 26     | Permanently restricted   |   |                |                       |
| בַ                        |        | Foundations that do not follow SFAS 117, check here  |   |                |                       |
| Ę                         |        | and complete lines 27 through 31   |   |                |                       |
| ō                         | 27     | Capital stock, trust principal, or current funds   | 3,676,308.                              | 3,676,308.     |                       |
| šet                       |        | Paid-in or capital surplus, or land, bldg., and equipment fund   | 0.                                      | 0.             |                       |
| Asi                       |        | Retained earnings, accumulated income, endowment, or other funds   | 513,325.                                | 696,401.       |                       |
| <u>ة</u>                  |        | Total net assets or fund balances  | 4,189,633.                              | 4,372,709.     |                       |
| Z                         |        | Total fior abbota of faile balances  | 1,100,000.                              | ±,312,103.     |                       |
|                           | 21     | Total liabilities and net assets/fund balances   | 4,340,471.                              | 4,381,404.     |                       |
|                           |        |  |   | 4,301,404.     |                       |
| Р                         | art    | Analysis of Changes in Net Assets or Fund B  | alances                                 |                |                       |
| 1                         | Total  | net assets or fund balances at beginning of year - Part II, column (a), line                                   | 30                                      |                |                       |
|                           |        | t agree with end-of-year figure reported on prior year's return)   |   | 1              | 4,189,633.            |
|                           | -      | amount from Part I, line 27a   |   | 2              | 183,076.              |
|                           |        | increases not included in line 2 (itemize)   |   | 3              | 0.                    |
|                           |        | ines 1, 2, and 3   |   |                | 4,372,709.            |
|                           |        | eases not included in line 2 (itemize)   |   | 4              | 4,3/2,709.            |
|                           |        |  | dumo (h) line 20                        | 5              |                       |
| <u>v</u> _                | ı Uldi | net assets or fund balances at end of year (line 4 minus line 5) - Part II, co                                 | numm (u), mme 30                        |                | 4,372,709.            |

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| Part IV   Capital Gains  | and Losses for Tax on I  | nvestment                                | Income                               |          |                                     |              |                                 |   |
|--|--|--|--------------------------------------|----------|-------------------------------------|--------------|---------------------------------|---|
|  | ribe the kind(s) of property sold (e.grehouse; or common stock, 200 sh       |  |                                      | `P-      | ow acquired<br>Purchase<br>Donation |              | acquired<br>day, yr.)           | (d) Date sold<br>(mo., day, yr.)        |
| 1a   |  |  |                                      |          |                                     |              |                                 |   |
| b SEE ATTACHED   | STATEMENTS   |  |                                      | <u> </u> |                                     |              |                                 |   |
| <u>c</u>   |  |  |                                      | -        |                                     | -            |                                 |   |
| <u>_d</u>  |  |  | <del> </del>                         | ┼        |                                     |              |                                 |   |
| (e) Gross sales price  | (f) Depreciation allowed (or allowable)                                      |  | st or other basis<br>expense of sale |          |                                     |              | Gain or (loss)<br>s (f) minus ( |   |
| <u>a</u>   |  |  |                                      |          |                                     |              |                                 |   |
| b  |  |  |                                      |          |                                     |              |                                 |   |
| C  | · · · · · · · · · · · · · · · · · · ·  |  |                                      |          |                                     |              |                                 |   |
| f 629 010  | <del></del>  |  | <u> </u>                             | -        |                                     |              |                                 | 201 011                                 |
| complete only for assets showing   | ig gain in column (h) and owned by   |  | 5,336,22                             | 33.      |                                     | (I) Co.co (( | Cal (b) asia                    | 291,911.                                |
| Complete only for assets showing   | (i) Adjusted basis   | <del></del>                              | cess of col. (i)                     |          | C                                   | ol. (k), but | Col (h) gain<br>not less thar   | 11-0-) <b>or</b>                        |
| (i) F.M.V. as of 12/31/69  | as of 12/31/69   |  | col. (j), if any                     |          |                                     | Losses       | (from col. (                    | h))                                     |
| a  |  |  |                                      |          |                                     |              |                                 |   |
| b  |  |  |                                      |          |                                     |              |                                 |   |
| С  |  |  |                                      |          |                                     |              |                                 |   |
| d  |  |  |                                      |          |                                     |              |                                 |   |
| e  |  |  |                                      |          |                                     |              |                                 | <u>291,911.</u>                         |
| 2 Capital gain net income or (net ca   | pital loss) If gain, also ente   | er in Part I, line<br>0- in Part I, line | 7<br>7                               | }        | 2                                   |              |                                 | 291,911.                                |
| 3 Net short-term capital gain or (los<br>If gain, also enter in Part I, line 8,  | , , ,  | ınd (6):                                 |                                      | 7        |                                     |              |                                 |   |
| Part V Qualification U   | nder Coetien 4040(s) fo  | Dadusa a                                 | Tay on No.                           | 1        | 3                                   |              | N/A                             |   |
| If section 4940(d)(2) applies, leave the Was the foundation liable for the section of the sectio | tion 4942 tax on the distributable ar<br>ify under section 4940(e). Do not c | omplete this pa                          | rt.                                  |          |                                     |              |                                 | Yes X No                                |
|  | each column for each year; see the   | instructions be:                         | fore making any e                    | entries. |                                     |              |                                 | (4)                                     |
| (a)<br>Base period years<br>Calendar year (or tax year beginnir  |  |  | Net value of no                      |          |                                     |              | Distrib<br>(col. (b) div        | (d)<br>ution ratio<br>ided by col. (c)) |
| 2012   |  | 79,061.                                  |                                      |          | 588,66                              |              |                                 | .082608                                 |
| 2011   |  | 78,867.<br>L4,734.                       |                                      |          | 770,89                              |              |                                 | .058452                                 |
| 2010<br>2009   |  | 71,864.                                  |                                      |          | 040,64                              |              |                                 | .025414<br>.017785                      |
| 2008   | · · · · · · · · · · · · · · · · · · ·  | 11,004.                                  |                                      | 4 /      | 040,04                              | 4.           |                                 | •01//03                                 |
| 2 Total of line 1, column (d)  | E year has paried, divide the total  | on line 2 by F                           | or by the number                     | ofvon    | ro                                  | 2            |                                 | .184259                                 |
| 3 Average distribution ratio for the 5<br>the foundation has been in exister   |  | on line 2 by 5,                          | or by the number                     | ui yea   | 15                                  | 3            |                                 | .046065                                 |
| 4 Enter the net value of noncharitab   | le-use assets for 2013 from Part X,  | , line 5                                 |                                      |          |                                     | 4            |                                 | 4,556,799.                              |
| 5 Multiply line 4 by line 3  |  |  |                                      |          |                                     | 5            |                                 | 209,909.                                |
| 6 Enter 1% of net investment incom   | ne (1% of Part I, line 27b)  | -  |                                      |          |                                     | 6            | <u> </u>                        | 3,791.                                  |
| 7 Add lines 5 and 6  |  |  |                                      |          |                                     | 7            |                                 | 213,700.                                |
| 8 Enter qualifying distributions from  |  |  |                                      |          |                                     | 8            |                                 | 185,865.                                |
| If line 8 is equal to or greater than<br>See the Part VI instructions.   | line 7, check the box in Part VI, line                                       | e 1b, and comp                           | lete that part usin                  | ıg a 1%  | tax rate.                           |              |                                 |   |
| 323521 10-10-13  |  |  | <del></del>                          |          |                                     |              | F                               | orm <b>990-PF</b> (2013)                |

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| Earty   Excise Tax Based on Investment Income (Section 4940(a), 4940(b), or 4948 - see instructions)   1  | _  |  | <u>640238</u>                                |            | Page 4         |  |  |  |  |
|---|--|--|--|------------|----------------|--|--|--|--|
| Date of ruling or determination letter:    Commission consideration is the section 4940(e) requirements in Part V, check here   | Pa   | art VI   Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - s   | ee instr                                     | uctio      | ns)            |  |  |  |  |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ and enter 1% of Part I, line 127b 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 497(a)(1) trusts and taxable foundations only. Others enter -0-) 3 3 7, 582. 4 Subbite A (income) tax (domestic section 497(a)(1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3.1 tz oro riess, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3.1 tz oro riess, enter -0- 6 Credition Payments. 2 2013 settimated tax payments and 2012 overpayment credited to 2013 b Exempt foreign organizations - tax withheld at source 1 Tax pad with application for extension of time to file (Form 8868) 6 Ed. 15,000. 6 B.  | 1a   | Exempt operating foundations described in section 4940(d)(2), check here   and enter "N/A" on line 1.  |  |            |                |  |  |  |  |
| of Part I, line 27b C All other domestic foundations entire 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 fines 1 and 2   |  | Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)  |  |            |                |  |  |  |  |
| c All other domestic foundations enter 2% of the 27b. Exempt foreign organizations enter 4% of Part I, line 12, cot. (b).  2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter-0-)  3 doft lines 1 and 2  4 Subtrie A (income) bix (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. It zero of less, enter-0-  5 Tax based on investment income. Subtract line 4 from line 3. It zero of less, enter-0-  5 Tax based on investment income. Subtract line 4 from line 3. It zero of less, enter-0-  6 Credits/Payments:  a 2013 estimated tax payments and 2012 overpayment credited to 2013  6 Ea  | b Domestic foundations that meet the section 4940(e) requirements in Part V, check here   and enter 1% |  |  |            |                |  |  |  |  |
| 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 3.1 tzero or tess, enter -0- 5 Todds/syments: a 2013 estimated tax payments and 2012 overpayment credited to 2013 6 Exempt foreign organizations - tax withheld at source 6 Tax paid with application for extension of time to file (Form 8868) 6 Exempt foreign organizations - tax withheld at source 6 Tax paid with application for extension of time to file (Form 8868) 6 Exempt foreign organizations - tax withheld at source 6 Tax paid with application for extension of time to file (Form 8868) 6 Exempt foreign organizations - tax withheld at source 7 Todd credits and payments. Add fines 6s through 6d 8 Extension or the todd of fines 5 and 8 is more than line 7, enter amount owed 9 Tax due if the todd of fines 5 and 8 is more than line 7, enter amount owed 9 Tax due if the todd of fines 5 and 8 is more than line 7, enter amount owed 10 Overpayment If film 7 is more than the todd of fines 5 and 8, enter the amount overpaid 11 Either the amount of film 10 to 5 credited to 2014 statistical tax by 11, 532. Refunded by 11 1, 532.  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 campaging?  b Did it spend more than \$100 during the year (either directly or indirectly) for political explain or or did participate or intervene in any political campaging?  b Did it spend more than \$100 during the year (either directly or indirectly) for political expenditure tax imposed or foundation from the 4 facility of the 4 facil    | of Part I, line 27b  |  |  |            |                |  |  |  |  |
| 3 7, 582.  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. fl.zor or less, enter-0-  6 Credits/Payments:  a 2013 estimated tax payments and 2012 overpayment credited to 2013  6 Each 4, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1,  | C  | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).   |  |            |                |  |  |  |  |
| 4 Subtite A (income) tax (domestic section 4947(a)(1) fursis and taxable foundations only, 0thers enter -0- 5 Tax based on investment income. Subtract time 4 from line 3. If zero or less, enter -0- 6 Credits/Payments. a 2013 estimated tax payments and 2012 overpayment credited to 2013 6 Exempt foreign organizations - tax withheld at source 6 Tax based with application for extension of time to file (Form 8868) 6 Exampt foreign organizations - tax withheld at source 6 Backup withholding is crioneously withheld 7 Total credits and payments. Add lines 5 afterough 6 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 the 10tal of lines 5 and 8, enter the amount owed 9 Tax due If the total of lines 5 and 8 is more than the 10tal of lines 5 and 8, enter the amount owerpaid 10 Overpayment If line 7 is more than the 10tal of lines 5 and 8, enter the amount overpaid 11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ► 11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ► 11 Ly 53 2. Refunded ► 11 D.  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 optional campaign?  b Did it spend more than 5100 during the year (either directly or indurectly) for political purposes (see instructions for the definition)?  If the answer is "Yes" to 1a or 1b, attach a defailed description of the activities or distributed by the foundation more nonnection with the activities  c Did the foundation his amount of any other appealment of the activities  1 Enter the rembursement (if any) band by the foundation during the year?  If "Yes," attach a defailed description of the activities  3 Has the foundation have unrelied business gross income of \$1,000 or more during the year?  If "Yes," attach the astraction on Form 990-T for this year?  Did the foundation have unrelied busin      | 2  | Tax under section 511 (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 1 Tax paid with application for exercision of time to life (Form 8868) 6 Backup withholding erroneously withheld 7 Total credits and payments. Add line Sa through 6d 8 Enter any penalty for underpayment of estimated tax. Check here if if Form 2220 is attached 9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount own of the sound of the      | 3  | Add lines 1 and 2  |  | <u>7,5</u> |                |  |  |  |  |
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| 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 campagin?  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 corpies of any materials published or distributed by the foundation in connection with the activities   c Did the foundation file Form 1120-PDL for this year?  d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:  (1) On the foundation   | 10   |  | 1  | 1,5        |                |  |  |  |  |
| 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) 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-P0L 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. ► \$  if "Yes," attach a detailed description of the activities  3 Has the foundation mapage 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  Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:  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  7 X   8a Enter the s |  |  | <del></del>                                  |            | <u>0.</u>      |  |  |  |  |
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| c Did the foundation file Form 1120-PQL 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  A rethe requirements of section 506(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(i)(3) or 4942(i)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions   |  |  |  |            |                |  |  |  |  |
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| 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  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?  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  7 X  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  9 X  | a  |  |  |            |                |  |  |  |  |
| 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  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?  4b 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  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  7 X  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(i)(3) or 4942(i)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV  9 X  |  |  |  |            |                |  |  |  |  |
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| year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV  | 9  |  |  | l          |                |  |  |  |  |
|   |  |  | 9  | -          | Х              |  |  |  |  |
|   | 10   |  |  |            |                |  |  |  |  |

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|    | 990-PF (2013) WILLIAM J. MCKEE CHARITABLE FOUNDATION 04-664   | )238           |           | Page 5   |
|----|---|----------------|-----------|----------|
| Pa | rt 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             |           | Х        |
| 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             |           | Х        |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?                                     | 13             | Х         |          |
|    | Website address ► N/A   |                |           |          |
| 14 | The books are in care of ► FLETCHER TILTON PC  Telephone no. ► 508-45   | 59-8           | 000       |          |
|    | Located at ▶ 370 MAIN STREET, 12TH FLOOR, WORCESTER, MA ZIP+4 ▶03   | 1608           |           |          |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here   |                | <u> </u>  | X        |
|    | and enter the amount of tax-exempt interest received or accrued during the year   |                |           | 1.       |
| 16 | At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank,                            |                | Yes       | No       |
|    | securities, or other financial account in a foreign country?  | 16             |           | X        |
|    | See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign                              |                |           |          |
|    | country   |                |           |          |
| Pa | rt VII-B Statements Regarding Activities for Which Form 4720 May Be Required  |                |           |          |
|    | File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.   |                | Yes       | No       |
| 1a | During the year did the foundation (either directly or indirectly):   |                |           |          |
|    | (1) Engage in the sale or exchange, or leasing of property with a disqualified person?  |                |           |          |
|    | (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)   |                |           |          |
|    | a disqualified person? Yes X No   |                |           |          |
|    | (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No   |                |           |          |
|    | (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?   X 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)?   |                |           |          |
|    | (6) Agree to pay money or property to a government official? (Exception. Check "No"   |                |           |          |
|    | if the foundation agreed to make a grant to or to employ the official for a period after  |                |           |          |
|    | termination of government service, if terminating within 90 days.)  |                |           |          |
| b  | If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations                                  |                |           |          |
|    | section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?   | 1b             |           | Х        |
|    | 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             |           | 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?  |                |           |          |
|    | If "Yes," list the years $\blacktriangleright$  |                |           |          |
| 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.  |                |           |          |
|    | <b>&gt;</b>   |                |           |          |
| 3а | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time   |                |           |          |
|    | during the year? $\qquad \qquad  |                |           |          |
| þ  | 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             |           |          |
|    | 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             | <u></u> _ | <u>X</u> |
|    | Fo  | rm <b>99</b> 0 | )-PF      | (2013)   |

| Part VII-B   Statements Regarding Activities for Which   |   |                                       | 04-66402   | 38          | Page 6              |
|--|---|---------------------------------------|--|-------------|---------------------|
|  | FOITH 4720 IVIAY DE                           | nequired (contin                      | <u>uea)                                      </u>              |             | -                   |
| 5a During the year did the foundation pay or incur any amount to:  | 4045(0)\9                                     |                                       | es X No  |             |                     |
| <ol> <li>Carry on propaganda, or otherwise attempt to influence legislation (section).</li> <li>Influence the outcome of any specific public election (see section 4955);</li> </ol> |   |                                       | ן מא בבו פּּ   |             |                     |
| any voter registration drive?  | or to carry on, un ectily or mus              |                                       | es X No  |             |                     |
| (3) Provide a grant to an individual for travel, study, or other similar purpose   |   | · · · · · · · · · · · · · · · · · · · | es X No  |             |                     |
| (4) Provide a grant to an individual for daver, study, or other similar purpose (4) Provide a grant to an organization other than a charitable, etc., organization                   |   | ١٠ الـــا                             | וא נא וא   |             |                     |
| 509(a)(1), (2), or (3), or section 4940(d)(2)?   | ion described in Section                      |                                       | es X No  | ľ           |                     |
| (5) Provide for any purpose other than religious, charitable, scientific, literary   | v or adjugational numbers or                  |                                       | is Lal NU  |             |                     |
| the prevention of cruelty to children or animals?  | y, or educational purposes, or                |                                       | es X No  |             | 1                   |
| b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify up  | <br>nder the eventions described              |                                       | 38 LAL 110   |             |                     |
| section 53.4945 or in a current notice regarding disaster assistance (see insti  | •   | iii ricgulations                      | N/A  | 5b          |                     |
| Organizations relying on a current notice regarding disaster assistance check  |   |                                       |  | -           | <del> </del>        |
| c If the answer is "Yes" to question 5a(4), does the foundation claim exemption  | •   | ained                                 |  |             |                     |
| expenditure responsibility for the grant?  |   |                                       | es 🔲 No  |             |                     |
| If "Yes," attach the statement required by Regulations section 53 49-  | ••  | ,                                     |  |             |                     |
| <b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to   |   |                                       |  |             |                     |
| a personal benefit contract?   | pay promisino orr                             | ☐ <b>Y</b>                            | es X No  |             |                     |
| <b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a   | personal benefit contract?                    |                                       |  | 6ь          | X                   |
| If "Yes" to 6b, file Form 8870   | F   |                                       | 1  |             | <del> </del>        |
| 7a At any time during the tax year, was the foundation a party to a prohibited tax   | shelter transaction?                          | Y6                                    | es X No  |             |                     |
| b If "Yes," did the foundation receive any proceeds or have any net income attrib  |   |                                       | —  | 7b          | <del> </del>        |
| Part VIII Information About Officers, Directors, Trus  |   | anagers, Highly                       |  | <del></del> |                     |
| Paid Employees, and Contractors  |   |                                       |  |             |                     |
| 1 List all officers, directors, trustees, foundation managers and their  | r compensation.                               |                                       |  |             |                     |
| (-) Name and address   | (b) Title, and average hours per week devoted | (c) Compensation<br>(If not paid,     | (d) Contributions to<br>employee benefit plans<br>and deferred | (e) E       | xpense<br>nt, other |
| (a) Name and address   | to position                                   | enter -0-)                            | and deterred<br>compensation                                   | allov       | vances              |
| JOHN E. HODGSON  | TRUSTEE                                       |                                       |  |             |                     |
| 370 MAIN STREET, 12TH FLOOR  | _   |                                       |  |             |                     |
| WORCESTER, MA 01608  | 1.00  | 75,000.                               | 0.   |             | 0.                  |
|  | _   |                                       |  | }           |                     |
|  | _   |                                       |  |             |                     |
|  |   |                                       |  |             |                     |
|  | 4   |                                       |  |             |                     |
|  | 4   |                                       |  | İ           |                     |
|  |   |                                       |  |             |                     |
|  | 4   |                                       |  |             |                     |
|  | _   |                                       |  |             |                     |
| Componentian of five hydroat poid annihyana (ather them there in   | solved and line 4). If name                   | anter IINONE II                       |  |             |                     |
| 2 Compensation of five highest-paid employees (other than those in   | (b) Title, and average                        | , enter "NONE."                       | (d) Contributions to   | (e) F       | YUGUCO              |
| (a) Name and address of each employee paid more than \$50,000  | hours per week                                | (c) Compensation                      | employee benefit plans<br>and deferred                         | accou       | xpense<br>nt, other |
| MONTE  | devoted to position                           |                                       | compensation   | allow       | vances              |
| NONE   | -   |                                       |  |             |                     |
|  |   |                                       |  |             |                     |
|  | -   |                                       |  |             |                     |
|  |   |                                       |  |             |                     |
| <del></del>  | -   |                                       |  |             |                     |
|  |   |                                       |  |             |                     |
|  | -   |                                       |  |             |                     |
|  | <u>                                     </u>  |                                       |  |             |                     |
|  | -   |                                       |  |             |                     |
| Total number of other employees paid over \$50,000   |   |                                       |  |             |                     |
| TOTAL HOUNDER OF OTHER EMPROYEES BAID OVER \$20,000  |   |                                       |  |             | <u> </u>            |

| Form 990-PF (2013) WILLIAM J. MCKEE CHARITABLE FOUNT  | OATION 0                   | 4-6640238 Page 7 |
|---|----------------------------|------------------|
| Part VIII Information About Officers, Directors, Trustees, Foundat Paid Employees, and Contractors (continued)  | ion Managers, Highly       |                  |
| 3 Five highest-paid independent contractors for professional services. If none, enter                           | 'NONE."                    |                  |
| (a) Name and address of each person paid more than \$50,000   | (b) Type of service        | (c) Compensation |
| FLETCHER TILTON PC - 370 MAIN STREET, 12TH  | TRUST AND ACCO             |                  |
| FLOOR, WORCESTER, MA 01608  | FEES                       | 6,693.           |
|   | _                          |                  |
|   |                            |                  |
|   | -                          |                  |
|   |                            |                  |
|   | -                          |                  |
|   |                            |                  |
|   | j                          |                  |
| 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 statistic | al information such as the | Evanage          |
| number of organizations and other beneficiaries served, conferences convened, research papers produ             | ced, etc.                  | Expenses         |
| 1 <u>N/A</u>  |                            |                  |
|   |                            |                  |
|   |                            |                  |
| 2   |                            |                  |
|   |                            |                  |
| 3   |                            | <del></del>      |
|   |                            |                  |
|   |                            |                  |
| 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 lin          | nes 1 and 2.               | Amount           |
| 1 N/A   |                            |                  |
|   |                            | <del> </del>     |
| 2   | <del></del>                |                  |
|   |                            |                  |
|   |                            |                  |
| All other program-related investments. See instructions.  |                            |                  |
| 3   |                            |                  |
|   |                            |                  |
|   |                            |                  |
| Total. Add lines 1 through 3  |                            | ▶                |

WILLIAM J. MCKEE CHARITABLE FOUNDATION 04-6640238 Form 990-PF (2013) Page 8 Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.) 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 4,304,564. 1a 321,628. 1b b Average of monthly cash balances Fair market value of all other assets 1¢ 4,626,192. Total (add lines 1a, b, and c) 10 Reduction claimed for blockage or other factors reported on lines 1a and 0 1c (attach detailed explanation) 1e Acquisition indebtedness applicable to line 1 assets 4,626,192. Subtract line 2 from line 1d 3 69,393. Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) 4 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 4,556,799. 5 227,840. Minimum investment return Enter 5% of line 5 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.) 227,840. Minimum investment return from Part X, line 6 7,582. Tax on investment income for 2013 from Part VI, line 5 2b Income tax for 2013. (This does not include the tax from Part VI.) 7.582. Add lines 2a and 2b 2c 220,258. Distributable amount before adjustments. Subtract line 2c from line 1 3 Recoveries of amounts treated as qualifying distributions 4 0. 220,258. 5 0. Deduction from distributable amount (see instructions) 6 220,258. Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 Part XII Qualifying Distributions (see instructions)

| 1 | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes                  |    |          |
|---|--|----|----------|
| а | Expenses, contributions, gifts, etc total from Part I, column (d), line 26                                 | 1a | 185,865. |
| 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:                                       |    |          |
| а | 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  | 185,865. |
| 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  | 0.       |
| 6 | Adjusted qualifying distributions Subtract line 5 from line 4  | 6  | 185,865. |
|   |  |    |          |

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

Form **990-PF** (2013)

Part XIII Undistributed Income (see instructions)

|  | (a)<br>Corpus | (b)<br>Years prior to 2012 | (c)<br>2012 | (d)<br>2013                        |
|--|---------------|----------------------------|-------------|------------------------------------|
| 1 Distributable amount for 2013 from Part XI,  |               |                            |             |                                    |
| line 7   |               |                            |             | 220,258.                           |
| 2 Undistributed income, if any, as of the end of 2013  |               |                            |             |                                    |
| a Enter amount for 2012 only   |               |                            | 13,386.     |                                    |
| b Total for prior years:   |               |                            |             |                                    |
|  |               | 0.                         |             | <del></del>                        |
| 3 Excess distributions carryover, if any, to 2013:   |               |                            |             |                                    |
| a From 2008  |               |                            |             |                                    |
| <b>b</b> From 2009   |               |                            |             |                                    |
| c From 2010  |               |                            |             |                                    |
| d From 2011  |               |                            |             |                                    |
| e From 2012  | 0             |                            |             |                                    |
| f Total of lines 3a through e  | 0.            |                            |             |                                    |
| 4 Qualifying distributions for 2013 from   |               |                            |             |                                    |
| Part XII, line 4: ► \$ 185,865.  |               |                            | 12 206      | ,                                  |
| a Applied to 2012, but not more than line 2a   |               |                            | 13,386.     | <del></del>                        |
| b Applied to undistributed income of prior   |               | ^                          |             |                                    |
| years (Election required - see instructions)   | <del></del>   | 0.                         |             |                                    |
| c Treated as distributions out of corpus   | 0.            |                            |             |                                    |
| (Election required - see instructions)   |               |                            |             | 172,479.                           |
| d Applied to 2013 distributable amount e Remaining amount distributed out of corpus  | 0.            |                            |             | 1/2,4/3.                           |
| · · · · · · · · · · · · · · · · · · ·  | 0.            |                            |             | 0.                                 |
| 5 Excess distributions carryover applied to 2013<br>(If an amount appears in column (d), the same amount<br>must be shown in column (a).)                                  | 0.            |                            |             |                                    |
| 6 Enter the net total of each column as indicated below:   |               |                            |             |                                    |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5  | 0.            |                            |             |                                    |
| b Prior years' undistributed income. Subtract  |               |                            |             |                                    |
| line 4b from line 2b   |               | 0.                         |             |                                    |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed |               | 0.                         |             |                                    |
| d Subtract line 6c from line 6b. Taxable   |               |                            |             |                                    |
| amount - see instructions  |               | 0.                         |             |                                    |
| e Undistributed income for 2012. Subtract line   |               |                            |             |                                    |
| 4a from line 2a. Taxable amount - see instr.   |               |                            | 0.          | <del></del>                        |
| f Undistributed income for 2013 Subtract   |               |                            |             |                                    |
| lines 4d and 5 from line 1. This amount must   |               |                            |             |                                    |
| be distributed in 2014   |               |                            |             | <u>47,779.</u>                     |
| 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  | 0.            |                            |             | <del></del>                        |
| 9 Excess distributions carryover to 2014.  |               |                            |             |                                    |
| Subtract lines 7 and 8 from line 6a  | 0.            |                            |             |                                    |
| O Analysis of line 9:  |               |                            |             |                                    |
| a Excess from 2009   |               | İ                          |             |                                    |
| b Excess from 2010   |               |                            |             |                                    |
| c Excess from 2011   |               |                            |             |                                    |
| d Excess from 2012   |               |                            |             |                                    |
| e Excess from 2013   |               |                            |             | Form <b>900</b> - <b>PE</b> (2012) |

| Form 990-PF (2013) WILLIAM  | J. MCKEE  | CHARITABLE F                 | OUNDATION                   | 04-66                       | 40238 Page 1       |
|---|---|------------------------------|-----------------------------|-----------------------------|--------------------|
| Part XIV Private Operating F  | oundations (see in                                    | structions and Part VI       | I-A, question 9)            | N/A                         |                    |
| 1 a If the foundation has received a ruling of  | or determination letter tha                           | it it is a private operating |                             |                             |                    |
| foundation, and the ruling is effective fo  | •   | •                            | <b>▶</b> <u> </u>           | <del></del>                 |                    |
| b Check box to indicate whether the foun  | dation is a private operati                           | ing foundation described     | in section                  | 4942(j)(3) or 49            | 942(j)(5)          |
| 2 a Enter the lesser of the adjusted net  | Tax year  |                              | Prior 3 years               |                             |                    |
| income from Part I or the minimum   | (a) 2013  | (b) 2012                     | (c) 2011                    | (d) 2010                    | (e) Total          |
| investment return from Part X for   |   |                              |                             |                             |                    |
| each year listed  |   |                              |                             |                             |                    |
| <b>b</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 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(i)(3)(B)(i)   |   |                              |                             |                             |                    |
| b "Endowment" alternative test - enter<br>2/3 of minimum investment return<br>shown in Part X, line 6 for each year<br>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   | <u></u>   |                              |                             |                             |                    |
| Part XV Supplementary Info  |   |                              | if the foundation           | had \$5,000 or mo           | ore in assets      |
| at any time during t  | the year-see instr                                    | ructions.)                   |                             |                             |                    |
| Information Regarding Foundation     List any managers of the foundation where year (but only if they have contributed in NONE)                       | o have contributed more<br>nore than \$5,000). (See s | section 507(d)(2).)          |                             |                             |                    |
| b List any managers of the foundation wh<br>other entity) of which the foundation ha  |   |                              | or an equally large porte   | on of the ownership of a p  | artnership or      |
| NONE  |   |                              |                             |                             |                    |
| 2 Information Regarding Contribution Check here ► X if the foundation of the foundation makes gifts, grants, etc.                                     | only makes contributions                              | to preselected charitable    | organizations and does n    | not accept unsolicited requ | ests for funds. If |
| a The name, address, and telephone num  |   |                              |                             |                             | - U.               |
|   | - <del></del>   |                              |                             |                             | **                 |
| <b>b</b> The form in which applications should b  | e submitted and informa                               | tion and materials they sh   | ould include:               |                             |                    |
| c Any submission deadlines:   |   |                              |                             |                             |                    |
| d Any restrictions or limitations on awards   | s, such as by geographic                              | al areas, charitable fields, | kınds of ınstitutions, or o | other factors;              | <u> </u>           |
|   |   |                              |                             |                             |                    |

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Recipient Purpose of grant or contribution Foundation show any relationship to status of Amount any foundation manager Name and address (home or business) recipient or substantial contributor a Paid during the year NEWTON COUNTRY DAY SCHOOL NONE PUBLIC CHARITY DIGOING SUPPORT 785 CENTRE ST NEWTON, MA 02458 10,000. FOUNDATION FOR CHRISTIAN LIVING NONE PUBLIC CHARITY ONGOING SUPPORT 39 OLD RIDGEBURY ROAD DANBURY CT 06810 5,000. VARIOUS PUBLICLY TRADED PARTNERSHIPS K-1 CHARITABLE PAYMENT NONE PO BOX 56169 HOUSTON, TX 77256 18. MASS AUDOBON SOCIETY NONE PUBLIC CHARITY ONGOING SUPPORT 208 SOUTH GREAT ROAD LINCOLN MA 01773 50,000. UMASS MEMORIAL FOUNDATION NONE PUBLIC CHARITY DIGOING SUPPORT ROUTE 9 WORCESTER MA 01604 25 000 SEE CONTINUATION SHEET(S) ▶ 3a Total 145 018. b Approved for future payment NONE **▶** 3b Total

## Part XVI-A Analysis of Income-Producing Activities

| Enter gross amounts unless otherwise indicated.                | Unrelated       | ousiness income     |                       | y section 512, 513, or 514 | (e)                               |  |
|--|-----------------|---------------------|-----------------------|----------------------------|-----------------------------------|--|
| -  | (a)<br>Business | (b)<br>Amount       | (C)<br>Exclu-<br>sion | (d)<br>Amount              | Related or exempt function income |  |
| 1 Program service revenue:                                     | code            |                     | code                  | Amount                     | Tunction income                   |  |
| å  |                 |                     |                       |                            |                                   |  |
| b  |                 | <del></del>         | -                     |                            |                                   |  |
| C  | -               |                     |                       |                            | <del>_</del>                      |  |
| d  | -               |                     | <u> </u>              |                            |                                   |  |
| e  | _               |                     |                       |                            |                                   |  |
| f  | -               |                     | -                     |                            | <del></del>                       |  |
| g Fees and contracts from government agencies                  |                 |                     |                       |                            | <del></del>                       |  |
| 2 Membership dues and assessments                              |                 |                     |                       |                            |                                   |  |
| 3 Interest on savings and temporary cash                       |                 |                     |                       | 26 100                     |                                   |  |
| investments  |                 |                     | 14                    | 26,102.                    |                                   |  |
| 4 Dividends and interest from securities                       |                 |                     | 14                    | 117,696.                   |                                   |  |
| 5 Net rental income or (loss) from real estate:                |                 |                     | -                     |                            |                                   |  |
| a Debt-financed property                                       |                 |                     |                       |                            |                                   |  |
| b Not debt-financed property                                   |                 |                     | ļ                     |                            |                                   |  |
| 6 Net rental income or (loss) from personal property           |                 |                     |                       |                            |                                   |  |
| 7 Other investment income                                      |                 |                     | 14                    | -6,447.                    |                                   |  |
| 8 Gain or (loss) from sales of assets other                    |                 |                     |                       |                            |                                   |  |
| than inventory   |                 |                     | 18                    | 291,911.                   |                                   |  |
| 9 Net income or (loss) from special events                     |                 |                     |                       |                            |                                   |  |
| O Gross profit or (loss) from sales of inventory               |                 |                     |                       |                            |                                   |  |
| 1 Other revenue:   |                 |                     |                       |                            | ·                                 |  |
| a SEE STATEMENT 9  |                 | -16,222.            |                       |                            | 35                                |  |
| b  |                 |                     |                       |                            |                                   |  |
| C  |                 |                     |                       |                            |                                   |  |
| d  |                 | ·                   |                       |                            |                                   |  |
| e  |                 |                     |                       |                            |                                   |  |
| 2 Subtotal. Add columns (b), (d), and (e)                      | -               | -16,222.            |                       | 429,262.                   | 35                                |  |
| 3 Total. Add line 12, columns (b), (d), and (e)                |                 | -                   |                       | 13                         |                                   |  |
| See worksheet in line 13 instructions to verify calculations.) |                 |                     |                       |                            |                                   |  |
| Part XVI-B Relationship of Activities                          | to the Accor    | nlishment of F      | remnt Pi              | Irnoses                    |                                   |  |
| Total on only of Additions                                     | to the Accord   | .p.i.oiiiioiit Oi L | .ompt i t             |                            |                                   |  |

| 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). |  |  |             |             |             |  |  |
|----------|---|--|--|-------------|-------------|-------------|--|--|
| 11       |   |  |  |             |             | MUTUAL      |  |  |
|          |   |  |  |             |             |             |  |  |
|          |   |  |  |             | <del></del> |             |  |  |
|          | -   |  |  |             |             | <del></del> |  |  |
|          |   |  |  |             |             |             |  |  |
|          |   |  |  |             |             |             |  |  |
|          |   |  |  | <del></del> |             |             |  |  |
|          |   |  |  |             |             |             |  |  |
|          |   |  |  |             |             |             |  |  |
|          |   |  |  |             |             |             |  |  |
|          |   |  |  |             |             |             |  |  |
|          |   |  |  |             |             |             |  |  |
|          |   |  |  |             |             |             |  |  |
| _        |   |  |  |             |             |             |  |  |
|          |   |  |  |             |             |             |  |  |
| -        |   |  |  |             |             |             |  |  |

|            |   | AM U. MCKEE                                      |                    |   |                        |                                 | 40230                      |                  | ge 13    |
|------------|---|--|--------------------|---|------------------------|---------------------------------|----------------------------|------------------|----------|
| Part       |   | egarding Transfers                               | To and Tra         | insactions a                            | nd Relations           | ships With Noncl                | naritable                  | е                |          |
|            | Exempt Organ  |  | <del> </del>       |   |                        |                                 |                            | N/ 1             | N.       |
|            | d the organization directly or indi                 |  |                    |   |                        | tion 501(c) of                  |                            | Yes              | No       |
|            | e Code (other than section 501(c                    |  |                    |   | izations?              |                                 | -                          |                  |          |
|            | ansfers from the reporting found                    | ation to a noncharitable exel                    | mpt organization   | OF.                                     |                        |                                 |                            |                  | 37       |
| •          | ) Cash  |  | ••                 |   |                        |                                 | 1a(1)                      |                  | <u>X</u> |
| •          | ) Other assets                                      |  | ••                 |   |                        |                                 | 1a(2)                      |                  | X        |
|            | her transactions                                    |  |                    |   |                        |                                 | İ                          |                  |          |
|            | ) Sales of assets to a noncharita                   | • •  |                    |   |                        |                                 | 1b(1)                      |                  | X        |
| •          | Purchases of assets from a no                       |  | ation              |   |                        |                                 | 1b(2)                      |                  | <u>X</u> |
|            | ) Rental of facilities, equipment,                  |  | -                  |   |                        |                                 | 1b(3)                      |                  | X        |
| • •        | ) Reimbursement arrangements                        | i  | •                  |   |                        |                                 | 1b(4)                      |                  | X        |
|            | ) Loans or loan guarantees                          |  |                    |   |                        |                                 | 1b(5)                      |                  | <u>X</u> |
|            | ) Performance of services or me                     | •  |                    |   |                        |                                 | 1b(6)                      |                  | X        |
|            | naring of facilities, equipment, ma                 | •  |                    |   |                        |                                 | <u>  1c</u>                | لــــا           | X        |
|            | the answer to any of the above is                   |  |                    |   |                        |                                 |                            | sets,            |          |
|            | services given by the reporting for                 |  |                    | in fair market valu                     | e in any transaction   | n or sharing arrangemen         | it, show in                |                  |          |
|            | lumn (d) the value of the goods,                    | · · · · · · · · · · · · · · · · · · ·            |                    | vecanization.                           | 1 (4) - :              |                                 |                            |                  |          |
| (a) Line i | no (U) Amount involved                              | (c) Name of nonch                                |                    | n yanızatıdı                            | (d) Description        | n of transfers, transactions, a | ind sharing ar             | rangeme          | nts      |
|            |   | IN IN  | /A                 |   |                        |                                 |                            |                  |          |
|            |   | <del> </del>                                     |                    | ·                                       | - <del></del>          | <del></del>                     |                            |                  |          |
|            |   | <del> </del>                                     | ·                  |   | +                      |                                 |                            |                  | -        |
|            |   | <u> </u>   |                    |   | +                      |                                 |                            |                  |          |
|            |   | <del>                                     </del> |                    |   | +                      |                                 |                            |                  |          |
|            |   | <del> </del>                                     |                    | <del></del>                             |                        |                                 |                            |                  |          |
|            |   |  |                    |   |                        | ······                          |                            |                  |          |
|            |   | <del> </del>                                     |                    | <del></del>                             |                        | <del></del>                     |                            |                  |          |
|            |   |  |                    |   | -                      | <del></del>                     |                            |                  |          |
|            |   | <del>                                     </del> |                    | •                                       |                        |                                 |                            |                  |          |
|            |   |  |                    |   | -                      |                                 |                            |                  |          |
|            |   |  |                    |   |                        |                                 |                            |                  |          |
|            |   | <del> </del>                                     |                    |   | +                      |                                 |                            |                  |          |
|            |   |  |                    |   |                        |                                 |                            |                  |          |
|            |   | <del> </del>                                     | ·                  |   | _                      |                                 |                            |                  |          |
|            |   | 1 " " 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1          | <del></del>        | <del></del>                             | <del></del>            |                                 |                            |                  |          |
|            | the foundation directly or indirect                 |  |                    | ax-exempt organiz                       | ations described       |                                 | ۲                          | [ <del>1</del> 2 | ٦        |
|            | section 501(c) of the Code (other                   | , ,, ,,  | in section 5277    |   |                        |                                 | Yes                        | LA               | No       |
| וו ס       | Yes," complete the following sch<br>(a) Name of org |  | (h) Type           | of organization                         |                        | (c) Description of relation     | nehin                      |                  |          |
|            | N/A   | janization                                       | ( <b>b)</b> Type   | Of Organization                         |                        | (c) Description of relation     | изпір                      |                  |          |
|            | N/A   | <del></del>                                      |                    |   | <del></del>            |                                 |                            |                  |          |
|            |   |  |                    |   |                        |                                 |                            |                  |          |
|            |   | <del></del>                                      |                    |   |                        |                                 | -                          |                  |          |
|            |   | **************************************           |                    |   | <del></del>            |                                 |                            |                  |          |
|            | Under penalties of perjury, I declare               | that I have examined this return                 | including accompar | ying schedules and                      | statements, and to the | hest of my knowledge =          | ·                          |                  |          |
| Sign       | and belief, it is true, correct, and con            |  |                    |   |                        | has any knowledge               | May the IRS return with th |                  |          |
| Here       | 15  | Mor  | ı                  | 61/12/14                                | MDITCMI                | ł                               | shown below                | (see inst        | ታ )?     |
|            | Signature of officer or trustee                     | , , , , , ,                                      | Dar                | V 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 | Trusti                 | <u> </u>                        | X Yes                      |                  | J No     |
|            | Print/Type preparer's na                            |  | rer's eignature    | 1                                       | Date                   | Check T If PTI                  | N                          |                  |          |
|            | 1 mo type preparer 5 ma                             |  |                    | 9                                       | Date                   | self- employed                  | ••                         |                  |          |
| Paid       | ROBERT THO  | MPSON  | 14/                |   | 11/07/14               |                                 | 01236                      | 202              |          |
| Prep       |   | TCHER TILTON                                     | PC                 |   | 11/07/14               | Firm's EIN ▶ 04 -               |                            |                  |          |
| Use        | 7 mm o manno  | TOHER TIMION                                     | FC                 |   |                        | ramsem ► V4-                    | 40400                      | υŢ               |          |

Firm's address ▶ 370 MAIN STREET, 12TH FLOOR

WORCESTER, MA 01608-1779

Phone no. (508)459-8000

| FORM 990-PF INTERE                 | ST ON SAVIN     | SS AND | TEMPOR                    | ARY C                       | CASH IN             | VESTMENTS                     | Si                            | PATEMENT                 | 1 |
|------------------------------------|-----------------|--------|---------------------------|-----------------------------|---------------------|-------------------------------|-------------------------------|--------------------------|---|
| SOURCE                             |                 |        | (A)<br>REVENUE<br>ER BOOK | (B) NET INVESTMENT S INCOME |                     |                               | (C)<br>ADJUSTED<br>NET INCOME |                          |   |
| MERRILL LYNCH                      |                 |        | 24,270. 24,270.           |                             |                     |                               |                               |                          |   |
| MERRILL LYNCH - OIL                | )               |        | 1,832.                    |                             |                     | 1,832.                        |                               |                          |   |
| TOTAL TO PART I, LI                | NE 3            |        | 26,102. 26,102            |                             |                     | 26,102.                       |                               |                          |   |
| FORM 990-PF                        | DIVIDENDS       | AND I  | NTEREST                   | FROM                        | I SECUR             | ITIES                         | Si                            | ATEMENT                  | 2 |
| SOURCE                             | GROSS<br>AMOUNT | GA     | ITAL<br>INS<br>DENDS      | REV                         | A)<br>ENUE<br>BOOKS | (B)<br>NET INVES<br>MENT INCO |                               | (C)<br>ADJUST<br>NET INC |   |
| BUCKEYE PARTNERS                   |                 |        |                           |                             |                     |                               |                               |                          |   |
| K-1 - DIVIDENDS                    | 11.             |        | 0.                        |                             | 11.                 | 1                             | 11.                           |                          |   |
| BUCKEYE PARTNERS<br>K-1 - INTEREST | 9.              |        | 0.                        | 9.                          |                     |                               | 9.                            |                          |   |
| KINDER MORGAN K-1                  |                 |        |                           | <b>,</b>                    |                     |                               | •                             |                          |   |
| - DIVIDENDS                        | 2.              |        | 0.                        | 2.                          |                     |                               | 2.                            |                          |   |
| KINDER MORGAN K-1<br>- INTEREST    | 2.              |        | 0.                        | 2.                          |                     |                               | 2.                            |                          |   |
| MERRILL LYNCH                      | 107,062.        |        | 0.                        | 10                          | 7,062.              | 107,06                        |                               |                          |   |
| MERRILL LYNCH -                    |                 |        |                           |                             |                     | -                             |                               |                          |   |
| CGD                                | 9,565.          |        | 9,565.                    |                             | 0.                  |                               | 0.                            |                          |   |
| MERRILL LYNCH -<br>NON TAX DIST    | 8,987.          |        | 0.                        |                             | 8,987.              |                               | 0.                            |                          |   |
| MERRILL LYNCH 2ND                  | 0,307.          |        | 0.                        |                             | 0,301.              |                               | 0.                            |                          |   |
| 1099                               | 1,513.          |        | 0.                        |                             | 1,513.              | 1,51                          | .3.                           |                          |   |
| NGL ENERGY K-1 -                   |                 |        |                           |                             |                     |                               |                               |                          |   |
| INTEREST                           | 1.              |        | 0.                        |                             | 1.                  |                               | 1.                            |                          |   |
| NORTHERN TIER<br>ENERGY K-1 -      |                 |        |                           |                             |                     |                               |                               |                          |   |
| DIVIDENDS                          | 21.             |        | 0.                        |                             | 21.                 | 2                             | 21.                           |                          |   |
| NORTHERN TIER                      |                 |        |                           |                             |                     |                               |                               |                          |   |
| ENERGY K-1 -                       | _               |        | _                         |                             | _                   |                               |                               |                          |   |
| INTEREST                           | 5.              |        | 0.                        |                             | 5.                  |                               | 5.                            |                          |   |
| REGENCY K-1 - INTEREST             | 4.              |        | 0.                        |                             | 4.                  |                               | 4.                            |                          |   |
| SUBURBAN PROPANE                   |                 |        |                           |                             |                     |                               | - •                           |                          |   |
| K-1 - INTEREST                     | 2.              |        | 0.                        |                             | 2.                  |                               | 2.                            |                          |   |
| TEEKAY K-1 -                       | 4.4             |        | •                         |                             |                     | _                             |                               |                          |   |
| INTEREST<br>TEEKAY LNG             | 41.             |        | 0.                        |                             | 41.                 | 4                             | 1.                            |                          |   |
| PARTNERS K-1 -                     |                 |        |                           |                             |                     |                               |                               |                          |   |
| DIVIDENDS                          | 29.             |        | 0.                        |                             | 29.                 | 2                             | 9.                            |                          |   |
|                                    |                 |        |                           |                             |                     |                               |                               |                          |   |

| WILLIAM J. MCKEE   | CHARITABLE                          | FOUNDATION                              | Ī  |   |                                 | 04-6640238                    |
|--|-------------------------------------|---|--|---|---------------------------------|-------------------------------|
| WILLIAMS PARTNERS<br>K-1 - DIVIDENDS   | 1.                                  |   | 0.   | 1.  | 1.                              |                               |
| WILLIAMS PARTNERS<br>K-1 - INTEREST  | 5.                                  | •                                       | 0.   | 5.  | 5.                              |                               |
| WILLIAMS PARTNERS<br>K-1 - T/E INTEREST  | 1.                                  |   | 0.   | 1.  | 0.                              |                               |
| -  | <del></del>                         | _                                       |  |   |                                 | <u> </u>                      |
| TO PART I, LINE 4  | 127,261.                            | = ===================================== | 5. 117,  | <del></del>   | 108,708.                        |                               |
| FORM 990-PF  |                                     | OTHER I                                 | NCOME  |   | S                               | TATEMENT 3                    |
| DESCRIPTION  |                                     |   | (A)<br>REVENUE<br>PER BOOKS  |   | (B)<br>ET INVEST-<br>ENT INCOME |                               |
| COST BASIS ADJUSTMENT YEAR CASH TO ACCRUAL ADJUSTMENT OF THE PROPERTY OF THE P | USTMENT K-1 1 PARTNERS K1 1 ERS K-1 | -1                                      | -2,63<br>-3,81<br>49<br>-4,21<br>-1,43<br>-1,61<br>-7,36<br>-37<br>-42<br>-14<br>-66<br>-20<br>-13<br>-14<br>3 | 7.<br>6.<br>0.<br>5.<br>7.<br>11.<br>88.<br>90.<br>77.<br>09. |                                 |                               |
| FORM 990-PF  |                                     | ACCOUNTI                                | NG FEES  |   | S                               | TATEMENT 4                    |
| DESCRIPTION  |                                     | (A)<br>EXPENSES<br>PER BOOKS            | (B)<br>NET INVEST<br>MENT INCOM  |   | (C)<br>ADJUSTED<br>NET INCOME   | (D)<br>CHARITABLE<br>PURPOSES |
| ACCOUNTING FEES  | <del></del>                         | 6,693.                                  | 3,34   | 46.   | ··········                      | 3,347.                        |

6,693.

3,346.

TO FORM 990-PF, PG 1, LN 16B

3,347.

| FORM 990-PF  | TAX                          | ES   | STATEMENT 5  |  |
|--|------------------------------|--|--|--|
| DESCRIPTION  | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME            | (C)<br>ADJUSTEI<br>NET INCOM                                 |  |
| FOREIGN TAXES<br>FEDERAL TAXES   | 284.<br>2,631.               | 0.0  |  | 0.   |
| TO FORM 990-PF, PG 1, LN 18  | 2,915.                       | 0  |  | 0.   |
| FORM 990-PF  | OTHER E                      | XPENSES                                      |  | STATEMENT 6  |
| DESCRIPTION  | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME            | (C)<br>ADJUSTED<br>NET INCOM                                 |  |
| INVESTMENT EXPENSES K-1 DEDUCTIONS   | 289.<br>84.                  | 289  |  | 0.   |
| TO FORM 990-PF, PG 1, LN 23  | 373.                         | 318  |  | 0.   |
| FORM 990-PF  | OTHER INV                    | ESTMENTS                                     |  | STATEMENT 7  |
| DESCRIPTION  |                              | LUATION<br>ETHOD BO                          | OOK VALUE  | FAIR MARKET<br>VALUE   |
| MUTUAL FUNDS EQUITIES PREFERRED STOCK ALTERNATIVE INV CORP BONDS OTHER INVESTMENTS | (                            | COST<br>COST<br>COST<br>COST<br>COST<br>COST | 1,409,098.<br>1,593,227.<br>850,000.<br>200,000.<br>273,009. | 1,452,971.<br>1,961,675.<br>733,962.<br>140,800.<br>211,033. |
| TOTAL TO FORM 990-PF, PART II  | , LINE 13                    |  | 4,325,334.   | 4,500,441.   |

| FORM 990-PF  | R LIABILITIES              |                               |              | STATEMENT          | 8         |     |
|--|----------------------------|-------------------------------|--------------|--------------------|-----------|-----|
| DESCRIPTION  |                            | воч                           | AMOUNT       | EOY AMOUNT         |           |     |
| INVESTMENT LIABILITIES                                   |                            | 150,8                         |              |                    | 695.      |     |
| TOTAL TO FORM 990-PF, PART                               | 22                         |                               | 150,838.     | 8,695.             |           |     |
| FORM 990-PF  | OT                         | HER REVENUE                   |              |                    | STATEMENT | 9   |
| DESCRIPTION  | BUS<br>CODE                | UNRELATED<br>BUSINESS INC     | EXCL<br>CODE | EXCLUDED<br>AMOUNT |           | NC- |
| ACCESS MIDSTREAM K-1<br>ENTERPRISE PRODUCT               | 523000<br>523000<br>523000 | 496.<br>-4,210.               |              |                    |           |     |
| PARTNERS K-1 REGENCY ENERGY K-1 WILLIAMS PARTNERS K-1    | 523000<br>523000           | -1,435.<br>-1,617.<br>-7,361. |              |                    |           |     |
| NORTHERN TIER K-1<br>TEEKAY LNG K-1<br>KINDER MORGAN K-1 | 523000<br>523000<br>523000 | -378.<br>-429.<br>-142.       |              |                    |           |     |
| SUBURBAN PROPANE K-1<br>DCP MIDSTREAM PARTNERS<br>K-1    | 523000<br>523000           | -660.<br>-207.                |              |                    |           |     |
| CVR PARTNERS K-1<br>NGL ENERGY K-1                       | 523000<br>523000           | -130.<br>-149.                |              |                    |           |     |
| MERRILL LYNCH RETURN OF<br>FEES                          | 523000                     |                               |              |                    | :         | 35. |
| TOTAL TO FORM 990-PF, PG 1                               | l2, LN 11                  | -16,222.                      | •            |                    |           | 35. |

| Capital gain net income or (net capital loss)  | { If gain, also enter in Part I, line 7 } |   | 2 |  |
|--|---|---|---|--|
| Net short-term capital gain or (loss) as defined if gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 | , ,                                       | } | 3 |  |

194.

-38.

Π

0

| 0 |   |  |   |   | 9,565.   |
|---|---|--|---|---|----------|
| 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 | 291,911. |
| 3 | Net short-term capital gain or (loss) as defined in s<br>If gain, also enter in Part I, line 8, column (c).<br>If (loss), enter "-0-" in Part I, line 8 | sections 1222(5) and (6)   | } | 3 | N/A      |

-736.

-968.

m

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WILLIAM J. MCKEE CHARITABLE FOUNDATION 04-6640238 Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Purpose of grant or contribution show any relationship to any foundation manager or substantial contributor Foundation status of recipient Amount Name and address (home or business) UNITED CONGREGATIONAL CHURCH NONE PUBLIC CHARITY DIGOING SUPPORT MAIN STREET WORCESTER MA 01608 15,000. PUBLIC CHARITY ONGOING SUPPORT WORCESTER ANIMAL RESCUE LEAGUE NONE 139 HOLDEN ST WORCESTER MA 01606 40,000.

55,000

Total from continuation sheets