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Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

2013Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
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 ▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

Name of foundation Amica Companies Foundation		A Employer identification number 05-0493445						
Number and street (or P O box number if mail is not delivered to street address) 100 Amica Way		B Telephone number (see instructions) (800) 652-6422						
City or town, state or province, country, and ZIP or foreign postal code Lincoln, RI 02865-1156		C If exemption application is pending, check here ☐						
G Check all that apply: <table border="0"> <tr> <td>☐ Initial return</td> <td>☐ Initial return of a former public charity</td> </tr> <tr> <td>☐ Final return</td> <td>☐ Amended return</td> </tr> <tr> <td>☐ Address change</td> <td>☐ Name change</td> </tr> </table>		☐ Initial return	☐ Initial return of a former public charity	☐ Final return	☐ Amended return	☐ Address change	☐ Name change	D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
☐ Initial return	☐ Initial return of a former public charity							
☐ Final return	☐ Amended return							
☐ Address change	☐ Name change							
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐						
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 29,935,865		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐						
J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____								

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)		5,500,000			Statement 1
2 Check ☐ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		3,600	3,600		
4 Dividends and interest from securities		588,682	588,682		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		829,354			
b Gross sales price for all assets on line 6a		4,270,210			
7 Capital gain net income (from Part IV, line 2)			829,354		
8 Net short-term capital gain				0	
9 Income modifications					
10 a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)		7,351	1,343		Statement 1
12 Total. Add lines 1 through 11		6,928,987	1,422,979	0	
13 Compensation of officers, directors, trustees, etc.					
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule)		17,000	17,000		Statement 1
c Other professional fees (attach schedule)					
17 Interest		2,358	2,358		
18 Taxes (attach schedule) (see instructions)		58,666			Statement 1
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23		78,024	19,358	0	0
25 Contributions, gifts, grants paid		1,531,001			1,676,001
26 Total expenses and disbursements. Add lines 24 and 25		1,609,025	19,358	0	1,676,001
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		5,319,962			
b Net investment income (if negative, enter -0-)			1,403,621		
c Adjusted net income (if negative, enter -0-)				0	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		105,927	80,520	80,520
	2	Savings and temporary cash investments		688,795	2,699,871	2,699,871
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶			0	
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶			0	
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶			0	
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)		4,546,260	5,972,134	5,972,134
	b	Investments - corporate stock (attach schedule)		14,813,567	18,525,212	18,525,212
	c	Investments - corporate bonds (attach schedule)		1,552,269	1,751,592	1,751,592
	Liabilities	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶ (attach schedule)			0
12		Investments - mortgage loans				
13		Investments - other (attach schedule)		711,566	826,029	826,029
14		Land, buildings, and equipment basis ▶ Less accumulated depreciation ▶ (attach schedule)			0	
15		Other assets (describe ▶ See Statement 2)		84,572	80,507	80,507
16		Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		22,502,956	29,935,865	29,935,865
17		Accounts payable and accrued expenses				
18		Grants payable		702,500	557,500	
19		Deferred revenue				
20		Loans from officers, directors, trustees, and other disqualified persons				
Net Assets or Fund Balances	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶ Federal Tax and accrued other expenses)		68,401	112,817	
	23	Total liabilities (add lines 17 through 22)		770,901	670,317	
		Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted		21,732,055	29,265,548	
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, . . . ▶ ☐ check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances (see instructions)		21,732,055	29,265,548		
31	Total liabilities and net assets/fund balances (see instructions)		22,502,956	29,935,865		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	21,732,055
2	Enter amount from Part I, line 27a	2	5,319,962
3	Other increases not included in line 2 (itemize) ▶ See Statement 1	3	2,220,882
4	Add lines 1, 2, and 3	4	29,272,899
5	Decreases not included in line 2 (itemize) ▶	5	7,351
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	29,265,548

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Part IV Schedule - Statement 4					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a			0		
b			0		
c			0		
d			0		
e			0		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a		0	0		
b		0	0		
c		0	0		
d		0	0		
e		0	0		
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	829,354	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	1,687,019	21,992,578	0.0767
2011	1,429,378	21,819,848	0.0655
2010	1,486,988	20,465,140	0.0727
2009	1,520,707	18,241,324	0.0834
2008	1,163,923	21,128,813	0.0551
2 Total of line 1, column (d)			2 0.3534
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.0707
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 23,973,603
5 Multiply line 4 by line 3			5 1,694,934
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 14,036
7 Add lines 5 and 6			7 1,708,970
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 1,676,001

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	28,072
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	28,072
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	28,072
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	14,002	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	1,000	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	15,002	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	13,070	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax Refunded	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
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?	X	
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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ Rhode Island		
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.		X
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.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address www.amica.com				
14	The books are in care of Stephen F. Dolan	Telephone no	(800) 652-6422	
	Located at 100 Amica Way, Lincoln, RI	ZIP+4	02865-1156	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year.	15	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country.	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes	☒ No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes	☒ No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	N/A
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	☐ Yes	☒ No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b** N/AOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **7b** N/A**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 3	0.25			

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

Total number of others receiving over \$50,000 for professional services ►

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

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

Form 990-PF (2013)

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	24,158,099
b	Average of monthly cash balances	1b	102,227
c	Fair market value of all other assets (see instructions)	1c	78,357
d	Total (add lines 1a, b, and c)	1d	24,338,683
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	24,338,683
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	365,080
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	23,973,603
6	Minimum investment return. Enter 5% of line 5	6	1,198,680

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	1,198,680
2a	Tax on investment income for 2013 from Part VI, line 5	2a	28,072
b	Income tax for 2013. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	28,072
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,170,608
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,170,608
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,170,608

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,676,001
b	Program-related investments - total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,676,001
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,676,001

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				1,170,608
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008 129,300				
b From 2009 622,129				
c From 2010 469,774				
d From 2011 357,170				
e From 2012 605,490				
f Total of lines 3a through e	2,183,863			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 1,676,001				
a Applied to 2012, but not more than line 2a . . .				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				1,170,608
e Remaining amount distributed out of corpus . .	505,393			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,689,256			
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				
d Subtract line 6c from line 6b Taxable amount - see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . .				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . .	129,300			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	2,559,956			
10 Analysis of line 9				
a Excess from 2009 . . . 622,129				
b Excess from 2010 . . . 469,774				
c Excess from 2011 . . . 357,170				
d Excess from 2012 . . . 605,490				
e Excess from 2013 . . . 505,393				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶

NOT APPLICABLE

b. Check box to indicate whether the foundation is a private operating foundation described in section

	4942(1)(3) or
--	---------------

4942(1)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year

Prior 3 years

(a) 2013

(b) 2012

(c) 2011

(d) 2010

(e) Total:

0

0

0

0

0

0

0

0

0

0

0

0

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Statement 5				1,676,001
Total			▶ 3a	1,676,001
b Approved for future payment See Statement 6				557,500
Total			▶ 3b	557,500

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
	c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

**Sign
Here**

Signature of officer or trustee

11/14/2014
Date

Sr Asst VP, Amica
Title Mutual Insurance Co.

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Thomas O. Cyr

Preparer's signature

Thurs

Date

11/14/2014

Check ☐ if self-employed

PTIN

P00651101

Firm's name ▶ KPMG, LLP

Firm's address ► 2 Financial Center, 60 South Street
Boston, MA

Firm's EIN	▶ 13-5565207
------------	--------------

Phone no (617) 988-1271

Form **990-PF** (2013)

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

OMB No 1545-0047

2013

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

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

Name of the organization

Employer identification number

Amica Companies Foundation

05-0493445

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

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

Special Rules

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

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

Name of organization Amica Companies Foundation	Employer identification number 05-0493445
--	--

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Amica Mutual Insurance Company 100 Amica Way Lincoln, RI 02865-1156	\$ 5,500,000.00	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization

Employer identification number

Amica Companies Foundation

05-0493445

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----

Name of organization

Employer identification number

Amica Companies Foundation

05-0493445

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

Use duplicate copies of Part III if additional space is needed

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

Amica Companies Foundation
Form 990-PF - Return of Private Foundation
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Part I - Analysis of Revenues and Expenses

Line 1 - Contributions, gifts, grants received

Capital contribution received from:
Amica Mutual Insurance Company
100 Amica Way
Lincoln, RI 02865

\$ 5,500,000

Line 11 - Distributive share of partnership's net income (loss)

\$ 7,351

Line 16b - Accounting & Audit Fees

\$ 17,000

Line 18 - Federal Excise Tax

\$ 58,666

Part III - Analysis of Changes in Net Assets or Fund Balances

Line 3 - Net Unrealized Gains on Securities

\$ 2,220,883

Line 5 - Decreases not included in line 2

Distributive share of partnership's net income

\$ 7,351

Amica Companies Foundation
Form 990-PF - Return of Private Foundation
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Part II - Balance Sheet

	Beginning Book Value	Ending Book Value	Ending FMV
Line 10a - U.S. and State Government Obligations	\$ 4,546,260	\$ 5,972,127	\$ 5,972,127
Line 10b - Corporate Stock	\$ 14,813,567	\$ 18,525,212	\$ 18,525,212
Line 10c - Corporate Bonds			
Apache Corporation Notes	9,081	9,272	9,272
Archer Daniels Midland Co	0	31,542	31,542
Avalonbay Communities Inc	0	20,462	20,462
Bank of America Corp	11,656	11,361	11,361
Bank of America Corp	20,273	11,363	11,363
BB&T Corporation NTS	7,461	7,121	7,121
Boston Properties LP SR Notes	23,848	22,967	22,967
Branch Banking & Trust Co	0	15,022	15,022
Bre Properties Inc Notes	5,666	5,485	5,485
Burlington Northern Santa Fe NTS	47,064	44,860	44,860
Camden Property Trust	24,375	22,591	22,591
Canadian Natural Resources	0	11,383	11,383
Cardinal Health Inc	0	11,258	11,258
Chigroup Inc Nts	15,519	0	0
Commonwealth Edison Co First Mort	11,179	10,620	10,620
ConocoPhillips NTS	5,226	5,017	5,017
CR BARD INC NOTES	28,465	26,067	26,067
CSX Corp	0	25,751	25,751
CSX Corp Notes	0	31,326	31,326
CVS Caremark Corp	21,486	20,598	20,598
Dell Inc NTS	5,307	0	0
Duke Energy Co Senior NTS	10,595	10,044	10,044
Duke Energy Corp Nts	30,582	0	0
Duke Energy Senior Notes	0	28,496	28,496
E I Du Pont De Nemours & Co Notes	52,631	51,026	51,026
Eaton Corporation Notes	25,405	0	0
Eaton Corp Senior Notes	0	13,993	13,993
ECOLAB INC notes	0	24,866	24,866
Emerson Electric Co Nts	5,966	5,594	5,594
ERP Operating LTD Capital Corp NTS	30,603	29,260	29,260
Fedex Corp	5,343	5,012	5,012
General Electric Capital Corp Nts	23,594	22,752	22,752
General Mills Inc	12,158	11,615	11,615
Goldman Sachs Group Inc	0	11,449	11,449
Goldman Sachs Group Inc Nts	7,296	7,212	7,212
Goodrich Corp Notes	45,742	0	0
Halliburton Company Senior notes	0	14,541	14,541
Home Depot Inc	0	24,883	24,883
Honeywell International	0	26,823	26,823
Illinois Tool Works Inc	32,628	27,580	27,580
Johnson Controls Inc Notes	11,288	10,862	10,862
JPMorgan Chase & Co	5,701	5,390	5,390
JPMorgan Chase & Co Notes	11,590	11,193	11,193
JPMorgan Chase & Co Nts	14,805	14,163	14,163
Kellogg Co	0	14,222	14,222
Kellogg Company Notes	5,531	5,394	5,394
Kraft Foods Group Inc	0	23,312	23,312
Liberty Property LP SR Notes	12,493	12,143	12,143
Litton Industries Inc	11,531	11,633	11,633
Lockheed Martin Corp Notes	55,035	48,967	48,967
Lowes Companies Inc Notes	0	20,620	20,620
McKesson Corp	118,139	111,484	111,484
National Retail Properties Notes	12,063	11,595	11,595
Norfolk Southern Corp	0	24,224	24,224
Norfolk Southern Corp	12,261	10,928	10,928
Northrop Grumman Corp Notes	0	9,819	9,819
Northrop Grumman Corporation	14,066	12,392	12,392
NuCor Corp Senior Notes	11,059	10,043	10,043
Pacific Gas & Electric Co	27,231	25,014	25,014
Plum Creek Timber LP	36,903	36,283	36,283
PNC Funding Corp Senior Notes	14,932	14,309	14,309
PNC Funding Corp Senior Notes	10,586	10,344	10,344
Progress Energy Inc	20,247	19,257	19,257
Rayonier Inc SR Notes	25,545	23,479	23,479
Raytheon Company BDS	18,623	17,711	17,711
Raytheon Company Bonds	27,631	24,517	24,517
Realty Income Corp	11,523	11,052	11,052
Regency Centers LP Notes	5,783	13,378	13,378
Rohm & Haas Company	0	6,807	6,807
Simon Property Group LP	12,161	28,945	28,945
State Street Corp	17,434	16,286	16,286
State Street Corp Senior Notes	5,270	5,080	5,080
The Dow Chemical Company Notes	0	8,264	8,264
The Southern Company SER 2013A	0	23,349	23,349
Toyota Motor Credit Corp	27,227	25,380	25,380
UDR Inc Med-Term Notes	5,499	5,138	5,138
UDR Inc Medium-Term Notes	16,520	16,102	16,102
Union Pacific Corporation Notes	53,000	50,758	50,758
United Technologies Corp	31,156	29,510	29,510
US Bancorp	0	15,941	15,941
Verizon Communications	0	10,588	10,588
Virginia Elec & Power Co	0	19,902	19,902
Wells Fargo & Co Med Term Notes	0	10,003	10,003
Wells Fargo & Co Senior Notes	10,628	10,401	10,401
Wells Fargo & Company Nts	10,030	0	0
Xcel Energy Inc	245,704	231,374	231,374
Canadian Natural Resources LTD	0	14,740	14,740
Canadian Natural Resources LTD	100,351	0	0
	\$ 1,552,269	\$ 1,751,592	\$ 1,751,592
Line 13 - Other Investments			
Misc LIT Invested Assets	\$ 711,566	\$ 826,029	\$ 826,029
Line 15 - Other Assets			
Accrued Interest & Dividends	\$ 68,172	\$ 78,357	\$ 78,357
Federal Income Tax Recoverable	18,400	2,150	2,150
	\$ 84,572	\$ 80,507	\$ 80,507

Amica Companies Foundation
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2013

Part VIII - Information About Officers, Directors, etc.

Officers

Robert A. DiMuccio, Chairman, President, & CEO
100 Amica Way
Lincoln, RI 02865

Robert P. Suglia, General Counsel
100 Amica Way
Lincoln, RI 02865

Suzanne E. Casey, Secretary
100 Amica Way
Lincoln, RI 02865

Robert K. Benson, Chief Investment Officer
100 Amica Way
Lincoln, RI 02865

James P. Loring, Treasurer
100 Amica Way
Lincoln, RI 02865

Directors

Robert A. DiMuccio
100 Amica Way
Lincoln, RI 02865

Patricia W. Chadwick
100 Amica Way
Lincoln, RI 02865

Thomas A. Taylor
100 Amica Way
Lincoln, RI 02865

Jeffrey P. Aiken
100 Amica Way
Lincoln, RI 02865

Barry G. Hittner
100 Amica Way
Lincoln, RI 02865

Ronald K. Machtley
100 Amica Way
Lincoln, RI 02865

Debra A. Canales
100 Amica Way
Lincoln, RI 02865

Michael D. Jeans
100 Amica Way
Lincoln, RI 02865

Cheryl W. Snead
100 Amica Way
Lincoln, RI 02865

Richard A. Plotkin
100 Amica Way
Lincoln, RI 02865

Edward F. Degraan
100 Amica Way
Lincoln, RI 02865

Donald J. Reaves
100 Amica Way
Lincoln, RI 02865

All members of the Board serve without compensation

Amica Companies Foundation
Form 990-PF - Return of Private Foundation
2013

Part IV - Capital Gains and Losses for Tax on Investment Income

A	B	C	D	E	F	G
Description	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Gain or (Loss)
ACCO BRANDS CORP	P	05/01/2012	05/16/2013	340	(433)	(93)
ACME PACKET INC	P	03/15/2012	02/07/2013	8,198	(7,635)	563
AGILENT TECHNOLOGIES INC	P	12/07/2012	05/30/2013	11,881	(9,667)	2,215
AIR PRODUCTS & CHEMICALS INC	P	10/09/2008	09/26/2013	11,939	(6,521)	5,417
AMERICAN ASSETS TRUST INC	P	07/24/2012	03/14/2013	1,690	(1,295)	395
APARTMENT INVESTMENT AND MGMT CO	P	12/08/2008	03/14/2013	92	(36)	56
APARTMENT INVESTMENT AND MGMT CO	P	02/12/2013	03/14/2013	6,129	(5,812)	317
APPLIED MATERIALS INC	P	04/11/2008	01/28/2013	13,205	(23,266)	(10,061)
ARCHER-DANIELS-MIDLAND CO	P	01/11/2010	01/17/2013	23,260	(22,748)	512
ASSOCIATED ESTATES REALTY CORP	P	12/15/2010	07/31/2013	1,251	(1,206)	45
AUTOLIV INC	P	09/16/2011	08/08/2013	8,267	(5,291)	2,976
AVALONBAY COMMUNITIES INC	P	10/10/2012	03/14/2013	18,648	(19,376)	(728)
AXIAL CORPORATION INC	P	02/01/2013	02/20/2013	2,121	(1,410)	711
BAXTER INTERNATIONAL INC	P	02/07/2000	09/26/2013	12,841	(5,843)	6,998
BED BATH & BEYOND INC	P	12/07/2012	08/02/2013	14,422	(10,772)	3,650
BEMIS COMPANY INC	P	11/13/2012	08/22/2013	3,083	(2,409)	674
BIOMED IDEC INC	P	01/10/2008	06/27/2013	6,897	(1,943)	4,953
BIOMED REALTY TRUST INC	P	12/08/2008	07/31/2013	3,005	(1,161)	1,844
BLACKROCK INC	P	09/06/2012	04/01/2013	12,167	(8,636)	3,531
BMC SOFTWARE INC	P	11/13/2012	09/11/2013	3,238	(2,783)	455
BOSTON PROPERTIES INC	P	03/14/2013	06/13/2013	1,631	(1,584)	46
BRANDYWINE REALTY TRUST	P	08/21/2012	02/12/2013	3,694	(3,430)	264
BRANDYWINE REALTY TRUST	P	06/01/2010	09/26/2013	3,620	(2,061)	1,559
BRE PROPERTIES INC	P	01/26/2011	03/14/2013	5,180	(4,504)	676
BROADCOM CORP CL A	P	09/16/2010	01/28/2013	10,112	(10,576)	(464)
CIMAREX ENERGY COMPANY	P	08/22/2011	09/27/2013	66,430	(50,261)	16,169
CITY OF MINNEAPOLIS MN	P	10/12/2005	03/01/2013	10,000	(10,000)	0
COLE REAL ESTATE INVESTMENTS INC	P	07/30/2013	08/08/2013	576	(508)	68
COMMONWEALTH REIT	P	03/14/2013	09/26/2013	3,767	(3,584)	184
CORRECTIONS CORP OF AMERICA	P	05/20/2013	09/04/2013	5,363	(6,380)	(1,017)
CSX CORP	P	11/13/2012	07/17/2013	1,202	(956)	246
DAVENPORT IOWA TAX STADIUM SER A	P	11/19/2003	06/01/2013	75,000	(74,931)	69
DELL INC	P	10/05/2011	02/07/2013	55,561	(81,451)	(25,891)
DELL INC NTS	P	04/01/2009	09/13/2013	5,119	(4,999)	120
DESTINATION XL GROUP INC	P	11/16/2012	02/28/2013	9,397	(6,682)	2,715
DIRECTV	P	07/22/2009	10/18/2013	13,016	(5,192)	7,825
DISNEY WALT CO	P	05/20/2011	09/26/2013	23,574	(11,440)	12,134
DUKE ENERGY CORP NTS	P	08/25/2009	08/08/2013	29,690	(26,332)	3,358
DUPONT FABROS TECHNOLOGY INC	P	02/28/2012	03/14/2013	3,129	(2,902)	227
E I DU PONT DE NEMOURS & CO NOTES	P	11/04/2009	08/06/2013	51,997	(49,964)	2,032
EDUCATION REALTY TRUST INC	P	09/18/2012	07/31/2013	2,069	(2,187)	(119)
EQUITY LIFESTYLE PROPERTIES INC	P	02/11/2005	07/31/2013	5,155	(2,423)	2,732
EQUITY RESIDENTIAL	P	12/05/2012	03/14/2013	8,385	(8,147)	237
EXPRESS INC	P	10/26/2012	01/28/2013	1,683	(1,032)	651

EXTRA SPACE STORAGE INC	P	09/19/2008	03/14/2013	5,600	(2,507)	3,093
FEDERAL REALTY INVESTMENT TRUST	P	04/10/2012	06/13/2013	1,460	(1,334)	126
FIRST CITIZENS BANCSHARES INC	P	08/18/2011	03/14/2013	59,719	(55,729)	3,990
FLIR SYSTEMS INC	P	07/10/2012	01/07/2013	12,268	(10,068)	2,200
FORD MOTOR COMPANY	P	03/17/2011	05/30/2013	6,278	(5,642)	636
FOREST LABORATORIES INC	P	09/25/2009	04/01/2013	13,352	(9,447)	3,905
GARDNER DENVER INC	P	08/08/2012	02/28/2013	37,800	(29,801)	7,998
GILEAD SCIENCES INC	P	08/11/2010	06/10/2013	16,831	(5,599)	11,232
GLIMCHER REALTY TRUST	P	07/11/2012	09/26/2013	1,955	(1,916)	39
GLIMCHER REALTY TRUST	P	07/11/2012	06/13/2013	1,480	(1,361)	118
GNMA REMICS SER 2003-32 CL JM	P	11/15/2004	05/16/2013	18,805	(17,942)	863
GOLDMAN SACHS GROUP INC	P	08/07/2008	05/30/2013	51,114	(52,590)	(1,475)
GOODRICH CORP NOTES	P	03/17/2011	08/23/2013	44,385	(40,907)	3,479
GORDMANS STORES INC	P	01/30/2013	05/07/2013	10,010	(11,018)	(1,007)
GOVERNMENT PROPERTIES INCOME	P	01/15/2010	07/31/2013	2,044	(1,756)	288
HALLIBURTON CO	P	11/04/2004	08/22/2013	41,371	(15,768)	25,603
HCP INC	P	03/14/2013	07/31/2013	2,342	(2,523)	(182)
HEINZ H J COMPANY	P	02/07/2007	06/10/2013	23,128	(12,158)	10,969
HERSHA HOSPITALITY TRUST	P	07/28/2010	07/31/2013	1,653	(1,534)	119
HIGHWOODS PROPERTIES INC	P	06/28/2013	07/31/2013	5,176	(4,998)	178
HOME PROPERTIES INC	P	03/14/2013	07/31/2013	5,112	(4,640)	472
HOST HOTELS & RESORTS INC	P	09/07/2011	03/14/2013	3,925	(2,629)	1,295
INVESTORS REAL ESTATE TRUST	P	06/28/2013	09/26/2013	1,113	(1,170)	(57)
JABIL CIRCUIT INC	P	09/16/2011	01/28/2013	18,116	(16,231)	1,886
JDS UNIPHASE CORPORATION	P	09/16/2011	12/12/2013	4,460	(4,959)	(499)
JOY GLOBAL INC	P	06/18/2012	09/27/2013	4,711	(5,152)	(440)
KILROY REALTY CORPORATION	P	11/07/2012	07/31/2013	1,857	(1,553)	304
KIMBERLY-CLARK CORPORATION	P	09/22/1997	05/07/2013	11,396	(4,965)	6,432
KOHL'S CORP	P	03/02/2012	04/11/2013	16,331	(15,985)	346
KRAFT FOODS GROUP INC	P	10/01/2012	03/12/2013	17,950	(12,218)	5,732
LABORATORY CORP OF AMERICA HDGS	P	02/07/2007	03/12/2013	7,716	(4,970)	2,746
LAKELAND FINANCIAL CORPORATION	P	03/19/2013	09/27/2013	13,759	(11,093)	2,667
LATIN AMERICAN DISCOVERY FUND INC	P	12/13/2012	07/01/2013	47	0	47
LATIN AMERICAN DISCOVERY FUND INC	P	10/21/2008	07/01/2013	124	0	124
LEXINGTON REALTY TRUST	P	12/15/2010	07/31/2013	2,200	(1,588)	612
LILLY ELI & CO	P	10/29/2002	07/22/2013	8,092	(9,003)	(911)
LSI INDUSTRIES INC	P	08/23/2011	08/26/2013	21,221	(18,994)	2,227
LTC PROPERTIES INC	P	05/07/2009	07/31/2013	2,285	(1,016)	1,269
MACERICH COMPANY	P	09/04/2012	06/13/2013	1,677	(1,612)	65
MACK-CALI REALTY CORP	P	05/22/2009	09/26/2013	7,728	(8,827)	(1,099)
MALLINCKRODT PLC	P	07/01/2013	08/01/2013	29	(24)	5
MARVELL TECHNOLOGY GROUP LTD	P	08/02/2012	01/28/2013	4,261	(5,111)	(850)
MEDICAL PPTYS TR INC	P	02/28/2012	07/31/2013	1,968	(1,307)	661
MEDTRONIC INC	P	07/30/2003	05/06/2013	18,408	(19,593)	(1,186)
METROPCS COMMUNICATIONS INC	P	08/19/2011	05/01/2013	4,034	(3,266)	768
MICROSOFT CORP	P	02/07/2007	06/10/2013	24,345	(20,224)	4,121
MID-AMERICA APARTMENT COMM INC	P	10/02/2013	10/23/2013	55	(53)	3
MONDELEZ INTERNATIONAL INC	P	03/12/2013	09/26/2013	11,243	(10,006)	1,237
MONDELEZ INTERNATIONAL INC	P	04/27/2007	09/26/2013	7,453	(5,101)	2,352
MORGAN STANLEY ASIA-PACIFIC FUND	P	12/13/2012	06/19/2013	14,778	(12,283)	2,495
MORGAN STANLEY IFHF SPV LP	P	08/01/2011	10/21/2013	17,082	(15,862)	1,220
MORGAN STANLEY PREM PART FD LP	P	01/30/2007	12/31/2013	6,613	(5,615)	998
MORGAN STANLEY PRIVATE MKTS FD III	P	09/07/2007	11/25/2013	29,915	(19,515)	10,400
NATURAL GAS SERVICES GROUP	P	04/25/2012	08/16/2013	42,115	(21,698)	20,417
NETAPP INC	P	10/05/2012	01/28/2013	29,750	(25,312)	4,438

NEWS CORPORATION CL A	P	07/01/2013	09/26/2013	7,157	(3,126)	4,030
NORFOLK SOUTHN CORP	P	12/07/2012	07/17/2013	5,883	(4,729)	1,154
NORTHRIM BANCORP INC	P	01/05/2012	08/27/2013	29,847	(24,551)	5,296
OHIO HSG FIN AGCY 2006 SER O	P	07/23/2009	03/01/2013	5,000	(4,989)	11
OHIO HSG FIN AGCY 2007 SER C	P	03/25/2011	09/01/2013	35,000	(34,916)	84
PARKER HANNIFIN CORPATION	P	09/06/2012	10/18/2013	9,525	(6,877)	2,648
PENNSYLVANIA REAL ESTATE INVT TST	P	06/09/2010	07/31/2013	3,404	(2,293)	1,111
PEPSICO INC	P	09/27/2011	03/18/2013	18,662	(15,171)	3,491
PIEDMONT OFFICE REALTY TRUST	P	06/15/2011	03/14/2013	7,660	(7,631)	29
PIEDMONT OFFICE REALTY TRUST	P	08/21/2012	07/31/2013	870	(764)	106
PITNEY BOWES INC	P	02/07/2007	04/01/2013	3,096	(6,865)	(3,769)
POST PROPERTIES INC	P	10/10/2012	03/14/2013	4,653	(4,520)	134
POST PROPERTIES INC	P	10/26/2010	03/14/2013	4,258	(1,872)	2,386
POTLATCH CORPORATION	P	08/05/2011	01/29/2013	69,574	(51,585)	17,990
PROLOGIS INC	P	09/07/2011	02/12/2013	5,528	(3,742)	1,786
PUBLIC STORAGE	P	12/05/2012	06/13/2013	4,604	(4,397)	207
QUEST DIAGNOSTICS INCORPORATED	P	09/28/1998	03/12/2013	4,347	(328)	4,019
RAYONIER INC	P	10/05/2011	01/28/2013	71,193	(42,793)	28,400
REGENCY CENTERS CORPORATION	P	11/07/2012	07/31/2013	1,729	(1,595)	134
RUBY TUESDAY INC	P	09/27/2011	01/03/2013	2,326	(2,141)	185
RUBY TUESDAY INC	P	07/24/2012	01/08/2013	22,237	(18,128)	4,110
SANDISK CORP	P	04/14/2011	01/28/2013	9,729	(9,082)	647
SENIOR HOUSING PROPERTIES TRUST	P	03/11/2009	07/31/2013	1,318	(686)	631
SIMON PROPERTY GROUP INC	P	04/02/2008	06/13/2013	5,701	(3,519)	2,183
SOUTHWESTERN ENERGY COMPANY	P	01/24/2012	04/01/2013	26,990	(23,387)	3,603
SOVRAN SELF STORAGE INC	P	01/28/2009	02/12/2013	5,018	(1,996)	3,021
SPIRIT REALTY CAPITAL INC	P	07/18/2013	07/29/2013	9	(9)	(0)
STAPLES INC	P	08/19/2011	10/25/2013	9,112	(7,859)	1,253
STATE STREET CORPORATION BOSTON MA	P	02/07/2007	03/14/2013	11,482	(10,269)	1,213
STRATEGIC HOTELS & RESORTS INC	P	02/07/2012	06/13/2013	1,385	(1,191)	193
SUNSTONE HOTEL INVESTORS INC	P	07/28/2010	06/13/2013	1,936	(1,750)	186
SYSCO CORP	P	10/05/2011	03/18/2013	20,519	(19,616)	903
TAUBMAN CENTERS INC	P	03/11/2009	07/31/2013	7,433	(1,737)	5,695
TERADYNE INC	P	06/07/2012	12/12/2013	3,478	(2,992)	486
THE GEO GROUP, INC	P	03/14/2013	09/04/2013	3,060	(3,611)	(551)
THERMO FISHER SCIENTIFIC INC	P	01/08/2008	08/08/2013	12,127	(7,541)	4,587
TWENTY-FIRST CENTURY FOX INC	P	11/29/2005	12/19/2013	62,996	(27,305)	35,692
U S SBA SBIC-PC SER 2005-20G	P	10/25/2006	07/01/2013	2,299	(2,183)	116
U S SBA SBIC-PS 2005-20B	P	03/27/2007	08/01/2013	4,174	(4,006)	169
U S SBA SER 2003-20D	P	01/23/2004	10/01/2013	15,139	(15,187)	(47)
U S SBA SER 2005-20J	P	01/15/2008	10/01/2013	9,701	(9,625)	77
U S SBA SER 2007-20C	P	03/06/2007	09/03/2013	15,265	(15,047)	218
U S SBA SER 2009-20I	P	06/19/2012	03/01/2013	4,408	(4,801)	(393)
U S SBA SER 2009-20I	P	06/19/2012	09/03/2013	4,571	(4,960)	(390)
U S SBA SER 2011-20B	P	09/21/2011	08/01/2013	1,562	(1,641)	(79)
U S SBA SER SBIC-2005-20H	P	08/09/2005	08/01/2013	11,923	(11,812)	112
U S TREASURY INFLATION-IND BOND	P	04/28/2006	05/29/2013	54,859	(36,537)	18,322
U S TREASURY INFLATION-IND BONDS	P	05/22/2009	07/16/2013	50,761	(43,212)	7,549
U S SBA SER 2011-20C	P	03/08/2011	09/03/2013	2,839	(2,806)	33
UDR INC	P	10/10/2012	03/14/2013	4,875	(4,873)	2
UDR INC	P	11/15/2011	03/14/2013	5,729	(5,630)	99
US SBA SER 2007-20E	P	08/02/2007	11/01/2013	10,393	(10,062)	331
UTAH ST GO BDS SER 2010B TAXABLE	P	09/24/2010	03/19/2013	27,462	(25,000)	2,462
UTAH ST GO SER 2009D	P	05/04/2010	03/19/2013	16,411	(13,796)	2,615
UTAH ST GO SER 2009D	P	09/16/2009	03/19/2013	58,610	(50,000)	8,610

VANGUARD EMRG MKS STK IND INS PLUS	P	07/22/2013	12/13/2013	137,563	(137,000)	563
VANGUARD EMRG MKS STK IND INS PLUS	P	05/31/2012	12/13/2013	426,831	(229,691)	197,140
VANGUARD EUROPE STK IND FUND, INST	P	12/19/2012	09/30/2013	49,038	(45,000)	4,038
VANGUARD EUROPE STK IND FUND, INST	P	05/31/2012	12/13/2013	866,793	(653,882)	212,911
VANGUARD PACIFIC STK INDEX FUND	P	05/17/2013	09/30/2013	25,382	(25,000)	382
VANGUARD PACIFIC STK INDEX FUND	P	10/31/2012	12/13/2013	517,317	(454,495)	62,822
VENTAS INC	P	03/29/2012	06/13/2013	2,409	(1,985)	424
VENTAS INC	P	03/29/2012	01/16/2013	5,525	(4,821)	703
VORNADO REALTY TRUST	P	01/23/2013	06/13/2013	2,434	(2,545)	(111)
WAL-MART STORES INC	P	02/07/2007	02/20/2013	12,927	(9,086)	3,840
WASHINGTON REAL ESTATE INV	P	03/04/2011	03/14/2013	4,060	(4,221)	(162)
WELLS FARGO & CO	P	01/02/2009	07/22/2013	44,740	(81,270)	(36,530)
WESTFIELD FINANCIAL INC	P	02/22/2010	04/10/2013	14,699	(19,458)	(4,759)
WEYERHAEUSER CO	P	08/04/2011	01/28/2013	65,123	(41,249)	23,874
XYLEM INC	P	11/02/2011	05/30/2013	18,879	(18,465)	413
Total				4,270,210	(3,440,855)	829,354

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Arts and Culture	
Firstworks	\$ 5,000
Rhode Island Black Heritage Society	1,500
Rhode Island State Police Museum Foundation	750
Trinity Repertory Company	5,000
Total Arts and Culture	\$ 12,250

Employee Community Involvement Program	
American Lung Association	\$ 700
Amos House	1,700
Arnold L. Anderson House	700
Arthritis Foundation	1,450
Asperger's Association of New England	1,450
Blackstone Valley Tourism Council	700
Boy Scout Troop 6 - Jonesville UMC	700
Boy Scouts of America	3,500
Bradley Hospital	2,800
Bright Future Arts and Culture Festival	600
Bristol Warren Parent Association	600
Burrillville Glocester Youth Soccer Assoc	600
Burrillville High School Music Booster	600
Burrillville Youth Football and Cheer	1,200
CABINS	800
Camp Starlight	2,800
Camp Surefire Foundation	2,500
Cancer Care Community Advisory Board	1,450
Children's Workshop Foundation	1,450
Christopher Stone Fund	700
Church of the Ascension	1,700
Citrus Park Christian School	700
City Meal Site	4,500
Col Potter Cairn Rescue Network	600
E. G. Robertson PTO	600
Edgewood Girl's Softball League	600
Edgewood South Elmwood Little League	600
Elks National Foundation	1,100
Epiphany Community Health Outreach Services	1,450
Girl Scouts Somerset Cadette/Senior Troop 1163	1,100
Girls on the Run - Rhode Island	1,700
Habitat for Humanity of Greater Manchester	1,100
Healing Hearts Northwest	700
Holy Dormition Orthodox Church	2,500
Illinois Prairie Path Corporation	800
Interfaith Food Ministry	2,800
Jeff Parker Charitable Fund	1,450
Jefferson Elementary Parent Communication Council	600
Johnston Little League	600

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Junior Achievement	1,450
Juvenile Diabetes Research Foundation	700
KIPP Baltimore	800
Leukemia and Lymphoma Society	1,400
Lime Rock Baptist Church	1,100
Lincoln Youth Soccer	600
Little Flower Home	2,500
Lost Sheep Ministries	2,500
March of Dimes	1,100
Mary R. Fisher Elementary School	600
McAuley Ministries	1,700
Montour Trail Council	700
MS Dream Center RI	1,450
National Lung Cancer Partnership	1,400
North Kingstown Soccer Assoc.	600
Olneyville Housing Corporation	1,450
Origami Poems Project	600
PawsWatch	600
Pawtucket & Providence Figure Skating Club	700
Potbelly Manor	600
Rhode Island Lions Sight Foundation	1,450
Riverside High School Band Boosters	600
Rotary Club of Orlando Foundation	800
Rotary Club of Pittsford Foundation	1,700
San Miguel School	2,500
Seekonk Music Parents Association	600
Sherwood Middle School	600
Special Olympics Rhode Island	1,450
Spurwink, Inc	1,700
St. Vincent De Paul Food Ministry @ St. Charles Church	1,700
St. Vincent DePaul Society at St. Raymond's Church	3,200
Standish Softball Association	600
Tannerhill Inc.	1,100
The Holiday Express	1,700
Torrington Historic Preservation Trust	800
Waukesha Express Swim Team	600
WL Callahan Elementary School	600
Woodlawn Community Development Corporation	1,450
YMCA - Smithfield	700
Total Citizenship Grant	\$ 98,600

Civic and Community	
Grow Smart RI	\$ 2,500
Pawtucket Foundation	5,000
Rhode Island for Community and Justice	10,000
The Links Foundation, Inc.	15,000

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Total Civic and Community	\$ 32,500
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Education	
Academic Decathlon of Rhode Island Foundation	\$ 1,000
Bryant University	500
Community College of Rhode Island Foundation	20,000
Community Preparatory School	31,600
Education in Action	5,000
Junior Achievement	6,000
Lincoln High School	500
Lincoln Teachers' Association Scholarship Committee	1,000
Marissa A. Lorea Scholarship Fund	1,000
NAIW (Int'l) Legacy Foundation	500
Providence College	20,000
Providence Public Library	25,000
Rhode Island College Foundation	10,000
Rhode Island CPCU Scholarship Fund	5,000
Rhode Island School of Design	10,000
Rhode Island Urban Debate League	500
Scituate School Department	500
Sophia Academy	14,300
St. Andrew's School	25,000
Tiverton Library Services, Inc.	1,500
University of Rhode Island	1,000
URI Foundation	25,000
Total Education	\$ 204,900

Environment	
Southside Community Land Trust	\$ 5,000
Total Environment	\$ 5,000

Health and Welfare	
Adopt a Doctor	\$ 1,000
Adoption Rhode Island	2,500
ALS Association	1,000
Alzheimer's Association	1,000
Amos House	10,000
Arthritis Foundation	1,000
Boy Scouts of America	30,000
Boys and Girls Club of Cumberland - Lincoln	2,000
Butler Hospital	15,000
Children's Friend, Inc.	10,000
Children's Wish Group of RI	1,000
Crossroads Rhode Island	1,000
Dana Farber Cancer Institute	22,000
Day One	2,500

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Dr. Martin Luther King, Jr. Community Center	2,500
Episcopal Charities Fund of Rhode Island	6,000
Family Service of Rhode Island	1,500
Girl Scouts of Rhode Island	20,000
Home and Hospice Care of Rhode Island	10,000
J Arthur Trudeau Memorial Center	5,000
Kent Hospital Foundation	20,000
McAuley Ministries	20,000
Meals on Wheels	2,500
Meeting Street	10,000
Miriam Hospital	25,000
Multiple Myeloma Research Foundation	1,000
Muscular Dystrophy Association	1,000
OIC of Rhode Island, Inc.	1,000
Olean Center	1,000
One Fund Boston	25,000
Operation Holiday Cheer - American Red Cross	1,500
Paraplegia Association of Rhode Island	2,500
Project Just Because Inc.	7,500
Project Undercover	3,500
Providence Rescue Mission	5,000
Rhode Island Council on Alcoholism	1,000
Rhode Island Free Clinic	7,500
Rhode Island Kids Count	2,500
RIAFC Foundation, Inc.	500
Salvation Army	5,000
Samaritans	2,500
South Providence Neighborhood Ministries	5,000
Team Tarro, Inc.	500
Tockwotton Home	7,500
United Way of Rhode Island	10,000
YMCA - Ocean Community	10,000
YMCA of Greater Providence	7,500
Total Health and Welfare	\$ 331,000

Educational Matching Gift	
Academy of Notre Dame	\$ 150
Alan Shawn Feinstein Middle School of Coventry	150
Albany Academies	45
Albright College	5,000
Alfred University	300
American University	750
Amherst College	1,650
Andover Newton Theological School	150
Antioch College	3,000
Arcadia Elementary School	2,250
Assumption College	1,620

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Avon Old Farms School	45
Babson College	150
Baldwin Wallace University	225
Bates College	375
Bishop Feehan High School	375
Bishop Hendricken High School	75
Boston College High School	75
Boston College	3,825
Boston University	13,500
Bowdoin College	750
Bridgewater State University	150
Bristol Community College Foundation	60
Brown Annual Fund	2,400
Brown University	750
Bryant University	41,520
Bucknell University	150
Buffalo Academy of the Sacred Heart	120
Burr and Burton Academy	150
Central Catholic High School	150
Chaminade High School	188
Colby-Sawyer College	45
Colgate University	863
College of Mount Saint Vincent	75
College of the Holy Cross	3,750
College of William & Mary	7,500
Colorado State University Foundation	45
Community College of Rhode Island Foundation	300
Community Preparatory School	38,500
Cornell University	353
Coyle and Cassidy High School	150
Curry College	75
Davidson College	450
Delhi State University	75
Drew University	90
Eastside High School	525
Elon University	2,375
Endicott College	113
Ethel Walker School	195
Exeter-West Greenwich High School	600
Fine Arts Center School	150
Floral Street Elementary School	90
Framingham State University	4,500
Friends of Slavens School	675
Geneseo Foundation, Inc	225
George Washington University	150
Gould Academy	120
Graceland University	12,750
Greater Woonsocket Catholic Regional School System	488

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Hamilton College	150
Harvard Business School	300
Harvard University	188
Hawken School	75
Hillsdale College	225
Holy Family School	3,000
Hopkins School	3,750
Johns Hopkins University	3,331
LaSalle College High School	300
Lasell College	75
Laurens Central School	75
Lawrence Catholic Academy	3,000
Lebanon Valley College	53
Leland Stanford Junior University	300
Lyme Academy College of Fine Arts	450
Manhattan College	75
Maryland School for the Blind	90
Massachusetts College of Liberal Arts	113
Massachusetts Institute of Technology	450
Matignon High School	300
McDonogh School	300
Mekeel Christian Academy	600
Mercymount Country Day School	750
Middle Creek High School Stampede Club	450
Middlesex School	300
Moses Brown School	878
Mount Madonna School	75
Mount Saint Joseph High School	6,000
Mount St. Charles Academy	1,913
Naval War College Foundation	150
Nichols College	7,500
Northeastern University	300
Northfield Mount Hermon School	750
Ohio Wesleyan University	1,950
Our Lady of Mount Carmel School	6,000
Penn State University	1,950
Perkins School for the Blind	525
Phillips Exeter Academy	75
Piarist School	1,995
Providence College	4,060
Quidnesset Elementary School	300
Rectory School	450
Red Cloud Indian School	45
Regis College	600
Rhode Island College Foundation	600
Ripon College	225
Roanoke College	75
Rocky Hill School	150

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Saint Anselm College	75
Saint Johns High School	525
Saint John's Seminary	570
Saint Mary - Sacred Heart School	3,075
Saint Mary's College of California	150
San Jose State University	53
San Miguel School	2,655
School for Special Children	90
Shannon Forest Christian School	45
Siena College	675
Skidmore College	750
Slippery Rock University	188
Sophia Academy	2,925
Southern Connecticut State University	60
Southern New Hampshire University	75
St. Andrew's School	25,050
St. Bonaventure Indian Mission & School	45
St. Catherine Academy	750
St. Charles Borromeo Seminary	75
St. John's Parish Day School	45
St. Joseph's Indian School	2,250
St. Labre Indian School	135
St. Lawrence University	120
St. Luke School (RI)	150
St. Luke's School (RI)	225
St. Mark's School	300
St. Mary's University	150
St. Patrick Academy	3,075
St. Pius X High School	150
Stephen F. Austin State University	300
Suffolk University	3,000
SUNY Cobleskill	150
Taylor University	150
Temple University	75
Texas Lutheran University	113
Tuck School of Business	375
Tufts University	300
Union College	750
University of California San Francisco	300
University of California Santa Cruz	53
University of Colorado Foundation	150
University of Connecticut Foundation	863
University of Delaware	113
University of Georgia	3,000
University of Maine Foundation	45
University of Maine	375
University of Massachusetts - Amherst	525
University of Massachusetts - Boston	7,500

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University of Massachusetts - Dartmouth	75
University of Massachusetts Foundation	1,178
University of New Hampshire Foundation, Inc.	2,250
University of New Mexico Foundation	75
University of Portland	225
University of Rhode Island	45
University of Rochester	203
University of South Carolina	150
University of Vermont Foundation	90
University of Virginia Fund	750
University of Virginia School of Law	450
URI Foundation	19,324
Ursinus College	113
USMMA Foundation, Inc.	3,000
Villa Park High School	75
Virginia Tech Foundation, Inc.	1,800
Wake Forest University	1,575
Western Hills Middle School	75
Westfield State College	75
Westminster College	150
Wheaton College - MA	450
Wheeler School	150
Winston-Salem State University Foundation, Inc.	7,500
Worcester Polytechnic Institute	150
Worcester State University	75
Yale University	525
Educational Matching Gift	\$ 313,677

Non-Educational Matching Gift	
100 Club of Arizona	\$ 840
30 Mile River Watershed Assoc.	300
A Wish Come True	150
AARP Foundation	45
Achievement First	150
ACTS of Kindness	75
Adirondack Museum	45
Adirondack Voices	150
Adopt A Family	1,500
AdoptaPlatoon	45
Against Malaria Foundation	1,500
AHM Youth and Family Services	75
Aids Action Committee	150
AIDS Project Rhode Island	373
AIDS Support Group of Cape Cod	60
AIDS Walk Boston	75
Air Force Enlisted Village	75
Alden Kindred of America	600

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All Faiths Food Bank	150
Alley Animals, Inc.	105
Alley Cat Allies	240
Alley Cat Rescue	90
Alliance for Biking and Walking	75
Alliance for Lupus Research	720
ALS Association	473
ALS Therapy Development Foundation	240
Alzheimer's Association	1,703
Alzheimer's Disease Research	150
American Action Fund	90
American Anti-Vivisection Society	90
American Cancer Society	7,101
American Cancer Society of Rhode Island	45
American Diabetes Association	1,997
American Farmland Trust	75
American Foundation for Suicide Prevention	503
American Friends Service Committee	150
American Heart Association	5,190
American Humane Association	90
American Indian Relief Council	333
American Institute for Cancer Research	150
American Kidney Fund	75
American Leprosy Missions	90
American Liver Foundation	225
American Lung Association	1,455
American Parkinson Disease Association	345
American Red Cross Connecticut Chapter	825
American Red Cross of Southern Maine	1,200
American Red Cross of Upstate South Carolina	1,050
American Red Cross	4,306
American Stroke Association	263
Americans Helping Americans	45
AmeriCares Foundation	135
Americas Vetdogs	90
Amos House	7,515
Amvets National Service Foundation	285
Anaheim Family YMCA	525
Angel Flight NE	150
Angelman Syndrome Foundation Inc.	75
Animal Friends	45
Animal Legal Defense Fund	113
Animal Rescue Foundation	60
Animal Rescue League of Boston	375
Animal Rescue League of Southern Rhode Island	150
Animal Rescue, Inc.	45
Animalkind, Inc.	600
Animals Asia Foundation	90

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Anjellicle Cats Rescue	45
Appalachain Mountain Club	675
ARC of South Norfolk	300
ARC of Southington	1,013
Army Emergency Relief	675
Art League of Rhode Island	300
Arthritis Foundation	2,363
Artic Mission	1,350
Ashway Foundation	300
ASPCA	1,455
Asperger's Association of New England	113
Audubon Society of Rhode Island	150
Aurora Women and Girls Foundation	600
Autism Project of Rhode Island	900
Autism Resource Center of Central MA	300
Autism Speaks	803
Avon Foundation	2,136
Baltimore Humane Society	45
Band of Parents	150
Barbara Bush Children's Hospital at Maine Medical Center	75
Barnstable Education Foundation	150
Barnstable Land Trust	150
Baystate Health Foundation - Rays of Hope	180
Be Like Brit	225
Because He Lives Ministries	675
Bedford Research Foundation	45
Bedtime Bundles, Inc.	75
Belgrade Regional Conservation Alliance, Inc.	300
Best Buddies International	383
Best Friends Animal Society	2,385
Between the Cracks	3,000
Big Brothers Big Sisters of Ocean State	45
Big Brothers of Rhode Island	1,050
Bike Walk	225
Blindskills, Inc.	68
Blithewold Inc.	825
Bonnie J. Addario Lung Cancer Foundation	233
Boomer Esiason Foundation	240
Boothbay Railway Village	3,300
Born Free USA	90
Boston Ballet	75
Boston Rescue Mission	45
Boy Scouts of America	11,495
Boy Scouts of Rhode Island	5,778
Boys and Girls Club of Cumberland - Lincoln	225
Boys and Girls Club of El Sobrante	750
Boys and Girls Club of Greater Nashua	600
Boys and Girls Club of Pawtucket	75

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Boys and Girls Club of the Northern Neck, Inc.	225
Boys and Girls Club of Worcester	1,500
Boys and Girls Clubs of Southern Rensselaer County	150
Boys Home of the South	750
Boys Town	1,215
Bozeman Deaconess Foundation	150
Brain Aneurysm Foundation	150
Breathing Room	75
Brethren Village	300
Bridge Breast Network	75
Brdging, Inc.	45
Brigham & Women's Hospital	150
Brighton Area Historical Society	75
Bristol Art Museum	45
Bristol Good Neighbors	90
Bristol Historic Preservation Society	225
Britney Gengel's Poorest of the Poor Fund	150
Brooklyn Childrens Holiday Fund	3,000
Buck's County Opportunity Council	75
Buddies Place Cat Rescue	900
Butler Hospital	225
Camp Chance	285
Camp Putnam	1,800
Camp Starlight	398
Cane Child Development Center	75
Canine Companions for Independence	90
Canine Guardians for Life	75
Canonicus Camp and Conference Center	3,000
Cape Cod Horticultural Society	1,500
Capital Good Fund	1,500
CARE	435
Cantas	2,400
Carter Center	75
Catholic Charities Appeal of Fall River	3,000
Catholic Charities Appeal of Philadelphia	150
Catholic Charities Diocese of Venice	6,000
Catholic Charities of Albany	75
Catholic Charities of Orange County	75
Catholic Charity Fund Appeal	4,305
Catholic Relief Services	2,100
Center for Grieving Children	75
Central Falls Chess Team	47
Central NH VNA & Hospice	150
Challenged Athletes Foundation	75
Chesapeake Bay Foundation	90
Chesapeake Bay Maritime Museum	300
Cheyenne River Indian Outreach	90
Child Fund International	1,469

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Children's Cancer Research Fund	75
Children's Friend, Inc.	1,013
Children's Hospital at Dartmouth-Hitchcock	45
Children's Hospital Boston	3,015
Children's Hospital Colorado Foundation	45
Children's Hunger Relief Fund	90
Children's Institute	113
Children's Miracle Network	45
Children's National Medical Center	105
Children's Organ Transplant Association	720
Chris4Life Colon Cancer Foundation	45
Christian Appalachian Project	180
Christian Foundation for Children and Aging	1,377
Christopher and Dana Reeve Foundation	150
Church World Services	90
Citizens for Adequate Housing	778
Citizens for Animal Protection	90
Citizens' Scholarship Foundation of East Providence	300
City Mission of Schenectady	135
City Mission	75
Civil Air Patrol	75
Clean Water Fund	45
Cleveland Clinic	150
Cleveland Foodbank	150
Cleveland Institute of Music	75
Cleveland Orchestra	225
Cleveland Zoological Society	150
Coalition to Salute Americas Heroes	45
Coastal Hospice	75
Coastal Maine Botanical Gardens	600
Col. Potter Cairn Rescue Network	450
Colchester Hayward Volunteer Fire Co.	75
Colonial Williamsburg Foundation	300
Colorado Symphony Orchestra	450
Community Foundation of Sarasota County	300
Community Health Center of Cape Cod	135
Community House of Hamilton-Wenham	150
Community Idea Stations	150
Community Living Alternatives	150
Compassionate Care ALS, Inc.	150
Compassionate Care Hospice Foundation	75
Concord Free Public Library	75
Concord Hospital	45
Concord Land Conservation Trust	150
Concord Museum	188
Concord-Carlisle Community Chest	150
Connecticut Farmland Trust	150
Connecticut Humane Society	825

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Connecticut Public Broadcasting, Inc.	2,963
Connecting for Children and Families, Inc.	533
Conservation Fund	750
Cor Unum Meal Center	450
Cornell Lab of Ornithology	75
Cotuit Athletic Association	150
Cotuit Library Association	300
Council of Indian Nations	90
Covenant House	345
Crag Law Center	150
Cranston National Budlong Little League	3,750
Crisis Pregnancy Center of Tidewater	45
Crohn's and Colitis Foundation of America	240
Cross Catholic Outreach	45
Cross Mills Public Library	75
Cross Over Ministry, Inc.	150
Cross-Cultural Solutions	150
Crossroads Rhode Island	9,882
Cumberland County YMCA	450
Cumberland Library Fund	45
Cure Alzheimer's Fund	240
Cure Duchenne	420
Cure Starts Now Foundation	525
Cystic Dreams Fund	150
Cystic Fibrosis Family Connection	495
Cystic Fibrosis Foundation	2,415
Damariscotta River Association	1,200
Dana Farber Cancer Institute	9,855
Danbury Hospital Development Fund	225
Dartmouth-Hitchcock Medical Center	75
Daughters of the Republic of Texas	188
Davidsonville Wildlife Sanctuary	120
Day Kimball Hospital	4,425
Defenders of Wildlife	578
DELTA Rescue	90
Denver Dumb Friends League	225
Disabled American Veterans	1,988
Disabled and Limbless Veterans	2,250
Doctors Without Borders	1,568
Dogs on Death Row	195
Dominican Hospital Foundation	53
Dominican Sisters Home Health Agency	60
Donorschoose Org	251
Doorways, Inc.	150
Dorcas Place	450
Dr. Martin Luther King, Jr. Community Center	1,000
Eagle Mount	300
East Bay Center	45

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East Bay Coalition for the Homeless	75
East Coast Greenway Alliance	113
East Greenwich Animal Protection League, Inc.	3,000
East Greenwich Free Library	150
East Greenwich Rotary Scholarship Fund	7,500
Easter Seals	630
Eco RI	7,500
Elephant Sanctuary	120
Elizabeth Buffum Chace Center	195
Elvira B. Pierce Scholarship Fund	750
Emerson Health Care Foundation	1,200
Epiphany Community Health Outreach Services	1,485
Episcopal Charities Fund of Rhode Island	7,200
F. F. Thompson Foundation, Inc.	150
Fairmount Fire Department	75
Falmouth Chorale	45
Falmouth Food Pantry	75
Falmouth Historical Society	75
Falmouth Memorial Library	360
Families of the Wounded Fund	75
Farmington Volunteer Fire Association	150
Father Bills & MainSpring	75
Feed My Starving Children	270
Feed the Children	300
Feeding America	1,545
FeedMore, Inc.	75
Feline Rescue of Staten Island	45
FINCA International	75
Firehouse Theatre Project	150
First Baptist Church	1,800
Fisher House Foundation, Inc.	960
Florida Studio Theatre	53
Flower Power, Inc.	150
Fogarty Memorial PTO	45
Folds of Honor	300
Food Bank of Central New York	600
Food for the Hungry	3,750
Food for the Poor, Inc.	273
Foodshare	2,295
Forgotten Children Worldwide	225
Fort Bend County Museum Association	53
Foster Forward	435
Foundation Good Samaritan in Action	150
Fox Creek PTO	300
Franciscan Hospital for Children	75
Freedom House	3,000
Frenchman Bay Conservancy	75
Friends of Animals	60

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Friends of Breakthrough Schools	150
Friends of Canonchet Farm	90
Friends of Casco Bay	75
Friends of Chamber Music	390
Friends of Deering Oaks	188
Friends of Linden Place	195
Friends of Norris Cotton Cancer Center	90
Friends of the Earth	75
Friends of the Kotzschmar Organ	75
Friends of the Lakeville Public Library	150
Friends of the Library of Collier County	150
Friends of the North Kingstown Free Library	75
Friends of the Sherborn Library	3,000
Friends Way	60
Friendship House	300
Fruit Hill Day Center for Elderly	75
Fund for Animals	383
Fund for Urban Collaborative Accelerated Program	150
Gabrielle Dinsmore Heart & Hope Fund	228
Gateway Healthcare, Inc.	60
Gentle Giants Draft Horse Rescue	45
George Washington's Mount Vernon	75
Georgia Baptist Convention Disaster Relief	150
Girl Scouts of Rhode Island	825
Girls on the Run - Rhode Island	300
Glens Falls Symphony Orchestra, Inc.	1,800
Gloria Gemma Breast Cancer Foundation	980
Golden Retriever Rescue of N. Texas	600
Good Friday Walk	150
Good Samaritan Hospital Foundation	375
Good Shepherd Food Bank	75
Goodfellow Fund	750
Goodspeed Opera House	1,200
Goodwill Industries of the Chesapeake	90
Gould Academy	45
Great Lakes Rabbit Sanctuary	150
Greater Boston Food Bank	2,198
Greater Manchester Hellenic Scholarship Fund	75
Greater Portland Landmarks	150
Greenville Junction Depot Friends	300
Greenwich Point Conservancy	2,500
Groden Center, Inc.	45
Guardian Angel Dog Rescue	75
Guiding Eyes for the Blind	323
Habitat for Humanity	4,068
Haffenreffer Museum	45
Hamilton House	3,000
Handicap International	45

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Harmony Foundation International	1,500
Hartford Foundation for Public Giving	750
Hartford Stage	750
Harwich Junior Theatre	75
Hasbro Children's Hospital	1,710
Haven Shelter & Services	53
Healing Hearts Northwest	75
HealthWell Foundation	45
Heifer International	1,605
Helen Keller International	90
Help Hospitalized Veterans	173
Help Our Wounded	75
Henricus Foundation	300
Heredity Neuropathy Foundation	45
Historic Christ Church	300
Hole in the Wall Gang	600
Holy Cross Club of Boston Scholarship Fund	68
Home and Hospice Care of Rhode Island	465
Home for Little Wanderers	150
Hope for Honduran Children Foundation	150
Hope Partnership for Education	150
Horizon Wings	75
Hospice Care of Rhode Island	150
Hospice Education Institute	75
Hospice of East Texas	450
Hospice of the Chesapeake	75
Hospice Support Services of the Northern Neck, Inc.	150
House of Ruth	90
Houston Food Bank	150
Houston Symphony Society	75
Hudson Headwaters Health Network	225
Humane Association of Northwestern Rhode Island, Inc	75
Humane Farming Action Fund	150
Humane Society of Huron Valley	150
Humane Society of the United States	1,478
Humane Society of Washington County	8,850
Huntington Disease Society of America	75
Hyde Collection Annual Fund	150
I Can, Inc.	225
Illinois Prairie Path Corporation	75
Imago Foundation for the Arts	750
In Defense of Animals	90
Inova Health System Foundation	150
Inspiring Minds	90
Institute for the Study and Practice of Nonviolence	1,500
Interfaith Food Ministry	375
Interfaith Service Council	75
International Children's Fund	96

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International Fellowship of Christians and Jews	1,500
International Fund for Animal Welfare	413
International Myeloma Foundation	450
International Rett Syndrome Foundation	45
IPTAY	263
Iris Network	135
Island Institute	150
Italian Greyhound Rescue Foundation of America	150
James L. Maher Center	975
James River Association	75
Jimmy Fund/Dana Farber Cancer Institute	45
Joan Dancy and PALS	45
John P. Burke Memorial Fund	75
John Theissen Children's Foundation	1,200
Joslin Diabetes Center	825
Journal Bulletin Santa Claus Fund	75
Journeys of Solutions	150
Joy of Music Program	300
Jumpstart for Young Children	120
Jungle Friends Primate Sanctuary	90
Junior Achievement	4,697
Justice Assistance	75
Juvenile Diabetes Research Foundation	2,115
Kanzius Cancer Research Foundation	300
Kara Foundation	1,982
Kauai Humane Society	750
Kennebunk Beach Improvement Association	750
Kent Hospital Foundation	12,300
Key Program, Inc.	75
Killingly Historical and Genealogical Society	75
Kilmarnock Museum	150
Kindness Ranch Animal Sanctuary	240
KIPP Metro Atlanta	150
Konbit Sante Cap-Haitien Health Partnership	1,500
Kristin M. Callahan Foundation	270
K-Rob Foundation	225
Lahey Clinic	150
Lake George Music Festival	150
Lake Rescue Assoc. Inc.	150
Lake View Cemetery Foundation	225
Lakes Region Conservation Trust	75
Lakes Region Food Pantry	195
Lancaster/Northumberland Interfaith Service Council, Inc.	120
Last Chance for Animals	90
Laudholm Trust	75
Lazarex Cancer Foundation	120
Leadership Institute	270
Lend A Hand Therapeutic Riding Foundation	45

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Leukemia and Lymphoma Society	14,085
Lewis Ginter Botanical Garden	1,200
Life's Little Paws	150
Lifesavers Wild Horse Rescue	75
Lifesong for Orphans	375
Lincoln Animal Shelter	135
Lincoln County Healthcare	600
Lincoln Home	600
Literacy Volunteers of East Bay	75
Literacy Volunteers of Greater Hartford	113
Little Lambs Ministry	300
Little Sisters of the Poor	120
Livestrong	45
Living in Fulfilling Environments	600
Living Independently Forever	375
Looking Upwards	75
Loon Preservation Committee	75
Lupus Foundation of America	173
Lurie Children's Hospital of Chicago Foundation	150
Lyme Art Association	900
M4K Richmond	525
MacCurdy Salisbury Educational Foundation	113
Maine Audubon	120
Maine Coast Heritage Trust	75
Maine Coast Memorial Hospital	150
Maine Maritime Museum	450
Maine Medical Center	750
Maine Public Broadcasting Network	1,193
Make A Wish Foundation of America	450
Make A Wish Foundation	533
March of Dimes	623
Maryland Food Bank	300
Maryland Symphony Orchestra	1,680
Massachusetts Adoption Resource Exchange	150
Massachusetts Audubon Society	150
Massachusetts General Hospital	458
Massachusetts Horticultural Society	150
Massey Foundation	300
Max Fund	150
Maymont Foundation	1,200
Mayo Clinic	150
McAuley Ministries	9,552
Meals on Wheels	855
Medway Food Pantry	750
Meeting Street	8,540
Melanoma Research Alliance	150
Memorial Hospital	75
Memorial Sloan-Kettering Cancer Center	668

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Mercy Flight Central	150
Mercy Hospital	150
Metro Care Ring	750
Metropolitan Opera	5,100
Michael J. Fox Foundation for Parkinson's Research	300
Minam Hospital	3,575
Misericordia Home	45
Mitoaction	150
Model A Ford Foundation, Inc.	75
Moose Pond Association	75
Moosehead Marine Museum	600
Morgan Memorial Goodwill Industries	45
Mothers Against Drunk Driving	270
Moultonboro United Methodist Food Pantry	300
Mount Washington Observatory	45
Movember	420
MS Dream Center RI	75
MSPCA	75
Mt. Vernon Food Bank	1,950
Mulan Performing Arts Association	450
Multiple Myeloma Research Foundation	300
Muscular Dystrophy Association	480
Museum of Fine Arts	330
Museum of Primitive Art and Culture	53
NAIW (Int'l) Legacy Foundation	300
NAMI Walk San Francisco Bay Area	45
Narrow River Preservation Assoc.	90
Narrows Center for the Arts	188
National Anti-vivisection Society	90
National Audubon Society	488
National Brain Tumor Society	150
National Children's Cancer Society	90
National Corvette Museum	600
National Federation of the Blind	270
National Foundation for Cancer Research	90
National Humane Education Society	330
National Lung Cancer Partnership	420
National Multiple Sclerosis Society	7,740
National Museum of Decorative Painting	225
National Museum of the American Indian	75
National Ovarian Cancer Coalition	60
National Parkinson Foundation, Inc.	75
National Parks Conservation Association	563
National Wildlife Federation	188
National World War II Museum, Inc.	90
Native American Aid	60
Natural Resources Defense Council	98
Nature Conservancy in Maryland	45

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Nature Conservancy	570
Navajo Relief Fund	225
Nephcure Foundation	1,875
Network for Good	682
New England Historic Genealogical Society	150
New England Patriots Charitable Foundation	75
New Hampshire Fish and Game Department	75
New Hampshire Food Bank	405
New Hampshire Humane Society	75
New Hampshire Public Television	728
New Hope Community	75
New Sweden Historical Society	45
New York Abandoned Angels Rescue	388
Newcastle Fire Company	600
Newport Art Museum	90
Newport Hospital Foundation	1,500
Noah's Lost Ark	90
North Country Arts Center	750
North Country Ministries	75
North Country Public Radio	150
North Country Wild Care	150
North Kingstown Food Pantry, Inc.	1,200
North Museum of Natural History & Science	225
North Shore Animal League America	90
Northeast Animal Shelter	510
Northern Neck Free Clinic	150
Northern Neck Land Conservancy	150
Northumberland Public Library	75
OARS	45
Ocean Community YMCA	600
Ocean Conservancy	120
Ocean State Animal Coalition	135
Ocean State Theatre Co.	293
ODC	113
Often Awesome	345
Ohio Presbyterian Retirement Services Foundation	150
Old Lyme-Phoebe Griffin Noyes Library Association, Inc.	375
One Fund Boston	1,173
O'Neill Sea Odyssey	150
Open Hearth	75
Operation Finally Home	45
Operation Fuel, Inc.	525
Operation Homefront	45
Operation Smile	570
Operation Stand Down RI	150
Operation Warm	90
Orbis	90
Oregon Track Club	113

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Organization for Autism Research	150
Orlando Philharmonic Orchestra	150
Outreach International	7,500
Ovarian Cancer National Alliance	75
Oxfam America	540
P E.O. Foundation	75
Pancreatic Cancer Action Network	293
Pan-Massachusetts Challenge	10,080
Paralyzed Veterans of America	339
Parent Project Muscular Dystrophy	75
PARI Independent Living Center	1,000
Parker Task Force	750
Parkinson's Disease Foundation	150
Parkinson's Unity Walk	150
Pars Fore Pink	150
Partners in Health	150
Partnership for Providence Parks	75
Pat Brody Shelter for Cats	75
PawsWatch	300
Pawtucket & Providence Figure Skating Club	600
Peggy Adams Animal Rescue League	225
People for the Ethical Treatment of Animals	255
Performing Animal Welfare Society	90
Perry's Orphan Sanctuary	45
Pet Refuge	255
Pettaquamscutt Historical Society, Inc.	128
Phi Gamma Delta	150
Philabundance	1,350
Pine Island Fish, Inc.	300
Pine Island Food Pantry	300
Pine Street Inn	150
Pine Tree Legal Assistance	75
Pine Tree Society	300
Pinellas Crisis Pregnancy Center	300
Pittsford Crew, Inc.	300
PKD Foundation	900
Planned Parenthood	150
Port Opera	75
Portland Public Library	75
Portland Symphony Orchestra	150
Potter League	390
Primarily Primates Inc.	90
Pro Arte Chamber of Orchestra	150
Project Bread - Walk for Hunger	1,208
Project Cope	75
Project Linus	300
Project Sweet Peas	548
Prospect House & Civil War Museum	128

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Protectors of Animals, Inc.	75
Providence Animal Rescue League	602
Providence Athenaeum	375
Providence Children's Museum	131
Providence Public Library	7,100
Providence Rescue Mission	5,253
Providence Singers	45
Public Broadcasting Atlanta	75
Rachel Branagan Educational Foundation	150
Rally Foundation	150
Rape Assistance and Awareness Program	120
Rappahannock General Hospital Foundation	300
REACH	113
Red Hook Initiative	150
Red Rover	165
Redwood Empire Food Bank	300
ReeFuge Animal Rescue	45
Regional Food Bank of Northeastern NY	300
Rehoboth Antiquarian Society	150
Rescue Mission Alliance of Syracuse NY	300
Rhode Island Center Assisting Those in Need	90
Rhode Island Community Food Bank	6,668
Rhode Island CPCU Scholarship Fund	450
Rhode Island for Community and Justice	465
Rhode Island Foundation	4,500
Rhode Island Free Clinic	2,650
Rhode Island Historical Society	9,875
Rhode Island Hospital	75
Rhode Island Lions Children's Cancer Fund	60
Rhode Island Mentoring Partnership	1,598
Rhode Island PBS Foundation	375
Rhode Island Philharmonic Orchestra & Music School	4,875
Rhode Island PTA	75
Rhode Island Public Radio	3,838
Rhode Island Saltwater Anglers Foundation	300
Rhode Island School of Design Museum	113
Rhode Island State Council of Churches	113
Rhode Island State House Restoration Society	300
Rhode Island Zoological Society	2,288
Rhode Islanders Sponsoring Education - RISE	75
RIAFC Foundation, Inc.	660
Ride for Roswell	90
RISPCA	2,276
ROAR	105
Robin Hood	150
Rogers Free Library	75
Ronald McDonald House of Providence, Inc.	308
Ronald McDonald House	758

Amica Companies Foundation
Form 990-PF - Return of Private Foundation
2013

05-0493445

Part XV - Supplementary Information

Line 3a - Grants and Contribution Paid During the Year

The Amica Companies Foundation reviews all grant recipient's charity status and monitors the use of the grant funds for the recipient's charitable purposes.

Rosies Place	150
Rotary Club of Pittsford Foundation	825
Rotary Foundation	2,520
Rude Ranch	90
Running Strong for American Indian Youth	98
Salesian Missions	53
Salvation Army - Portland, Maine	1,650
Salvation Army	10,710
Samaritan's Purse International Relief	375
Sandi McGee Igliozi Memorial Fund, Inc.	5,250
Sandy Hook School Support Fund	1,350
Santa Rosa East Rotary Foundation	225
Sarasota Opera	600
Save Bristol Harbor	75
Save the Bay, Inc.	1,845
Save the Children	870
Scalabrini Villa, Inc.	75
Scandinavian Charitable Society of Greater Boston	3,000
Schoodic Arts For All	188
Schoodic Education and Research Center Institute	203
Seagle Music Colony	675
Second Story Theatre	413
Seekonk Library Trust	150
Several Sources Shelters Inc.	45
Sheepscot Valley Conservation Association	300
Shrewsbury Police Patrol	45
Shriners Hospital for Children	45
Shriners Hospitals for Children	75
Shriners of Rhode Island	45
Side-Out Foundation	75
Sioux Nation Relief Fund	180
Sjogrens Syndrome Foundation	150
Smile Train	525
Soaring Eagle	90
Social Advocates for Youth	150
Society for the Protection of NH Forests	45
Society of the Cincinnati	225
Soles 4 Souls	90
Sophie House	150
South County Art Association	143
South County Hospital	1,500
South County Museum	570
South Glastonbury Public Library	1,650
South Providence Neighborhood Ministries	4,500
Southern Poverty Law Center	750
Southern Texas PGA Foundation	78
Southwest Indian Relief Council	203
Sox Place	300

Amica Companies Foundation
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Part XV - Supplementary Information

Line 3a - Grants and Contribution Paid During the Year

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Spaulding Rehabilitation Hospital	75
SPCA International	210
SPCA of Houston	75
Special Olympics Maine	195
Special Olympics New Hampshire	497
Special Olympics Rhode Island	750
Special Olympics	2,883
Spina Bifida Association of Delaware Valley	45
Springfield Rescue Mission	101
St. Andre Bessette Church	8,250
St. Baldrick's Foundation	150
St. Francis House	1,367
St. Francis Mission	45
St. John the Baptist Catholic Church	10,800
St. Jude Children's Research Hospital	6,378
St. Lawrence Arts	255
St. Matthew's House	75
St. Simons Land Trust	7,500
St. Vincent DePaul Society	3,450
Star of Hope	375
Steamship Historical Society of America	600
Steere House	150
Sugar Land Garden Club	150
Summertime Fund	375
Suncoast Seabird Sanctuary	75
Susan G. Komen 3-Day	4,395
Susan G. Komen for the Cure	840
Sweetser	150
Swift Creek Mill Theatre	150
Swim Across America	75
Tanzanian Childrens Fund	1,500
Taunton River Watershed	60
Taylor Community	825
Team Hole in the Wall	150
Team Tarro, Inc.	375
Teen Challenge New England	15,300
Teenage Anxiety and Depression Solutions	300
Tellico Village Volunteer Fire Department, Inc.	825
The Bushnell	1,500
The Last Gasp	150
The Links Foundation, Inc.	300
The Mission Continues	188
The Pat Brody Shelter for Cats	600
The Seeing Eye	195
The Sun	75
Theater Company at Fort Lee	75
Thomas G. Cavanagh Memorial Fund	300
Thompson Ecumenical Empowerment Group	300

Amica Companies Foundation
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Part XV - Supplementary Information

Line 3a - Grants and Contribution Paid During the Year

The Amica Companies Foundation reviews all grant recipient's charity status and monitors the use of the grant funds for the recipient's charitable purposes

Thoreau Farm	150
Tiger Creek Wildlife Refuge	60
Tiger Haven	203
TKE Educational Foundation	300
TNA Facial Pain Association	75
Tockwotton Home	150
Tomorrows Children's Fund	3,000
Town of Horicon Historical Society	150
Toys for Tots Foundation	270
Tree House, Inc.	90
Trinity Repertory Company	3,308
Truesdale Hospital Nurses Alumnae Association	45
Trustees of the Reservations	150
Tuberous Sclerosis Alliance	150
Tufts Medical Center	450
Tutwiler Clinic, Inc.	4,500
UNICEF	503
United Hospice of Rockland	600
United Service Organizations	975
United Spinal Association	120
United States Naval Academy Foundation	1,800
United States Olympic Committee	75
United Way - Greater Gallatin	150
United Way	75
University of Georgia Athletic Association	1,950
Upper Valley Haven	150
Varnum Continentals	75
Venice Youth Boating Assoc., Inc.	150
Veterans of Foreign Wars Foundation	323
Vets First	90
Victor-Farmington Volunteer Ambulance Corps	150
Victoria Sousa Fund	150
Villa Marie Claire Hospice	300
Vineyard Nursing Association	1,200
Virginia Native Plant Society	45
Virginia Repertory Theatre	150
Visiting Nurse & Health Services of Conn.	75
Volunteer Services for Animals	128
Warren County SPCA	75
Washington County Children's Program	300
Washington County Museum of Fine Arts	150
WaterFire Providence	150
Waukesha Express Swim Team	78
Wayside Food Programs	300
Wayword, Inc.	750
WBUR	375
We R Group Hug	75
WFCR Foundation	150

Amica Companies Foundation
Form 990-PF - Return of Private Foundation
2013

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Part XV - Supplementary Information

Line 3a - Grants and Contribution Paid During the Year

The Amica Companies Foundation reviews all grant recipient's charity status and monitors the use of the grant funds for the recipient's charitable purposes.

WGBH	1,758
WGBY	150
WGPU	113
WHRO	375
Wikimedia Foundation	225
Williamsburg Area Faith in Action	75
Williamsburg Volunteer Fire Department	75
Winter Harbor Public Library	150
Wiscasset, Waterville & Farmington Railway Museum	3,000
Wisconsin Parkinson Association	45
WITF TV	263
WKHR Radio, Inc.	150
WMHT	300
Women for Women International	188
Women In Military Service For America Memorial Foundation, Inc.	45
Women's Center of Rhode Island, Inc.	473
Women's Memorial	45
World Vision	4,179
World Wildlife Fund	375
Wounded Warrior Project	3,030
WSBE	450
WVIZ/PBS	150
Yale Alumni Scholarship of Cleveland	75
YMCA - Westerly-Pawcatuck	750
YMCA of Capital District	45
YMCA of Greater Hartford	3,750
Youth in Action	75
YWCA - Nashville and Middle TN	150
Zani's Furry Friends	1,163
Non-Educational Matching Gift	\$ 678,074

Other	
Total Other	\$ 0

TOTAL GRANTS PAID	\$ 1,676,001
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**Amica Companies Foundation
Form 990-PF - Return of Private Foundation
2013**

Part XV, Line 3b - Grants Approved for Future Payment

Grants Payable

Trinity Repertory Company	5,000
YMCA - Ocean Community	20,000
Home & Hospice Care of Rhode Island	-
Tockwotton Home	7,500
Community College of Rhode Island Foundation	60,000
Miriam Hospital	50,000
Amos House	30,000
LIFE - Linkages International & Foreign Affairs Empowerment	15,000
Providence College	60,000
Rhode Island College Foundation	30,000
Kent Hospital Foundation	150,000
Providence Public Library	25,000
Sophia Academy	5,000
Children's Friend	20,000
URI Foundation	75,000
Education in Action	5,000
	<u>\$ 557,500</u>

**Amica Companies Foundation
Form 990-PF - Return of Private Foundation
2013**

Part VII-A, Line 8b - Form 990-PF Copy to Attorney General

The Amica Companies Foundation does not solicit, raise, nor receive contributions from the public. Therefore, under Section 5-53.1-3(3) of the Rhode Island General Laws, it is exempt from the registration requirements imposed under Section 5-53.1-2. Accordingly, a copy of Form 990-PF is not required to be filed with the state of Rhode Island.

Form **8868**

(Rev. January 2014)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

► File a separate application for each return.

► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

**Type or
print**File by the
due date for
filing your
return. See
instructions

Name of exempt organization or other filer, see instructions

Employer identification number (EIN) or

Amica Companies Foundation

05-0493445

Number, street, and room or suite no. If a P.O. box, see instructions

Social security number (SSN)

100 Amica Way

City, town or post office, state, and ZIP code. For a foreign address, see instructions

Lincoln, RI 02865-1156

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► Mary Q. Williamson

Telephone No ► 800-652-6422FAX No ► 401-334-2270

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until August 15th, 2014, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ☒ calendar year 2013 or
- ☐ tax year beginning _____, 20____, and ending _____, 20____

- 2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$ 15,002.00
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$ 14,002.00
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$ 1,000.00

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2014)

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box. ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

• If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

Type or print File by the due date for filing your return. See instructions	Enter filer's identifying number, see instructions	
	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	Amica Companies Foundation	05-0493445
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	100 Amica Way	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	Lincoln, RI 02865-1156	

Enter the Return code for the return that this application is for (file a separate application for each return) **0 4**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

• The books are in the care of Mary Q. Williamson

Telephone No (800) 652-6422

Fax No (401) 334-2270

• If the organization does not have an office or place of business in the United States, check this box. ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box. ☐ If it is for part of the group, check this box. ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until November 17th, 20 14

5 For calendar year 2013, or other tax year beginning, 20, and ending, 20

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension The organization invests in a fund of hedge funds and more time is required to review Forms 8886 as filed by several of the underlying funds to determine the implications on the organization.

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a \$ 15,002.00
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b \$ 15,002.00
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c \$

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature

Title Vice President

Date 08/15/2014

Amica Mutual Insurance Company Form **8868** (Rev. 1-2014)