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Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

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

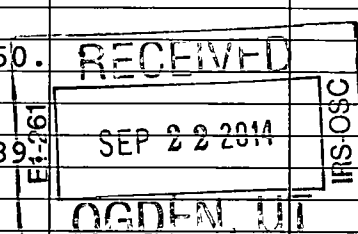
For calendar year 2013 or tax year beginning , and ending

Name of foundation WAGNER FAMILY FOUNDATION #0746800		A Employer identification number 20-6079941
Number and street (or P O box number if mail is not delivered to street address) NUTTER MCCLENNEN & FISH LLP PO BOX 51400	Room/suite	B Telephone number 617-439-2498
City or town, state or province, country, and ZIP or foreign postal code BOSTON, MA 02205		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input checked="" type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 91779049.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		15000000.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		123422.	123422.		STATEMENT 1
4 Dividends and interest from securities		610633.	610633.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		2397387.			
b Gross sales price for all assets on line 6a 2397392.					
7 Capital gain net income (from Part IV, line 2)			2397387.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		878413.	878413.		STATEMENT 3
12 Total Add lines 1 through 11		19009855.	4009855.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		3000.	2250.		750.
c Other professional fees					
17 Interest					
18 Taxes STMT 5		29189.	29189.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		159176.	118633.		40543.
24 Total operating and administrative expenses. Add lines 13 through 23		191365.	150072.		41293.
25 Contributions, gifts, grants paid		3224700.			3224700.
26 Total expenses and disbursements. Add lines 24 and 25		3416065.	150072.		3265993.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		15593790.			
b Net investment income (if negative, enter -0-)			3859783.		
c Adjusted net income (if negative, enter -0-)				N/A	

SCANNED SEP 20 2014 Revenue

Operating and Administrative Expenses



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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

Beginning of year

End of year

(a) Book Value

(b) Book Value

(c) Fair Market Value

Assets

1	Cash - non-interest-bearing		436.	2189500.	2189500.
2	Savings and temporary cash investments		15772768.	14521799.	14521799.
3	Accounts receivable ▶				
	Less: allowance for doubtful accounts ▶				
4	Pledges receivable ▶				
	Less: allowance for doubtful accounts ▶				
5	Grants receivable				
6	Receivables due from officers, directors, trustees, and other disqualified persons				
7	Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
8	Inventories for sale or use				
9	Prepaid expenses and deferred charges				
10a	Investments - U.S. and state government obligations				
b	Investments - corporate stock	STMT 7	30635276.	31885818.	40700293.
c	Investments - corporate bonds				
11	Investments - land, buildings, and equipment: basis ▶				
	Less accumulated depreciation ▶				
12	Investments - mortgage loans				
13	Investments - other	STMT 8	20962304.	34367457.	34367457.
14	Land, buildings, and equipment: basis ▶				
	Less accumulated depreciation ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		67370784.	82964574.	91779049.

Liabilities

17	Accounts payable and accrued expenses				
18	Grants payable				
19	Deferred revenue				
20	Loans from officers, directors, trustees, and other disqualified persons				
21	Mortgages and other notes payable				
22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.	

Net Assets or Fund Balances

	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
24	Unrestricted				
25	Temporarily restricted				
26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
27	Capital stock, trust principal, or current funds		0.	0.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds		67370784.	82964574.	
30	Total net assets or fund balances		67370784.	82964574.	
31	Total liabilities and net assets/fund balances		67370784.	82964574.	

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	67370784.
2	Enter amount from Part I, line 27a	2	15593790.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	82964574.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	82964574.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENTS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 2397392.		5.	2397387.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			2397387.

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	2397387.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	4118551.	51366675.	.080179
2011	3578755.	52993723.	.067532
2010	2343669.	35537208.	.065950
2009	958168.	14034764.	.068271
2008	518312.	13540670.	.038278

2 Total of line 1, column (d)	2	.320210
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	.064042
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	72281211.
5 Multiply line 4 by line 3	5	4629033.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	38598.
7 Add lines 5 and 6	7	4667631.
8 Enter qualifying distributions from Part XII, line 4	8	3265993.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.
See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	77196.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	77196.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	77196.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	25450.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	20000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	45450.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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 SEE STATEMENT 9	9	31746.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax Refunded	11		

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
1b 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. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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?		
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) MA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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 STMT 10	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? Website address ► N/A	13	X	
14	The books are in care of ► NUTTER, MCCLENNEN & FISH, LLP Telephone no. ► 617-439-2498 Located at ► SEAPORT WEST 155 SEAPORT BLVD, BOSTON, MA ZIP+4 ► 02210-2604			
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
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?		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 ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
HERBERT S. WAGNER III	TRUSTEE			
PO BOX 51400				
BOSTON, MA 02205	0.00	0.	0.	0.
CHARLOTTE R. CRAMER WAGNER	TRUSTEE			
PO BOX 51400				
BOSTON, MA 02205	0.00	0.	0.	0.

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

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

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

0

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

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	37051754.
b	Average of monthly cash balances	1b	9962729.
c	Fair market value of all other assets	1c	26367457.
d	Total (add lines 1a, b, and c)	1d	73381940.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	73381940.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1100729.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	72281211.
6	Minimum investment return. Enter 5% of line 5	6	3614061.

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	3614061.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	77196.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	77196.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3536865.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	3536865.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	3536865.

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	3265993.
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	3265993.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3265993.

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				3536865.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				178688.
c From 2010				609731.
d From 2011				962801.
e From 2012				1580877.
f Total of lines 3a through e	3332097.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$				3265993.
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				3265993.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	270872.			270872.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	3061225.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	3061225.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				517547.
c Excess from 2011				962801.
d Excess from 2012				1580877.
e Excess from 2013				

N/A

- ☐ 4942(i)(3) or ☐ 4942(i)(5)

- (4) Gross investment income

[illegible]Form **990-PF** (2013)

WAGNER FAMILY FOUNDATION

Form 990-PF (2013)

#0746800

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BOYS AND GIRLS CLUBS OF BOSTON 50 CONGRESS ST. SUITE 730 BOSTON, MA 02109	NONE	PUBLIC	GENERAL FUND	250000.
BREAKTHROUGH GREATER BOSTON P.O BOX 381486 BOSTON, MA 02118	NONE	PUBLIC	GENERAL FUND	15000.
BUCKINGHAM BROWNE AND NICHOLS SCHOOL 8 GERRYS LANDING ROAD CAMBRIDGE, MA 02138	NONE	PUBLIC	GENERAL FUND	105000.
CAMBRIDGE HISTORICAL SOCIETY 159 BRATTLE STREET CAMBRIDGE, MA 02138	NONE	PUBLIC	GENERAL FUND	30000.
CAMP HARBORVIEW 200 CLARENDON ST BOSTON, MA 02116	NONE	PUBLIC	GENERAL FUND	65000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				3224700.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

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		

**Sign
Here**

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

Signature of officer or trustee

Date 9/15/14

Trustee

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Paul F. Rich T.

Preparer's signature

Paul Leroy

Date _____

8/24/14

Check ☐ self-employed

PTIN

P00567473

Firm's name ► **NUTTER MCCLENNEN & FISH LLP**

Firm's EIN ► 04-2106505

Firm's address ► SEAPORT WEST 155 SEAPORT BLVD.
BOSTON, MA 02210-2604

Phone no. (617) 439-2503

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

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

OMB No 1545-0047

2013

Name of the organization

WAGNER FAMILY FOUNDATION
#0746800

Employer identification number

20-6079941

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

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

Special Rules

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

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

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

Name of organization

WAGNER FAMILY FOUNDATION

#0746800

Employer identification number

20-6079941

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	HERBERT S., III & CHARLOTTE R WAGNER P.O BOX 51400 BOSTON, MA 02205	\$ 15000000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

WAGNER FAMILY FOUNDATION
#0746800

Employer identification number

20-6079941

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
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

WAGNER FAMILY FOUNDATION

#0746800

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Part III

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

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

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

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	FPA CRESCENT FUND	P	VARIOUS	01/01/13
b	OAKMARK INTERNATIONAL FUND	P	VARIOUS	12/19/13
c	MATTHEWS KOREA FUND	P	VARIOUS	12/12/13
d	T ROWE PRICE EQUITY INCOME FD	P	VARIOUS	12/12/13
e	FPA CRESCENT FUND	P	VARIOUS	12/18/13
f	COLUMBUS HILL PARTNERS LP	P	VARIOUS	12/31/13
g	COLUMBUS HILL PARTNERS LP	P	VARIOUS	12/31/13
h	COLUMBUS HILL PARTNERS LP	P	VARIOUS	12/31/13
i	MASON CAPITAL LP	P	VARIOUS	12/31/13
j	MASON CAPITAL LP	P	VARIOUS	12/31/13
k	HAWKEYE CAPITAL INSTITUTIONAL LP	P	VARIOUS	12/31/13
l	HAWKEYE CAPITAL INSTITUTIONAL LP	P	VARIOUS	12/31/13
m	ABRAMS CAPITAL	P	VARIOUS	12/31/13
n	ABRAMS CAPITAL	P	VARIOUS	12/31/13
o	ABRAMS CAPITAL	P	VARIOUS	12/31/13

(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 415059.			415059.
b 91725.			91725.
c 23816.			23816.
d 189519.			189519.
e 3752.			3752.
f		5.	-5.
g 210946.			210946.
h 153350.			153350.
i 101461.			101461.
j 92475.			92475.
k 23255.			23255.
l 118205.			118205.
m 43109.			43109.
n 262005.			262005.
o 2363.			2363.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			415059.
b			91725.
c			23816.
d			189519.
e			3752.
f			-5.
g			210946.
h			153350.
i			101461.
j			92475.
k			23255.
l			118205.
m			43109.
n			262005.
o			2363.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

3

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PAGE 2 OF 2

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	BAUPOST VALUE PARTNERS LP	P	VARIOUS	12/31/13
b	BAUPOST VALUE PARTNERS LP	P	VARIOUS	12/31/13
c	BAUPOST VALUE PARTNERS LP	P	VARIOUS	12/31/13
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 45017.			45017.
b 99425.			99425.
c 521910.			521910.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			45017.
b			99425.
c			521910.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	2397387.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

WAGNER FAMILY FOUNDATION
#0746800

20-6079941

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CAMPAIGN FOR CATHOLIC SCHOOLS 66 BROOKS DRIVE BRAINTREE, MA 02184	NONE	PUBLIC	GENERAL FUND	170000.
CHILDRENS HOSPITAL BOSTON 300 LONGWOOD AVE BOSTON, MA 01773	NONE	PUBLIC	GENERAL FUND	50000.
CODMAN ACADEMY FOUNDATION 637 WASHINGTON ST DORCHESTER, MA 02124	NONE	PUBLIC	GENERAL FUND	10000.
DARTMOUTH NATURAL RESOURCES TRUST 404 ELM ST SOUTH DARTMOUTH, MA 02748	NONE	PUBLIC	GENERAL FUND	25000.
DEXTER & SOUTHFIELD SCHOOL 20 NEWTON ST BOSTON, MA 02118	NONE	PUBLIC	GENERAL FUND	50000.
FREE FOR ALL CONCERT FUND CAMBRIDGE BOSTON, MA 02110	NONE	PUBLIC	GENERAL FUND	62500.
FROM THE TOP HUNTINGTON AVE BOSTON, MA 01773	NONE	PUBLIC	GENERAL FUND	10000.
HARLEM CHILDRENS ZONE 35 E 125TH ST NEW YORK, NY 10035	NONE	PUBLIC	GENERAL FUND	25000.
INNER CITY SCHOLARSHIP FUND 260 FRANKLIN STREET SUIT 630 BOSTON, MA 02110	NONE	PUBLIC	GENERAL FUND	100000.
ISABEL STEWART GADNER MUSEUM 280 FENWAY BOSTON, MA 02115	NONE	PUBLIC	GENERAL FUND	62500.
Total from continuation sheets				2759700.

WAGNER FAMILY FOUNDATION
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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
JUSTINE MEE LIFE FUND FOR THE EMERALD NECK 125 THE FENWAY BOSTON, MA 02115	NONE	PUBLIC	GENERAL FUND	30000.
MARANYUNDO SCHOOL 130 RUMFORD AVE SUITE 116 NEWTON, MA 02466	NONE	PUBLIC	GENERAL FUND	30000.
MT AUBURN HOSPITAL 330 MOUNT AUBURN ST CAMBRIDGE, MA 02138	NONE	PUBLIC	GENERAL FUND	1000.
MUSEUM OF SCIENCE GRANT 11 SCIENCE PARK BOSTON, MA 02114	NONE	PUBLIC	GENERAL FUND	11200.
OUTSET CONTEMPORARY ART FUND USA INC 83 NEWBURY ST # 4 BOSTON, MA 02116	NONE	PUBLIC	GENERAL FUND	10000.
PAN-MASSACHUSETTS CHALLENGE 77 FORTH AVENUE NEEDHAM, MA 02494	NONE	PUBLIC	GENERAL FUND	10000.
PARTNERS IN HEALTH 888 COMMONWEALTH AVE 3RD FL BOSTON, MA 02215	NONE	PUBLIC	GENERAL FUND	1500000.
PROJECT HEALTH CHILDREN 88 E. NEWTON ST, VOSE 552 BOSTON, MA 02118	NONE	PUBLIC	GENERAL FUND	50000.
RED SOX FOUNDATION 4 YAWKEY WAY BOSTON, MA 02114	NONE	PUBLIC	GENERAL FUND	52500.
ROOT CAPITAL 675 MASS AVE, 8TH FL. CAMBRIDGE, MA 02139	NONE	PUBLIC	GENERAL FUND	100000.
Total from continuation sheets				

WAGNER FAMILY FOUNDATION
#0746800

20-6079941

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
ST PETERS CHURCH 96 CONCORD AVE CAMBRIDGE, MA 02138	NONE	PUBLIC	GENERAL FUND	30000.
ST. PETER SCHOOL 96 CONCORD AVE CAMBRIDGE, MA 02138	NONE	PUBLIC	GENERAL FUND	50000.
SUMMER SEARCH BOSTON 500 AMORY STREET JAMAICA PLAIN, MA 02130	NONE	PUBLIC	GENERAL FUND	20000.
TAILORED FOR EDUCATION P.O BOX 71236 BOSTON, MA 02117	NONE	PUBLIC	GENERAL FUND	25000.
THE FOOD PROJECT-GRANT 10 LEWIS ST. LINCOLN, MA 01773	NONE	PUBLIC	GENERAL FUND	10000.
WHEELLOCK COLLEGE 200 RIVERWAY BOSTON, MA 02215	NONE	PUBLIC	GENERAL FUND	5000.
WIDE HORIZONS FOR CHILDREN 38 EDGE HILL ROAD WALTHAM, MA 02451	NONE	PUBLIC	GENERAL FUND	50000.
YEAR-UP-BOSTON 93 SUMMER STREET #5 BOSTON, MA 02110	NONE	PUBLIC	GENERAL FUND	200000.
YOUTH VILLAGES- GERMAINE LAWRENCE CAMPUS 18 CLAREMONT AVE ARLINGTON, MA 02476	NONE	PUBLIC	WOMEN OF EXCELLENCE FUNDRAISER	10000.
Total from continuation sheets				

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
ABRAMS CAPITAL PARTNERS LP	32122.	32122.	
ABRAMS CAPITAL PARTNERS LP- TAX EXEMPT INC	17.	17.	
BAUPOST VALUE PARTNERES LLP	19671.	19671.	
COLUMBUS HILL LLP	24836.	24836.	
FEDERATED GOV'T OBLIGATION FUND	245.	245.	
HAWKEYE CAPITAL INST. LP	7479.	7479.	
HAWKEYE CAPITAL INST. LP MUNI INCOME	1947.	1947.	
MASON CAPITAL LP	37105.	37105.	
TOTAL TO PART I, LINE 3	123422.	123422.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ABRAMS CAPTIAL PARTNERS LP	17112.	0.	17112.	17112.	
BAUPOST VALUE PARTNERS LP	10908.	0.	10908.	10908.	
COLUMBUS HILL LLP	30644.	0.	30644.	30644.	
DIVIDENDS AND INTEREST	526671.	0.	526671.	526671.	
HAWKEYE CAPITAL INST. LP	4866.	0.	4866.	4866.	
MASON CAPITAL LP	20432.	0.	20432.	20432.	
TO PART I, LINE 4	610633.	0.	610633.	610633.	

FORM 990-PF

OTHER INCOME

STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ABRAMS CAPITAL PARTNER LL LP	1683.	1683.	
ABRAMS CAPITAL PARTNER LL LP	21396.	21396.	
COLUMBUS HILL PARTNER LP ORDINARY INCOME	-9393.	-9393.	
MASON CAPITAL LP SECTION 988	40741.	40741.	
ABRAMS CAPITAL PARTNER LL LP	3.	3.	
ABRAMS CAPITAL PARTNER LL LP	-2.	-2.	
COLUMBUS HILL PARTNER LP SEC 1256 CONTRACTS & STRADDLES	-109981.	-109981.	
BAUPOST VALUE PARTNERS LP	-12741.	-12741.	
BAUPOST VALUE PARTNERS LP	24768.	24768.	
BAUPOST VALUE PARTNERS LP	954820.	954820.	
MASON CAPITAL LP SWAP INC	-22578.	-22578.	
HAWKEYE	-439.	-439.	
COLUMBUS HILL PARTNER LP SEC 998 GAINS	-6842.	-6842.	
ABRAMS CAPITAL PARTNER LL LP	81.	81.	
MASON CAPITAL LP SECTION 988	-3103.	-3103.	
TOTAL TO FORM 990-PF, PART I, LINE 11	878413.	878413.	

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NUTTER MCCLENNEN & FISH LLP	3000.	2250.		750.
TO FORM 990-PF, PG 1, LN 16B	3000.	2250.		750.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
990-PF EXCISE TAX	22450.	22450.		0.
FOREIGN TAXES	5195.	5195.		0.
CA TAX W/H	1061.	1061.		0.
GEORGIA TAX W/H	65.	65.		0.
NORTH CAROLINA TAX W/H	49.	49.		0.
RHODE ISLAND TAX W/H	369.	369.		0.
TO FORM 990-PF, PG 1, LN 18	29189.	29189.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MASS FORM PC ANNUAL FILING FEE	1000.	0.		1000.
COLUMBUS HILL PARTNERS LP	9384.	7038.		2346.
ABRAMS CAPITAL PARTNERS LP	30664.	22998.		7666.
HAWKEYE CAPITAL INST LP INV INTEREST EXPENSE	3104.	2328.		776.
HAWKEYE CAPITAL INST LP INV INTEREST EXPENSE	12529.	9397.		3132.
COLUMBUS HILL PARTNERS LP INV INT	75126.	56345.		18781.
BAUPOST VALUE PARTNERS, LP	13220.	9915.		3305.
MASON CAPITAL LP INVEST INC EXPENSE	14149.	10612.		3537.
TO FORM 990-PF, PG 1, LN 23	159176.	118633.		40543.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS	31885818.	40700293.
TOTAL TO FORM 990-PF, PART II, LINE 10B	31885818.	40700293.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
HAWKEYE CAPITAL INST LP	COST	4412218.	4412218.
COLUMBUS HILL PARTNERS LP	COST	8689817.	8689817.
ABRAMS CAPITAL PARTNERS LP	COST	2824176.	2824176.
MASON CAPITAL LP	COST	2266679.	2266679.
BAUPOST VALUE PARTNERS LP	COST	16174567.	16174567.
TOTAL TO FORM 990-PF, PART II, LINE 13		34367457.	34367457.

FORM 990-PF	INTEREST AND PENALTIES	STATEMENT	9
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TAX DUE FROM FORM 990-PF, PART VI	31746.
LATE PAYMENT INTEREST	590.
LATE PAYMENT PENALTY	1294.
TOTAL AMOUNT DUE	33630.

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS
PART VII-A, LINE 10

STATEMENT 10

NAME OF CONTRIBUTOR

ADDRESS

HERBERT S. WAGNER

P O BOX 51400
BOSTON, MA 02205

CHARLOTTE R. CRAMER WAGNER

P O BOX 51400
BOSTON, MA 02205

FORM 990-PF

LATE PAYMENT PENALTY

STATEMENT 11

DESCRIPTION

DATE

AMOUNT

BALANCE

MONTHS

PENALTY

TAX DUE

05/15/14

51746.

51746.

5

1294.

DATE FILED

09/30/14

51746.

TOTAL LATE PAYMENT PENALTY

1294.

FORM 990-PF

LATE PAYMENT INTEREST

STATEMENT 12

DESCRIPTION

DATE

AMOUNT

BALANCE

RATE

DAYS

INTEREST

TAX DUE

05/15/14

51746.

51746.

.0300

138

590.

DATE FILED

09/30/14

52336.

TOTAL LATE PAYMENT INTEREST

590.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 13

NAME OF MANAGER

HERBERT S. WAGNER III

CHARLOTTE R. CRAMER WAGNER

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

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).

Enter filer's identifying number, see instructions	
Type or print Name of exempt organization or other filer, see instructions. WAGNER FAMILY FOUNDATION #0746800	Employer identification number (EIN) or 20-6079941
File by the due date for filing your return. See instructions. Number, street, and room or suite no. If a P.O. box, see instructions. NUTTER MCCLENNEN & FISH LLP PO BOX 51400	Social security number (SSN) BOSTON, MA 02205

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

04

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.

NUTTER, MCCLENNEN & FISH, LLP

- The books are in the care of **SEAPORT WEST 155 SEAPORT BLVD - BOSTON, MA 02210-2604**

Telephone No. **617-439-2498**

Fax No.

- 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 15, 2014**

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

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

ADDITIONAL INFORMATION REQUIRED TO PREPARE A COMPLETE & ACCURATE RETURN

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	\$	45450.
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	\$	45450.
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	\$	0.

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

Date

Investment Review

Account: 0746800

WAGNER FAMILY FOUNDATION

As of 12/31/2013

Account Basics

Account Type: Charitable Foundation
Opened Date: 12/18/2003
Admin Officer: Deborah J. Manus
Investment Officer:
Investment Model:
Investment Objective:
Investment Powers:
Review Cycle:



Summary

Asset Type	Market Value	Cost Basis	Unrealized Gain/Loss	% Portfolio at Market	Est Annual Income	Yield at Market
Cash	\$2,189,500.00	\$2,189,500.00		3.35%		
Equity Mutual Funds	\$31,610,699.16	\$24,910,120.30	\$6,700,578.86	48.33%	\$341,449.82	1.08%
Partnerships	\$34,367,457.00	\$34,367,457.00	\$0.00	12.23%	\$0.00	0.00%
International Equity Mutual Funds	\$9,089,593.90	\$6,975,699.09	\$2,113,894.81	13.90%	\$140,262.12	1.54%
Money Market Funds	\$14,521,798.59	\$14,521,798.59	\$0.00	22.20%	\$0.00	0.00%
Grand Total:	\$91,779,048.65	\$82,964,574.98	\$8,814,473.67		\$481,711.94	0.74%

Realized

From 12/31/2013 To 12/31/2013

Short Term Gain/Loss for \$0.00
Long Term Gain/Loss for \$0.00

Investment Review

Account: 0746800

WAGNER FAMILY FOUNDATION

As of 12/31/2013



Portfolio Analysis

Symbol CUSIP	Issuer/Issue Market Price Units Held	Price Date Market Value	Cost Basis	Rating Gain/Loss	Cost per Share % Industry Type	Earnings Per Share % Portfolio	Income Rate Managed Est Income	Units Pledged Yield at Mkt
Principal Cash		\$2,189,250.00	\$2,189,250.00			3.35%		
Income Cash		\$250.00	\$250.00			0.00%		
Total Cash.		\$2,189,500.00	\$2,189,500.00			3.35%		
040 Equity Mutual Funds								
CGMFX CGM FOCUS FUND								
125325506	\$40.3200	12/31/2013			\$51.05		\$0.0309	
	14,763.0490	\$595,246.13	\$753,674.41	(\$158,428.28)	8.49%	0.91%	\$0.0309	
					8.49%	0.91%		
FPACX FPA CRESCENT FUND								
30254T759	\$32.9600	12/31/2013			\$28.27		\$0.0300	
					91.51%	9.80%	\$0.0300	
	194,579.9320	\$6,413,354.55	\$5,500,425.64	\$912,928.91	91.51%	9.80%	\$11,674.80	0.18%
							\$11,674.80	
Total.		\$7,008,600.68	\$6,254,100.05	\$754,500.63		10.71%	\$11,674.80	
810 Mutual Funds - Equity								
PRFDX T. ROWE PRICE EQUITY INCOME FUND								
779547108	\$32.8400	12/31/2013			\$24.03		\$0.1400	
					30.69%	11.54%	\$0.1400	
	229,942.4070	\$7,551,308.65	\$5,526,353.07	\$2,024,955.58	30.69%	11.54%	\$128,767.75	1.71%
							\$128,767.75	
TAVFX THIRD AVENUE VALUE FUND								
884116104	\$57.2700	12/31/2013			\$58.59		\$1.9272	
	23,156.8890	\$1,326,195.03	\$1,356,784.09	(\$30,589.06)	5.39%	2.03%	\$1.9272	
					5.39%	2.03%		

[illegible]

MAKOX MATTHEWS KOREA FUND

577130305

\$5 9500
105,256.3380

12/31/2013
\$626,275 21

\$601,965 54

\$24,309 67

\$5.72
100 00%

0.96%

\$0.0178
\$0 0178

100 00% 0 96%

100 00%

0.96%

Total.

\$626,275.21

\$601,965 54

\$24,309.67

810 Mutual Funds - Equity

Investment Review

Account: 0746800

WAGNER FAMILY FOUNDATION

As of 12/31/2013

Portfolio Analysis

Symbol	Issuer/ Market Price Units Held	Price Date Market Value	Cost Basis	Rating Gain/Loss	Cost per Share % Industry Type	Earnings Per Share % Portfolio	Income Rate Managed Est. Income	Units Pledged Yield at Mkt
OAKIX	OAKMARK INTERNATIONAL FUND							
413838202	\$26 3200	12/31/2013			\$19.82		\$0.4362	
					100.00%	12.94%	\$0 4362	
	321,554.6620	\$8,463,318.69	\$6,373,733.55	\$2,089,585.14	100.00%	12.94%	\$140,262.14	1.66%
Total:		\$8,463,318.69	\$6,373,733.55	\$2,089,585.14		12.94%	\$140,262.12	

Total:

\$8,463,318.69

\$6,373,733 55

\$2,089,585 14

12.94%

\$140,262.12

500 Money Market Funds

125 FEDERATED US TREAS CASH RESERVE #125

60934N682 \$0 0000

\$14,521,618.01

Princ
Inc

\$1.00

0.00%

22.20%

0.00%

14,521,798 5900

\$14,521,798 59

\$180.58

100 00%

22.20%

\$0.00

0.00%



Nutter McClennen & Fish LLP • Attorneys at Law

Total:	\$14,521,798.59	\$14,521,798.59	\$0.00	22 20%	\$0.00
Grand Total:	\$97,779,048.65	\$82,964,574.98	\$8,814,473.67		\$481,711.94

Investment Review

Account: 0746800

WAGNER FAMILY FOUNDATION

As of 12/31/2013