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Form **990-PF**Department of the Treasury  
Internal Revenue Service**Return of Private Foundation**

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

OMB No 1545-0052

**2013**

Open to Public Inspection

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▶ Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

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

Name of foundation <b>THE MR &amp; MRS ROBERT N CHAPMAN AND SON ROBERT B CHAPMAN CHARITABLE</b>			A Employer identification number <b>20-8233924</b>	
Number and street (or P.O. box number if mail is not delivered to street address) <b>133 OLD TOWER HILL ROAD</b>		Room/suite	B Telephone number (see instructions) <b>401-789-0217</b>	
City or town <b>WAKEFIELD</b>	State <b>RI</b>	ZIP code <b>02879</b>		
Foreign country name	Foreign province/state/county	Foreign postal code	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 checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input 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) ▶ \$ <b>380,423</b>		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) (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)				
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	14,878	14,878		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	3,459			
b	Gross sales price for all assets on line 6a <b>443,258</b>				
7	Capital gain net income (from Part IV, line 2)		3,459		
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) (attach schedule)				
11	Other income (attach schedule)	1,535	1,513		
12	<b>Total.</b> Add lines 1 through 11	19,872	19,850	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)	1,850	1,850		
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	277	277		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	280	30		
24	<b>Total operating and administrative expenses.</b> Add lines 13 through 23	2,407	2,157	0	0
25	Contributions, gifts, grants paid	17,500			17,500
26	<b>Total expenses and disbursements.</b> Add lines 24 and 25	19,907	2,157	0	17,500
27	Subtract line 26 from line 12				
a	<b>Excess of revenue over expenses and disbursements</b>	-35			
b	<b>Net investment income</b> (if negative, enter -0-)		17,693		
c	<b>Adjusted net income</b> (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

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<b>Part II Balance Sheets</b>		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
<b>Assets</b>	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	33,018	3,404	3,404
	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 (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		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 (attach schedule)			
	b	Investments—corporate stock (attach schedule)	322,100	362,027	361,624
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment: basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
<b>Liabilities</b>	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	24,246	13,898	15,395
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ )			
	16	<b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	379,364	379,329	380,423
	17	Accounts payable and accrued expenses			
	18	Grants payable			
<b>Net Assets or Fund Balances</b>	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ )			
	23	<b>Total liabilities</b> (add lines 17 through 22)	0	0	
		<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b> <input type="checkbox"/>			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <input checked="" type="checkbox"/>			
	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	379,364	379,329	
	30	<b>Total net assets or fund balances</b> (see instructions)	379,364	379,329	
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	379,364	379,329	

**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	379,364
2	Enter amount from Part I, line 27a	2	-35
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	379,329
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	379,329

**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.)
<b>1a Publicly Traded Securities</b>				
<b>b Alliance Resource</b>		P	10/26/2012	2/22/2013
<b>c Kinder Morgan</b>		P	1/23/2013	11/7/2013
<b>d</b>				
<b>e</b>				
(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)	
<b>a</b> 415,380		409,792	5,588	
<b>b</b> 12,040		12,905	-865	
<b>c</b> 15,838		17,102	-1,264	
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV 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))	
<b>a</b>			5,588	
<b>b</b>			-865	
<b>c</b>			-1,264	
<b>d</b>				
<b>e</b>				
<b>2 Capital gain net income or (net capital loss)</b> { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		<b>2</b>	3,459	
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)</b> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		<b>3</b>	-2,129	

**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?  
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.☐ Yes ☒ No**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	17,378	342,187	0.050785
2011	17,352	359,878	0.048216
2010	14,000	351,953	0.039778
2009	34,826	302,085	0.115285
2008	9,830	393,845	0.024959
<b>2 Total of line 1, column (d)</b>			<b>2</b> 0.279023
<b>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</b>			<b>3</b> 0.055805
<b>4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5</b>			<b>4</b> 356,086
<b>5 Multiply line 4 by line 3</b>			<b>5</b> 19,871
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>6</b> 177
<b>7 Add lines 5 and 6</b>			<b>7</b> 20,048
<b>8 Enter qualifying distributions from Part XII, line 4</b> 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			<b>8</b> 17,500

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

<b>1a</b>	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>b</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	<b>1</b>		354
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>		0
<b>3</b>	Add lines 1 and 2	<b>3</b>		354
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>		
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>		354
<b>6</b>	Credits/Payments			
<b>a</b>	2013 estimated tax payments and 2012 overpayment credited to 2013	<b>6a</b>	130	
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>		
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	354	
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>		
<b>7</b>	Total credits and payments. Add lines 6a through 6d	<b>7</b>		484
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>		
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>		0
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>		130
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> 130 <b>Refunded</b>	<b>11</b>		0

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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</i>		X
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
<b>3</b> 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? <i>If "Yes," attach a conformed copy of the changes</i>		X
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?	N/A	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
<b>6</b> 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	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ RI		
<b>b</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? <i>If "No," attach explanation</i>	X	
<b>9</b> 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)? <i>If "Yes," complete Part XIV</i>		X
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		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		
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► Brown, Lisle/Cummings, Inc Telephone no ► 401-421-8900 Located at ► One Turks Head Place, Suite 800 Providence RI ZIP+4 ► 02903			
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			
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 ► <input type="checkbox"/>	1b	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?	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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)	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)**

<b>5a</b>	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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</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)?		<b>5b</b>	N/A
	Organizations relying on a current notice regarding disaster assistance check here <span style="float: right;">▶ <input type="checkbox"/></span>			
<b>c</b>	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?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d)			
<b>6a</b>	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		<b>6b</b>	X
	If "Yes" to 6b, file Form 8870			
<b>7a</b>	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		<b>7b</b>	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
John A. Marginson One Turks Head Place Providence, RI 02903	Director 00	0		
Archibald B. Kenyon, Jr. 133 Old Tower Hill Rd Wakefield, RI 02879	Director 00	0		

**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		
<b>Total number of others receiving over \$50,000 for professional services</b>		

**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 - Non-operating foundation	
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 N/A - Non-operating foundation	
2	
All other program-related investments See instructions	
3	
<b>Total. Add lines 1 through 3</b>	0



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	348,265
<b>b</b>	Average of monthly cash balances	<b>1b</b>	13,244
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	361,509
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	361,509
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	5,423
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	356,086
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	17,804

**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)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	17,804
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	354
<b>b</b>	Income tax for 2013 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	354
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	17,450
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	17,450
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	17,450

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	17,500
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	17,500
<b>5</b>	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)	<b>5</b>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	17,500

**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
<b>1</b> Distributable amount for 2013 from Part XI, line 7				17,450
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only			16,523	
<b>b</b> Total for prior years 20 09, 20 10, 20 11		47,164		
<b>3</b> Excess distributions carryover, if any, to 2013				
<b>a</b> From 2008				
<b>b</b> From 2009				
<b>c</b> From 2010				
<b>d</b> From 2011				
<b>e</b> From 2012				
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4: \$ 17,500				
<b>a</b> Applied to 2012, but not more than line 2a			16,523	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2013 distributable amount				977
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	0			
<b>b</b> Prior years' undistributed income: Subtract line 4b from line 2b		47,164		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see instructions		47,164		
<b>e</b> Undistributed income for 2012: Subtract line 4a from line 2a. Taxable amount—see instructions			0	
<b>f</b> Undistributed income for 2013: Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				16,473
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2009				
<b>b</b> Excess from 2010				
<b>c</b> Excess from 2011				
<b>d</b> Excess from 2012				
<b>e</b> Excess from 2013				

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

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

**b** Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(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			(e) Total
(a) 2013	(b) 2012	(c) 2011	(d) 2010	
				0
<b>b</b> 85% of line 2a				0
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed				0
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities				0
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				0
<b>3</b> Complete 3a, b, or c for the alternative test relied upon				
<b>a</b> "Assets" alternative test—enter				
<b>(1)</b> Value of all assets				0
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)				0
<b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
<b>c</b> "Support" alternative test—enter				
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
<b>(3)</b> Largest amount of support from an exempt organization				0
<b>(4)</b> Gross investment income				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
<b>a</b> <i>Paid during the year</i>				
Christ the King Church 180 North Road Kingston, RI 02881	None		Funding Religious Activities	3,000
Jonnycake Center of Peace Dale 1231 Kingstown Road South Kingstown, RI 02879	None		Providing Food for Families in need	3,000
North Kingstown Food Pantry 450 Boston Neck Road North Kingstown, RI 02852	None		Providing Food for Families in need	3,000
Rhode Island Community Food Bank 200 Niantic Avenue Providence, RI 02907	None		Providing Food for Families in need	2,500
St Mary Star of the Sea 866 Point Judith Road Narragansett, RI 02882	None		Funding Religious Activities	3,000
South County Community Action 1935 Kingstown Road South Kingstown, RI 02879	None		Funding Multi Purpose human services	3,000
<b>Total</b>			▶ <b>3a</b>	17,500
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b>			▶ <b>3b</b>	0

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
		14	14,878	
		18	3,459	
211110	11	15		
		01	11	
		18	1,513	
	11		19,861	0
		13		19,872

[illegible]

Form **990-PF** (2013)

## Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Totals		
											Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
	Long Term CG Distributions							Capital Gains/Losses			443,258	439,799	3,459
	Short Term CG Distributions							Other sales			0	0	0
1	X Publicly Traded Securities												
2	X Alliance Resource PTP	01877R108	Trust		10/26/2012	P	2/22/2013	12,040	409,792				5,588
3	X Kinder Morgan PTP	494550106	Trust		1/23/2013	P	11/7/2013	15,838	12,905				-865
4									17,102				-1,264
													0

**Part I, Line 11 (990-PF) - Other Income**

		1,535	1,513	0
		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
Description				
1	Royalties from investments	11		
2	Miscellaneous - NYSE litigation	11	0	
3	Capital Gain Distributions	1,513	1,513	

**Part I, Line 16a (990-PF) - Legal Fees**

		0	0	0	0
		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
Description					
1	Kenyon Law Associates, LLP				

**Part I, Line 16b (990-PF) - Accounting Fees**

		1,850	1,850	0	0
		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
Description					
1	Elizabeth A Beatrice, CPA	1,850	1,850		

**Part I, Line 18 (990-PF) - Taxes**

		277	277	0	0
		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Description					
1	Real estate tax not included in line 20				
2	Foreign tax paid	277	277		

**Part I, Line 23 (990-PF) - Other Expenses**

		280	30	0	0
		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Description					
1	State Filing Fee	50			
2	Federal excise tax	200			
3	Investment Fee	30	30		



ROBERT B CHAPMAN TRUST		Form 990-PF - Page Two												
Analysis of Changes in Net Assets														
2013														
	Beginning Balance 1/1/2013	Securities Purchased	Quantity	Securities Sold	Cash Rec'd for Sec Sold	Interst & Dividends Received	Capital Gain	Foreign Tax Paid	Ending Balance 10/31/2013					
SHARES	STOCK NAME													
200	Abbott Laboratories	10,931.24	-200.00	-10,931.24	16,467.56	189.00			0.00					
	Abbott Laboratories	0.00	300.00	-10,182.48					0.00					
150	ADT Corp Com	5,776.22	-300.00	-5,776.22	14,000.23				0.00					
300	Aflac	12,976.42	-300.00	-12,976.42	17,415.53	210.00			0.00					
	Amgen Inc		15,087.37			141.00			15,087.37					
25	Apple Inc.	0.00	11,600.52	-11,600.52	10,494.24	218.75			0.00					
25	Apple Inc		10,214.02	-10,214.02	11,200.03				0.00					
4,688.353	Aquila Three Peaks Hi	44,234.94	276.450	-46,690.07	44,509.12	1,128.66	1,513.08		0.00					
300	BCE Inc Common	13,484.04	0.00			679.22		-101.88	13,484.04					
	Banco Santander SA		13,440.73						13,440.73					
	Bank of Nova Scotia	0.00	16,530.58	-16,530.58	15,477.35	485.40		-72.82	0.00					
	Cablevision		13,371.88						13,371.88					
	Capital One		14,540.50						14,540.50					
	Chesapeake Energy		13,830.90			52.50			13,830.90					
	CISCO System Inc		15,564.78	-15,564.78	13,550.02	102.00			0.00					
	Cliffs Nat Res		12,208.35	-12,208.35	24,964.57	435.00			0.00					
	Cliffs Nat Res		4,178.88	-4,178.88	9,712.16				0.00					
	Cliffs Nat Res		10,421.75	-10,421.75					0.00					
	Commonwealth REIT		15,392.59						15,392.59					
	Conoco Phillips		13,491.53			138.00			13,491.53					
	Corrections Corp Amer		11,533.69	-11,533.69	18,046.61	3,119.90			0.00					
	Corrections Corp Amer		7,639.41	-7,639.41					0.00					
	Corrections Corp Amer		2,645.20	-2,645.20					0.00					
	CSX Corp		12,199.50			225.00			12,199.50					
	Darden Restaurants		16,139.46						16,139.46					
	Dow Chemicals		10,838.10			88.00			10,838.10					
	Elbit Systems LTD		12,191.33			75.00		-11.25	12,191.33					
83.000	Evergreen Solar, Inc.	8,128.28							8,128.28					

1,090,000	Federal Natl Mtg Assn	10,775.46		-1,090.00	-10,775.46	1,369.19				0.00
	Freeport McMoran Corp		11,204.69	350.00			109.38			11,204.69
	General Electric		11,686.64	500.00			218.50			11,686.64
	General Electric		3,745.00	150.00						3,745.00
	General Motors	0.00	4,460.45	100.00	-15,304.90	19,325.55				-10,844.45
300	General Motors	15,304.90		-400.00	-4,460.45		415.63			10,844.45
250	HCP Inc Com	11,447.04		-250.00	-11,447.04	14,438.40	515.64			0.00
100	HCP Inc Com	4,560.31	0	-100	-4560.31					0.00
750,000	Indymac Bancorp	16,921.27								16,921.27
250,000	Indymac Bancorp	5,370.58								5,370.58
500,000	Indymac Bancorp	7,794.40								7,794.40
150	iShares Barclays	17,812.04		-150.00	-17,812.04	18,055.40	13.34			0.00
	Manulife Financial Corp		12,001.62	600.00						12,001.62
400	Meadwestvaco Corp	13,084.15		-400.00	-13,084.15	14,150.44	100.00			0.00
	Morgan Stanley		15,163.53	750.00	-15,163.53	14,999.78	37.50			0.00
	Nestle SA		14,055.04	200.00	-14,055.04	12,855.33	432.71		-4.70	0.00
179	Pentair LTD Com	8,019.92	0.00	-250.00	-8,019.92	12,505.22	57.50			0.00
200	Proctor & Gamble	13,570.04					473.30		-64.91	13,570.04
	Potash Corp		15,502.89	500.00			175.00		-26.25	15,502.89
750	Powershares Echg	19,108.92	0		0		805.45			19,108.92
600	Prudential Short Durat	12,188.99		-600.00	-12,188.99	10,476.79	882.00			0.00
450	RPM Intl Inc	13,228.55		-450.00	-13,228.55	15,545.54	202.50			0.00
	Ryder System		14,179.59	225.00			76.50			14,179.59
300	Seadrill LTD	12,472.15		-300.00	-12,472.15	14,355.54				0.00
	Seadrill LTD	0.00	3,957.31	100.00	-3,957.31					0.00
	Susquehanna Banc		15,328.46	1,200.00			192.00			15,328.46
	TICC CAP Common		13,912.67	1,250.00	-13,912.67	11,144.08	725.00			0.00
600	Tronox LTD ord	11,225.50	0	-600	-11225.5	21432.93	925			0.00
	Tronox LTD ord		4836.91	250	-4836.91					0.00
	Tronox LTD ord		3523.17	150	-3523.17					0.00
300	Tyco Intl	13,859.96		-500.00	-13,859.96	15,620.05	75.00			0.00
200	Abbvie Inc	5,677.08		-200.00	-5,677.08	6,601.82				0.00
		0.00	0.00		0.00					0.00
	Vodafone						259.02		-5.00	0.00
560	W P Carey & Co, LLP	11,430.75		-300	-11,430.75	16,666.58	197.39			0.00



**Part II, Line 10b (990-PF) - Investments - Corporate Stock**

		322,100	362,027	278,926	361,624
		Book Value	Book Value	FMV	FMV
		Beg of Year	End of Year	Beg of Year	End of Year
Description	Num Shares/ Face Value				
1 Abbott Laboratories	200	10,931	0	13,100	0
2 ADT Corporation	150	5,776	0	13,947	0
3 Aflac	300	12,976	0	15,936	17,112
4 Amgen Inc	150	0	15,087	0	0
5 Aquila Three Peaks High	4,442	44,235	0	43,087	0
6 BCE Inc	300	13,484	13,484	12,882	12,987
7 Cablevision	800	0	13,372	0	14,344
8 Capital One	200	0	14,541	0	15,322
9 Chesapeake Energy	600	0	13,831	0	16,284
10 Commonwealth REIT	600	0	15,393	0	13,986
11 ConocoPhillip	200	0	13,492	0	14,130
12					
13 CSX Corp	500	0	12,199	0	14,385
14 Darden Restaurants	300	0	16,139	0	16,311
15 Dow Chemical Company	275	0	10,838	0	12,210
16 Elbit Systems LTD	250	0	12,191	0	15,178
17 Evergreen Solar Inc	500	8,128	8,128	1	1
18 Federal National Mtg Assn	600	10,776	0	278	0
19 Freeport McMoran Corp	350	0	11,205	0	13,209
20 General Electric	650	0	15,432	0	18,219
21 General Motors	300	15,305	0	13,239	0
22 HCP Inc	350	16,008	0	15,806	0
23 Indymac Bancorp, Inc.	1,500	30,086	30,086	0	0
24 Ishares Barclays	150	17,812	0	18,212	0
25 Manulife Financial Corp	600	0	12,002	0	11,838
26 Meadwestvaco Corp	400	13,084	0	12,748	0
27 Petair LTC	179	8,020	0	12,288	0
28 Potash Corp	500	0	15,503	0	16,480
29 Powershare Exchange	750	19,109	19,109	18,735	18,660
30 Proctor & Gamble	200	13,570	13,570	13,578	16,282
31 Prudential Short Duration	600	12,189	0	11,352	0
32 RPM International Inc	450	13,229	0	13,212	0
33 Ryder System	225	0	14,180	0	16,601
34 Seadrill LTD	300	12,472	0	11,040	0
35 Susquehanna Banc	1,200	0	15,328	0	15,408
36 Tronox LTD	600	11,226	0	10,950	0
37 Tyco International	300	13,860	0	10,375	0
38 Tyco International	200	5,677	0	4,250	0
39 Walgreens Co	300	0	14,389	0	17,232
40 Weyerhaeuser Co	500	14,147	14,147	13,910	15,785
41 YRC Worldwide Inc	1,500	0	14,940	0	26,055
42 Banco Santander SA	1,500	0	13,441	0	13,605

**Part II, Line 13 (990-PF) - Investments - Other**

		24,246	13,898	15,395
		Book Value	Book Value	FMV
		Beg of Year	End of Year	End of Year
1	Asset Description	Basis of Valuation		
1	Alliance Resource LP	AT COST	13,126	0
2	Linn Energy LLC	AT COST	0	15,395
3	W P Carey & Co, LLP	AT COST	11,120	0

**Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers**

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	John A. Marginson		One Turks Head Place	Providence	RI	02903		Director	0.00	0	0	0
2	Archibald B. Kenyon, Jr.		133 Old Tower Hill Rd	Wakefield	RI	02879		Director	0.00	0	0	0