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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

▶ **Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.**

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation
THE BACKCOUNTRY CHARITABLE TRUST

A Employer identification number
26-1214808

Number and street (or P O box number if mail is not delivered to street address)
1678 WEST REDSTONE CENTER DRIVE NO 210

Room/suite

B Telephone number (see instructions)
(801) 746-7566

City or town, state or province, country, and ZIP or foreign postal code
PARK CITY, UT 84098

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 4,861,861

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify) ______ *(Part I, column (d) must be on cash basis.)*

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

		Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1		Contributions, gifts, grants, etc , received (attach schedule)	10,027			
	2		Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3		Interest on savings and temporary cash investments				
	4		Dividends and interest from securities	61,235	61,235		
	5a		Gross rents				
		b	Net rental income or (loss)				
	6a		Net gain or (loss) from sale of assets not on line 10	319,350			
		b	Gross sales price for all assets on line 6a 1,655,911				
	7		Capital gain net income (from Part IV, line 2)		367,303		
	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)				
	12		**Total.** Add lines 1 through 11	390,612	428,538		
Operating and Administrative Expenses	13		Compensation of officers, directors, trustees, etc	0	0		0
	14		Other employee salaries and wages				
	15		Pension plans, employee benefits				
	16a		Legal fees (attach schedule)				
		b	Accounting fees (attach schedule)	1,050	1,050		0
		c	Other professional fees (attach schedule)	14,313	12,166		2,147
	17		Interest				
	18		Taxes (attach schedule) (see instructions)	5,766	5,766		0
	19		Depreciation (attach schedule) and depletion				
	20		Occupancy				
	21		Travel, conferences, and meetings				
	22		Printing and publications				
	23		Other expenses (attach schedule)	421	406		0
	24		**Total operating and administrative expenses.** Add lines 13 through 23	21,550	19,388		2,147
	25		Contributions, gifts, grants paid	205,200			205,200
	26		**Total expenses and disbursements.** Add lines 24 and 25	226,750	19,388		207,347
	27		Subtract line 26 from line 12				
		a	**Excess of revenue over expenses and disbursements**	163,862			
		b	**Net investment income** (if negative, enter -0-)		409,150		
		c	**Adjusted net income** (if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1		Cash—non-interest-bearing	2,091		
	2		Savings and temporary cash investments	14,880	43,715	43,715
	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)	3,235,882	3,373,000	4,818,146
		c	Investments—corporate bonds (attach schedule)			
	11		Investments—land, buildings, and equipment basis ▶			
			Less accumulated depreciation (attach schedule) ▶			
	12		Investments—mortgage loans			
	13		Investments—other (attach schedule)			
	14		Land, buildings, and equipment basis ▶			
			Less accumulated depreciation (attach schedule) ▶			
	15		Other assets (describe ▶)			
	16		**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	3,252,853	3,416,715	4,861,861
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 (attach schedule)			
	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 ▶ ☐ 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 ▶ ☑ and complete lines 27 through 31.			
	27		Capital stock, trust principal, or current funds	4,027,814	4,027,814	
	28		Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29		Retained earnings, accumulated income, endowment, or other funds	-774,961	-611,099	
	30		**Total net assets or fund balances** (see page 17 of the instructions)	3,252,853	3,416,715	
	31		**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	3,252,853	3,416,715	

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	3,252,853
2	Enter amount from Part I, line 27a	2	163,862
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	3,416,715
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	3,416,715

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

	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	See Additional Data Table			
b				
c				
d				
e				

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	367,303
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of 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	195,827	4,006,604	0 048876
2011	178,006	3,947,669	0 045091
2010	121,758	3,587,402	0 033940
2009	129,823	3,062,125	0 042396
2008	33,877	4,070,865	0 008322

2	**Total** of line 1, column (d)	2	0 178625
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 035725
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	4,635,164
5	Multiply line 4 by line 3	5	165,591
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,092
7	Add lines 5 and 6	7	169,683
8	Enter qualifying distributions from Part XII, line 4	8	207,347

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 page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b		1	4,092
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	4,092
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	4,092
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a 2,533		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c 5,700		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	8,233
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	4,141
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 4,141 **Refunded** ▶		11	0

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
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.*	2		No
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*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶			
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*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

Part VII-A Statements Regarding Activities *(continued)*

			Line	Yes	No
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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	Yes	

Website address ▶N/A

14 The books are in care of ▶NORTHEAST INVESTMENT MANAGEMENT IN Telephone no ▶(617) 523-3588

Located at ▶100 HIGH STREET BOSTON MA ZIP+4 ▶02110

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 |

		Line	Yes	No
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?	16		No
	See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶			

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.

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)		2b		
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?	☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		No
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		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	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? ☐ 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**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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
JAMES H HOLLAND 1678 WEST REDSTONE CENTER DRIVE 210 PARK CITY, UT 84098	TRUSTEE 1 00	0	0	0
JOSEPH J HOLLAND C/O CLIFFORD PROP PO BOX 850 NORWICH, VT 05055	TRUSTEE 1 00	0	0	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 ▶ 0

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

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

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

Total number of others receiving over $50,000 for professional services . . . . ▶ 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	
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	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	0

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	4,340,804
b	Average of monthly cash balances	1b	364,946
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	4,705,750
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	4,705,750
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	70,586
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,635,164
6	**Minimum investment return.** Enter 5% of line 5	6	231,758

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	231,758
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 4,092		
b	Income tax for 2013 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	4,092
3	Distributable amount before adjustments Subtract line 2c from line 1	3	227,666
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	227,666
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	227,666

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	207,347
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	207,347
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	4,092
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	203,255

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				227,666
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			193,294	
b Total for prior years 20___ , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 207,347				
a Applied to 2012, but not more than line 2a			193,294	
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.				14,053
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).)*	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				213,613
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

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

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

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the organization 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))

See Additional Data Table

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

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 of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				205,200
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	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	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	61,235	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	319,350	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		380,585	0

13 **Total.** Add line 12, columns (b), (d), and (e). **13** 380,585

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

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 or fiduciary) is based on all information of which preparer has any knowledge

****** | 2014-05-14 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
RICHARD J SEMPLE		2014-05-13		P00236332
Firm's name ▶ NORTHEAST INVESTMENT MANAGEMENT INC			Firm's EIN ▶ 04-2815899	
Firm's address ▶ 100 HIGH ST STE 1000 BOSTON, MA 021102301			Phone no (888) 404-1557	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
650 ABBVIE INC	P	2012-05-21	2013-01-11
450 ALLERGAN INC	P	2012-05-21	2013-01-02
100 AMERICAN TOWER CORP REIT	P	2012-08-20	2013-10-04
238 AMERICAN TOWER CORP REIT	P	2008-03-04	2013-10-04
100 APPLE INC	D	2007-08-24	2013-04-10
100 APPLE INC	D	2007-08-24	2013-02-13
346 CATERPILLAR INC	P	2007-11-28	2013-07-31
275 DEERE & CO	P	2007-12-05	2013-07-31
817 DISNEY WALT CO NEW	P	2007-12-12	2013-10-04
1802 EMC CORP MASS	P	2011-08-08	2013-10-04
108 EXXONMOBIL CORP	D	2013-11-11	2013-12-30
478 EXXONMOBIL CORP	D	1974-08-16	2013-09-13
55 EXXONMOBIL CORP	D	1974-08-16	2013-09-13
371 EXXONMOBIL CORP	D	1974-08-16	2013-07-31
430 EXXONMOBIL	P	2010-11-17	2013-07-31
1420 FACEBOOK INC-A	P	2013-01-02	2013-05-28
255 INTL BUSINESS MACHINES CORP	P	2008-11-18	2013-01-02
210 INTL BUSINESS MACHINES CORP	P	2010-11-17	2013-01-02
100 INTUITIVE SURGICAL INC	P	2012-02-15	2013-04-10
25 INTUITIVE SURGICAL INC	P	2012-02-28	2013-04-10
25 INTUITIVE SURGICAL INC	P	2012-05-21	2013-04-10
860 ISHARES COHEN & STEERS RLTY ETF	P	2010-04-07	2013-09-13
59 JOHNSON & JOHNSON	D	1995-04-19	2013-01-02
370 JOHNSON & JOHNSON	P	2007-11-26	2013-01-02
311 JOHNSON & JOHNSON	P	2012-02-28	2013-01-02
260 JOHNSON & JOHNSON	D	2003-05-02	2013-01-02
1445 087 LOOMIS SAYLES GLBL BOND-INST	P	2009-07-28	2013-06-10
620 873 LOOMIS SAYLES GLBL BOND-INST	P	2012-02-28	2013-01-23
1201 415 LOOMIS SAYLES GLBL BOND-INST	P	2009-07-28	2013-01-23
150 MCDONALDS CORP	P	2008-12-08	2013-07-29

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
450 MCDONALDS CORP	P	2009-02-11	2013-07-29
921 732 NORTHEAST INVESTORS GROWTH FUND	P	2007-12-17	2013-06-17
457 198 NORTHEAST INVESTORS GROWTH FUND	D	1998-12-16	2013-06-17
400 458 NORTHEAST INVESTORS GROWTH FUND	D	1999-06-16	2013-03-22
1339 299 NORTHEAST INVESTORS GROWTH FUND	D	1997-12-17	2013-12-30
695 073 NORTHEAST INVESTORS GROWTH FUND	P	2012-12-19	2013-12-30
1455 929 NORTHEAST INVESTORS GROWTH FUND	P	2013-12-19	2013-12-30
262 NOVARTIS AG SPONS ADR	P	2010-11-17	2013-10-04
253 NOVARTIS AG SPONS ADR	P	2010-11-17	2013-01-02
1700 ORACLE CORPORATION	P	2012-02-15	2013-07-29
1932 438 PIMCO TOTAL RETURN FUND-INST	P	2009-02-12	2013-06-10
1710 867 PIMCO TOTAL RETURN FUND-INST	P	2009-07-09	2013-01-23
511 355 PIMCO TOTAL RETURN FUND-INST	P	2009-02-12	2013-01-23
150 PERRIGO CO	P	2011-12-16	2013-10-04
59 PERRIGO CO	P	2012-02-28	2013-01-02
85 PERRIGO CO	P	2011-12-16	2013-01-02
400 PERRIGO CO	P	2011-12-16	2013-12-20
800 QUALCOMM INC	P	2012-02-15	2013-07-29
100 QUALCOMM INC	P	2012-05-21	2013-07-29
500 SPDR GOLD TRUST	P	2008-07-14	2013-07-31
335 SPDR GOLD TRUST	P	2010-05-25	2013-06-17
86 SPDR GOLD TRUST	P	2009-09-25	2013-06-17
SPDR GOLD TRUST	P	2009-09-25	2013-01-07
114 SPDR GOLD TRUST	P	2009-09-25	2013-07-31
130 SPDR GOLD TRUST	P	2008-07-14	2013-07-31
52 595 TEMPLETON GLOBAL BOND FUND-AD	P	2012-12-17	2013-06-17
5 332 TEMPLETON GLOBAL BOND FUND-AD	P	2013-01-15	2013-06-17
5 317 TEMPLETON GLOBAL BOND FUND-AD	P	2013-02-15	2013-06-17
5 371 TEMPLETON GLOBAL BOND FUND-AD	P	2013-03-15	2013-06-17
5 34 TEMPLETON GLOBAL BOND FUND-AD	P	2013-04-15	2013-06-17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
5 322 TEMPLETON GLOBAL BOND FUND-AD	P	2013-05-15	2013-06-17
5 567 TEMPLETON GLOBAL BOND FUND-AD	P	2013-06-17	2013-06-19
1591 09 TEMPLETON GLOBAL BOND FUND-AD	P	2012-06-18	2013-06-17
6 515 TEMPLETON GLOBAL BOND FUND-AD	P	2012-07-16	2013-06-17
6 41 TEMPLETON GLOBAL BOND FUND-AD	P	2012-08-15	2013-06-17
5 138 TEMPLETON GLOBAL BOND FUND-AD	P	2012-09-17	2013-06-17
5 148 TEMPLETON GLOBAL BOND FUND-AD	P	2012-10-15	2013-06-17
5 16 TEMPLETON GLOBAL BOND FUND-AD	P	2012-11-15	2013-06-17
50000 U S TREASURY BILLS 1/09/14	P	2013-06-12	2013-10-31
2366 257 VANGUARD INFLATION-PROTECTED SECS-IS	P	2010-11-22	2013-02-13
63 155 VANGUARD INFLATION-PROTECTED SECS-IS	P	2010-12-28	2013-02-13
29 983 VANGUARD INFLATION-PROTECTED SECS-IS	P	2011-03-30	2013-02-13
67 916 VANGUARD INFLATION-PROTECTED SECS-IS	P	2011-06-29	2013-01-24
3575 613 VANGUARD INFLATION-PROTECTED SECS-IS	P	2011-08-19	2013-01-24
60 633 VANGUARD INFLATION-PROTECTED SECS-IS	P	2011-09-29	2013-01-24
150 642 VANGUARD INFLATION-PROTECTED SECS-IS	P	2011-12-27	2013-01-24
31 981 VANGUARD INFLATION-PROTECTED SECS-IS	P	2012-03-29	2013-01-24
39 063 VANGUARD INFLATION-PROTECTED SECS-IS	P	2012-09-27	2013-01-24
245 01 VANGUARD INFLATION-PROTECTED SECS-IS	P	2012-12-19	2013-01-24
2294 659 VANGUARD INFLATION-PROTECTED SECS-IS	P	2010-11-22	2013-01-24
93 75 MALLINCKRODT PLC	P	2012-05-21	2013-07-29
31 25 MALLINCKRODT PLC	P	2012-08-20	2013-07-29
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
21,841		20,894	947
41,974		40,455	1,519
7,329		7,062	267
17,443		8,839	8,604
43,376		13,454	29,922
46,882		13,454	33,428
28,813		24,627	4,186
22,931		24,618	-1,687
52,459		26,577	25,882
45,157		39,716	5,441
10,860		7,486	3,374
42,369		13,936	28,433
4,875		103	4,772
34,856		17,254	17,602
40,399		29,747	10,652
34,122		39,987	-5,865
49,768		20,057	29,711
40,986		29,879	11,107
49,801		50,933	-1,132
12,450		12,868	-418
12,450		13,095	-645
66,668		50,889	15,779
4,159		3,767	392
26,084		25,216	868
21,925		20,305	1,620
18,330		16,986	1,344
24,176		21,841	2,335
10,747		10,550	197
20,797		18,159	2,638
14,645		9,175	5,470

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
43,934		25,752	18,182
16,840		18,158	-1,318
8,353		9,303	-950
7,048		8,857	-1,809
22,970		21,870	1,100
11,921		11,649	272
24,969		24,576	393
19,802		14,662	5,140
16,075		14,158	1,917
54,927		47,783	7,144
21,199		19,769	1,430
19,247		18,033	1,214
5,753		5,231	522
18,897		14,692	4,205
6,246		5,922	324
8,998		8,326	672
60,886		38,722	22,164
51,472		49,326	2,146
6,434		5,719	715
63,251		48,004	15,247
44,767		39,295	5,472
11,493		8,375	3,118
406			406
14,558		11,101	3,457
16,601		12,481	4,120
685		694	-9
69		72	-3
69		71	-2
70		72	-2
70		72	-2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
69		73	-4
72		73	-1
20,732		20,000	732
85		84	1
84		84	0
67		68	-1
67		69	-2
67		69	-2
49,984		49,981	3
27,188		25,384	1,804
726		649	77
345		316	29
787		730	57
41,441		40,848	593
703		678	25
1,746		1,697	49
371		364	7
453		465	-12
2,840		2,847	-7
26,595		24,616	1,979
4,334		3,572	762
1,445		1,267	178
29,028			29,028

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			947
			1,519
			267
			8,604
			29,922
			33,428
			4,186
			-1,687
			25,882
			5,441
			3,374
			28,433
			4,772
			17,602
			10,652
			-5,865
			29,711
			11,107
			-1,132
			-418
			-645
			15,779
			392
			868
			1,620
			1,344
			2,335
			197
			2,638
			5,470

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			18,182
			-1,318
			-950
			-1,809
			1,100
			272
			393
			5,140
			1,917
			7,144
			1,430
			1,214
			522
			4,205
			324
			672
			22,164
			2,146
			715
			15,247
			5,472
			3,118
			406
			3,457
			4,120
			-9
			-3
			-2
			-2
			-2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-4
			-1
			732
			1
			0
			-1
			-2
			-2
			3
			1,804
			77
			29
			57
			593
			25
			49
			7
			-12
			-7
			1,979
			762
			178
			29,028

Form 990PF Part XV Line 1a - 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).

JAMES H HOLLAND
JOSEPH J HOLLAND

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ACLU FOUNDATION 125 BROAD STREET 18TH FL NEW YORK,NY 10004	NONE	PUBLIC CHARITY	GENERAL	10,000
FORD SAYRE MEMORIAL SKI COUNCIL P O BOX 471 HANOVER,NH 03755	NONE	PUBLIC CHARITY	GENERAL	16,200
NATIONAL NORDIC FOUNDATION 32 WEST 200 SOUTH SALT LAKE CITY,UT 84101	NONE	PUBLIC CHARITY	GENERAL	5,000
NATURE CONSERVANCY 4245 N FAIRFAX DR ARLINGTON,VA 22203	NONE	PUBLIC CHARITY	GENERAL	8,000
NATURE CONSERVANCY - UTAH 559 EAST SOUTH TEMPLE SALT LAKE CITY,UT 84102	NONE	PUBLIC CHARITY	GENERAL	2,000
SKI JUMPING DEVELOPMENT USA P O BOX 683757 PARK CITY,UT 84060	NONE	PUBLIC CHARITY	GENERAL	142,500
SUMMIT LAND CONSERVANCY P O BOX 1775 PARK CITY,UT 84060	NONE	PUBLIC CHARITY	GENERAL	17,500
WOMEN'S SKI JUMPING USA P O BOX 980218 PARK CITY,UT 84098	NONE	PUBLIC CHARITY	GENERAL	4,000
Total . . . . ▶ **3a**				205,200

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491167005034

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

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 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	**Employer identification number**
THE BACKCOUNTRY CHARITABLE TRUST	26-1214808

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 foundation

Check 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 for 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 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 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
THE BACKCOUNTRY CHARITABLE TRUST	26-1214808

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	JOSEPH J HOLLAND P O BOX 850 NORWICH, VT 05055	$ 10,027	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization
THE BACKCOUNTRY CHARITABLE TRUST

Employer identification number
26-1214808

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
1	108 SHS EXXON MOBIL	$ 10,027	2013-11-11

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

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

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

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

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

Name of organization
THE BACKCOUNTRY CHARITABLE TRUST

Employer identification number
26-1214808

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

TY 2013 Accounting Fees Schedule

Name: THE BACKCOUNTRY CHARITABLE TRUST

EIN: 26-1214808

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NORTHEAST INVESTMENT MGMT	1,050	1,050		0

TY 2013 Investments Corporate Stock Schedule

Name: THE BACKCOUNTRY CHARITABLE TRUST

EIN: 26-1214808

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3267.375 LOOMIS SAYLES GLOBAL BOND	0	0
1672.056 TEMPLETON GLOBAL BOND FUND	0	0
2443.793 PIMCO TOTAL RETURN	0	0
1710.867 PIMCO TOTAL RETURN	0	0
8924.912 VANGUARD INFLATION PROTECTED	0	0
165 AMAZON.COM	49,847	65,800
877 DISNEY	30,971	67,003
123 DISNEY	4,001	9,398
817 DISNEY	0	0
1400 DUNKIN BRANDS GROUP	60,925	67,480
1600 LOWES COS	58,621	79,280
600 MAGNA INTL	50,367	49,236
600 MCDONALDS	0	0
1120 NIKE	60,173	88,077
2200 V.F. CORP	69,263	137,148
775 WILLIAMS-SONOMA	40,200	45,167
999 CVS CAREMARK	38,976	71,498
470 CVS CAREMARK	19,514	33,638
740 DIAGEO PLC	70,598	97,991
1800 MONDELEZ INTL	51,575	63,540
750 NESTLE	24,443	55,192
556 PEPSICO	40,986	46,115
244 PEPSICO	18,532	20,237
1260 WHOLE FOODS MARKET	59,869	72,866
440 WHOLE FOODS MARKET	20,436	25,445
650 ABBOTT LABS	40,161	24,915
850 ABBOTT LABS	27,931	32,580
450 ALLERGAN	0	0
320 CELGENE	48,033	54,070
1000 COVIDIEN PLC	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1000 COVIDIEN PLC	49,476	68,100
150 INTUITIVE SURGICAL	0	0
950 GILEAD SCIENCES	59,447	71,345
319 JOHNSON & JOHNSON	0	0
681 JOHNSON & JOHNSON	0	0
1165 NOVARTIS	0	0
650 NOVARTIS	36,239	52,247
300 NOVO NORDISK	50,759	55,428
694 PERRIGO	0	0
400 PERRIGO	60,882	61,384
1300 CABOT OIL & GAS	46,923	50,388
525 CHEVRON	48,187	65,578
125 CHEVRON	9,686	15,613
1200 NOBLE	48,076	44,964
849 EXXON MOBIL	0	0
485 EXXON MOBIL	0	0
690 OCCIDENTAL PETROLEUM	51,119	65,619
325 PIONEER NATURAL RESOURCES	50,714	59,823
392 SCHLUMBERGER	41,313	35,323
760 SCHLUMBERGER	42,867	68,484
5000 BANK OF AMERICA	60,102	77,850
670 BERKSHIRE HATHAWAY CL B	50,223	79,435
575 GOLDMAN SACHS	83,294	101,924
856 T ROWE PRICE	48,724	71,707
1235 T ROWE PRICE	73,029	103,456
2000 US BANCORP	60,625	80,800
2400 WISDOMTREE INVESTMENTS	29,222	42,504
26 CATERPILLAR TRACTOR	2,080	2,361
1040 CATERPILLAR TRACTOR	0	0
720 CATERPILLAR TRACTOR	35,802	63,022

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1640 DANAHER	69,731	126,608
1000 DEERE	0	0
725 DEERE	49,854	66,214
4900 GENERAL ELECTRIC	64,899	137,347
600 HONEYWELL INTL	50,059	54,822
550 UNION PACIFIC	40,115	92,400
1600 3-D SYSTEMS	69,501	148,688
1172 AKAMAI TECH	36,174	55,295
1190 AKAMAI TECH	29,631	56,144
450 APPLE INC	0	0
250 APPLE INC	41,985	140,255
51 GOOGLE	30,167	57,156
24 GOOGLE	16,449	26,897
40 GOOGLE	35,479	44,829
465 I.B.M.	0	0
1700 ORACLE	0	0
900 QUALCOMM	0	0
130 MASTERCARD	80,845	108,610
450 VISA	49,150	100,206
1300 YANDEX NV	49,850	56,095
1150 AMERICAN TOWER	0	0
812 AMERICAN TOWER	30,158	64,814
2400 WEYERHAEUSER REIT	66,405	75,768
6989.272 NORTHEAST GROWTH FUND	0	0
1616.905 NORTHEAST GROWTH FUND	0	0
4792.217 NORTHEAST GROWTH FUND	109,694	82,714
297.189 VANGUARD MID CAP INDEX	9,500	12,773
2483.491 VANGUARD MID CAP INDEX	62,500	106,740
1105.051 VANGUARD MID CAP INDEX	40,257	47,496
446.426 VANGUARD SMALL CAP	14,562	21,201

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3148.421 VANGUARD SMALL CAP	52,500	149,518
6351.712 HARDING LOEVNER INST EMERG MKT	0	0
11017.716 HARDING LOEVNER INST EMERG MKT	182,703	196,776
7315.918 OAKMARK INTERNATIONAL FUND	0	0
9298.961 OAKMARK INTERNATIONAL FUND	166,621	244,749
860 ISHRS COHEN & STEERS RLTY	0	0
1165 SPDR GOLD TRUST	0	0

TY 2013 Other Expenses Schedule

Name: THE BACKCOUNTRY CHARITABLE TRUST

EIN: 26-1214808

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SPDR GOLD TRUST	406	406		0
NESTLE ADR FEE	15	0		0

TY 2013 Other Professional Fees Schedule

Name: THE BACKCOUNTRY CHARITABLE TRUST

EIN: 26-1214808

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NORTHEAST INVESTMENT MGMT	14,313	12,166		2,147

TY 2013 Taxes Schedule

Name: THE BACKCOUNTRY CHARITABLE TRUST

EIN: 26-1214808

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD	1,766	1,766		0
2012 FEDERAL EXCISE TAX - EXT PYMT	4,000	4,000		0