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Return of Private Foundation

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

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

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation THE GRUBEN CHARITABLE FOUNDATION		A Employer identification number 26-1944179
Number and street (or P O box number if mail is not delivered to street address) C/O J ROBERT CASEY, 400 ATLANTIC AVE	Room/suite	B Telephone number 617-482-1776
City or town, state or province, country, and ZIP or foreign postal code BOSTON, MA 02110-3333		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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) \$ 13,675,164.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		57.	57.		STATEMENT 1
4 Dividends and interest from securities		434,575.	434,575.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		260,548.			
b Gross sales price for all assets on line 6a		3,095,527.			
7 Capital gain net income (from Part IV, line 2)			260,548.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		695,180.	695,180.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 3		69,436.	34,718.		34,718.
b Accounting fees					
c Other professional fees STMT 4		5,250.	2,625.		2,625.
17 Interest					
18 Taxes STMT 5		18,770.	18,770.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		170.	45.		125.
24 Total operating and administrative expenses. Add lines 13 through 23		93,626.	56,158.		37,468.
25 Contributions, gifts, grants paid		498,500.			498,500.
26 Total expenses and disbursements. Add lines 24 and 25		592,126.	56,158.		535,968.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		103,054.			
b Net investment income (if negative, enter -0-)			639,022.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing	3,104.	<20,997.>	<20,997.>
	2 Savings and temporary cash investments	284,500.	469,698.	469,698.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 7	1,829,161.	1,713,047.	1,704,191.
	b Investments - corporate stock STMT 8	7,016,171.	6,500,088.	9,276,002.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	1,499,994.	2,074,148.	2,246,270.
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	10,632,930.	10,735,984.	13,675,164.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	10,632,930.	10,735,984.	
	30 Total net assets or fund balances	10,632,930.	10,735,984.	
	31 Total liabilities and net assets/fund balances	10,632,930.	10,735,984.	

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	10,632,930.
2 Enter amount from Part I, line 27a	2	103,054.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	10,735,984.
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	10,735,984.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE ATTACHED STATEMENTS				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e 3,095,527.		2,834,979.	260,548.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			260,548.	
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		2 260,548.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):		{ If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3 N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	568,887.	11,281,073.	.050428
2011	569,490.	11,047,406.	.051550
2010	314,595.	11,482,523.	.027398
2009	6.	5,630,213.	.000001
2008	0.	5.	.000000
2 Total of line 1, column (d)			2 .129377
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 .025875
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 12,693,245.
5 Multiply line 4 by line 3			5 328,438.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 6,390.
7 Add lines 5 and 6			7 334,828.
8 Enter qualifying distributions from Part XII, line 4			8 535,968.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	6,390.
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	6,390.
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	6,390.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	5,691.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	7,200.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	12,891.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	17.	
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	6,484.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input checked="" type="checkbox"/> 6,484. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> MA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► NONE	13	X	
14	The books are in care of ► J ROBERT CASEY, GOULSTON & STORRS Telephone no. ► 617-482-1776 Located at ► 400 ATLANTIC AVE, BOSTON, MA ZIP+4 ► 02110-3333			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	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. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	N/A	3b
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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

6b

X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DIANA OEHLRI	TRUSTEE			
C/O GOULSTON & STORRS, 400 ATLANTIC A	0.10	0.	0.	0.
BOSTON, MA 021103333				
J ROBERT CASEY	TRUSTEE			
C/O GOULSTON & STORRS, 400 ATLANTIC A	0.10	0.	0.	0.
BOSTON, MA 021103333				

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

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

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

0

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

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

Expenses

Amount**Total.** Add lines 1 through 3

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	11,572,007.
b	Average of monthly cash balances	1b	1,314,536.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	12,886,543.
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	12,886,543.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	193,298.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,693,245.
6	Minimum investment return. Enter 5% of line 5	6	634,662.

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	634,662.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	6,390.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,390.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	628,272.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	628,272.
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	628,272.

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	535,968.
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	535,968.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	6,390.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	529,578.

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				628,272.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			497,793.	
b Total for prior years:		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: ▶ \$ 535,968.				
a Applied to 2012, but not more than line 2a			497,793.	
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				38,175.
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 instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				590,097.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	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)
-----------------	--

N/A

- 1 a** 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)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AMOS HOUSE 415 FRIENDSHIP ST PROVIDENCE, RI 02907	UNRELATED	PUBLIC	UNRESTRICTED	30,000.
AQUIDNECK ISLAND LAND TRUST 790 AQUIDNECK AVENUE MIDDLETOWN, RI 02842-7246	UNRELATED	PUBLIC	UNRESTICTED	50,000.
BROOKS SCHOOL 1160 GREAT PONDS RD NORTH ANDOVER, MA 01845	UNRELATED	PUBLIC	UNRESTICTED	14,500.
CONSERVATION LAW FOUNDATION 62 SUMMER ST BOSTON, MA 02110	UNRELATED	PUBLIC	UNRESTICTED	80,000.
EDWARD KING HOUSE SENIOR CENTER 35 KING ST NEWPORT, RI 02840	UNRELATED	PUBLIC	UNRESTRICTED	10,000.
Total			SEE CONTINUATION SHEET(S) ▶ 3a	498,500.
b Approved for future payment				
NONE				
Total			▶ 3b	0

THE GRUBEN CHARITABLE FOUNDATION

CONTINUATION FOR 990-PF, PART IV

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	1725 TERADATA CORP ST	P	VARIOUS	12/12/13
b	3000 TEVA PHARMACEUTICALS INDS LTD ST	P	VARIOUS	11/08/13
c	6225 AEGION CORP LT	P	VARIOUS	10/10/13
d	1525 CREE INC LT	P	05/06/11	03/07/13
e	600 ENCANA CORP COM LT	P	02/14/11	06/14/13
f	36146 FIRST TRUST 3134 TACTICAL INCO LT	P	08/26/11	08/08/13
g	23000 GASFRAC ENERGY SERVICES INC	P	VARIOUS	10/09/13
h	1000 INTEL CORP COM LT	P	09/01/11	05/31/13
i	1050 MONSANTO CO NEW COM LT	P	VARIOUS	08/01/13
j	1400 NXP SEMICONDUCTORS NV LT	P	VARIOUS	10/24/13
k	1700 TERADATA CORP LT	P	VARIOUS	12/12/13
l	3500 TEVA PHARMACEUTICALS INDS LTD LT	P	VARIOUS	11/08/13
m	25390 US FIRST TRUST 3048-TACTICAL I LT	P	06/17/11	06/20/13
n	35404 US FIRST TRUST 3185-TACTICAL I LT	P	09/27/11	10/01/13
o	24695 US FIRST TRUST 3264 - TACTICAL LT	P	01/19/12	12/13/13

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 67,690.		96,072.	<28,382.>
b 111,232.		115,795.	<4,563.>
c 143,024.		122,212.	20,812.
d 80,559.		60,280.	20,279.
e 10,424.		18,772.	<8,348.>
f 378,535.		349,864.	28,671.
g 32,362.		101,277.	<68,915.>
h 24,527.		20,247.	4,280.
i 103,110.		78,181.	24,929.
j 55,795.		33,843.	21,952.
k 66,709.		114,865.	<48,156.>
l 129,771.		175,540.	<45,769.>
m 258,904.		249,929.	8,975.
n 384,944.		349,692.	35,252.
o 271,149.		250,002.	21,147.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "0-0")
a			<28,382.>
b			<4,563.>
c			20,812.
d			20,279.
e			<8,348.>
f			28,671.
g			<68,915.>
h			4,280.
i			24,929.
j			21,952.
k			<48,156.>
l			<45,769.>
m			8,975.
n			35,252.
o			21,147.

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

THE GRUBEN CHARITABLE FOUNDATION

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	30000 ALLEN PARK MI SUBJ FEDERAL TAX LT	P	04/22/10	05/01/13
b	4800 ENCANA CORP COM LT	P	VARIOUS	06/14/13
c	1850 HOME DEPOT INC COM LT	P	VARIOUS	02/19/13
d	1900 HOME DEPOT INC COM LT	P	VARIOUS	02/27/13
e	3000 INTEL CORP COM LT	P	VARIOUS	05/31/13
f	0.25 MALLINCKRODT PLC LT	P	11/17/10	09/25/13
g	406 MALLINCKRODT PLC LT	P	VARIOUS	10/24/13
h	75000 MASSACHUSETTS ST FSA INSD DTD LT	P	07/28/10	12/16/13
i	2625 MCDERMOTT INTERNATIONAL INC LT	P	VARIOUS	08/08/13
j	1200 MONSANTO CO NEW COM LT	P	VARIOUS	08/01/13
k	1500 PERRIGO CO COM LT	P	VARIOUS	12/19/13
l	1000 WAL-MART STORES INC LT	P	VARIOUS	09/25/13
m	LONG-TERM CAPITAL GAIN DISTRIBUTIONS	P	VARIOUS	VARIOUS
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 29,999.		31,800.	<1,801.>
b 83,394.		142,358.	<58,964.>
c 124,897.		55,708.	69,189.
d 128,380.		55,098.	73,282.
e 73,581.		62,719.	10,862.
f 11.		8.	3.
g 17,528.		11,257.	6,271.
h 75,000.		84,314.	<9,314.>
i 17,801.		47,256.	<29,455.>
j 117,840.		89,575.	28,265.
k 233,010.		64,315.	168,695.
l 75,336.		54,000.	21,336.
m 15.			15.
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<1,801.>
b			<58,964.>
c			69,189.
d			73,282.
e			10,862.
f			3.
g			6,271.
h			<9,314.>
i			<29,455.>
j			28,265.
k			168,695.
l			21,336.
m			15.
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	260,548.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FAMILY SERVICE OF RHODE ISLAND P O BOX 6688 PROVIDENCE, RI 02940-6688	UNRELATED	PUBLIC	UNRESTRICTED	30,000.
INTERNATIONAL YACHT RESTORATION SCHOOL 449 THAMES ST NEWPORT, RI 02840	UNRELATED	PUBLIC	SCHOLARSHIP FUND	38,000.
LUCY'S HEARTH P O BOX 6688 PROVIDENCE, RI 02940-6688	UNRELATED	PUBLIC	UNRESTRICTED	35,000.
NORMAN BIRD SANTUARY 583 THIRD BEACH RD MIDDLETOWN, RI 02842	UNRELATED	PUBLIC	UNRESTRICTED	26,000.
NORTH COUNTRY SCHOOL FUND FOR SCHOLARSHIPS 4382 CASCADE ROAD LAKE PLACID, NY 12946	UNRELATED	PUBLIC	CAMP TREETOPS	45,000.
OLIVER HAZARD PERRY RHODE ISLAND 29 TOURO STREET NEWPORT, RI 02840	UNRELATED	PUBLIC	ENVIRONMENTAL EDUCATION	25,000.
SAVE THE BAY 100 SAVE THE BAY DRIVE PROVIDENCE, RI 02905	UNRELATED	PUBLIC	UNRESTRICTED	75,000.
THE INSTITUTE FOR THE STUDY AND PRACTICE OF NONVIOLENCE 265 OXFORD ST PROVIDENCE, RI 02905	UNRELATED	PUBLIC	UNRESTRICTED	10,000.
WOMEN'S RESOURCE CENTER 29 TOURO STREET NEWPORT, RI 02840	UNRELATED	PUBLIC	UNRESTRICTED	30,000.
Total from continuation sheets				314,000.

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MONEY MARKET INTEREST	57.	57.	
TOTAL TO PART I, LINE 3	57.	57.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DOMESTIC DIVIDENDS	298,277.	0.	298,277.	298,277.	
FOREIGN DIVIDENDS	40,648.	0.	40,648.	40,648.	
MUNICIPAL INTEREST	95,650.	0.	95,650.	95,650.	
TO PART I, LINE 4	434,575.	0.	434,575.	434,575.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GOULSTON & STORRS P C	69,436.	34,718.		34,718.
TO FM 990-PF, PG 1, LN 16A	69,436.	34,718.		34,718.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GOULSTON & STORRS P C	5,250.	2,625.		2,625.
TO FORM 990-PF, PG 1, LN 16C	5,250.	2,625.		2,625.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FORM 990-PF FYE 12/31/12	6,000.	6,000.			0.
FOREIGN TAXES WITHHELD FYE 12/31/13	7,770.	7,770.			0.
FORM 990-PF ESTIMATES FYE 12/31/13	5,000.	5,000.			0.
TO FORM 990-PF, PG 1, LN 18	18,770.	18,770.			0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MASSACHUSETTS FORM PC FILING FEE	125.	0.			125.
ADR FEES	45.	45.			0.
TO FORM 990-PF, PG 1, LN 23	170.	45.			125.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	7
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
50000 MASSACHUSETTS ST PORT AUTH AMBAC INC DTD 05/15/05 5% 07/01/2027		X	55,953.	52,625.	
250000 CALIFORNIA ST SUBJ FEDERAL TAX DTD 04/01/10 6.2% 03/0/2019		X	258,310.	290,405.	
250000 ALLEN PARK MI SUBJ FEDERAL TAX DTD 11/12/09 6.625% 05/01/2019		X	206,700.	172,388.	
250000 FLORIDA ST DEPT ENV PROT PRES DTD 03/25/10 5.3% 07/01/2020		X	255,898.	264,764.	
250000 CHICAGO IL TRANS AUTH BUILD AMERICA DTD 04/06/10 5.07% 12/01/2020		X	250,023.	253,335.	

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300000 CONNETICUT ST SUBJ FED TAX	X		
04/28/10 4.807% 04/01/2022		321,021.	317,679.
250000 PORT AUTH NY & NJ CONS BD	X		
DTD 07/01/09 6.04% 12/01/2029		259,003.	287,060.
100000 PUERTO RICE ELC PWR AUTH	X		
SYNCO INSD DTD 04/04/05 5%		106,139.	65,935.
TOTAL U.S. GOVERNMENT OBLIGATIONS			
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS		1,713,047.	1,704,191.
TOTAL TO FORM 990-PF, PART II, LINE 10A		1,713,047.	1,704,191.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
APPLE COMPUTERS INC COM	192,803.	252,459.
APTAR GROUP INC	84,689.	101,715.
AUTOMATIC DATA PROCESSING COM	168,644.	262,597.
BOLLORE INVESTISSEMENT	171,994.	469,076.
BOULDER BRANDS INC	38,987.	142,740.
CANADIAN NATIONAL RAILWAY CO COM	101,528.	171,060.
CHEVRON CORP	164,065.	249,820.
CISCO SYSTEM INC COM	176,675.	201,870.
CITY NATIONAL CORP	165,031.	229,738.
CLEAN HARBORS INC	339,874.	347,768.
CORNING INC COM	179,139.	231,660.
COVIDIAN PLC	165,549.	272,400.
CVS CORP COM	164,827.	357,850.
EMC CORP COM	240,472.	264,075.
EMERSON ELC CO COM	133,574.	200,013.
F5 NETWORKS INC	150,119.	171,725.
FIRST REPUBLIC BANK NEW DEP SHS	100,000.	88,600.
GLAXOSMITHKLINE PLC SPONSORED ADR	199,513.	240,255.
ILLUMINA INC	158,704.	331,770.
INTEL CORP COM	79,463.	103,171.
IPG PHOTONICS CORP	83,111.	116,415.
ISIS PHARMACEUTICAL	45,621.	69,720.
JOHNSON & JOHNSON	173,987.	251,873.
JOHNSON CONTROLS INC	207,426.	364,230.
LABORATORY CORP OF AMERICA HLDGS	123,208.	146,192.
MASTERCARD INC	102,800.	375,957.
MERCK & CO INC	33,227.	50,050.
NESTLE S S S/ADR	142,728.	202,733.
NOVARTIS AG ADR	176,525.	261,235.
NOVOZYMES A/S SEB B ORD	96,268.	169,386.
PERRIGO CO COM	233,010.	237,045.
PITNEY BOWES INTL HLDGS INC SER A	584,800.	627,000.
PROCTOR & GAMBLE CO COM	169,437.	233,878.

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ROCKWELL AUTOMATION	270,952.	324,940.
STRATASYS LTD	109,515.	202,050.
SUNOPTA INC	173,812.	179,179.
TORAY INDUSTRIES	115,343.	138,468.
WAL-MART STORES INC	146,546.	226,234.
XILINX INC COM	105,573.	143,500.
XYLEM INC	230,549.	265,555.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,500,088.	9,276,002.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FIRST TRUST TACTICAL INCOME 13	COST	1,474,261.	1,640,482.
US FIRST TR SR LN & LTD DURATION PLUS 84	COST	599,887.	605,788.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,074,148.	2,246,270.

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

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

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

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

Enter filer's identifying number, see instructions.

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	THE GRUBEN CHARITABLE FOUNDATION	26-1944179
	Number, street, and room or suite no. If a P O box, see instructions. C/O J ROBERT CASEY, 400 ATLANTIC AVE	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. BOSTON, MA 02110-3333	

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

0 4

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

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

J ROBERT CASEY, GOULSTON & STORRS

• The books are in the care of **400 ATLANTIC AVE - BOSTON, MA 02110-3333**

Telephone No **617-482-1776**

Fax No. **617-574-7584**

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

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

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2014.**

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

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

7 State in detail why you need the extension

ALL INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN IS NOT AVAILABLE AT THIS TIME.

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$ 6,390.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$ 12,891.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	\$ 0.

Signature and Verification must be completed for Part II only.

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

Signature  Title **ENROLLED AGENT**

Date **8/4/14**

Form 8868 (Rev 1-2014)