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

OMB No 1545-0052

2013Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

Name of foundation WELLESLEY BANK CHARITABLE FOUNDATION INC.		A Employer identification number 45-4182909
Number and street (or P O box number if mail is not delivered to street address) 40 CENTRAL STREET	Room/suite	B Telephone number (see instructions) (781) 235-2550
City or town, state or province, country, and ZIP or foreign postal code WELLESLEY, MA 02482		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 3,128,214.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)		

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc. received (attach schedule)				
2 Check ☐ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	316.	316.		ATCH 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)				
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	316.	316.	0	
13 Compensation of officers, directors, trustees, etc.	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) ATCH 2	2,400.			2,400.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) ATCH 3	8.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 4	1,387.			1,387.
24 Total operating and administrative expenses. Add lines 13 through 23	3,795.			3,787.
25 Contributions, gifts, grants paid	116,500.			116,500.
26 Total expenses and disbursements. Add lines 24 and 25	120,295.	0	0	120,287.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-119,979.			
b Net investment income (if negative, enter -0-)		316.		
c Adjusted net income (if negative, enter -0-)			0	

SCANNED MAY 19 2014

Operating and Administrative Expenses

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		169,519.	49,539.	49,539.
	2	Savings and temporary cash investments				
	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				
	10 a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) ATCH 5	2,417,272.	3,078,675.	3,078,675.	
	c	Investments - corporate bonds (attach schedule):				
	Liabilities	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)	2,586,791.	3,128,214.	3,128,214.	
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 (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)	0	0		
		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					
28	Paid-in or capital surplus, or land, bldg., and equipment fund					
29	Retained earnings, accumulated income, endowment, or other funds	2,586,791.	3,128,214.			
30	Total net assets or fund balances (see instructions)	2,586,791.	3,128,214.			
31	Total liabilities and net assets/fund balances (see instructions)	2,586,791.	3,128,214.			

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	2,586,791.
2	Enter amount from Part I, line 27a	2	-119,979.
3	Other increases not included in line 2 (itemize) ▶ ATCH 6	3	661,402.
4	Add lines 1, 2, and 3	4	3,128,214.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,128,214.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b					
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					
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					
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) (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 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	56,291.	2,054,394.	0.027400
2011			
2010			
2009			
2008			
2 Total of line 1, column (d)			0.027400
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			0.009133
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			2,746,588.
5 Multiply line 4 by line 3			25,085.
6 Enter 1% of net investment income (1% of Part I, line 27b)			3.
7 Add lines 5 and 6			25,088.
8 Enter qualifying distributions from Part XII, line 4			120,287.

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)

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		1	3 .
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			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		2	
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		3	3 .
3 Add lines 1 and 2		4	0
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		5	3 .
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-			
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7		0
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		3 .
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2014 estimated tax ▶ Refunded ▶	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		X
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?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities		
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?		X
If "Yes," attach the statement required by General Instruction T		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MA, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of NANCY A. SNOW	Telephone no	781-235-2550	
Located at 40 CENTRAL STREET WELLESLEY, MA		ZIP+4	02482	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here ☐	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? ☐ Yes ☒ No If "Yes," list the years		
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	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☒ Yes ☐ No		
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.) ☐	3b	X
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)? (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)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐ **5b****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? ☐ Yes ☒ No **6b**

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? ☐ Yes ☒ No **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
ATCH 7		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 ☐

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
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	2,674,809.
b	Average of monthly cash balances	1b	113,605.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,788,414.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,788,414.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	41,826.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	2,746,588.
6	Minimum investment return. Enter 5% of line 5	6	137,329.

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	137,329.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	3.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	137,326.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	137,326.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	137,326.

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	120,287.
b	Program-related investments - total from Part IX-B	1b	
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	120,287.
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	3.
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	120,284.

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.

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Page **9****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				137,326.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			46,413.	
b Total for prior years 20 11, 20 10, 20 09				
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 ▶ \$ 120,287.				
a Applied to 2012, but not more than line 2a			46,413.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				73,874.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 . (If an amount appears in column (d), the same amount must be shown in column (a)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				63,452.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
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				

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

NOT APPLICABLE

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

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

4942(j)(3) or

4942(j)(5)

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

Tax year	Prior 3 years				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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 foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

ATCH 8

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

CONTACT THE FOUNDATION

c Any submission deadlines

CONTACT THE FOUNDATION

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

SEE ATTACHED STATEMENT

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 ATCH 9				
Total			▶ 3a	116,500.
b Approved for future payment ATCH 10				
Total			▶ 3b	77,750.

Enter gross amounts unless otherwise indicated

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
INTEREST INCOME	316.	316.	
TOTAL	<u>316.</u>	<u>316.</u>	

ATTACHMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
TAX PREP FEES	2,400.			2,400.
TOTALS	<u>2,400.</u>			<u>2,400.</u>

ATTACHMENT 3

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
FEDERAL TAX	8.			
TOTALS	<u>8.</u>			

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
MA FILING FEES	537.			537.
FEDERAL FILING FEES	850.			850.
TOTALS	<u>1,387.</u>			<u>1,387.</u>

ATTACHMENT 5FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
WELLESLEY BANCORP, INC.	2,417,272.	3,078,675.	3,078,675.
TOTALS	<u>2,417,272.</u>	<u>3,078,675.</u>	<u>3,078,675.</u>

ATTACHMENT 6FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED INVESTMENT GAINS/LOSSES	661,402.
TOTAL	<u>661,402.</u>

WELLESLEY BANK CHARITABLE FOUNDATION INC.

45-4182909

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 7

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
THOMAS J. FONTAINE 40 CENTRAL STREET WELLESLEY, MA 02482	PRESIDENT/DIRECTOR 1.00	0	0	0
NANCY A. SNOW 40 CENTRAL STREET WELLESLEY, MA 02482	TREASURER 1.00	0	0	0
ANGELA H. YEE 40 CENTRAL STREET WELLESLEY, MA 02482	CLERK 1.00	0	0	0
NANCY MARDEN GOODALL 40 CENTRAL STREET WELLESLEY, MA 02482	DIRECTOR 1.00	0	0	0
SANDY JOSEPH 40 CENTRAL STREET WELLESLEY, MA 02482	DIRECTOR 1.00	0	0	0
THEODORE F. PARKER 40 CENTRAL STREET WELLESLEY, MA 02482	DIRECTOR 1.00	0	0	0

WELLESLEY BANK CHARITABLE FOUNDATION INC.

45-4182909

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 7 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION		CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
LESLIE B. SHEA 40 CENTRAL STREET WELLESLEY, MA 02482	DIRECTOR 1.00	0	0	0	0
MAUREEN SULLIVAN 40 CENTRAL STREET WELLESLEY, MA 02482	DIRECTOR 1.00	0	0	0	0
WILLIAM J. CADIGAN 40 CENTRAL STREET WELLESLEY, MA 02482	ASSISTANT CLERK 1.00	0	0	0	0
BRIAN J. LYNCH 40 CENTRAL STREET WELLESLEY, MA 02482	ASSISTANT CLERK 1.00	0	0	0	0
ALICE LEE 40 CENTRAL STREET WELLESLEY, MA 02482	ASSISTANT CLERK 1.00	0	0	0	0
GRAND TOTALS		0	0	0	0

ATTACHMENT 8

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

ANGELA H. YEE
40 CENTRAL STREET
WELLESLEY, MA 02482
781-489-7613

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	NOT RELATED PC			
SEE ATTACHED STATEMENT ON FILE - DETAILS UPON REQUEST			EXEMPT PURPOSE	116,500
			TOTAL CONTRIBUTIONS PAID	<u>116,500</u>

ATTACHMENT 9

**WELLESLEY BANK CHARITABLE FOUNDATION
CONTRIBUTIONS FOR YEAR ENDED DECEMBER 31, 2013**

Name of Organization	Address 1	Address 2	City	State	Zip	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
American Cancer Society, New England Division Inc., Relay For Life	P O Box 1909		Framingham	MA	01701	Not Related	501(c)(3)	Charitable Cause	\$ 250
Bates Elementary School PTO	22 Richland Road		Wellesley	MA	02481	Not Related	501(c)(3)	Charitable Cause	\$ 1,000
Circle of Caring at Hospice of the Good Shepherd	2042 Beacon Street		Newton	MA	02468	Not Related	501(c)(3)	Charitable Cause	\$ 500
Dana Hall School	45 Dana Road	P O Box 9010	Wellesley	MA	02482	Not Related	501(c)(3)	Charitable Cause	\$ 1,000
Facing Cancer Together	P O Box 600666		Newtonville	MA	02460	Not Related	501(c)(3)	Charitable Cause	\$ 500
Family Promise Melrose	13 Common Street		Natick	MA	01760	Not Related	501(c)(3)	Charitable Cause	\$ 2,500
Fiske Elementary School PTO	45 Hastings Street		Wellesley	MA	02481	Not Related	501(c)(3)	Charitable Cause	\$ 1,000
Foundation For Melrose	3 Eliot Street		Natick	MA	01760	Not Related	501(c)(3)	Charitable Cause	\$ 2,500
Friends of the Dover Library	P O Box 669		Dover	MA	02030	Not Related	501(c)(3)	Charitable Cause	\$ 250
Friends of Wellesley METCO	P O Box 81163		Wellesley	MA	02481	Not Related	501(c)(3)	Charitable Cause	\$ 250
Friends of Wellesley METCO	P O Box 81163		Wellesley	MA	02481	Not Related	501(c)(3)	Charitable Cause	\$ 500
Hardy Elementary School PTO	293 Weston Road		Wellesley	MA	02482	Not Related	501(c)(3)	Charitable Cause	\$ 1,000
Hope Walks NWHCF	2014 Washington Street		Newton	MA	02462	Not Related	501(c)(3)	Charitable Cause	\$ 1,000
Hunnewell Elementary School PTO	28 Cameron Street		Wellesley	MA	02482	Not Related	501(c)(3)	Charitable Cause	\$ 1,000
It Happened to Alexa Foundation	125 South First Street		Lewiston	NY	14092	Not Related	501(c)(3)	Charitable Cause	\$ 250
John M. Barry Boys & Girls Club of Newton	675 Watertown Street		Newton	MA	02460	Not Related	501(c)(3)	Charitable Cause	\$ 500
Knox Trail Council, Boy Scouts of America	490 Union Avenue		Framingham	MA	01702	Not Related	501(c)(3)	Charitable Cause	\$ 1,000
Little Cup of Hope	6009 Landerhaven Drive		Mayfield Heights	OH	44124	Not Related	501(c)(3)	Charitable Cause	\$ 500
Massachusetts Chief of Police Association Foundation, Inc.	State House	P O Box 268	Boston	MA	02133	Not Related	501(c)(3)	Charitable Cause	\$ 250
Massachusetts Horticultural Society	900 Washington Street		Wellesley	MA	02482	Not Related	501(c)(3)	Charitable Cause	\$ 5,000
MassBay Foundation	50 Oakland Street		Wellesley Hills	MA	02481	Not Related	501(c)(3)	Charitable Cause	\$ 500
MelroWest YMCA	280 Old Connecticut Path		Framingham	MA	01701	Not Related	501(c)(3)	Charitable Cause	\$ 500
Natick Service Council, Inc.	2 Webster Street		Natick	MA	01760	Not Related	501(c)(3)	Charitable Cause	\$ 250.00
Natick Visiting Nurse Association	Development Office	209 West Central Street, Suite 313	Natick	MA	01760	Not Related	501(c)(3)	Charitable Cause	\$ 2,500
Needham Community Council	570 Hillside Avenue		Needham	MA	02494	Not Related	501(c)(3)	Charitable Cause	\$ 1,000
New England Center for Homeless Veterans	17 Court Street		Boston	MA	02108	Not Related	501(c)(3)	Charitable Cause	\$ 5,000
Newton Community Service Center	492 Wallham Street		West Newton	MA	02465	Not Related	501(c)(3)	Charitable Cause	\$ 5,000

WELLESLEY BANK CHARITABLE FOUNDATION
CONTRIBUTIONS FOR YEAR ENDED DECEMBER 31, 2013

Name of Organization	Address 1	Address 2	City	State	Zip	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
Newton Wellesley Hospital Charitable Foundation	2014 Washington Street		Newton	MA	02462	Not Related	501(c)(3)	Charitable Cause	\$ 250
One Hen Inc.	P.O. Box 920048		Needham	MA	02492	Not Related	501(c)(3)	Charitable Cause	\$ 1,250
Pan Massachusetts Challenge Trust	c/o Franklin Realty Advisors	36 Washington Street, Suite 390	Wellesley Hills	MA	02481	Not Related	501(c)(3)	Charitable Cause	\$ 1,000
Pine Street Inn	P.O. Box 55945		Boston	MA	02205	Not Related	501(c)(3)	Charitable Cause	\$ 1,000
Pine Street Inn	P.O. Box 55945		Boston	MA	02205	Not Related	501(c)(3)	Charitable Cause	\$ 5,000
Reach Beyond Domestic Violence	P.O. Box 540024		Waltham	MA	02454	Not Related	501(c)(3)	Charitable Cause	\$ 500
Reach Beyond Domestic Violence	P.O. Box 540024		Waltham	MA	02454	Not Related	501(c)(3)	Charitable Cause	\$ 2,500
Schoolfield Elementary School PTO	27 Cedar Street		Wellesley	MA	02481	Not Related	501(c)(3)	Charitable Cause	\$ 1,000
Special Olympics Massachusetts Inc	P.O. Box 322		Hathorne	MA	01937	Not Related	501(c)(3)	Charitable Cause	\$ 250
Special Olympics Massachusetts Inc	P.O. Box 467		Danvers	MA	01923	Not Related	501(c)(3)	Charitable Cause	\$ 250
Sprague Elementary School PTO	401 School Street		Wellesley	MA	02482	Not Related	501(c)(3)	Charitable Cause	\$ 1,000
Springwell	307 Waverly Oaks Rd Suite 205		Waltham	MA	02452	Not Related	501(c)(3)	Charitable Cause	\$ 2,500
St Jude Children's Research Hospital	New England Regional Office	313 Washington Street, Suite 310	Newton	MA	02458	Not Related	501(c)(3)	Charitable Cause	\$ 500
The Charles River Center	59 East Millis Heights Road		Needham	MA	02492	Not Related	501(c)(3)	Charitable Cause	\$ 500
The Human Relations Service, Inc	Ludemann House	11 Chapel Place	Wellesley	MA	02481	Not Related	501(c)(3)	Charitable Cause	\$ 1,000
The Julie Fund	P.O. Box 620-657		Newton	MA	02462	Not Related	501(c)(3)	Charitable Cause	\$ 500
The Price Center	One Washington Street, Suite 400		Wellesley Hills	MA	02481	Not Related	501(c)(3)	Charitable Cause	\$ 1,000
The Salvation Army	P.O. Box 55876		Boston	MA	02205	Not Related	501(c)(3)	Charitable Cause	\$ 250
The Second Step	P.O. Box 600213		Newtonville	MA	02460	Not Related	501(c)(3)	Charitable Cause	\$ 250
The Wellesley Symphony	377 Weston Road		Wellesley	MA	02482	Not Related	501(c)(3)	Charitable Cause	\$ 500
The Wellesley Symphony	377 Weston Road		Wellesley	MA	02482	Not Related	501(c)(3)	Charitable Cause	\$ 500
The West Suburban YMCA	276 Church Street		Newton	MA	02458	Not Related	501(c)(3)	Charitable Cause	\$ 1,000
The Women's Lunch Place	67 Newbury Street		Boston	MA	02116	Not Related	501(c)(3)	Charitable Cause	\$ 5,000
The Women's Lunch Place	67 Newbury Street		Boston	MA	02116	Not Related	501(c)(3)	Charitable Cause	\$ 1,250
VNA Care Network & Hospice	175 Highland Avenue, Suite 10		Needham	MA	02494	Not Related	501(c)(3)	Charitable Cause	\$ 1,000
Wellesley A Better Chance (ABC)	396 Washington Street, Box 221		Wellesley	MA	02481	Not Related	501(c)(3)	Charitable Cause	\$ 1,000
Wellesley Cancer Prevention Project	P.O. Box 812387		Wellesley	MA	02482	Not Related	501(c)(3)	Charitable Cause	\$ 1,000
Wellesley Community Center	219 Washington Street		Wellesley	MA	02481	Not Related	501(c)(3)	Charitable Cause	\$ 5,000

**WELLESLEY BANK CHARITABLE FOUNDATION
CONTRIBUTIONS FOR YEAR ENDED DECEMBER 31, 2013**

Name of Organization	Address 1	Address 2	City	State	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
Wellesley Education Foundation Inc	P O Box 812321		Wellesley	MA 02482	Not Related	501(c)(3)	Charitable Cause	\$ 5,000
Wellesley Free Library Centennial Fund	530 Washington Street		Wellesley	MA 02482	Not Related	501(c)(3)	Charitable Cause	\$ 2,500
Wellesley Free Library Foundation, Inc	530 Washington Street		Wellesley	MA 02482	Not Related	501(c)(3)	Charitable Cause	\$ 5,000
Wellesley High School PTO	50 Rice Street		Wellesley	MA 02481	Not Related	501(c)(3)	Charitable Cause	\$ 4,500
Wellesley Hills Junior Women's Club	P O Box 81278		Wellesley	MA 02481	Not Related	501(c)(3)	Charitable Cause	\$ 5,000
Wellesley Historical Society	229 Washington Street		Wellesley	MA 02481	Not Related	501(c)(3)	Charitable Cause	\$ 7,500
Wellesley Historical Society	229 Washington Street		Wellesley	MA 02481	Not Related	501(c)(3)	Charitable Cause	\$ 2,500
Wellesley Kwanis Memorial Fund	31 Washington Street		Wellesley	MA 02481	Not Related	501(c)(3)	Charitable Cause	\$ 2,500
Wellesley Middle School PTO	50 Kingsbury Street		Wellesley	MA 02481	Not Related	501(c)(3)	Charitable Cause	\$ 1,000
Wellesley Players	P O Box 81293		Wellesley	MA 02481	Not Related	501(c)(3)	Charitable Cause	\$ 1,000
Wellesley Scholarship Foundation	P O Box 81207		Wellesley	MA 02481	Not Related	501(c)(3)	Charitable Cause	\$ 5,000
Wellesley Service League	c/o Lana Pella	30 Park Avenue	Wellesley	MA 02481	Not Related	501(c)(3)	Charitable Cause	\$ 500
Wellesley Theatre Project	98R Central Street		Wellesley	MA 02482	Not Related	501(c)(3)	Charitable Cause	\$ 250
Wildflower Camp Foundation	P O Box 81116		Wellesley	MA 02481	Not Related	501(c)(3)	Charitable Cause	\$ 250
Women of Means	148 Linden Street, Suite 208		Wellesley	MA 02482	Not Related	501(c)(3)	Charitable Cause	\$ 1,500
World of Wellesley, Inc	P O Box 812381		Wellesley	MA 02482	Not Related	501(c)(3)	Charitable Cause	\$ 250
Grand Total								\$ 116,500

FORM 990-E, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 10

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
VARIOUS SEE ATTACHMENT	NOT RELATED PC	CHARITABLE PURPOSES	77,750
TOTAL CONTRIBUTIONS APPROVED			<u>77,750</u>

[illegible]