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.

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation SWANEE HUNT FAMILY FOUNDATION	**A Employer identification number** 84-1101901
Number and street (or P O box number if mail is not delivered to street address) Room/suite 625 MT AUBURN STREET	**B** Telephone number (617) 995-1900
City or town, state or province, country, and ZIP or foreign postal code CAMBRIDGE, MA 02138	**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 ▶ ☐
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)* ▶$ 44,602,207. **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))

		(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	0.		N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,224.	1,224.		STATEMENT 1
	4 Dividends and interest from securities	776,501.	793,256.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	902,201.			
	b Gross sales price for all assets on line 6a 7,293,460.				
	7 Capital gain net income (from Part IV, line 2)		936,457.		
	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		1,688.		STATEMENT 3
	12 **Total** Add lines 1 through 11	1,679,926.	1,732,625.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages	300,309.	0.		274,189.
	15 Pension plans, employee benefits	47,114.	0.		47,549.
	16a Legal fees				
	b Accounting fees STMT 4	18,325.	0.		19,250.
	c Other professional fees STMT 5	479,667.	229,068.		260,262.
	17 Interest				
	18 Taxes STMT 6	-961.	13,382.		0.
	19 Depreciation and depletion				
	20 Occupancy	1,344.	0.		1,623.
	21 Travel, conferences, and meetings	119,499.	0.		132,127.
	22 Printing and publications	670.	0.		670.
	23 Other expenses STMT 7	35,721.	26,617.		37,351.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	1,001,688.	269,067.		773,021.
	25 Contributions, gifts, grants paid	5,511,549.			5,472,107.
	26 **Total expenses and disbursements.** Add lines 24 and 25	6,513,237.	269,067.		6,245,128.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-4,833,311.			
	b **Net investment income** (if negative, enter -0-)		1,463,558.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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2

08530507 756948 SHFF 2013.03040 SWANEE HUNT FAMILY FOUNDATI SHFF___1

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

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	27,525.	1,900.	1,900.
	2 Savings and temporary cash investments	6,205,971.	1,503,392.	1,503,392.
	3 Accounts receivable ▶ 96.			
	Less: allowance for doubtful accounts ▶	988,995.	96.	96.
	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	40,389.	44,000.	44,000.
	10a Investments - U.S. and state government obligations STMT 8	6,289,071.	4,463,191.	4,463,191.
	b Investments - corporate stock STMT 9	25,194,730.	34,012,773.	34,012,773.
	c Investments - corporate bonds STMT 10	1,443,715.	1,695,098.	1,695,098.
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	3,023,986.	2,881,757.	2,881,757.
	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 I)	43,214,382.	44,602,207.	44,602,207.
Liabilities	17 Accounts payable and accrued expenses	126,666.	218,194.	
	18 Grants payable	148,758.	115,000.	
	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)	275,424.	333,194.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	42,938,958.	44,269,013.	
	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			
	30 **Total net assets or fund balances**	42,938,958.	44,269,013.	
	31 **Total liabilities and net assets/fund balances**	43,214,382.	44,602,207.	

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	42,938,958.
2	Enter amount from Part I, line 27a	2	-4,833,311.
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAINS ON INVESTMENTS	3	6,163,366.
4	Add lines 1, 2, and 3	4	44,269,013.
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	44,269,013.

Form **990-PF** (2013)

323511
10-10-13

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 STATEMENT			
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	7,293,460.		6,393,581.	936,457.

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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				936,457.

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	936,457.
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	7,844,169.	40,804,552.	.192238
2011	5,620,900.	43,945,732.	.127905
2010	3,865,463.	41,474,781.	.093200
2009	1,076,209.	41,174,223.	.026138
2008	4,338,811.	34,536,839.	.125628

2 **Total** of line 1, column (d)	2	.565109
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	.113022
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	43,948,076.
5 Multiply line 4 by line 3	5	4,967,099.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	14,636.
7 Add lines 5 and 6	7	4,981,735.
8 Enter qualifying distributions from Part XII, line 4	8	6,245,128.

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 ▶ [ ] 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 ▶ [X] and enter 1% of Part I, line 27b			1	14,636.
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	14,636.
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	14,636.
6 Credits/Payments:				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	74,497.		
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	74,497.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] 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	59,861.
11 Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 59,861. **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		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		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?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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*	3	X	
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	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		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?	6	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*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MA, CO			
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	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*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			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		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 ▶ HUNTALTERNATIVES.ORG

14 The books are in care of ▶ HUNT ALTERNATIVES LLC Telephone no. ▶ (617) 995-1975

Located at ▶ 625 MT AUBURN STREET, CAMBRIDGE, MA ZIP+4 ▶ 02138

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

			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		X
	See the 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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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)?	1b		X
	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		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.) 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? ☐ 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.)* 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

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

		Yes	No
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)?	5b	X	
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? SEE STATEMENT 13 ☒ 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
SEE STATEMENT 12		0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ADRIA GOODSON - C/O HAF 625 MT AUBURN ST., CAMBRIDGE, MA 02138	DEPUTY DIRECTOR 30.00	128,677.	19,302.	0.
CAITLIN WAGNER - C/O HAF 625 MT AUBURN ST. , CAMBRIDGE, MA 02138	PROGRAM ASSOCIATE 40.00	72,692.	10,904.	0.

Total number of other employees paid over $50,000 ▶ 0

Form **990-PF** (2013)

323551
10-10-13

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
FIDUCIARY TRUST 175 FEDERAL ST, BOSTON, MA 02110	INVESTMENT MANAGEMENT	221,568.
HUNT ALTERNATIVES LLC 625 MT AUBURN ST, CAMBRIDGE, MA 02138	ADMINISTRATIVE SERVICES	109,606.
JULIE VOYLES 2621 HUMBOLDT STREET, DENVER, CO 80205	PROGRAM CONSULTING	50,184.
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 ARTWORKS FOR KIDS - FOCUSING ON THE EASTERN MA AREA THIS PROG STRENGTHENS ORGS THAT SERVE & EMPOWER YOUTH BY COMBINING GRANTMAKING, CONVENING, OUTREACH AND ADVOCACY.	130,648.
2 PRIME MOVERS - A NATIONAL PROG SUPPORTING LEADERS WHO ENGAGE MASSES OF PEOPLE TO CHANGE PUBLIC POLICIES FOR A MORE JUST SOCIETY BY OFFERING FINANCIAL SUPPORT, CONTACTS & ADVOCACY.	865,087.
3 INCREASING PHILANTHROPY - PROG'S GOAL IS TO SUPPORT, SUSTAIN, AND EXPAND PHILANTHROPY BY GRANTMAKING, CONVENING, AND COLLABORATION ACTIVITIES.	5,609.
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

Form **990-PF** (2013)

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	41,400,808.
b	Average of monthly cash balances	1b	3,172,432.
c	Fair market value of all other assets	1c	44,096.
d	**Total** (add lines 1a, b, and c)	1d	44,617,336.
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	44,617,336.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	669,260.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	43,948,076.
6	**Minimum investment return.** Enter 5% of line 5	6	2,197,404.

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	2,197,404.
2a	Tax on investment income for 2013 from Part VI, line 5	2a 14,636.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	14,636.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	2,182,768.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	2,182,768.
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	2,182,768.

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	6,245,128.
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	6,245,128.
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	14,636.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	6,230,492.

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				2,182,768.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years: ___ , ___ , ___		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008 2,625,445.				
b From 2009 906,845.				
c From 2010 1,817,566.				
d From 2011 3,453,311.				
e From 2012 5,870,401.				
f **Total** of lines 3a through e	14,673,568.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 6,245,128.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				2,182,768.
e Remaining amount distributed out of corpus	4,062,360.			
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	18,735,928.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	2,625,445.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	16,110,483.			
10 Analysis of line 9:				
a Excess from 2009 906,845.				
b Excess from 2010 1,817,566.				
c Excess from 2011 3,453,311.				
d Excess from 2012 5,870,401.				
e Excess from 2013 4,062,360.				

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)

	Tax year (a) 2013	Prior 3 years (b) 2012	(c) 2011	(d) 2010	(e) Total
2 a 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 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).)

SWANEE HUNT

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient: Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
HUNT ALTERNATIVES FUND 625 MT AUBURN STREET CAMBRIDGE, MA 02138		PRIVATE OPERATING FOUNDATION	SOCIAL CHANGE	4,195,000.
SEE ATTACHED STATEMENT			SEE ATTACHED STATEMENT	1,277,107.
Total			▶ 3a	5,472,107.
b Approved for future payment				
SEE ATTACHED STATEMENT			SEE ATTACHED STATEMENT	238,200.
Total			▶ 3b	238,200.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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			14	1,224.	
4 Dividends and interest from securities			14	776,501.	
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	902,201.	
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.		1,679,926.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 1,679,926.

(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).

Part XVII **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Paul Hamel — 5/14/14 — CFO

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
	JOSEPH M. GISO	Joseph M Giso	5/14/14		P00030126
	Firm's name ▶ CBIZ TOFIAS			Firm's EIN ▶ 26-3753134	
	Firm's address ▶ 500 BOYLSTON ST BOSTON, MA 02116			Phone no. (617)761-0600	

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	SSBT 8646 ST PART I BOX A	P	VARIOUS	VARIOUS
b	SSBT 8646 LT PART II BOX D	P	VARIOUS	VARIOUS
c	SSBT 8646 LT PART II BOX E	P	VARIOUS	VARIOUS
d	SSBT 8645 LT PART II BOX D	P	VARIOUS	VARIOUS
e	SSBT 8645 LT PART II BOX E	P	VARIOUS	VARIOUS
f	SSBT 8645 LT PART I BOX A	P	VARIOUS	VARIOUS
g	WOODBOURNE SECURITIES LTD-LIQUIDATION	P	VARIOUS	VARIOUS
h	SECURITY LITIGATION	P	VARIOUS	VARIOUS
i	NORTH SKY CLEAN TECH - ST	P	VARIOUS	VARIOUS
j	NORTH SKY CLEAN TECH - LT	P	VARIOUS	VARIOUS
k	SSBT 8646 CAP GAIN DISTRIBUTION	P	VARIOUS	VARIOUS
l	NORTH SKY CLEAN TECH SEC 1231	P	VARIOUS	VARIOUS
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	748,996.		697,631.	51,365.
b	1,187,947.		923,756.	264,191.
c	498,337.		234,755.	263,582.
d	1,473,767.		1,302,066.	171,701.
e	2,175,168.		2,191,262.	-16,094.
f	1,078,835.		977,421.	101,414.
g	130,410.		66,690.	63,720.
h				4,922.
i				-113.
j				31,263.
k				34.
l				472.
m				
n				
o				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				51,365.
b				264,191.
c				263,582.
d				171,701.
e				-16,094.
f				101,414.
g				63,720.
h				4,922.
i				-113.
j				31,263.
k				34.
l				472.
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	936,457.
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

323591
05-01-13

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
BOSTON PRIVATE BANK & TRUST CO	1,224.	1,224.	
TOTAL TO PART I, LINE 3	1,224.	1,224.	

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
SSBT - DIVIDEND 8645	731,025.	0.	731,025.	743,570.	
SSBT - DIVIDEND 8646	45,476.	0.	45,476.	47,006.	
TO PART I, LINE 4	776,501.	0.	776,501.	790,576.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
NORTH SKY CLEAN TECH FD IV	0.	1,688.	
TOTAL TO FORM 990-PF, PART I, LINE 11	0.	1,688.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CBIZ TOFIAS	18,325.	0.		19,250.
TO FORM 990-PF, PG 1, LN 16B	18,325.	0.		19,250.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER CONSULTING	35,424.	0.		37,440.
LEADING CHANGE NETWORK	10,000.	0.		10,000.
FERN PORTNOY/PORTNOY PHIL ADV	37,632.	0.		37,632.
JULIE VOYLES	50,184.	0.		50,184.
FIDUCIARY TRUST INV MGT FEES	221,568.	221,568.		0.
CHOATE INVESTMENT ADVISORS	7,500.	7,500.		0.
HUNT ALTERNATIVES LLC	101,959.	0.		109,606.
CLAIRE REINELT INC.	15,400.	0.		15,400.
TO FORM 990-PF, PG 1, LN 16C	479,667.	229,068.		260,262.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	-5,000.	0.		0.
FOREIGN TAX	4,039.	13,382.		0.
TO FORM 990-PF, PG 1, LN 18	-961.	13,382.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INFORMATION TECHNOLOGY	1,758.	0.		2,916.
MISCELLANEOUS	2,932.	0.		4,496.
OFFICE EXPENSES & SUPPLIES	1,315.	0.		1,505.
POSTAGE & SHIPPING	2,698.	0.		2,729.
REFERENCE MATERIALS	12,439.	0.		11,860.
STATE FILING FEES	759.	0.		759.
TELECOMMUNICATIONS	3,709.	0.		3,825.
AUDIO VISUAL	3,800.	0.		2,800.
PROFESSIONAL DEVELOPMENT	2,746.	0.		2,896.
NORTH SKY CLEAN TECH FD IV-PORT DED	0.	21,958.		0.
NORTH SKY CLEAN TECH FD IV-INV INT EXP	0.	40.		0.
TEMPORARY STAFF	3,565.	0.		3,565.
GNMA	0.	4,619.		0.
TO FORM 990-PF, PG 1, LN 23	35,721.	26,617.		37,351.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
WALDEN CORE	X		4,250,099.	4,250,099.
WALDEN CORE		X	213,092.	213,092.
TOTAL U.S. GOVERNMENT OBLIGATIONS			4,250,099.	4,250,099.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			213,092.	213,092.
TOTAL TO FORM 990-PF, PART II, LINE 10A			4,463,191.	4,463,191.

FORM 990-PF	CORPORATE STOCK	STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
WALDEN CORE	29,063,598.	29,063,598.
WALDEN SMID	4,949,175.	4,949,175.
TOTAL TO FORM 990-PF, PART II, LINE 10B	34,012,773.	34,012,773.

FORM 990-PF	CORPORATE BONDS	STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
WALDEN CORE	1,695,098.	1,695,098.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,695,098.	1,695,098.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
WOODBOURNE SECURITIES LTD	FMV	0.	0.
PORTFOLIO ADVISORS PE FUND IV	FMV	2,108,897.	2,108,897.
GLOBAL MICRO EQUITY FUND	FMV	197,768.	197,768.
NORTH SKY CLEAN TECH FD IV LP	FMV	560,092.	560,092.
ROCKY MOUNTAIN MICROFIN INST	COST	15,000.	15,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,881,757.	2,881,757.

SWANEE HUNT FAMILY FDN IMA - CORE
Account Number: XX08645

Shares/Units/ Original Face	Description	CUSIP	Tax Cost	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income	Current Yield
CASH AND EQUIVALENTS								
	CASH BALANCE		$0.00		$0.00			
1,368,612.820	SSGA INST GOV MONEY MARKET INST CL	CM1GVMXX3	1,368,612.82	1.000	1,368,612.82	0.00	1.37	0.00
							0.00	
TOTAL CASH AND EQUIVALENTS			$1,368,612.82		$1,368,612.82	$0.00	$1.37	
							$0.00	
GOVERNMENT AND AGENCY ISSUES								
100,000.000	FHLB (FED HM LN BK) 1.375% 5/28/14	313373JR4	$101,329.10	100.505	$100,505.00	$824.10-	$1,375.00	1.37%
	Moody: AAA S&P: AA+						126.04	
200,000.000	FHLB (FED HM LN BK) 0.5% 11/20/15	313380L96	200,479.60	100.126	200,252.00	227.60-	1,000.00	0.50
	Moody: AAA S&P: AA+						113.89	
500,000.000	FHLB (FED HM LN BK) 1.75% 12/14/18	313376BR5	503,270.50	99.211	496,055.00	7,215.50-	8,750.00	1.76
	Moody: AAA S&P: AA+						413.19	
500,000.000	FHLB (FED HM LN BK) 4.125% 3/13/20	3133XXP50	582,500.00	109.663	548,315.00	34,185.00-	20,625.00	3.76
	Moody: AAA S&P: AA+						6,187.50	
500,000.000	FHLB (FED HM LN BK) 4.625% 9/11/20	3133XD4P3	593,735.00	112.039	560,195.00	33,540.00-	23,125.00	4.13
	Moody: AAA S&P: AA+						7,065.97	
500,000.000	FHLMC(FED HM LN MTG) 0.625% 12/29/14	3137EADA4	500,830.00	100 432	502,160.00	1,330.00	3,125.00	0.62
	Moody: AAA S&P: AA+						17.36	
500,000.000	FHLMC(FED HM LN MTG) 2.375% 1/13/22	3137EADB2	492,695.00	95.596	477,980.00	14,715.00-	11,875.00	2.48
	Moody: AAA S&P: AA+						5,541.67	
518,150.000	US TSY INFL INDEX 0.625% 7/15/21	912828QV5	557,997.90	101.508	525,963 70	32,034.20-	3,238.44	0 62
500,000.000	Moody: AAA S&P: N/A						1,496.02	
339,306.440	GNMA POOL #748554 4% 9/15/40	3620C4TK6	362,540.81	104.063	353,092.46	9,448.35-	13,572.26	3.84
529,334.000	Moody: N/A S&P: N/A						1,131.02	
466,676.140	GNMA POOL #727649 4% 9/15/41	3620AEH29	501,868.61	104.051	485,581.19	16,287.42-	18,667.05	3 84
833,080 000	Moody: N/A S&P: N/A						1,555.59	
TOTAL GOVERNMENT AND AGENCY ISSUES			$4,397,246.52		$4,250,099.35	$147,147.17-	$105,352.75	
							$23,648.25	
CORPORATE BONDS								
300,000.000	BERKSHIRE HATHAWAY 2.45% 12/15/15	084664BN0	$313,158.00	103.633	$310,899.00	$2,259.00-	$7,350.00	2.36%
	Moody: AA2 S&P: AA						326.67	
200,000.000	JPMORGAN CHASE & CO 3.15% 7/05/16	46625HJA9	202,476.00	104.838	209,676 00	7,200.00	6,300.00	3.00
	Moody: A3 S&P: A						3,080.00	
100,000.000	3M CO 1.375% 9/29/16	88579YAD3	101,630.00	101.488	101,488.00	142.00-	1,375.00	1.36
	Moody: AA2 S&P: AA-						351.39	
200,000.000	WELLS FARGO & CO 2.625% 12/15/16	94974BEZ9	202,420.00	104.728	209,456.00	7,036.00	5,250.00	2.51
	Moody: A2 S&P: A+						233.33	
100,000.000	AMERICAN EXPRESS 7% 3/19/18	025816AY5	121,797.00	119.484	119,484.00	2,313.00-	7,000.00	5.86
	Moody: A3 S&P: BBB+						1,983.33	

Walden Asset Management
A division of Boston Trust & Investment Management Company

SWANEE HUNT FAMILY FDN IMA - CORE
Account Number: XX08645

Shares/Units/ Original Face	Description	CUSIP	Tax Cost	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income	Current Yield
CORPORATE BONDS (Continued)								
100,000.000	EMERSON ELEC CO 4.25% 11/15/20	291011BC7	116,001 00	107.024	107,024.00	8,977.00-	4,250.00	3 97
	Moody: A2 S&P: A						543.06	
100,000.000	AT&T INC 3.875% 8/15/21	00206RAZ5	107,900.00	101.310	101,310.00	6,590.00-	3,875.00	3.82
	Moody: A3 S&P: A-						1,463.89	
200,000.000	NIKE INC 2.25% 5/01/23	654106AC7	199,660.00	89.413	178,826.00	20,834.00-	4,500.00	2.52
	Moody: A1 S&P: AA-						750.00	
250,000.000	JOHN DEERE CAP CORP MTN 2% 1/13/17	24422ERL5	256,165.00	101.695	254,237.50	1,927.50-	5,000.00	1.97
	Moody: A2 S&P: A						2,333.33	
100,000.000	COLGATE-PALMOLIVE CO 2.625% 5/01/17	19416QDU1	106,751.00	102.697	102,697.00	4,054.00-	2,625.00	2.56
	Moody: AA3 S&P: AA-						437.50	
TOTAL CORPORATE BONDS			$1,727,958.00		$1,695,097.50	$32,860.50-	$47,525.00	
							$11,502.50	
OTHER FIXED INCOME								
MUNICIPAL OBLIGATIONS								
200,000.000	MA ST GO 13D 5% 8/01/33	57582PN83	$224,066.25	106.546	$213,092.00	$10,974.25-	$10,000.00	4.69%
	Moody: AA1 S&P: AA+						4,166.67	
TOTAL MUNICIPAL OBLIGATIONS			$224,066.25		$213,092.00	$10,974.25-	$10,000.00	
							$4,166.67	
TOTAL OTHER FIXED INCOME			$224,066.25		$213,092.00	$10,974.25-	$10,000.00	
							$4,166.67	
EQUITIES								
CONSUMER DURABLES								
AUTOMOTIVE								
2,900.000	ADVANCED AUTO PARTS INC	00751Y106	$198,594.80	110.680	$320,972.00	$122,377.20	$696.00	0.22%
							174.00	
TOTAL CONSUMER DURABLES			$198,594.80		$320,972.00	$122,377.20	$696.00	
							$174.00	
CONSUMER NON-DURABLES								
FOODS								
4,600.000	GENERAL MILLS INC	370334104	$233,177.22	49.910	$229,586.00	$3,591.22-	$6,992.00	3.04%
							0.00	
BEVERAGES								
6,465.000	PEPSICO INC	713448108	$385,256.17	82.940	$536,207.10	$150,950.93	$14,675.55	2.74%
							3,668.89	
HOUSEHOLD PRODUCTS								
7,900.000	COLGATE PALMOLIVE CO	194162103	$297,852.48	65.210	$515,159.00	$217,306.52	$10,744.00	2.09%
							0.00	
6,425.000	NIKE INC-B	654106103	198,428.53	78.640	505,262.00	306,833.47	6,168.00	1.22
							1,542.00	

SWANEE HUNT FAMILY FDN IMA - CORE
Account Number: XX08645

Shares/Units/ Original Face	Description	CUSIP	Tax Cost	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income	Current Yield
EQUITIES (Continued)								
	CONSUMER NON-DURABLES (Continued)							
	HEALTH CARE							
1,930.000	BARD (C R) INC	067383109	$168,090.44	133.940	$258,504.20	$90,413.76	$1,621.20 0.00	0.63%
3,940.000	BECTON DICKINSON & CO	075887109	314,293.58	110.490	435,330.60	121,037.02	8,589.20 0.00	1.97
5,505.000	DENTSPLY INTERNATIONAL INC	249030107	186,887.34	48.480	266,882.40	79,995.06	1,376.25 344.06	0.52
2,950.000	EDWARDS LIFESCIENCES CORP	28176E108	208,289.47	65.760	193,992.00	14,297.47-	0.00 0.00	0.00
4,555.000	JOHNSON & JOHNSON	478160104	291,191.58	91.590	417,192.45	126,000.87	12,025.20 0.00	2.88
5,250.000	MEDTRONIC INC	585055106	212,682.52	57.390	301,297.50	88,614.98	5,880.00 1,470.00	1.95
5,905.000	STRYKER CORP	863667101	307,285.85	75.140	443,701.70	136,415.85	7,204.10 1,801.03	1.62
	TOTAL CONSUMER NON-DURABLES		$2,803,435.18		$4,103,114.95	$1,299,679.77	$75,275.50 $8,825.98	
	CONSUMER SERVICES							
	BROADCASTING & CABLE							
4,200.000	TIME WARNER CABLE INC	88732J207	$257,087.43	135.500	$569,100.00	$312,012.57	$10,920.00 0.00	1.92%
	ENTERTAINMENT & LEISURE TIME							
6,565.000	PROCTER & GAMBLE CO	742718109	$396,558.86	81.410	$534,456.65	$137,897.99	$15,795.39 0.00	2.95%
	RESTAURANTS & LODGING							
3,735.000	MCDONALDS CORP	580135101	$347,259.41	97.030	$362,407.05	$15,147.64	$12,101.40 0.00	3.34%
	RETAIL							
4,600.000	COSTCO WHOLESALE CORP	22160K105	$333,991.12	119.020	$547,492.00	$213,500.88	$5,704.00 0.00	1.04%
3,900.000	NORDSTROM INC	655664100	219,195.60	61.800	241,020.00	21,824.40	4,680.00 0.00	1.94
4,600.000	ROSS STORES INC	778296103	182,593.64	74.930	344,678.00	162,084.36	3,128.00 0.00	0.91
	TOTAL CONSUMER SERVICES		$1,736,685.86		$2,599,153.70	$862,467.84	$52,328.79 $0.00	

SWANEE HUNT FAMILY FDN IMA - CORE
Account Number: XX08645

Shares/Units/ Original Face	Description	CUSIP	Tax Cost	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income	Current Yield
EQUITIES (Continued)								
	BUSINESS PRODUCTS & SERVICES							
	ADVERTISING							
4,500.000	OMNICOM GROUP INC	681919106	$191,787.23	74.370	$334,665.00	$142,877.77	$7,200.00 1,800.00	2.15%
	COMPUTER SERVICES							
4,150.000	AUTOMATIC DATA PROCESSING INC	053015103	$221,154.36	80.799	$335,315.85	$114,161.49	$7,968.00 1,992.00	2.38%
12,575 000	CISCO SYSTEMS INC	17275R102	247,209.89	22.430	282,057.25	34,847.36	8,551 00 0.00	3.03
453.000	GOOGLE INC-A	38259P508	206,956.09	1,120.710	507,681.63	300,725.54	0.00 0.00	0.00
14,440.000	MICROSOFT CORP	594918104	391,669.23	37.410	540,200.40	148,531.17	16,172.80 0.00	2.99
11,500.000	ORACLE CORP	68389X105	288,985.75	38.260	439,990.00	151,004.25	5,520.00 0.00	1.25
	TELECOMMUNICATION SERVICES							
4,600.000	QUALCOMM INC	747525103	$223,434.64	74.250	$341,550.00	$118,115.36	$6,440.00 0.00	1.89%
	OTHER BUSINESS PRODS & SVCS							
2,600.000	AUTOLIV INC	052800109	$163,736.13	91.800	$238,680.00	$74,943.87	$5,408.00 0.00	2.27%
3,700.000	3M CO	88579Y101	310,077.27	140 250	518,925.00	208,847.73	12,654.00 0.00	2.44
	TOTAL BUSINESS PRODUCTS & SERVICES		**$2,245,010.59**		**$3,539,065.13**	**$1,294,054.54**	**$69,913.80 $3,792.00**	
	CAPITAL GOODS							
	ELECTRICAL EQUIPMENT							
5,790.000	EMERSON ELECTRIC CO	291011104	$275,841.75	70.180	$406,342 20	$130,500.45	$9,958.80 0.00	2.45%
2,000.000	WW GRAINGER INC	384802104	248,920.91	255 420	510,840.00	261,919.09	7,440.00 0.00	1.46
	MACHINERY							
3,900.000	DEERE & CO	244199105	$343,926.27	91.330	$356,187.00	$12,260.73	$7,956.00 1,989.00	2.23%
12,550.000	DONALDSON COMPANY	257651109	327,752.12	43.460	545,423.00	217,670.88	7,028.00 0.00	1.29
	MANUFACTURING-DIVERSIFIED							
5,230.000	ILLINOIS TOOL WORKS INC	452308109	$258,900.75	84.080	$439,738.40	$180,837.65	$8,786.40 2,196.60	2.00%

SWANEE HUNT FAMILY FDN IMA - CORE
Account Number: XX08645

Shares/Units/ Original Face	Description	CUSIP	Tax Cost	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income	Current Yield
	EQUITIES (Continued)							
	CAPITAL GOODS (Continued)							
	MANUFACTURING-DIVERSIFIED (Continued)							
5,630.000	LINCOLN ELECTRIC HOLDINGS	533900106	239,758.76	71 340	401,644.20	161,885.44	5,179.60 1,294.90	1.29
1,320.000	METTLER-TOLEDO INTERNATIONAL INC	592688105	229,330.69	242.590	320,218.80	90,888.11	0.00 0.00	0.00
2,100.000	WATERS CORP	941848103	150,550.76	100.000	210,000.00	59,449.24	0.00 0 00	0.00
	COMPUTER & BUSINESS EQUIPMENT							
1,295.000	APPLE INC	037833100	$430,077.18	561.020	$726,520.90	$296,443.72	$16,799.00 0.00	2.17%
12,665.000	EMC CORP MASS	268648102	312,658.58	25.150	318,524.75	5,866 17	5,066.00 0.00	1.59
2,565.000	IBM CORP	459200101	302,791.57	187.570	481,117.05	178,325.48	9,747.00 0.00	2.03
	TELECOMMUNICATIONS EQUIPMENT							
6,100.000	APTARGROUP INC	038336103	$297,743.04	67.810	$413,641.00	$115,897.96	$6,100.00 0.00	1.47%
	TOTAL CAPITAL GOODS		$3,418,252.38		$5,130,197.30	$1,711,944.92	$83,060.80 $5,480.50	
	BASIC INDUSTRIES							
	CHEMICALS -MAJOR							
3,463.000	PRAXAIR INC	74005P104	$261,251.19	130.030	$450,293.89	$189,042.70	$8,311.20 0.00	1.85%
	CHEMICALS-SPECIALTY							
6,000.000	SIGMA ALDRICH CORP	826552101	$332,118.32	94.010	$564,060.00	$231,941.68	$5,160.00 0.00	0.91%
	TOTAL BASIC INDUSTRIES		$593,369.51		$1,014,353.89	$420,984.38	$13,471.20 $0.00	
	TRANSPORTATION							
	OTHER TRANSPORTATION							
2,300.000	UNION PACIFIC CORP	907818108	$365,551.56	168.000	$386,400.00	$20,848.44	$7,268.00 1,817.00	1.88%
4,355.000	UNITED PARCEL SERVICE INC-B	911312106	328,984.63	105.080	457,623.40	128,638.77	10,800.40 0.00	2.36
	TOTAL TRANSPORTATION		$694,536.19		$844,023.40	$149,487.21	$18,068.40 $1,817.00	

SWANEE HUNT FAMILY FDN IMA - CORE
Account Number: XX08645

Shares/Units/ Original Face	Description	CUSIP	Tax Cost	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income	Current Yield
	EQUITIES (Continued)							
	FINANCIAL							
	BANKS							
9,400.000	BB&T CORPORATION	054937107	$292,313.06	37.320	$350,808.00	$58,494.94	$8,648.00 0.00	2.46%
4,800.000	COMERICA INC	200340107	139,023.51	47.540	228,192.00	89,168.49	3,264.00 816.00	1.43
5,145.000	COMMERCE BANCSHARES INC	200525103	183,665.20	44.910	231,061.95	47,396.75	4,630.50 0.00	2.00
3,000.000	M&T BANK CORPORATION	55261F104	307,663.60	116.420	349,260.00	41,596.40	8,400 00 0.00	2.40
3,400.000	PNC FINANCIAL SERVICES GROUP	693475105	201,591.02	77.580	263,772.00	62,180.98	5,984.00 0.00	2.27
4,770.000	STATE STREET CORP	857477103	194,633.01	73.390	350,070.30	155,437.29	4,960.80 1,240 20	1.42
5,800.000	US BANCORP	902973304	214,484.58	40.400	234,320.00	19,835.42	5,336.00 1,334.00	2.28
	INSURANCE							
4,750.000	CHUBB CORP	171232101	$307,184.71	96.630	$458,992.50	$151,807.79	$8,360.00 2,090.00	1.82%
6,500.000	CINCINNATI FINANCIAL CORP	172062101	195,137.37	52.370	340,405.00	145,267 63	10,920.00 2,730.00	3.21
	OTHER FINANCIAL							
4,000.000	AMERICAN EXPRESS CO	025816109	$228,831.22	90.730	$362,920.00	$134,088.78	$3,680.00 0.00	1.01%
9,700.000	JP MORGAN CHASE & CO	46625H100	416,416.15	58.480	567,256.00	150,839.85	14,744.00 0.00	2.60
7,038.000	T ROWE PRICE GROUP INC	74144T108	315,525.05	83.770	589,573.26	274,048.21	10,697.76 0.00	1.81
	TOTAL FINANCIAL		$2,996,468.48		$4,326,631.01	$1,330,162.53	$89,625.06 $8,210.20	
	MUTUAL FUNDS							
	EQUITY MUTUAL FUNDS							
34,100.000	VANGUARD FTSE EUROPE ETF	922042874	$1,435,682.86	58 800	$2,005,080.00	$569,397.14	$55,548.90 0.00	2.77%
	FOREIGN EQUITY MUTUAL FUNDS							
13,940.000	ISHARES MSCI PACIFIC EX JAPAN ETF	464286665	$588,650.88	46.730	$651,416.20	$62,765.32	$26,597.52 0.00	4.08%
70,300.000	ISHARES MSCI JAPAN ETF	464286848	642,569.00	12.139	853,371 70	210,802.70	9,490.50 0 00	1.11

SWANEE HUNT FAMILY FDN IMA - CORE
Account Number: XX08645

Shares/Units/ Original Face	Description	CUSIP	Tax Cost	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income	Current Yield
	EQUITIES (Continued)							
	MUTUAL FUNDS (Continued)							
	FOREIGN EQUITY MUTUAL FUNDS (Continued)							
37,080.000	VANGUARD FTSE EMERGING MARKETS ETF	922042858	1,491,734.11	41.140	1,525,471.20	33,737.09	41,715.00 0.00	2.73
	TOTAL MUTUAL FUNDS		$4,158,636.85		$5,035,339.10	$876,702.25	$133,351.92 $0.00	
	TOTAL EQUITIES		$18,844,989.84		$26,912,850.48	$8,067,860.64	$535,791.47 $28,299.68	
	FOREIGN ASSETS							
	EQUITIES							
7,500.000	ACCENTURE PLC IRELAND	G1151C101	$414,377.59	82.220	$616,650.00	$202,272.41	$13,950.00 0.00	2.26%
10,625.000	ABB LTD ADR	000375204	213,767 01	26.560	282,200 00	68,432.99	7,480.00 0.00	2.65
6,800.000	NESTLE SA SPONSORED ADR	641069406	395,126.88	73.590	500,412.00	105,285.12	12,348.80 0.00	2.47
21,400.000	RECKITT BENCKISER-SPON ADR	756255204	274,693 84	16.090	344,326.00	69,632.16	8,795.40 0.00	2.55
5,800.000	ROCHE HOLDINGS LTD ADR	771195104	297,713.42	70.200	407,160.00	109,446.58	9,419.20 0.00	2.31
	TOTAL EQUITIES		$1,595,678.74		$2,150,748.00	$555,069.26	$51,993.40 $0.00	
	TOTAL FOREIGN ASSETS		$1,595,678.74		$2,150,748.00	$555,069.26	$51,993.40 $0.00	
	TOTAL ACCOUNT HOLDINGS		$28,158,552.17		$36,590,500.15	$8,431,947.98	$750,663.99 $67,617.10	

SWANEE HUNT FAMILY FOUNDATION IMA
Account Number: XX08646

Diversification	Tax Cost	% Tax Cost	Market Value	% Market Value
CASH AND EQUIVALENTS	**$125,722.00**		**$125,722.00**	
FIXED INCOME				
GOVERNMENT AND AGENCY BONDS	$0.00	0.00%	$0.00	0.00%
CORPORATE BONDS	0.00	0.00	0.00	0 00
TOTAL FIXED INCOME	**$0.00**	**100.00%**	**$0.00**	**100.00%**
EQUITIES				
CORPORATE BONDS	$24,450.25	0.73%	$25,877.50	0.52%
CONSUMER DURABLES	36,490.89	1.10	47,820.00	0.98
CONSUMER NON-DURABLES	774,217.30	23.30	1,048,212.00	21.58
CONSUMER SERVICES	190,876.29	5.75	273,304.00	5.63
BUSINESS PRODUCTS & SERVICES	561,071.34	16.89	775,881.65	15.98
CAPITAL GOODS	622,046.70	18.72	1,027,461.95	21.16
ENERGY	112,533.36	3.39	135,269.50	2.79
BASIC INDUSTRIES	120,854.73	3.64	193,616.70	3.99
TRANSPORTATION	48,920.64	1.47	103,899.25	2.14
FINANCIAL	699,617.37	21.08	1,077,922.91	22.19
UTILITIES	51,596.61	1.55	59,037.50	1.22
OTHER ASSETS	79,713.26	2.40	88,505.75	1.82
TOTAL EQUITIES	**$3,322,388.74**	**100.00%**	**$4,856,808.71**	**100.00%**
FOREIGN ASSETS				
EQUITIES	$87,900.82	100.00%	$92,366.00	100.00%
TOTAL FOREIGN ASSETS	**$87,900.82**	**100.00%**	**$92,366.00**	**100.00%**
OTHER ASSETS				
TOTAL OTHER ASSETS	**$0.00**	**100.00%**	**$0.00**	**100.00%**
TOTAL ACCOUNT	**$3,536,011.56**		**$5,074,896.71**	

Schedule of Bond Maturities	Face Value	% of Bond Portfolio
Less than 1 year	0.00	0.00%
1 to 5	0.00	0.00
5 to 10	0.00	0.00
10 to 15	0.00	0.00
Over 15 years	0.00	0.00
Total Bond Portfolio	**0.00**	**100.00%**

Walden Asset Management
A division of Boston Trust & Investment Management Company

SWANEE HUNT FAMILY FOUNDATION IMA
Account Number: XX08646

Shares/Units/ Original Face	Description	CUSIP	Tax Cost	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income	Current Yield
CASH AND EQUIVALENTS								
	CASH BALANCE		$0.00		$0.00			
125,722.000	SSGA INST GOV MONEY MARKET INST CL	CM1GVMXX3	125,722.00	1 000	125,722.00	0.00	0.13 0.00	0.00
TOTAL CASH AND EQUIVALENTS			$125,722.00		$125,722.00	$0.00	$0.13 $0.00	
EQUITIES								
CORPORATE BONDS								
BANK, CREDIT & FINANCE								
550.000	LPL FINANCIAL HOLDINGS INC	50212V100	$24,450.25	47.050	$25,877.50	$1,427.25	$418.00 0.00	1.61%
TOTAL CORPORATE BONDS			$24,450.25		$25,877.50	$1,427.25	$418.00 $0.00	
CONSUMER DURABLES								
APPLIANCES								
500.000	CHART INDUSTRIES INC	16115Q308	$36,490.89	95.640	$47,820.00	$11,329.11	$0.00 0.00	0.00%
TOTAL CONSUMER DURABLES			$36,490.89		$47,820.00	$11,329.11	$0.00 $0.00	
CONSUMER NON-DURABLES								
FOODS								
675.000	UNITED NATURAL FOODS INC	911163103	$12,591.85	75.390	$50,888.25	$38,296.40	$0.00 0.00	0.00%
3,000.000	WHITEWAVE FOODS CO-A	966244105	55,820 58	22 940	68,820.00	12,999.42	0 00 0.00	0.00
BEVERAGES								
1,850.000	AMERICAN STATES WATER CO	029899101	$30,182.25	28.730	$53,150.50	$22,968.25	$1,498.50 0.00	2.82%
DRUGS								
1,525.000	WEST PHARMACEUTICAL SERVICES INC	955306105	$27,690.34	49.060	$74,816.50	$47,126.16	$610.00 0.00	0.81%
HEALTH CARE								
1,675.000	BIO-REFERENCE LABS INC	09057G602	$50,614.08	25.540	$42,779.50	-$7,834.58	$0.00 0.00	0.00%
3,200.000	BRUKER BIOSCIENCES CORP	116794108	43,789.65	19 770	63,264.00	19,474.35	0.00 0.00	0.00
500.000	COHERENT INC	192479103	19,057.92	74.390	37,195.00	18,137.08	0.00 0.00	0.00
1,200.000	DENTSPLY INTERNATIONAL INC	249030107	51,060.08	48.480	58,176.00	7,115.92	300 00 75.00	0.52

SWANEE HUNT FAMILY FOUNDATION IMA
Account Number: XX08646

Shares/Units/ Original Face	Description	CUSIP	Tax Cost	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income	Current Yield
EQUITIES (Continued)								
	CONSUMER NON-DURABLES (Continued)							
	HEALTH CARE (Continued)							
900.000	HAEMONETICS CORP MASS	405024100	36,989.53	42.130	37,917.00	927.47	0.00 0.00	0.00
775.000	ICU MEDICAL INC	44930G107	28,673.56	63.710	49,375.25	20,701.69	0.00 0.00	0.00
1,350.000	MEDNAX INC	58502B106	52,548.21	53.380	72,063.00	19,514.79	0.00 0.00	0.00
1,825.000	MERIDIAN BIOSCIENCE INC	589584101	35,348.99	26.530	48,417 25	13,068.26	1,387 00 0.00	2.86
1,000.000	MYRIAD GENETICS INC	62855J104	23,721.33	20.980	20,980.00	2,741.33-	0.00 0.00	0.00
300.000	TECHNE CORP	878377100	20,562.98	94 670	28,401.00	7,838.02	372.00 0.00	1.31
1,300.000	THORATEC CORP	885175307	45,144.87	36.600	47,580.00	2,435.13	0.00 0.00	0.00
	OTHER CONSUMER NON-DURABLES							
1,100.000	COLUMBIA SPORTSWEAR COMPANY	198516106	$64,905.10	78.750	$86,625.00	$21,719.90	$1,100.00 0.00	1.27%
1,600.000	DSW INC-A	23334L102	53,877.68	42.730	68,368.00	14,490.32	800.00 0 00	1.17
850.000	INTERNATIONAL FLAVOR & FRAGRANCES	459506101	63,685.60	85.980	73,083.00	9,397.40	1,326.00 331.50	1.81
1,275.000	VITAMIN SHOPPE INC	92849E101	57,952.70	52.010	66,312.75	8,360.05	0.00 0.00	0.00
TOTAL CONSUMER NON-DURABLES			$774,217.30		$1,048,212.00	$273,994.70	$7,393.50 $406.50	
	CONSUMER SERVICES							
	RETAIL							
1,000.000	HIBBETT SPORTS INC	428567101	$34,306.25	67.152	$67,152.00	$32,845.75	$0.00 0.00	0.00%
900.000	TEXAS ROADHOUSE INC	882681109	24,733.60	27.800	25,020.00	286.40	432.00 0.00	1.73
2,350.000	WOLVERINE WORLD WIDE INC	978097103	44,408.25	33.960	79,806 00	35,397.75	564.00 141.00	0.71
	OTHER CONSUMER SERVICES							
900.000	COHEN & STEERS INC	19247A100	$28,211.91	40.060	$36,054.00	$7,842.09	$720.00 0.00	2.00%
1,700.000	LIQUIDITY SERVICES INC	53635B107	32,798.78	22.660	38,522.00	5,723.22	0.00 0 00	0.00

Walden Asset Management
A division of Boston Trust & Investment Management Company

SWANEE HUNT FAMILY FOUNDATION IMA
Account Number: XX08646

Shares/Units/ Original Face	Description	CUSIP	Tax Cost	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income	Current Yield
EQUITIES (Continued)								
	CONSUMER SERVICES (Continued)							
	OTHER CONSUMER SERVICES (Continued)							
250.000	UNIFIRST CORP	904708104	26,417.50	107.000	26,750.00	332.50	87.50 0.00	0.14
	TOTAL CONSUMER SERVICES		$190,876.29		$273,304.00	$82,427.71	$1,753.50 $141.00	
	BUSINESS PRODUCTS & SERVICES							
	COMPUTER SERVICES							
700.000	BLACKBAUD INC	09227Q100	$15,724.70	37.650	$26,355.00	$10,630.30	$336.00 0.00	1.27%
450.000	COMMVAULT SYSTEMS INC	204166102	10,061.95	74.862	33,687.90	23,625 95	0.00 0.00	0.00
450.000	FACTSET RESEARCH SYSTEM INC	303075105	40,624.68	108.580	48,861.00	8,236.32	630.00 0.00	1.29
2,200.000	FORTINET INC	34959E109	38,892.00	19.130	42,086.00	3,194.00	0.00 0.00	0.00
2,400.000	RIVERBED TECHNOLOGY INC	768573107	40,487.19	18.080	43,392.00	2,904.81	0.00 0.00	0.00
2,600.000	TIBCO SOFTWARE INC	88632Q103	60,956.28	22 480	58,448.00	2,508.28-	0.00 0.00	0.00
	TELECOMMUNICATION SERVICES							
400.000	F5 NETWORKS INC	315616102	$27,971.28	90.860	$36,344.00	$8,372.72	$0.00 0.00	0.00%
750.000	INTERDIGITAL INC	45867G101	26,185.30	29 490	22,117.50	4,067.80-	300 00 0 00	1 36
725.000	SOLARWINDS INC	83416B109	25,476.54	37.830	27,426.75	1,950.21	0.00 0.00	0.00
	OTHER BUSINESS PRODS & SVCS							
800.000	CORESITE REALTY CORP	21870Q105	$21,195.90	32.190	$25,752.00	$4,556.10	$1,120.00 280.00	4.35%
1,800.000	DARLING INTERNATIONAL INC	237266101	28,423.73	20.880	37,584.00	9,160.27	0.00 0.00	0.00
1,000.000	IPG PHOTONICS CORP	44980X109	43,955.72	77.610	77,610.00	33,654.28	0.00 0.00	0.00
825.000	LIFE TIME FITNESS INC	53217R207	34,821.94	47.000	38,775.00	3,953.06	0.00 0.00	0.00
1,225.000	MINERALS TECHNOLOGIES INC	603158106	35,869.81	60.070	73,585.75	37,715.94	245.00 0.00	0.33
3,300.000	SAPIENT CORP	803062108	39,077.55	17.360	57,288.00	18,210.45	0.00 0.00	0.00

SWANEE HUNT FAMILY FOUNDATION IMA
Account Number: XX08646

Shares/Units/ Original Face	Description	CUSIP	Tax Cost	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income	Current Yield
	EQUITIES (Continued)							
	BUSINESS PRODUCTS & SERVICES (Continued)							
	OTHER BUSINESS PRODS & SVCS (Continued)							
575.000	SYNTEL INC	87162H103	34,862.92	90.950	52,296.25	17,433.33	0.00 0.00	0.00
750.000	WEX INC	96208T104	36,483.85	99 030	74,272 50	37,788.65	0.00 0.00	0.00
	TOTAL BUSINESS PRODUCTS & SERVICES		**$561,071.34**		**$775,881.65**	**$214,810.31**	**$2,631.00 $280.00**	
	CAPITAL GOODS							
	ELECTRICAL EQUIPMENT							
550.000	HUBBELL INC-B	443510201	$43,814.11	108.900	$59,895.00	$16,080.89	$1,100.00 0.00	1.84%
1,000.000	POWER INTEGRATIONS INC	739276103	18,137.17	55.820	55,820.00	37,682.83	320.00 0.00	0 57
	MACHINERY							
1,675.000	DONALDSON COMPANY	257651109	$58,643.25	43.460	$72,795.50	$14,152.25	$938.00 0.00	1.29%
550.000	IDEX CORP	45167R104	21,282.26	73.850	40,617.50	19,335.24	506 00 0.00	1.25
600.000	LINDSAY CORP	535555106	16,130.73	82.750	49,650.00	33,519.27	312.00 0.00	0.63
250.000	MIDDLEBY CORP	596278101	13,921.70	239.724	59,931.00	46,009.30	0.00 0.00	0.00
700.000	NORDSON CORP	655663102	40,570.16	74.300	52,010.00	11,439.84	504.00 126.00	0.97
1,200.000	WABTEC CORP	929740108	11,974.14	74.270	89,124 00	77,149 86	192.00 0 00	0.21
	MANUFACTURING-DIVERSIFIED							
1,100.000	FRANKLIN ELECTRICAL INC	353514102	$32,903.57	44.640	$49,104.00	$16,200.43	$341.00 0.00	0.69%
950.000	LINCOLN ELECTRIC HOLDINGS	533900106	44,319.17	71.340	67,773 00	23,453.83	874.00 218 50	1.29
1,075.000	PLANTRONICS INC	727493108	27,380.42	46.450	49,933.75	22,553.33	430.00 0.00	0.86
	TRUCKS & PARTS							
1,450.000	DORMAN PRODUCTS INC	258278100	$48,005.65	56.041	$81,259.45	$33,253.80	$0.00 0.00	0.00%
1,300.000	TENNECO AUTOMOTIVE INC	880349105	65,325.79	56.570	73,541.00	8,215.21	0.00 0.00	0.00

Walden Asset Management
A division of Boston Trust & Investment Management Company

Account Holdings

As of December 31, 2013

SWANEE HUNT FAMILY FOUNDATION IMA
Account Number: XX08646

Shares/Units/ Original Face	Description	CUSIP	Tax Cost	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income	Current Yield
	EQUITIES (Continued)							
	CAPITAL GOODS (Continued)							
	TELECOMMUNICATIONS EQUIPMENT							
1,250.000	APTARGROUP INC	038336103	$64,227.93	67.810	$84,762.50	$20,534.57	$1,250.00 0.00	1.47%
3,300.000	POLYCOM INC	73172K104	48,670.03	11.230	37,059.00	11,611 03-	0.00 0.00	0 00
	OTHER CAPITAL GOODS							
1,075.000	CLARCOR INC	179895107	$30,146.23	64.350	$69,176.25	$39,030.02	$731.00 182.75	1.06%
900.000	POLYPORE INTL INC	73179V103	36,594.39	38.900	35,010 00	1,584 39-	0 00 0.00	0.00
	TOTAL CAPITAL GOODS		$622,046.70		$1,027,461.95	$405,415.25	$7,498.00 $527.25	
	ENERGY							
	OIL-INTEGRATED							
425.000	DRESSER-RAND GROUP INC	261608103	$25,272.92	59.630	$25,342.75	$69.83	$0.00 0.00	0.00%
	NATURAL GAS							
575.000	NEW JERSEY RESOURCES	646025106	$16,693.82	46.240	$26,588.00	$9,894.18	$966.00 241.50	3.63%
3,625.000	QUESTAR CORP	748356102	70,566.62	22.990	83,338.75	12,772.13	2,610.00 0.00	3.13
	TOTAL ENERGY		$112,533.36		$135,269.50	$22,736.14	$3,576.00 $241.50	
	BASIC INDUSTRIES							
	METALS & MINING							
2,350.000	COMMERCIAL METALS CO	201723103	$28,659.91	20.330	$47,775.50	$19,115.59	$1,128.00 0.00	2.36%
	CHEMICALS-SPECIALTY							
3,225.000	CALGON CARBON CORP	129603106	$50,191.59	20.570	$66,338.25	$16,146.66	$0.00 0.00	0.00%
	OTHER BASIC INDUSTRIES							
1,285.000	WATTS WATER TECH INC	942749102	$42,003.23	61.870	$79,502.95	$37,499.72	$668.20 0.00	0.84%
	TOTAL BASIC INDUSTRIES		$120,854.73		$193,616.70	$72,761.97	$1,796.20 $0.00	

SWANEE HUNT FAMILY FOUNDATION IMA
Account Number: XX08646

Shares/Units/ Original Face	Description	CUSIP	Tax Cost	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income	Current Yield
EQUITIES (Continued)								
	TRANSPORTATION							
	OTHER TRANSPORTATION							
625.000	GENESEE & WYOMING INC A	371559105	$10,278.76	96.050	$60,031.25	$49,752.49	$0.00 0.00	0.00%
1,100.000	HUB GROUP INC	443320106	38,641 88	39 880	43,868 00	5,226.12	0.00 0.00	0.00
TOTAL TRANSPORTATION			$48,920.64		$103,899.25	$54,978.61	$0.00 $0.00	
	FINANCIAL							
	BANKS							
475.000	BOK FINANCIAL CORP	05561Q201	$26,578.39	66.320	$31,502.00	$4,923.61	$760.00 0.00	2.41%
1,275.000	BANK OF HAWAII CORP	062540109	59,302.62	59.140	75,403.50	16,100.88	2,295.00 0.00	3.04
425.000	CITY NATIONAL CORP	178566105	24,374.56	79.220	33,668.50	9,293.94	425.00 0.00	1.26
1,131.000	COMMERCE BANCSHARES INC	200525103	40,523.33	44.910	50,793.21	10,269.88	1,017.90 0.00	2.00
2,850.000	EAST WEST BANCORP INC	27579R104	53,947.10	34.970	99,664.50	45,717.40	1,710.00 0.00	1.72
825.000	SIGNATURE BANK	82669G104	27,745.80	107.420	88,621 50	60,875.70	0.00 0.00	0.00
675.000	TEXAS CAPITAL BANCSHARES INC	88224Q107	16,938.04	62.200	41,985 00	25,046.96	0.00 0.00	0.00
750.000	UMB FINANCIAL CORPORATION	902788108	29,205 42	64.280	48,210.00	19,004.58	675.00 168.75	1.40
	SAVINGS & LOAN ASSOCIATIONS							
1,425.000	ENCORE CAPITAL GROUP INC	292554102	$68,459.15	50.260	$71,620.50	$3,161.35	$0.00 0.00	0.00%
	OTHER FINANCIAL							
525.000	CULLEN FROST BANKERS INC	229899109	$29,275.80	74.430	$39,075.75	$9,799.95	$1,050.00 0.00	2.69%
1,250.000	EATON VANCE CORP	278265103	32,346.97	42.790	53,487.50	21,140.53	1,100.00 0 00	2.06
925.000	JONES LANG LASALLE INC	48020Q107	57,287.98	102.390	94,710.75	37,422.77	407.00 0.00	0.43
1,150.000	MARKETAXESS HOLDINGS INC	57060D108	31,684.68	66.928	76,967.20	45,282.52	598.00 0 00	0.78
1,700.000	SEI CORP	784117103	31,697.63	34.730	59,041.00	27,343.37	748.00 374.00	1.27

SWANEE HUNT FAMILY FOUNDATION IMA
Account Number: XX08646

Shares/Units/ Original Face	Description	CUSIP	Tax Cost	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income	Current Yield
EQUITIES (Continued)								
	FINANCIAL (Continued)							
	OTHER FINANCIAL (Continued)							
850.000	SVB FINANCIAL GROUP	78486Q101	47,716.43	104.860	89,131.00	41,414.57	0.00 0.00	0.00
225.000	VIRTUS INVESTMENT PARTNERS INC	92828Q109	43,772.71	200.050	45,011.25	1,238.54	0.00 0.00	0.00
	REIT							
1,600.000	BIOMED REALTY TRUST INC	09063H107	$31,344.02	18.120	$28,992.00	$2,352.02	$1,600.00 400.00	5.52%
2,025.000	DUPONT FABROS TECHNOLOGY INC	26613Q106	47,416.74	24.710	50,037.75	2,621 01	2,025.00 506.25	4.05
TOTAL FINANCIAL			$699,617.37		$1,077,922.91	$378,305.54	$14,410.90 $1,449.00	
	UTILITIES							
	NATURAL GAS UTILITIES							
1,250.000	AGL RESOURCES INC	001204106	$51,596.61	47.230	$59,037.50	$7,440.89	$2,350.00 0.00	3.98%
TOTAL UTILITIES			$51,596.61		$59,037.50	$7,440.89	$2,350.00 $0.00	
	OTHER ASSETS							
	OTHER ASSETS							
625.000	ARTISAN PARTNERS ASSET MANAG	04316A108	$32,471.82	65.190	$40,743.75	$8,271.93	$1,075.00 0.00	2.64%
1,300.000	BRIGHT HORIZONS FAMILY SOLUT	109194100	47,241.44	36.740	47,762.00	520 56	0.00 0.00	0 00
TOTAL OTHER ASSETS			$79,713.26		$88,505.75	$8,792.49	$1,075.00 $0.00	
TOTAL EQUITIES			$3,322,388.74		$4,856,808.71	$1,534,419.97	$42,902.10 $3,045.25	
FOREIGN ASSETS								
	EQUITIES							
1,100.000	MELLANOX TECHNOLOGIES LTD	M51363113	$51,743.13	39.970	$43,967.00	$7,776.13	$0.00 0.00	0.00%
975.000	SODASTREAM INTERNATIONAL LTD	M9068E105	36,157.69	49.640	48,399 00	12,241.31	0.00 0.00	0.00
TOTAL EQUITIES			$87,900.82		$92,366.00	$4,465.18	$0.00 $0.00	
TOTAL FOREIGN ASSETS			$87,900.82		$92,366.00	$4,465.18	$0.00 $0.00	

SWANEE HUNT FAMILY FOUNDATION IMA
Account Number: XX08646

Shares/Units/ Original Face	Description	CUSIP	Tax Cost	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income	Current Yield
TOTAL ACCOUNT HOLDINGS			$3,536,011.56		$5,074,896.71	$1,538,885.15	$42,902.23 $3,045.25	

Swanee Hunt Family Foundation

Form 990PF, 12/31/13
EIN# 94-1101901

Part XV, Line 3a Grants and Contributions Paid During the year

Amount	Recipient	Address line 1	City	State	ZIP	Foundation Status of Recipient	Purpose of Grant
15,000.00	Adolescent Consultation Services	189 Cambridge Street	Cambridge	Massachusetts	02141	Public Charity	health & human services
30,000.00	Advancement Project	220 L Street NW	Washington	District of Columbia	20005	Public Charity	Prime Movers program
3,000.00	AfricAid	466 Foothill Blvd , #358	La Canada	California	91011	Public Charity	women, peace & security
5,000.00	All Stars Project Inc	543 W 42nd Street	New York	New York	10036	Public Charity	arts & community support
27,000.00	American Repertory Theatre	64 Brattle Street	Cambridge	Massachusetts	02138	Public Charity	arts & community support
10,000.00	American Society for Muslim Advancement	475 Riverside Dr , Ste 248	New York	New York	10115	Public Charity	Prime Movers program
1,000.00	Associate Grant Makers of Massachusetts	133 Federal Street	Boston	Massachusetts	02110	Public Charity	education
2,000.00	Bayaud Enterprises, Inc	333 W Bayaud Ave	Denver	Colorado	80223	Public Charity	arts & community support
15,000.00	Beloved Community Center of Greensboro, Inc	P O Box 875	Greensboro	North Carolina	27402	Public Charity	Prime Movers program
9,000.00	Berkshire Int'l Film Festival	P O Box 237	Great Barrington	Massachusetts	01230	Public Charity	arts & community support
16,000.00	Bethel AME Church	40 Walk Hill Street	Jamaica Plain	Massachusetts	02130	Public Charity	health & human services
190.00	BoldeReach	P O Box 17544	Boulder	Colorado	80308	Public Charity	health & human services
300.00	Boston Dance Alliance	19 Clarendon Street	Boston	Massachusetts	02116-6100	Public Charity	arts & community support
1,667.25	Boston Philharmonic Gala	295 Huntington Ave	Boston	Massachusetts	02115	Public Charity	arts & community support
8,000.00	Boston Philharmonic Youth Orchestra	295 Huntington Ave	Boston	Massachusetts	02115	Public Charity	arts & community support
3,000.00	Boston Symphony Orchestra	301 Massachusetts Avenue	Boston	Massachusetts	02115	Public Charity	arts & community support
10,000.00	Boston Women's Fund	14 Beacon Street	Boston	Massachusetts	02108	Public Charity	women, peace & security
2,500.00	Boston Youth Symphony Orchestras	855 Commonwealth Avenue	Boston	Massachusetts	02215	Public Charity	arts & community support
1,000.00	Breathe Inn Again, Inc	P O Box 848	Haymarket	Virginia	20168	Public Charity	health & human services
1,600.00	Bridging Hope	4309 Tennyson St	Denver	Colorado	80212	Public Charity	health & human services
3,000.00	Cambridge Community Foundation	99 Bishop Allen Drive	Cambridge	Massachusetts	02139	Public Charity	arts & community support
2,000.00	Cambridge Historical Society	159 Brattle Street	Cambridge	Massachusetts	02138-3300	Public Charity	education
35,000.00	Capitol Heights Presbyterian Church	1100 Fillmore Street	Denver	Colorado	80206	Public Charity	arts & community support
5,000.00	Center for African American Health	3601 Martin Luther King Blvd	Denver	Colorado	80205	Public Charity	health & human services
30,000.00	Center for Media Justice	436 14th Street, 5th Floor	Oakland	California	94612	Public Charity	Prime Movers program
2,000.00	Children's Chorus of Greater Dallas	400 North St Paul Street	Dallas	Texas	75201	Public Charity	arts & community support
2,248.00	Children's Defense Fund	25 E Street, NW	Washington	District of Columbia	20001	Public Charity	health & human services
10,000.00	Citizen Schools	308 Congress Street	Boston	Massachusetts	02210	Public Charity	education
1,000.00	Civil War Museum of Philadelphia	P O Box 59473	Philadelphia	Pennsylvania	19102	Public Charity	education
8,000.00	Cornelia de Lange Syndrome Foundation	302 West Main Street, #100	Avon	Connecticut	06001	Public Charity	health & human services
700.00	Demos	220 Fifth Avenue, 2nd Floor	New York	New York	10001	Public Charity	arts & community support
8,000.00	Denver Academy	4400 E Iliff Avenue	Denver	Colorado	80222	Public Charity	education
25,000.00	Dominion Speedskating	7022 Hadlow Drive	Springfield	Virginia	22152	Public Charity	arts & community support
35,000.00	EarthLinks	2828 Larimer Street	Denver	Colorado	80205	Public Charity	arts & community support
30,000.00	Family Independence Initiative	1203 Preservation Parkway	Oakland	California	94612	Public Charity	Prime Movers program
25,000.00	Flobots org	2705 Larimer Street	Denver	Colorado	80205	Public Charity	arts & community support
100,000.00	Free For All Concert Fund, Inc	175 Federal Street	Boston	Massachusetts	02110	Public Charity	arts & community support
2,500.00	French International School	150 North Highland Ave	Bala Cynwyd	Pennsylvania	19004	Public Charity	education
5,000.00	Friends Meeting at Cambridge	5 Longfellow Park	Cambridge	Massachusetts	02138-4816	Public Charity	health & human services
400.00	GALS	200 S University Blvd	Denver	Colorado	80209	Public Charity	education
15,000.00	Girls Educational & Mentoring Svc	298B W 149th Street	New York	New York	10039	Public Charity	Prime Movers program
30,000.00	Green For All	1611 Telegraph Ave	Oakland	California	94612	Public Charity	Prime Movers program
20,000.00	Groundwork Denver	2740 W 28th Ave	Denver	Colorado	80211	Public Charity	health & human services
15,000.00	Growing Power	13111 W Silver Spring	Butler	Wisconsin	53007	Public Charity	Prime Movers program
17,000.00	Human Rights Initiative of North Texas, Inc	2801 Swiss Avenue	Dallas	Texas	75204-5925	Public Charity	health & human services
750.00	Huntington Theatre Company	264 Huntington Ave	Boston	Massachusetts	02115	Public Charity	arts & community support
8,000.00	Images & Voices of Hope	985 Goodrich Ave	St Paul	Minnesota	55105	Public Charity	health & human services
15,000.00	Institute for Healthcare Improvement	20 University Road	Cambridge	Massachusetts	02138	Public Charity	health & human services
4,000.00	Int'l Fertilizer Development Center	P O Box 2040	Muscle Shoals	Alabama	35662	Public Charity	health & human services
6,751.20	International Institute of New England	1 Milk Street	Boston	Massachusetts	02109	Public Charity	arts & community support
24,500.00	International Women's Media Foundation	1625 K Street NW	Washington	District of Columbia	20006	Public Charity	women, peace & security
50,000.00	InterSector Partners, L3C	1352 S Sherman Street	Longmont	Colorado	80501	Expenditure Responsibility	education
15,000.00	Iraq & Afghanistan Veterans of America	292 Madison Ave, 10th Floor	New York	New York	10017	Public Charity	Prime Movers program
1,000.00	Jacob's Pillow Dance Festival	358 George Carter Road	Beckett	Massachusetts	01223	Public Charity	arts & community support
15,000.00	Karis Community	1361 Detroit Street	Denver	Colorado	80206	Public Charity	arts & community support

50,000 00	Lets Breakthrough, Inc	4 West 37th Street	New York	New York	10018	Public Charity	women, peace & security
10,000 00	Lexington Symphony	P O Box 194	Lexington	Massachusetts	02420	Public Charity	arts & community support
5,000 00	Lighthouse International	111 East 59th St , 14th Floor	New York	New York	10022	Public Charity	health & human services
15,000 00	LYDIA Home Association	4300 West Irving Park Road	Chicago	Illinois	60641	Public Charity	Prime Movers program
25,000 00	MassCreative	249 A Street	Boston	Massachusetts	02110	Public Charity	arts & community support
1,000 00	Masters School	49 Clinton Avenue	Dobbs Ferry	New York	10522	Public Charity	education
2,500 00	Max Warburg Courage Curriculum	263 Huntington Ave	Boston	Massachusetts	02115	Public Charity	education
10,000 00	Mi Casa Resource Center for Women, Inc	360 Acoma Street	Denver	Colorado	80223	Public Charity	arts & community support
10,000 00	MomsRising org	401 Lake Avenue West	Kirkland	Washington	98033	Public Charity	health & human services
15,000 00	Movement Strategy Center	436 14th Street, 5th Floor	Oakland	California	94612	Public Charity	Prime Movers program
8,000 00	Museum of Arts & Design	2 Columbus Circle	New York	New York	10019	Public Charity	arts & community support
15,000 00	Nantucket Atheneum	P O Box 808	Nantucket	Massachusetts	02554	Public Charity	education
5,500 00	Nantucket New School	15 Nobadeer Farm Road	Nantucket	Massachusetts	02554	Public Charity	education
1,000 00	Natinal Museum of the American Indian	P O Box 23473	Washington	District of Columbia	20026-3473	Public Charity	education
10,000 00	National Domestic Workers Alliance	330 7th Ave , 19th Floor	New York	New York	10001	Public Charity	Prime Movers program
30,000 00	National Jobs with Justice	1616 P Street SW	Washington	District of Columbia	20036	Public Charity	Prime Movers program
15,000 00	National People's Action	810 N Milwaukee Ave	Chicago	Illinois	60642-4103	Public Charity	Prime Movers program
15,000 00	Nat'l Day Laborer Organizing Network	675 S Park View St , Suite B	Los Angeles	California	90057	Public Charity	Prime Movers program
1,000 00	New England Conservatory	290 Huntington Ave	Boston	Massachusetts	02115	Public Charity	arts & community support
15,000 00	New Organizing Inst Education Fund	1850 M St NW, Suite 1100	Washington	District of Columbia	20036	Public Charity	Prime Movers program
15,000 00	New Orleans Workers Center for Racial Justice	217 N Prieur St	New Orleans	Louisiana	70112	Public Charity	Prime Movers program
5,000 00	New York Theological Seminary	475 Riverside Drive	New York	New York	10115	Public Charity	Prime Movers program
5,000 00	New York Women's Foundation	1325 Sixth Ave, 27th Floor	New York	New York	10019	Public Charity	women, peace & security
10,000 00	Our Sisters' School	145 Brownell Ave	New Bedford	Massachusetts	02740	Public Charity	education
5,000 00	Partners for Livable Communities	"1429 21st St , NW"	Washington	District of Columbia	20039	Public Charity	arts & community support
1,000 00	Photo Nights Boston, Inc	110 Orchard Street	Somerville	Massachusetts	02144	Public Charity	arts & community support
15,000 00	Plains Conservation Center	21901 E Hampden Ave	Aurora	Colorado	80018	Public Charity	education
2,000 00	Planned Parenthood	434 West 33rd Street	New York	New York	10001	Public Charity	women, peace & security
10,000 00	Planned Parenthood League of Massachusetts	1055 Commonwealth Avenue	Boston	Massachusetts	02215	Public Charity	women, peace & security
8,000 00	Pulmonary Hypertension Association	801 Roeder Road	Silver Spring	Maryland	20910	Public Charity	health & human services
2,000 00	Refugees International	2001 S Street, NW, Suite 700	Washington	District of Columbia	20009	Public Charity	health & human services
9,000 00	Rocky Mountain Land Library	2550 W 39th Ave	Denver	Colorado	80211	Public Charity	education
25,000 00	Rocky Mountain Microfinance Institute	701 Lawrence Street	Denver	Colorado	80205	Public Charity	education
5,000 00	SAIS Center for Transatlantic Relations	1717 Massachusetts Ave , NW	Washington	District of Columbia	20036	Public Charity	education
5,000 00	Silk Road Project	175 North Harvard Street	Boston	Massachusetts	02134	Public Charity	arts & community support
2,000 00	Sisters of Loretto	4000 South Wadsworth Blvd	Littleton	Colorado	80123	Public Charity	women, peace & security
3,000 00	Society of St John the Evangelist	980 Memorial Drive	Cambridge	Massachusetts	02138-5210	Public Charity	arts & community support
5,000 00	SOUL Foundation	P O Box 404	Suffern	New York	10901	Public Charity	health & human services
1,000 00	South End Community Health Center	1601 Washington Street	Boston	Massachusetts	02118	Public Charity	education
8,000 00	St Francis of Assisi Mission & School	2607 Highway 82 East	Greenwood	Mississippi	38930-5966	Public Charity	education
1,000 00	St Joseph Monastery	8564 Crisp Road	Whitesville	Kentucky	42378-9782	Public Charity	health & human services
1,000.00	The Allen-Stevenson School	132 East 78th Street	New York	New York	10075	Public Charity	education
5,000 00	The Boston Foundation	75 Arlington Street, 10th Floor	Boston	Massachusetts	02116	Public Charity	arts & community support
25,000 00	The Boston Foundation	75 Arlington Street, 10th Floor	Boston	Massachusetts	02116	Public Charity	arts & community support
5,000 00	The Family Center	366 Somerville Ave	Somerville	Massachusetts	02143	Public Charity	arts & community support
1,000 00	The Gillen Brewer School	410 East 92nd Street	New York	New York	10128	Public Charity	education
1,000 00	The Hockaday School	PO Box 299000	Dallas	Texas	75229-9965	Public Charity	education
10,000 00	The Max Warburg Courage Curriculum, Inc	263 Huntington Avenue	Boston	Massachusetts	02115	Public Charity	education
30,000 00	The National Gay & Lesbian Task Force	1325 Massachusetts Ave NW	Washington	District of Columbia	20005	Public Charity	Prime Movers program
15,000 00	The Presidio Trust	103 Montgomery Street	San Francisco	California	94129	Public Charity	arts & community support
3,000 00	The Shadhika Foundation	3253 Vallejo Street	Denver	Colorado	80211	Public Charity	women, peace & security
5,000 00	The University of St Catherine	2004 Randolph Avenue	St Paul	Minnesota	55105-1789	Public Charity	education
15,000 00	Third Sector New England	89 South Street	Boston	Massachusetts	02111	Public Charity	Prime Movers program
500 00	United Nations Association of Greater Boston	10 Winter Place	Boston	Massachusetts	02108	Public Charity	women, peace & security
25,000 00	United Way of Central New Mexico	2340 Alamo Ave SE, 2nd Floor	Albuquerque	New Mexico	87106-3202	Public Charity	arts & community support
1,000 00	Urban Improv	8 St John Street	Jamaica Plain	Massachusetts	02130	Public Charity	arts & community support
2,000 00	Voices of Rwanda	P O Box 20257	New York	New York	10001-0003	Public Charity	women, peace & security
1,000 00	WBUR	890 Commonwealth Ave	Boston	Massachusetts	02215	Public Charity	arts & community support
1,500 00	WGBH/Ralph Lowell Society	P O Box 55875	Boston	Massachusetts	02205	Public Charity	arts & community support
1,000 00	World Resource Institute	10 G Street, Suite 800	Washington	District of Columbia	20002	Public Charity	arts & community support

1,277,106 45							
4,195,000 00	Hunt Alternatives Fund	625 Mt Auburn St	Cambridge	MA	02128	private op fdtn	women, peace and security
5,472,106.45	**Total Grants Paid**						
20,000 00	Groundwork Denver	2740 W 28th Ave	Denver	Colorado	80211	Public Charity	health & human services
15,000 00	Alliance For A Just Society	3518 S Edmunds Street	Seattle	Washington	98118-1727	Public Charity	economic, social and racial equities
7,500 00	Voces de la Frontera	1027 South 5th Street	Milwaukee	Wisconsin	53204	Public Charity	economic, social and racial equities
15,000 00	Center for American Progress	1333 H Street NW, 10th Floor	Washington	District of Columbia	20005	Public Charity	education
25,000 00	The Boston Foundation - Fay Slover Fund	75 Arlington Street	Boston	MA	02116	Public Charity	arts & community support
80,000 00	Mary Robinson Foundation	Trinity College, 6 Sth Leinster St	Dublin 2	Ireland		Expenditure Responsibility	women, peace & security
20,000 00	Karis Community	1361 Detroit Street	Denver	CO	80206	Public Charity	arts & community support
20,700 00	Boston Local Initiatives Support Corp	95 Berkeley Street	Boston	Massachusetts	02116	Public Charity	arts & community support
25,000 00	MassCreative	249 A Street	Boston	Massachusetts	02110	Public Charity	arts & community support
10,000 00	Project Worthmore	1571 Holly Street	Denver	CO	80220	Public Charity	arts & community support
238,200 00	**Pledges Payable and Accounts Payable**						
-199,000 00	less prior year grants approved for payment and paid						
242 00	less current year discount on pledges						
-198,758.00	**Cash to Accrual Adjustment**						
5,511,548.45	***Total Grants per books***						

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
SWANEE HUNT C/O HAF 625 MT AUBURN ST CAMBRIDGE, MA 02138	PRESIDENT, DIRECTOR, CHAIR 10.00	0.	0.	0.
KATHERINE ARCHULETA C/O HAF 625 MT AUBURN ST CAMBRIDGE, MA 02138	DIRECTOR 2.00	0.	0.	0.
ALICE F. EMERSON C/O HAF 625 MT AUBURN ST CAMBRIDGE, MA 02138	DIRECTOR 2.00	0.	0.	0.
MARVA HAMMONS C/O HAF 625 MT AUBURN ST CAMBRIDGE, MA 02138	SECRETARY, DIRECTOR 2.00	0.	0.	0.
LILLIAN SHUFF C/O HAF 625 MT AUBURN ST CAMBRIDGE, MA 02138	DIRECTOR 2.00	0.	0.	0.
FERN PORTNOY C/O HAF 625 MT AUBURN ST CAMBRIDGE, MA 02138	DIRECTOR 2.00	0.	0.	0.
RODNEY SHUFF C/O HAF 625 MT AUBURN ST CAMBRIDGE, MA 02138	DIRECTOR 2.00	0.	0.	0.
WILLIAM SNYDER C/O HAF 625 MT AUBURN ST CAMBRIDGE, MA 02138	DIRECTOR 2.00	0.	0.	0.
LORETTA FEEHAN C/O HAF 625 MT AUBURN ST CAMBRIDGE, MA 02138	TREASURER, DIRECTOR 2.00	0.	0.	0.
JANE LUTE C/O HAF 625 MT AUBURN ST CAMBRIDGE, MA 02138	DIRECTOR 2.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF EXPENDITURE RESPONSIBILITY STATEMENT STATEMENT 13
PART VII-B, LINE 5C

GRANTEE'S NAME

HUNT ALTERNATIVES FUND

GRANTEE'S ADDRESS

625 MT AUBURN STREET
CAMBRIDGE, MA 02138

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
4,195,000.	12/31/13	4,195,000.

PURPOSE OF GRANT

FUNDS WERE USED FOR THE INSTITUTE FOR INCLUSIVE SECURITY, DEMAND ABOLITION & POLITICAL PARITY PROGRAMS AND GENERAL OPERATING SUPPORT. IIS PROGRAM ADVOCATES FOR THE FULL PARTICIPATION OF ALL STAKEHOLDERS, ESPECIALLY WOMEN, IN PEACE PROCESSES. THE PROGRAM CONNECTS WOMEN EXPERTS TO POLICY SHAPERS TO COLLABORATE ON FRESH, WORKABLE SOLUTIONS TO LONG STANDING CONFLICTS ACROSS THE GLOBE. DEMAND ABOLITION SEEKS TO ABOLISH THE ILLEGAL COMMERCIAL SEX INDUSTRY IN THE US BY ERADICATING THE DEMAND FOR PURCHASED SEX. POLITICAL PARITY IS A NONPARTISAN PROGRAM WHICH HAS TAKEN ON THE INITIATIVE TO DOUBLE THE NUMBER OF WOMEN AT THE HIGHEST LEVELS OF US GOVERNMENT BY 2022.

DATES OF REPORTS BY GRANTEE

ALL RECORDS MAINTAINED IN SAME OFFICE

ANY DIVERSION BY GRANTEE

NONE

GRANTEE'S NAME

INTERSECTOR PARTNERS, L3C

GRANTEE'S ADDRESS

1352 S SHERMAN STREET
LONGMONT, CO 80501

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
50,000.	03/15/13	49,952.

PURPOSE OF GRANT

SUPPORT OF THE COLORADO NONPROFIT SOCIAL ENTERPRISE EXCHANGE AS FOLLOWS; PURCHASE AND ADAPT CURRICULUM OF L3C STRUCTURES; PROJECT KICK-OFF; EVALUATION; MARKETING AND COMMUNICATIONS; ADMINISTRATION & OVERHEAD. THE FUNDS WERE EXPENDED PER THE INTENDED PURPOSE. THE UNSPENT FUNDS OF $48 WILL BE USED AND REPORTED ON DURING THE NEXT TWELVE MONTHS.

AMENDED AND RESTATED
BYLAWS
OF
SWANEE HUNT FAMILY FOUNDATION

ARTICLE I
OFFICES

The principal office of the corporation shall be at 625 Mt. Auburn Street, Cambridge, Massachusetts, 02138. The corporation may also have offices at such other places within or without the State of Colorado as the board of directors may from time to time determine or as the business of the corporation may require.

ARTICLE II
MEMBERS

Section 2.1 Sole Member. The sole member of the corporation shall be Swanee Hunt or her successors, and the sole member shall have the sole power and authority to appoint and remove directors of the corporation.

Section 2.2 Regular Annual Meeting. A regular annual meeting of the sole member shall be held at such time as determined by the sole member, and no notice shall be required therewith. The annual meeting of the sole member shall be for the purpose of allowing the sole member to elect directors.

Section 2.3 Written Consent of Sole Member. Any action that may be taken by a vote at a meeting of the sole member may be taken without a meeting if the action is evidenced by one or more written consents describing the action taken, signed by the sole member and delivered to the Secretary for inclusion in the minutes or for filing with the corporate records. Action taken under this Section 2.3 is effective when the sole member has signed the consent unless the consent specifies a different effective date. Such consent has the same force and effect as a unanimous vote of the sole member and may be stated as such in any document.

ARTICLE III
BOARD OF DIRECTORS

Section 3.1 Board of Directors. The business of the corporation shall be managed by a board of directors, consisting of a minimum of one director and maximum of fifteen directors as determined from time to time by the sole member, who shall be at least 18 years of age but who need not be residents of the State of Colorado.

Section 3.2 Election and Term. At all times, the members of the board of directors shall hold officer for a term of one year. At the annual meeting of the sole member in which the term of any of the directors is to expire, the sole member shall elect successors for the directors whose terms are expiring. Each director shall hold office until his/her successor has been elected and qualified, or until his/her death, resignation or removal.

Section 3.3 Vacancies. Any director may resign at any time by giving written notice to the Chair or the Secretary of the corporation. A director's resignation shall take effect at the time specified in such notice, and unless specified therein, the acceptance of such resignation shall not be necessary to make it effective. Any vacancy occurring in the board of directors may be filled by the sole member. A director elected to fill a vacancy shall be elected for the unexpired term of such director's predecessor in office. Any directorship to be filled by reason of an increase in the number of directors shall be filled by the affirmative vote of the sole member. Any director may be removed at any time, with or without cause, by vote of the sole member.

Section 3.4 Place and Time of Board Meetings. The board of directors may hold its meetings at the office of the corporation or at such other places, either within or without the State of Colorado, as it may from time to time determine. If the meeting is held without the State of Colorado, notice must be given by mail or electronically transmitted not less than five days before the meeting, and said notice shall contain the date, place and purpose of the meeting. Notice is given for purposes of mail when deposited in the United States mail with postage prepaid and given electronically when sent.

Section 3.5 Regular Annual Meeting. A regular annual meeting of the board of directors shall be held at such time as determined by the board of directors, and no notice shall be required therewith. The annual meeting of the board of directors shall be for the purpose of electing or appointing officers, and the transaction of such business as may come before the meeting.

Section 3.6 Notice of Meetings of the Board of Directors; Adjournment.

Section 3.6.1 Regular meetings of the board of directors may be held without notice at such time and place as the board of directors shall from time to time determine. Special meetings of the board of directors shall be held upon notice to the directors and may be called by the Chair upon two days notice to each director either personally or by mail, telegraph, telecopy, telephone, cable or wireless, except as provided in Section 3.11 of this Article. Special meetings shall be called by the Chair or the Secretary in a like manner at the written request of any director. Notice of a meeting need not be given to any director who submits a waiver of notice, whether before or after the meeting, or who attends the meeting without objecting at the beginning of the meeting to the holding of the meeting or the transacting of business at the meeting.

Section 3.6.2 A majority of the directors present, whether or not a quorum is present, may adjourn any meeting to another time and place. Notice of the adjournment shall be given to all directors who are absent at the time of the adjournment and, unless such time and place are announced at the meeting, to the other directors.

Section 3.6.3 The board of directors or any committee thereof may participate in a meeting of the board of directors or such committee by means of a conference telephone or similar communications equipment by which all persons participating in the meeting can hear each other at the same time. Such participation shall constitute presence in person at the meeting by such director.

Section 3.7 Chair. At all meetings of the board of directors, the Chair, or in her absence, the Vice Chair, shall preside. In the event the Vice Chair is unable to serve, the Secretary shall serve as chairperson of the board of directors. In the event the Secretary is unable to serve, the Treasurer shall serve as chairperson of the board of directors.

Section 3.8 Junior Board of Directors. The board of directors, by resolution adopted by a majority of the entire board of directors, may authorize the formation of a junior board of directors, and such junior board of directors shall have no voting power or privileges, but shall be permitted to participate in board of director meetings at the discretion of the board of directors.

Section 3.9 Executive or Other Committees. The board of directors, by resolution adopted by a majority of the entire board of directors, may designate from among its members an executive committee and other committees, each consisting of two or more directors. Each such committee of the board of directors shall serve at the pleasure of the board of directors. No such committee shall have the power or authority to: (a) amend, restate, alter or repeal the Articles of Incorporation of the corporation; (b) amend, alter or repeal these or any other Bylaws of the corporation; (c) elect, appoint or remove any member of any such committee or any officer or director of the corporation; (d) adopt a plan of merger or consolidation with any other corporation; (e) authorize the sale, lease, exchange or mortgage of all or substantially all of the property and assets of the corporation; (f) authorize the voluntary dissolution of the corporation or revoke any proceedings for the voluntary dissolution of the corporation; (g) adopt any plan for the distribution of the assets of the corporation; (h) amend, alter or repeal any resolution of the board of directors which by its terms does not expressly provide that it may be amended, altered or repealed by such committee; or (i) take any other action prohibited by law. All committees of the board of directors shall keep regular minutes of their respective transactions and shall report their actions to the board of directors at the meeting of the board of directors follow such actions.

Section 3.10 Compensation. No compensation shall be paid to directors, as such, for their service, but by resolution of the board of directors, payment or reimbursement of expenses for actual attendance at each regular or special meeting of the board of directors may be authorized. In lieu in compensation, the corporation may allow directors to direct certain funds of the corporation to charitable gifts of such director's choice in compliance with any terms, conditions or policies of the corporation. Nothing herein contained shall be construed to preclude any director from serving the corporation in any other capacity and receiving compensation therefor or for being reimbursed for expenses in connection therewith.

Section 3.11 Presumption of Assent. A director of the corporation who is present at a meeting of the board of directors or a committee of the board of directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless he/she objects at the beginning of such meeting to the holding of the meeting or the transacting of the business at the meeting and either (a) he/she contemporaneously requests that its dissent from the action taken be entered in the minutes of such meeting, or (b) he/she files its written dissent to such action with the person presiding at the meeting before the adjournment thereof or shall forward such dissent by registered mail to the Secretary of the corporation immediately after the adjournment of the meeting. The right of a director to dissent as to a specific action taken in a meeting of the board of directors or a committee of the board of directors pursuant to this Section 3.10 is not available to a director who votes in favor of such action.

Section 3.12 Written Consent of Directors. Any action that may be taken by a vote at a meeting of the board of directors or a committee of the board of directors may be taken without a meeting if the action is evidenced by one or more written consents describing the action taken, signed by each director or committee member, and delivered to the Secretary for inclusion in the minutes or for filing with the corporate records. Action taken under this Section 3.11 is effective when all directors or committee members have signed the consent unless the consent specifies a different effective date. Such consent has the same force and effect as a unanimous vote of the directors or committee members and may be stated as such in any document.

ARTICLE IV
OFFICERS AND AGENTS

Section 4.1 Offices, Election and Term of Office.

Section 4.1.1 The board of directors shall elect a Chair, a President, a Secretary and a Treasurer, and may elect such other officers as the board of directors may determine who shall have such duties, powers and functions as hereinafter provided.

Section 4.1.2 All officers that are elected or appointed shall hold office at the pleasure of the board of directors.

Section 4.2 Removal, Resignation, Salary, Etc.

Section 4.2.1 Any officer elected or appointed by the board of directors may be removed by the board of directors with or without cause.

Section 4.2.2 In the event of the death, resignation or removal of an officer, the board of directors in its discretion may elect or appoint a successor to fill the unexpired term.

Section 4.2.3 Any two or more offices may be held by the same person.

Section 4.2.4 The salaries, if any, of all officers shall be fixed by the board of directors from time to time; *provided*, that compensation shall only be paid for personal services which are reasonable and necessary to carry out the charitable, scientific, literary, religious and educational purposes of the corporation and shall not be excessive; and *provided* further that no compensation shall be paid to any governmental official, as defined in Section 4946(c) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws.

Section 4.3 Chair. The corporation shall have a Chair (the "**Chair**"), who shall preside at all meetings of the board of directors. Swanee Hunt shall be the Chair of the corporation until her death, resignation or incapacitation. For purposes of these Bylaws, "**incapacitation**" shall refer to a condition resulting in Swanee Hunt's incapacitation to such an extent, due to a medically determinable physical condition or mental condition that lasts for no less than 90 days and results in Swanee Hunt's inability to perform substantially all of her duties for the corporation that she performed prior to such incapacitation. Swanee Hunt's incapacitation shall be as determined by full consensus of the board of directors following consultation with physician or physicians as selected by the board of directors.

Section 4.4 Vice Chair. The Vice Chair of the corporation (the "**Vice Chair**") shall act as the chairperson of the Corporation in the event of the absence, death, resignation or incapacitation of the Chair.

Section 4.5 President. The President of the corporation (the "**President**") shall, subject to the direction of the board of directors: (i) be the chief executive officer of the corporation and have general and active control of its affairs and business and general supervision of its officers, agents and employees; (ii) see that all orders and resolutions of the board of directors are carried into effect; and (iii) perform all other duties incident to the office of the president and as from time to time may be assigned to such office by the board of directors.

Section 4.6 Secretary. The Secretary of the corporation (the "**Secretary**") shall (i) in the absence of the Vice Chair, serve as the chairperson of the board of directors, (ii) keep the minutes of the proceedings of the board of directors and any committees of the board of directors; (iii) see that all notices are duly given in accordance with the terms of these Bylaws or as required by law;

(iv) be custodian of the corporate records and of the seal of the corporation; and (v) in general, perform all duites incident to the office of secretary and such other duties as from time to time may be assigned to such office by the President or the board of directors.

Section 4.7 Treasurer. The Treasurer of the corporation (the "**Treasurer**") shall in the absence of the Secretary, serve as the chairperson of the board of directors, have custody of the corporate funds and securities and keep full and accurate accounts of receipts and disbursements in the corporate books. He/she shall deposit all money and other valuables in the name and to the credit of the corporation in such depositories as may be designated by the board of directors and disburse the funds of the corporation as may be ordered or authorized by the board of directors and preserve proper vouchers for such disbursements. He/she shall render to the President and the board of directors at the regular meetings of the board of directors, whenever they require it, an account of all its transactions as the Treasurer and of the financial condition of the corporation. The Treasurer shall be furnished, at his/her request, with such reports and statements as he/she may require from the corporate officers and agents as to all financial transactions of the corporation. In general, the Treasurer shall perform all duties as given to him by these Bylaws or as from time to time are assigned to him by the board of directors or the President.

Section 4.8 Assistant Officers. The board of directors may elect (or delegate to the President the right to appoint) such other officers and agents of the corporation as may be necessary or desirable for the business of the corporation. Such other officers may include one or more vice presidents, assistant secretaries and treasurers of the corporation who shall have the power and authority to act in place of the officer to whom they are elected or appointed as an assistant in the event of the officer's inability or unavailability to act in his/her official capacity. None of the foregoing assistant officers shall be members of the board of directors.

Section 4.9 Sureties and Bonds. In the case the board of directors shall so require, any officer or agent of the corporation shall execute to the corporation a bond in such sum and with such surety or sureties as the board of directors may direct. The bond shall be conditioned upon the officer's or agent's faithful performance of his/her duties to the corporation and shall include responsibility for negligence and for the accounting of all property, funds or securities of the corporation which may come into his/her hands.

ARTICLE V
FINANCES

The monies, securities and other valuable effects of the corporation shall be deposited in the name of the corporation in such banks or trust companies as the board of directors shall designate and shall be drawn out or removed only as may be authorized from time to time by the board of directors.

ARTICLE VI
CORPORATE SEAL

The seal of the corporation, if one is adopted by the board of directors, shall be circular in form and bear the name of the corporation and the words "Colorado" and "Seal." The seal may be used by causing it to be impressed directly on the instrument or writing to be sealed, or upon an adhesive substance affixed thereto.

ARTICLE VII
EXECUTION OF INSTRUMENTS

All corporate instruments and documents shall be signed or countersigned, executed, verified or acknowledged by such officer or officers or other person or persons as the board of directors may from time to time designate.

ARTICLE VIII
REFERENCES TO ARTICLES OF INCORPORATION

Reference to the Articles of Incorporation in these Bylaws shall include all amendments thereto or changes thereof unless specifically excepted.

ARTICLE IX
FISCAL YEAR

The fiscal year of the corporation shall be from January 1 through December 31, unless otherwise designated by the board of directors.

ARTICLE X
INDEMNIFICATION

The corporation shall, subject to the approval of a majority vote of the board of directors, indemnify any and all of its directors or officers, or former directors or officers, or any person who may have served at its requrest as a director or officer of another corporation in which it owns shares of capital stock or of which it is a creditor, to the fullest extent as provided by the laws of the State of Colorado.

ARTICLE XII
NONDISCRIMINATORY POLICY

The corporation shall make its services, facilities and programs available to all persons regardless of race, color, creed, gender, gender variance, age, disability, marital status, sexual orientation, or national origin, and the corporation shall not in any way discriminate against any person on the basis of race, color, creed, gender, gender variance, age, disability, marital status, sexual orientation or national origin.

ARTICLE XIII
BYLAW AMENDMENTS

These Bylaws may be amended, altered or repealed and new Bylaws may be adopted by the majority vote of the board of directors at any regular or special meeting.

ADOPTED, effective December 13, 2012