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

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

OMB No. 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue ServiceDo 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.

For calendar year 2013 or tax year beginning

7/1/2013

and ending

6/30/2014

Name of foundation

JAMES M. STONEMAN CHARITABLE FUND

Number and street (or P.O. box number if mail is not delivered to street address)

C/O RJ MORRISSEY, ONE INTERNATIONAL PL

City or town

BOSTON

State

MA

ZIP code

02110

Foreign country name

Foreign province/state/county

Foreign postal code

A Employer identification number

04-2741931

B Telephone number (see instructions)

(617) 345-4500

G Check all that apply:

☐ Initial return ☐ Initial return of a former public charity

☐ Final return ☐ Amended return

☐ Address change ☐ Name change

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 43,505,808

J Accounting method: ☒ Cash ☐ Accrual

☐ Other (specify) _____

(Part I, column (d) must be on cash basis)

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	256	256		
	4 Dividends and interest from securities	1,192,518	1,192,518		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	68,318			
	b Gross sales price for all assets on line 6a 2,829,227				
	7 Capital gain net income (from Part IV, line 2)		68,318		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule) STMT 1				
	11 Other income (attach schedule)	1,093,296	633,634		
	12 Total. Add lines 1 through 11	2,354,388	1,894,726	0	
	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) STMT 2	48,688			
	b Accounting fees (attach schedule) STMT 2	19,900	9,950		
	c Other professional fees (attach schedule) STMT 2	318,000	254,400		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 3	67,527	500		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 4	50,107	46,881		
	24 Total operating and administrative expenses. Add lines 13 through 23	504,222	311,731	0	0
	25 Contributions, gifts, grants paid STMT 5	2,334,235			2,334,235
	26 Total expenses and disbursements. Add lines 24 and 25	2,838,457	311,731	0	2,334,235
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-484,069			
	b Net investment income (if negative, enter -0-)		1,582,995		
	c Adjusted net income (if negative, enter -0-)			N/A	0

For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing				
	2 Savings and temporary cash investments	STMT 6	1,986,339	1,684,547	1,684,547
	3 Accounts receivable				
	Less: allowance for doubtful accounts				
	4 Pledges receivable				
	Less: allowance for doubtful accounts				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7 Other notes and loans receivable (attach schedule)				
	Less: allowance for doubtful accounts				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U.S. and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)	STMT 7	29,932,389	29,729,683	41,821,261
	c Investments—corporate bonds (attach schedule)				
	11 Investments—land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)				
	14 Land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)				
	15 Other assets (describe)				
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		31,918,728	31,414,230	43,505,808
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe)				
	23 Total liabilities (add lines 17 through 22)		0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	<input type="checkbox"/>			
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	<input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds		31,918,728	31,414,230	
	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 (see instructions)		31,918,728	31,414,230	
	31 Total liabilities and net assets/fund balances (see instructions)		31,918,728	31,414,230	

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	31,918,728
2 Enter amount from Part I, line 27a	2	-484,069
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	31,434,659
5 Decreases not included in line 2 (itemize) PRIOR YEAR ADJUSTMENT- RETURN OF PRINCIPAL	5	20,429
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	31,414,230

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE ATTACHED STMT 8			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,829,227		2,760,909	68,318
b			
c			
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	68,318
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }	3	0

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	2,346,158	38,733,685	0.060572
2011	2,037,291	37,494,393	0.054336
2010	1,793,190	38,631,708	0.046418
2009	1,564,090	36,647,291	0.042680
2008	2,376,555	35,052,585	0.067800

2 Total of line 1, column (d)	2	0.271806
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.054361
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	40,154,081
5 Multiply line 4 by line 3	5	2,182,816
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	15,830
7 Add lines 5 and 6	7	2,198,646
8 Enter qualifying distributions from Part XII, line 4 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.	8	2,334,235

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	15,830
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	15,830
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	15,830
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	11,966
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	11,966
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	3,864
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ 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? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MASSACHUSETTS		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ ROBERT J. MORRISSEY, TRUSTEE Telephone no. ▶ (617) 345-4500			
Located at ▶ ONE INTERNATIONAL PLACE, 32ND FL, BOSTON, MA ZIP+4 ▶ 02110				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
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	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶				X

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

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

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

- 5a** During the year did the foundation pay or incur any amount to:
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐ ☒
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d).
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- If "Yes" to 6b, file Form 8870.
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b

6b

7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JAMES M STONEMAN ONE INTERNATIONAL PL, 32ND FL BOSTON, MA	TRUSTEE VARIOUS			
ROBERT J MORRISSEY ONE INTERNATIONAL PL, 32ND FL BOSTON, MA	TRUSTEE VARIOUS			
THEA STONEMAN ONE INTERNATIONAL PL, 32ND FL BOSTON, MA	TRUSTEE VARIOUS			

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
MORRISSEY, HAWKINS & LYNCH ONE INTERNATIONAL PL, 32ND FL, BOSTON, MA 02110	TRUSTEE FEES	318,000

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	40,714,305
b	Average of monthly cash balances	1b	51,259
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	40,765,564
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	40,765,564
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	611,483
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	40,154,081
6	Minimum investment return. Enter 5% of line 5	6	2,007,704

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	2,007,704
2a	Tax on investment income for 2013 from Part VI, line 5	2a	15,830
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	15,830
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,991,874
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,991,874
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,991,874

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	2,334,235
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,334,235
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	15,830
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,318,405

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				1,991,874
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010	772,173			
d From 2011	169,878			
e From 2012	426,384			
f Total of lines 3a through e	1,368,435			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 2,318,405				
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				1,991,874
e Remaining amount distributed out of corpus	326,531			
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	1,694,966			
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				
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	1,694,966			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010	772,173			
c Excess from 2011	169,878			
d Excess from 2012	426,384			
e Excess from 2013	326,531			

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

JAMES M. STONEMAN

- 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

N/A

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

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

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

N/A

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

N/A

- c** Any submission deadlines:

N/A

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

N/A

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 <i>Paid during the year</i> SEE ATTACHED STMTS 5 & 9	NONE	PUBLIC	GENERAL SUPPORT	2,334,235
Total			▶ 3a	0
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations.)

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

NO SUCH ACTIVITIES

JAMES M. STONEMAN CHARITABLE FUND

E.I.N.: 04-2741931

FORM 990-PF TAX YEAR: 2013

PART 1

Statement 1 - Other Income

Line 11, Part 1:	Column A (Book)	Total
Income from Investments in Partnerships:		
Wayfarer Capital, LP business income		
LT capital gain	\$ 573,791.00	
ST capital gain	336,090.00	
Dividend income	5,677.00	
Investment interest expense	(7,605.00)	
Other deductions	<u>(31,984.00)</u>	
		\$ 875,969.00
Clough Asia Fund, LP		
Investment interest expense	(5,041.00)	
Foreign tax	(849.00)	
Other income	<u>150,613.00</u>	
		144,723.00
PVR Partners, LP		
Ordinary loss	(29,766.00)	
Rental income	1,404.00	
Section 1231 gain	3,067.00	
Other income	2,111.00	
Other deductions	(415.00)	
Other expense	<u>(83.00)</u>	
		(23,682.00)
Boardwalk Pipeline Partners, LP		
Ordinary loss	(9,831.00)	
Interest income	14.00	
LT capital gain	1,252.00	
Other deductions	(15.00)	
Other expense	<u>(29.00)</u>	
		(8,609.00)
KKR Financial Holdings, LLC		
Ordinary income	4,303.00	
Rental loss	(23.00)	
Interest income	34,473.00	
LT capital gain	19,727.00	
ST capital gain	1,364.00	
Royalty income	1,617.00	
Other income	4,767.00	
Dividend income	8,071.00	
Investment interest expense	(15,064.00)	
Foreign tax	(17.00)	
Other deductions	<u>(29,794.00)</u>	
		29,424.00

JAMES M. STONEMAN CHARITABLE FUND

E.I.N.: 04-2741931

FORM 990-PF TAX YEAR. 2013

PART I

(CONTINUED)

Statement 1 - Other Income

Line 11, Part 1:	Column A (Book)	Total
Income from Investments in Partnerships:		
Integrity Boston Fund, LP		
Interest income	392.00	
LT capital gain	33,241.00	
ST capital gain	43,364.00	
Dividend income	4,366.00	
Investment interest expense	(4,912.00)	
Foreign tax	(14.00)	
Other loss	(10,279.00)	
Other deductions	(2.00)	
		66,156.00
El Paso Pipeline Partners LP		
Ordinary loss	(12,365.00)	
Interest income	26.00	
Section 1231 gain	342.00	
Other expense	(94.00)	
		(12,091.00)
Total		1,071,890.00
Class action proceeds - Lehman Bros. Holdings		55.95
PVR merger		5,240.00
United States Treasury - Form 990-T refund		16,109.85
Total		21,405.80
Total Other Income line 11, column a		1,093,295.80
Less, Unrelated Business Taxable Income (UBTI)		(459,662.00)
Total Other Income, line 11, column b		\$ 633,633.80

JAMES M. STONEMAN CHARITABLE FUND

E.I.N.: 04-2741931

FORM 990-PF TAX YEAR: 2013

PART 1

(CONTINUED)

Statement 1 - Other Income

Line 11, Part 1:

Partnership Activity - Unrelated Business Taxable Income (UBTI)

Wayfarer Capital, LP	
Ordinary loss	\$ (5,512)
Short term capital gain	183,955
Long term capital gain	314,058
Clough Asia Fund, LP	(66)
PVR Partners, LP	(26,398)
Boardwalk Pipeline Partners, LP	(9,831)
KKR Financial Holdings, LLC	15,821
El Paso Pipeline Partners	<u>(12,365)</u>
 Total Unrelated Business Taxable Income (UBTI) Current	 <u>\$ 459,662</u>

JAMES M. STONEMAN CHARITABLE FUND

E.I.N.: 04-2741931

FORM 990-PF TAX YEAR: 2013

Statement 2, Part I, Line 16

	<u>Column A</u>	<u>Column B</u>
Morrissey, Hawkins & Lynch Legal fees	<u>\$ 48,688</u>	<u>\$ 0</u>
Forman, Itzkowitz, Berenson & LaGreca P.C. Accounting fees	<u>\$ 19,900</u>	<u>\$ 9,950</u>
Morrissey, Hawkins & Lynch Trustee fees	<u>\$ 318,000</u>	<u>\$ 254,400</u>

Statement 3, Part I, Line 18 - Taxes

Commonwealth of Massachusetts	\$ 500	\$ 500
United States Treasury - 990T	<u>67,027</u>	<u>0</u>
	<u>\$ 67,527</u>	<u>\$ 500</u>

Statement 4 Part I, Line 23 - Other Expenses

Northern Trust - management fees	\$ 46,881	\$ 46,881
Administration expense	<u>3,226</u>	<u>0</u>
	<u>\$ 50,107</u>	<u>\$ 46,881</u>

JAMES M. STONEMAN CHARITABLE FUND

E.I.N.: 04-2741931

FORM 990-PF TAX YEAR: 2013

Statement 5 -Grants and Contributions Paid During the YearF/Y 7/1/12 through 6/30/13

<u>ORGANIZATION</u>	<u>Relationship</u>	<u>Status</u>	<u>Purpose</u>	<u>AMOUNT</u>
Association of Small Foundations	None	Public	General Support	\$ 725.00
Boca Raton Regional Hospital	None	Public	General Support	50,000.00
Brigham & Woman's Hospital	None	Public	General Support	650,000.00
Brigham & Woman's Hospital	None	Public	General Support	250,000.00
Cape Cod Health Care Foundation	None	Public	General Support	99,451.00
Cape Cod Health Care Foundation	None	Public	General Support	274,938.88
Children's Hospital	None	Public	General Support	240,000.00
Dana-Farber Cancer Institute	None	Public	General Support	524,670.00
Dana-Farber Cancer Institute	None	Public	General Support	116,225.00
Heritage Museums & Gardens	None	Public	General Support	5,000.00
Hope Health	None	Public	General Support	10,000.00
Inner-City Scholarship Fund	None	Public	General Support	75,000.00
Network for Good	None	Public	General Support	2,090.00
Salvation Army	None	Public	General Support	1,000.00
The Angel Fund	None	Public	General Support	5,000.00
Three Bays Preservation	None	Public	General Support	35.00
Youth Build	None	Public	General Support	10,000.00
Other Donations	None	Public	General Support	20,100.00
				<u>\$ 2,334,234.88</u>

JAMES M. STONEMAN CHARITABLE FUND

E.I.N.: 04-2741931

FORM 990-PF TAX YEAR: 2013

Statement 6, Part II Balance Sheets - Line 2

	Col. (A) FYE: 6/30/13 <u>Book Value</u>	Col. (B) FYE: 6/30/14 <u>Book Value</u>	Col. (C) FYE: 6/30/14 <u>Fair Market Value</u>
<u>Line 2 - Savings and Temporary Cash Investments</u>			
Northern Trust #1710356681	\$ 7,968	\$ 6,232	\$ 6,232
Northern Trust #03-53815	1,162,025	920,969	920,969
Northern Trust - Special Fund #1710356692	8,754	2,133	2,133
Northern Trust - Special Fund #03-46316	<u>807,592</u>	<u>755,213</u>	<u>755,213</u>
Total Savings and Temporary Cash Investments	<u>\$ 1,986,339</u>	<u>\$ 1,684,547</u>	<u>\$ 1,684,547</u>

JAMES M. STONEMAN CHARITABLE FUND

E.I.N.: 04-2741931

FORM 990-PF TAX YEAR: 2013

Statement 7, Part II - Line 10 -Line 10b - Investments - Corporate Stock

		Col. (B) FYE: 6/30/12 Book Value	Col. (C) FYE: 6/30/12 Fair Market Value
8,000 sh	Abbott Laboratories	\$ 158,128.96	\$ 327,200.00
8,500 sh	Abbvie Inc.	182,194.70	479,740.00
8,995 sh	American International Group Inc WTS/Prod	1.53	0.00
80 sh	American International Group Inc WT Exp 1/19/21	1,360.00	2,128.00
19,250 sh	Apple, Inc.	179,403.70	1,788,902.50
6,000 sh	Boardwalk Pipeline Partners, LP (adjusted for K-1)	147,944.80	111,000.00
10,000 sh	Cisco Systems Inc.	133,558.92	248,000.00
7,000 sh	Colgate Palmolive Co.	194,441.10	477,260.00
7,000 sh	Conagra Foods Inc.	155,342.00	207,760.00
6,000 sh	Exelon Corp.	126,846.00	218,880.00
8,000 sh	Government PPTYS Income Tr	205,868.89	203,120.00
7,000 sh	Home Depot, Inc.	209,899.54	566,720.00
17,400 sh	Intel Corp,	370,230.96	537,660.00
4,000 sh	Johnson & Johnson	239,960.00	418,480.00
3,000 sh	Kimberly-Clark Corp.	196,824.40	333,660.00
5,000 sh	Kinross Gold Corp.	258,952.10	207,000.00
3,000 sh	Lockheed Martin Corp	198,570.00	482,190.00
6,000 sh	MFC Cohen & Steers Select PFD & Income Fd	150,000.00	158,520.00
6,000 sh	MFC Pimco Dynamic Income Fd	150,000.00	204,540.00
8,000 sh	MFC Stone HBR Emerging Mkts Income	200,000.00	168,640.00
10,000 sh	Microsoft Corp.	245,470.99	417,000.00
2,200 sh	M&T Bk Corp.	189,758.80	272,910.00
10,000 sh	Omega Healthcare INVS, Inc. REIT	93,401.57	368,600.00
9,000 sh	PBF Energy.	258,212.90	239,850.00
3,500 sh	Pepsico, Inc.	207,410.00	312,690.00
7,500 sh	Procter & Gamble Co.	276,506.78	589,425.00
7,475 sh	Republic Services Inc.	213,948.45	283,825.75
7,500 sh	Sanofi Sponsored ADR	280,725.00	398,775.00
5,000 sh	Seadrill Com	164,471.40	199,750.00
7,500 sh	Sysco Corp.	248,373.00	280,875.00
10,000 sh	Telefonica SA Sponsored	227,700.00	171,600.00
7,500 sh	Teva Pharmaceutical Inds	322,121.00	393,150.00
6,500 sh	Travelers Cos, Inc.	298,962.80	611,455.00
5,000 sh	United Technologies Corp.	211,910.00	577,250.00
5,000 sh	Verizon Communications	213,290.59	244,650.00
4,000 sh	Wisdomtree Emerging Markets Equity Inc.	249,060.00	207,360.00
5,000 sh	Xylem Inc.	146,908.05	195,400.00
250,000 Bd	Anheuser Busch, Inc. 4.625% 2/01/2015	248,775.00	256,007.50
250,000 Bd	McDonalds Corp Med Term Nts 5.3% 3/15/2017	252,577.50	278,054.75
250,000 Bd	General Electric Cap Corp Med Term 5.625% 5/01/2018	252,180.00	286,458.75
100,000 Bd	Embraer Overseas LTD	101,375.00	112,000.00
	The James M. Stoneman Charitable Fund - Special Fund	21,567,016.72	27,982,274.14
	(Statement 7-1)		
	Total Securities	\$ 29,729,683.15	\$ 41,820,761.39

JAMES M. STONEMAN CHARITABLE FUND

E I.N.: 04-2741931

FORM 990-PF TAX YEAR: 2013

Statement 7-1James M. Stoneman Charitable Fund Special Account:

<u>Securities</u>	<u>Cost or Basis</u>	<u>Market Value</u>
10,000 sh American Cap Agy Corp. Com	\$ 343,970.75	\$ 234,100.00
8,000 sh AT&T Inc	227,273.60	282,880.00
5,000 sh Automatic Data Processing, Inc.	197,813.73	396,400.00
40,000 sh Bank of America Corp.	1,798,216.66	614,800.00
15,000 sh Bristol Myers Squibb Co.	562,270.00	727,650.00
5,000 sh Cenovus Energy Inc.	112,800.22	161,850.00
5,000 sh Chevron Corp.	328,271.53	652,750.00
12,000 sh Chunghwa Telecom Co. Ltd	286,961.40	384,720.00
10,000 sh Conocophillips	514,368.33	857,300.00
7,500 sh Eli Lilly & Co Com	299,716.31	466,275.00
10,000 sh Ensco PLC Shs Class A Com	525,359.80	555,700.00
10,000 sh Exelon Corp.	459,700.00	364,800.00
7,500 sh Exxon Mobil Corp.	451,200.00	755,100.00
8,500 sh Hatteras Financial Corp.	247,357.21	168,385.00
6,000 sh Health Care REIT. Inc.	170,271.40	376,020.00
4,000 sh Imperial TOB Group PLC	271,850.00	361,640.00
20,000 sh Intel Corp.	475,500.00	618,000.00
25,000 sh KKR Finl Holdings LLC	239,024.50	310,207.50
17,500 sh Merck & Co., Inc.	557,025.00	1,012,375.00
11,000 sh MFC Guggenheim Funds Distributors Inc.	222,185.00	221,903.00
25,000 sh MFC CBRE Clarion Global Real Estate Income Fd	341,949.20	227,750.00
3,250 sh MFC Spdr Ser Tr Wells Fargo PFD	150,602.85	141,862.50
6,000 sh MFO Flaherty & Crumrine Dynamica FFD& income	150,000.00	141,360.00
25,000 sh Microsoft Corp.	619,125.00	1,042,500.00
8,000 sh MLP El Paso Pipeline Partners, LP	276,739.20	289,840.00
5,000 sh National Fuel Gas Co.	296,684.70	391,500.00
5,000 sh Nestle S A Sponsored ADR	163,650.00	388,350.00
6,000 sh Newmont Mining Corp.	252,471.10	152,640.00
5,000 sh Parker Hannifin Corp.	226,256.66	628,650.00
25,000 sh Pfizer, Inc.	653,670.00	742,000.00
4,000 sh PNC Financial Services	303,750.20	356,200.00
12,000 sh Potash Corp Inc.	126,433.34	455,520.00
19,600 sh PVR Partners/ Regency Energy Partners	172,079.92	644,200.00
3,500 sh Qualcomm Inc.	212,267.30	277,200.00
8,000 sh Royal Dutch Shell PLC	501,680.00	658,960.00
12,000 sh Solar Cap Ltd. Com	250,750.52	255,360.00
5,000 sh Stryker Corp.	258,251.82	421,600.00
20,000 sh Taiwan Semiconductor MFG Co.	254,800.00	427,800.00
13,945 sh Verizon Communications	503,187.75	682,328.85
15,000 sh Vodafone Group	277,634.05	273,163.59
6,500 sh Williams Company Inc.	200,915.00	378,365.00
25,000 sh Windstream Corp.	253,257.67	249,000.00
250,000 Bd Wachovia Corp. New Wachovia Corp. 5.25%, due 08/01/14	245,975.00	250,948.50
250,000 Bd Goldman Sachs Group, Inc., 5.5% due 11/15/14	247,250.00	254,677.50

JAMES M. STONEMAN CHARITABLE FUND

E.I.N.: 04-2741931

FORM 990-PF TAX YEAR: 2013

Statement 7-1

(Continued)

James M. Stoneman Charitable Fund Special Account:

	<u>Securities</u>	<u>Cost or Basis</u>	<u>Market Value</u>
100,000 Bd	Embraer Overseas Ltd, 6.375%, due 1/15/20	101,375.00	112,000.00
100,000 Bd	Goldman Sachs Group, Inc., 3.625%, due 2/7/16	99,432.00	104,227.70
	Integrity Boston Smidcap Growth Stock Fund, LP	565,678.00	651,715.00
	Wayfarer Capital, LP	2,123,267.00	2,943,318.00
	Clough Asia Fund	946,748.00	977,543.00
	Clough Offshore Fund, Ltd	1,500,000.00	2,709,837.00
	Kynikos Opp Fund International	1,000,000.00	1,229,002.00
	Total Securities	<u>\$ 21,567,016.72</u>	<u>\$ 27,982,274.14</u>

THE JAMES M. STONEMAN CHARITABLE FUND
ACCOUNT OF INVESTMENT SALES
STATEMENT 8
JULY 1, 2013 THROUGH JUNE 30, 2014

(a)	(b)	(c)	(d)	(e)	(g)	(h)
	How	Date	Date	Gross		
	Acquired	Acquired	Sold	Proceeds	Basis	Gain(Loss)
150 sh AIG	P	02/06/09	12/03/13	7,306.89	171,026.73	(163,719.84)
500 sh Home Depot, Inc.	P	02/06/09	09/16/13	37,439.34	14,992.82	22,446.52
12,400 sh Nokia	P	02/06/09	06/23/14	99,968.57	196,620.39	(96,651.82)
500 sh Procter & Gamble	P	02/06/09	09/16/13	39,214.36	18,435.00	20,779.36
1,000 sh United Technologies	P	02/06/09	09/16/13	107,682.63	42,385.00	65,297.63
62,000 sh National Rural Utilities Coop 4.75% 3/01/2014	P	02/06/09	12/16/13	62,586.52	62,126.48	460.04
188,000 sh National Rural Utilities Coop 4.75% 3/01/2015	P	02/07/09	03/03/14	188,000.00	188,383.52	(383.52)
178,000 sh Goldman Sachs Group, Inc. NT, 4.75%, 7/15/13	P	05/01/09	07/15/13	178,000.00	178,000.00	0.00
22,000 sh Yamana Gold Inc	P	07/16/10	12/03/13	191,664.10	212,960.00	(21,295.90)
2,600 sh ADR Total SA	P	03/17/11	09/16/13	146,907.84	148,205.74	(1,297.90)
5,000 sh Seadrill Com	P	06/08/11	09/03/13	223,983.58	172,519.00	51,464.58
2,500 sh Beam Inc	P	10/04/11	05/01/14	208,750.00	149,960.39	58,789.61
12,000 sh Barrick Gold Corp	P	01/16/13	09/16/13	212,168.30	411,475.50	(199,307.20)
3,000 sh Yamana Gold Inc	P	09/16/13	12/03/13	26,136.00	30,894.00	(4,758.00)
4,750 sh ADR BP	P	09/18/13	12/03/13	222,536.58	199,823.00	22,713.58
Government PPTYS Income TR						0.00
Return of principal	P	07/16/09	various	656.84	656.84	0.00
Omega Healthcare Invs, Inc. REIT						0.00
Return of principal	P	03/10/09	various	1,653.83	1,653.83	0.00
Subtotal				1,954,655.38	2,200,118.24	(245,462.86)
Special Fund:						
5,000 sh Bank Montreal Que Com	P	03/01/10	12/06/13	328,398.25	260,326.00	68,072.25
200,000 sh Catepillar Financial Services	P	04/22/09	02/20/14	200,000.00	201,000.00	(1,000.00)
400 sh Regency Energy Partners	P	07/01/08	03/31/14	10,399.88	10,650.98	(251.10)
2,500 sh Merck & Co	P	09/16/04	04/02/14	140,321.90	79,575.00	60,746.90
Vodafone cash in lieu	P	06/15/09	03/10/14	33.80	27.95	5.85
Verizon cash in lieu	P	06/15/09	03/10/14	0.95	0.64	0.31
Healthcare REIT Inc. Com						0.00
Return of principal	P	various	various	4,252.80	4,252.80	0.00
MFC CBRE Clarion Global RE Inv Fd						0.00
Return of principal	P	various	various	1,770.30	1,770.30	0.00

THE JAMES M. STONEMAN CHARITABLE FUND
ACCOUNT OF INVESTMENT SALES
STATEMENT 8
JULY 1, 2012 THROUGH JUNE 30, 2013
(CONTINUED)

(a)	(b) How Acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Proceeds	(g) Basis	(h) Gain(Loss)
Windstream Holdings	P	various	various	3,187.50	3,187.50	0.00
Return of principal						0.00
Subtotal - Special Fund				688,365.38	560,791.17	127,574.21
Total - Securities Sales				2,643,020.76	2,760,909.41	(117,888.65)
Verizon Wireless reorganization				184,291.61	0.00	184,291.61
Capital gain distribution				1,914.84	0.00	1,914.84
Total				\$2,829,227.21	\$2,760,909.41	\$ 68,317.80

JAMES M. STONEMAN CHARITABLE FUND

E.I.N.: 04-2741931

FORM 990-PF TAX YEAR: 2013

Statement 9: Form 990-PF, Part XV 3a

Grantee Addresses

Association of Small Foundations
1720 N Street, NW
Washington, DC 20036

Boston College
University Relations
Chestnut Hill, MA 02167

Cape Cod Health Care Foundation
P O. Box 370
Hyannis, MA 02601

Combined Jewish Philanthropies
126 High Street
Boston, MA

Friends of Peter's Park
230 Shawmut Ave.
Boston, MA 02118

Inner City Scholarship Fund
2121 Commonwealth Avenue
Brighton, MA 02135-3193

Manlius Pebble Hill School
5300 Jamesville Rd
DeWitt, NY 13214

Park Street School
67 Brimmer Street
Boston, MA 02108

Steven M. Gootter Foundation
P.O. Box 64583
Tucson, AZ 85728-4583

YMCA of Greater Boston
316 Huntington Ave
Boston, MA 02115

Boca Raton Community Hospital Fund
745 Meadows Road
Boca Raton, FL 33486

Brigham & Women's Hospital
116 Huntington Ave
Boston, MA 02116

Children's Hospital Boston
Boston, MA 02115

Dana-Farber Cancer Institute
375 Longwood Avenue
Brookline, MA 02115-5347

Hospice & Palliative Care of Cape Cod
359 Main Street
Falmouth, MA 02540

Jewish Federation of S. Palm Beach
9901 Donna Klein Blvd
Boca Raton, FL 33428

Massachusetts General Hospital
55 Fruit Street
Boston, MA 02114

Salvation Army
1500 Washington Street
Boston, MA

Temple Israel
Longwood Ave & Plymouth Street
Boston, MA 02215