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Return of Private Foundation

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

2013

Department of the Treasury
Internal Revenue Service

- 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.

For calendar year 2013, or tax year beginning Jul 1 , 2013, and ending Jun 30 , 2014

Name of foundation

Wheelwright Scientific School

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

C/O Anna Makos 184 High Street, PO Box 510

Room/suite

City or town, state or province, country, and ZIP or foreign postal code

Newburyport

MA 01950

G Check all that apply:

 Initial return Final return Address change Initial Return of a former public charity Amended return Name change

H Check type of organization:

 Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year
(from Part II, column (c), line 16)

J Accounting method:

 Cash Accrual Other (specify)

► \$ 4,096,948.

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

A Employer identification number

04-6004390

B Telephone number (see the instructions)

(978) 462-2344

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)

R E V E N U E	1 Contributions, gifts, grants, etc, received (attach sch)			
	2 Ck ► <input checked="" type="checkbox"/> if the foundn is not req to att Sch B			
	3 Interest on savings and temporary cash investments	171.	171.	
	4 Dividends and interest from securities	74,712.	74,712.	
	5 a Gross rents			
	b Net rental income or (loss)			
	6 a Net gain/(loss) from sale of assets not on line 10	441,984.	I-6a Stmt	
	b Gross sales price for all assets on line 6a	1,394,048.		
	7 Capital gain net income (from Part IV, line 2)		441,984.	
	8 Net short-term capital gain			
	9 Income modifications			
	10 a Gross sales less returns and allowances			
	b Less Cost of goods sold			
	c Gross profit/(loss) (attach sch)			
	11 Other income (attach schedule)			
	12 Total. Add lines 1 through 11.	516,867.	516,867.	
ADMINISTRATIVE OPERATING AND EXPENSES	13 Compensation of officers, directors, trustees, etc	47,200.	4,720.	42,480.
	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16 a Legal fees (attach schedule)			
	b Accounting fees (attach sch). I-16b Stmt.	6,061.	3,055.	3,006.
	c Other prof fees (attach sch). I-16c Stmt.	25,836.	25,836.	
	17 Interest			
	18 Taxes (attach schedule)(see Instrs) Excise tax on investment income	3,168.	3,168.	
	19 Depreciation (attach sch) and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings			
	22 Printing and publications			
	23 Other expenses (attach schedule) See Line 23 Stmt	1,262.		1,262.
	24 Total operating and administrative expenses. Add lines 13 through 23	83,527.	33,611.	46,748.
	25 Contributions, gifts, grants paid	66,000.		66,000.
	26 Total expenses and disbursements. Add lines 24 and 25	149,527.	33,611.	112,748.
	27 Subtract line 26 from line 12:			
	a Excess of revenue over expenses and disbursements	367,340.		
	b Net Investment Income (if negative, enter -0-)		483,256.	
	c Adjusted net income (if negative, enter -0-)			

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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
A S S E T S	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	342,693.	581,787.	581,787.
	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 sch)			
	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) . L-10b. Stmt	1,790,753.	1,921,547.	2,786,654.
	c Investments – corporate bonds (attach schedule) . L-10c. Stmt	724,245.	721,697.	728,507.
	11 Investments – land, buildings, and equipment: basis			
Less: accumulated depreciation (attach schedule) ▶				
12 Investments – mortgage loans				
13 Investments – other (attach schedule)				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	2,857,691.	3,225,031.	4,096,948.	
L I A B I L I T I E S	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)			
N F E U T N D A S B S A E T S N C O E R S	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	2,857,691.	3,225,031.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	2,857,691.	3,225,031.	
	31 Total liabilities and net assets/fund balances (see instructions)	2,857,691.	3,225,031.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,857,691.
2 Enter amount from Part I, line 27a	2	367,340.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	3,225,031.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	3,225,031.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a Publicly traded securities - short-term - see attached		P	06/30/14	06/30/14
b Publicly traded securities - long-term - see attached		P	06/30/13	06/30/14
c Corporate bonds - long-term - see attached		P	06/30/13	06/30/14
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 120,515.		119,416.	1,099.	
b 1,121,801.		678,987.	442,814.	
c 151,732.		153,661.	-1,929.	
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any		
a			1,099.	
b			442,814.	
c			-1,929.	
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	441,984.
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	1,099.

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 (column (b) divided by column (c))
2012	122,180.	3,434,018.	0.035579
2011	125,329.	3,277,014.	0.038245
2010	141,702.	3,249,232.	0.043611
2009	160,203.	3,110,331.	0.051507
2008	200,852.	3,072,564.	0.065370
2 Total of line 1, column (d)			2 0.234312
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 0.046862
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 3,816,460.
5 Multiply line 4 by line 3			5 178,847.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 4,833.
7 Add lines 5 and 6			7 183,680.
8 Enter qualifying distributions from Part XII, line 4			8 112,748.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here . . . ► <input type="checkbox"/> and enter 'N/A' on line 1	
Date of ruling or determination letter. (attach copy of letter if necessary – see instrs)	
1 b Domestic foundations that meet the section 4940(e) requirements in Part V, check here . . . ► <input type="checkbox"/> and enter 1% of Part I, line 27b	1 9,665.
1 c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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 9,665.
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 9,665.
6 Credits/Payments:	
6 a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a 2,002.
6 b Exempt foreign organizations – tax withheld at source	6 b
6 c Tax paid with application for extension of time to file (Form 8868)	6 c
6 d Backup withholding erroneously withheld	6 d
7 Total credits and payments. Add lines 6a through 6d	7 2,002.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8 33.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9 7,696.
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 ► 0. Refunded ► 11	

Part VIIA Statements Regarding Activities

	Yes	No
1 a 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?	1 a	X
1 b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1 b	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.		
1 c Did the foundation file Form 1120-POL for this year?	1 c	X
1 d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ► \$ (2) On foundation managers ► \$		
1 e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	2	X
If 'Yes,' attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes	3	X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4 a	X
4 b If 'Yes,' has it filed a tax return on Form 990-T for this year?	4 b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5	X
If 'Yes,' attach the statement required by General Instruction T.		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV.	7	X
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ► MA – Massachusetts	8 a	
8 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	8 b	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

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Part VIIA 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 ► Anna Makos Telephone no ► (978) 462-2344 Located at ► 184 High Street, PO Box 510 Newburyport MA ZIP + 4 ► 01950		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here ► <input type="checkbox"/> 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 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

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

		Yes	No
1 a	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)?	1 b	
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
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?	1 c	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)	2 b	
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 __ .		
3 a	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.)	3 b	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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

5 a 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)?

5 b

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).

6 a 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?

6 b

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

7 a 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?

7 b

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
John W. Pramberg P.O. Box 455 Newburyport MA 01950	Trustee 2.00	6,400.	0.	0.
John C. Elwell 266 High Street Newburyport MA 01950	Trustee 2.00	9,400.	0.	0.
Peter DeMaranville 4 Adams Street Newburyport MA 01950	Trustee 2.00	6,400.	0.	0.
See Information about Officers, Directors, Trustees, Etc.		25,200.	0.	0.

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

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

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

None

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

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

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

Total number of others receiving over \$50,000 for professional services ► None

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.

1	<u>Provided scholarships for students attending university</u>	66,000.
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.

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.

For other program-related investments, see instructions.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
a	Average monthly fair market value of securities	1 a	3,415,536.
b	Average of monthly cash balances	1 b	459,043.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	3,874,579.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,874,579.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	58,119.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,816,460.
6	Minimum investment return. Enter 5% of line 5	6	190,823.

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	190,823.
2 a	Tax on investment income for 2013 from Part VI, line 5	2 a	9,665.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2 b	
c	Add lines 2a and 2b	2 c	9,665.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	181,158.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	181,158.
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	181,158.

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	1 a	112,748.
b	Program-related investments – total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	112,748.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	112,748.

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				181,158.
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 ____				
3 Excess distributions carryover, if any, to 2013:				
a From 2008	40,140.			
b From 2009	5,639.			
c From 2010	0.			
d From 2011	0.			
e From 2012	0.			
f Total of lines 3a through e	45,779.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 112,748.				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2013 distributable amount				112,748.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	45,779.			45,779.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				22,631.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)		0.		
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a		0.		
10 Analysis of line 9:				
a Excess from 2009	0.			
b Excess from 2010	0.			
c Excess from 2011	0.			
d Excess from 2012	0.			
e Excess from 2013	0.			

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
University of New Hampshire 11 Garrison Avenue Durham NH 03824		Public Charity	Tuition Scholarship	6,000.
Villanova 800 E. Lancaster Avenue Villanova PA 19085		Public Charity	Tuition Scholarship	6,000.
Gordon College 255 Grapevine Road Wenham MA 01984		Public Charity	Tuition Scholarship	6,000.
Merrimack College 315 Turnpike Street North Andover MA 01845		Public Charity	Tuition Scholarship	6,000.
Duquesne University PO Box 640094 Pittsburgh PA 15264		Public Charity	Tuition Scholarship	6,000.
Lyndon State College 1001 College Road Lyndonville VT 05851		Public Charity	Tuition Scholarship	3,000.
Southern California Institute of Architecture 960 E Third Street Los Angeles CA 90013		Public Charity	Tuition Scholarship	6,000.
University of Vermont PO Box 1306 Williston VT 05495		Public Charity	Tuition Scholarship	12,000.
St. Michael's College One Winooski Park, Box 2 Colchester VT 05439		Public Charity	Tuition Scholarship	6,000.
See Line 3a statement				9,000.
Total			► 3a	66,000.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies . . .					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	171.	
4 Dividends and interest from securities			14	74,712.	
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	441,984.	
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)				516,867.	
13 Total. Add line 12, columns (b), (d), and (e)				13	516,867.

(See worksheet in line 13 instructions to verify calculations)

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

Name

Employer Identification Number

Wheelwright Scientific School

04-6004390

Asset Information:

Description of Property: Publicly traded securities - long-term

Date Acquired: . . . various How Acquired: . . . Purchased

Date Sold: . . . various Name of Buyer: . . .

Sales Price: . . . 1,121,801. Cost or other basis (do not reduce by depreciation) . . . 678,987.

Sales Expense: . . . Valuation Method: . . .

Total Gain (Loss): . . . 442,814. Accumulation Depreciation: . . .

Description of Property: Publicly traded securities - short-term

Date Acquired: . . . various How Acquired: . . . Purchased

Date Sold: . . . various Name of Buyer: . . .

Sales Price: . . . 120,515. Cost or other basis (do not reduce by depreciation) . . . 119,416.

Sales Expense: . . . Valuation Method: . . .

Total Gain (Loss): . . . 1,099. Accumulation Depreciation: . . .

Description of Property: Corporate bonds - long-term

Date Acquired: . . . various How Acquired: . . . Purchased

Date Sold: . . . various Name of Buyer: . . .

Sales Price: . . . 151,732. Cost or other basis (do not reduce by depreciation) . . . 153,661.

Sales Expense: . . . Valuation Method: . . .

Total Gain (Loss): . . . -1,929. Accumulation Depreciation: . . .

Description of Property:

Date Acquired: . . . How Acquired: . . .

Date Sold: . . . Name of Buyer: . . .

Sales Price: . . . Cost or other basis (do not reduce by depreciation) . . .

Sales Expense: . . . Valuation Method: . . .

Total Gain (Loss): . . . Accumulation Depreciation: . . .

Description of Property:

Date Acquired: . . . How Acquired: . . .

Date Sold: . . . Name of Buyer: . . .

Sales Price: . . . Cost or other basis (do not reduce by depreciation) . . .

Sales Expense: . . . Valuation Method: . . .

Total Gain (Loss): . . . Accumulation Depreciation: . . .

Description of Property:

Date Acquired: . . . How Acquired: . . .

Date Sold: . . . Name of Buyer: . . .

Sales Price: . . . Cost or other basis (do not reduce by depreciation) . . .

Sales Expense: . . . Valuation Method: . . .

Total Gain (Loss): . . . Accumulation Depreciation: . . .

Description of Property:

Date Acquired: . . . How Acquired: . . .

Date Sold: . . . Name of Buyer: . . .

Sales Price: . . . Cost or other basis (do not reduce by depreciation) . . .

Sales Expense: . . . Valuation Method: . . .

Total Gain (Loss): . . . Accumulation Depreciation: . . .

Description of Property:

Date Acquired: . . . How Acquired: . . .

Date Sold: . . . Name of Buyer: . . .

Sales Price: . . . Cost or other basis (do not reduce by depreciation) . . .

Sales Expense: . . . Valuation Method: . . .

Total Gain (Loss): . . . Accumulation Depreciation: . . .

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Liability insurance	951.			951.
Newspaper notification	137.			137.
State filing fees	85.			85.
Office supplies	89.			89.
Total	<u>1,262.</u>			<u>1,262.</u>

Form 990-PF, Page 6, Part VIII, Line 1

Information about Officers, Directors, Trustees, Etc.

(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
Person.. <input checked="" type="checkbox"/> Business . <input type="checkbox"/> <u>Josiah Welch</u> <u>P.O. Box 6013</u>				
<u>Newburyport MA 01950</u>	<u>2.00</u>	<u>9,400.</u>	<u>0.</u>	<u>0.</u>
Person.. <input checked="" type="checkbox"/> Business . <input type="checkbox"/> <u>James G. Zafiris, Jr.</u> <u>53 Warren Street, Unit 116</u>	<u>Trustee</u>			
<u>Newburyport MA 01950</u>	<u>2.00</u>	<u>9,400.</u>	<u>0.</u>	<u>0.</u>
Person.. <input checked="" type="checkbox"/> Business . <input type="checkbox"/> <u>Honorable Donna Holaday</u> <u>C/O City Hall</u>	<u>Trustee</u>			
<u>Newburyport MA 01950</u>	<u>2.00</u>	<u>6,400.</u>	<u>0.</u>	<u>0.</u>
Person.. <input checked="" type="checkbox"/> Business . <input type="checkbox"/>				
Total		<u>25,200.</u>	<u>0.</u>	<u>0.</u>

Form 990-PF, Page 11, Part XV, line 3a
Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Found- ation status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
<i>a Paid during the year</i>				
McGill University 845 Sherbrooke Street, West Montreal QC		Public Charity	Tuition Scholarship	Person or Business <input checked="" type="checkbox"/> 6,000.
University of British Columbia 2016-1874 East Mall Vancouver BC		Public Charity	Tuition Scholarship	Person or Business <input checked="" type="checkbox"/> 3,000.

Total

9,000.

Form 990-PF, Page 1, Part I
Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Anna Makos	Bookkeeping	6,000.	3,000.		3,000.
Fritz DeGuglielmo LLC	Accounting fees	61.	55.		6.
Total		<u>6,061.</u>	<u>3,055.</u>		<u>3,006.</u>

Form 990-PF, Page 1, Part I
Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Seaward Management	Investment Management	25,836.	25,836.		
Total		<u>25,836.</u>	<u>25,836.</u>		

Form 990-PF, Page 2, Part II, Line 10b
L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year Book Value	Fair Market Value
See attached statement	1,921,547.	2,786,654.

Form 990-PF, Page 2, Part II, Line 10b
L-10b Stmt

Continued

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
Total	<u>1,921,547.</u>	<u>2,786,654.</u>

Form 990-PF, Page 2, Part II, Line 10c
L- 10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
<u>See attached statement</u>	<u>721,697.</u>	<u>728,507.</u>
Total	<u>721,697.</u>	<u>728,507.</u>

**SEAWARD MANAGEMENT
PORTFOLIO APPRAISAL
WHEELWRIGHT SCIENTIFIC SCHOOL
SCHWAB INSTITUTIONAL A/C XX828174**
June 30, 2014

Quantity	Security	Adj Unit Cost	Total Adjusted Cost	Price	Market Value	Pct. Assets	Cur. Yield
CASH AND EQUIVALENTS							
	SCHWAB US TREAS MONEY FD		532,278.84		532,278.84	13.2	0.0
			532,278.84		532,278.84	13.2	0.0
COMMON STOCK							
MATERIALS							
500.00	BHP BILLITON LTD SPONSORED ADR	38.88	19,442.46	68.45	34,225.00	0.8	3.5
			19,442.46		34,225.00	0.8	3.5
INDUSTRIALS							
500.00	DEERE & CO	75.71	37,852.95	90.55	45,275.00	1.1	2.7
775.00	EMERSON ELECTRIC	57.28	44,388.78	66.36	51,429.00	1.3	2.6
700.00	ILLINOIS TOOL WKS INC	56.31	39,418.17	87.56	61,292.00	1.5	2.2
1,250.00	NOW INC COM	34.74	43,423.50	36.21	45,262.50	1.1	0.0
400.00	SIEMENS A G	135.57	54,229.15	132.19	52,876.00	1.3	2.3
900.00	UNITED TECHNOLOGIES	68.27	61,441.40	115.45	103,905.00	2.6	2.0
			280,753.95		360,039.50	8.9	2.0
CONSUMER DISCRETIONARY							
800.00	BED BATH & BEYOND	59.51	47,604.71	57.38	45,904.00	1.1	0.0
300.00	MCDONALDS CORP	92.99	27,896.26	100.74	30,222.00	0.7	3.4
40.00	PRICELINE GROUP INC	565.81	22,632.47	1,203.00	48,120.00	1.2	0.0
2,100.00	TWENTY FIRST CENTY FOX CL A	32.55	68,347.64	35.15	73,815.00	1.8	0.7
250.00	WYNN RESORTS LTD COM	206.18	51,545.82	207.56	51,890.00	1.3	2.4
			218,026.90		249,951.00	6.2	1.1
CONSUMER STAPLES							
1,500.00	COCA-COLA COMPANY	39.96	59,944.45	42.36	63,540.00	1.6	2.9
425.00	DIAGEO P L C SPON ADR NEW	123.78	52,604.40	127.27	54,089.75	1.3	2.7
2,000.00	MONDELEZ INTL INC CL A	27.25	54,491.96	37.61	75,220.00	1.9	1.6
900.00	PEPSICO INC	29.16	26,243.07	89.34	80,406.00	2.0	2.9
			193,283.88		273,255.75	6.8	2.5
HEALTHCARE							
1,000.00	GILEAD SCIENCES INC COM	23.08	23,083.95	82.91	82,910.00	2.0	0.0
800.00	JOHNSON & JOHNSON COM	55.64	44,512.00	104.62	83,696.00	2.1	2.7
700.00	MEDNAX INC COM	31.95	22,363.45	58.15	40,705.00	1.0	0.0
2,000.00	ROCHE HLDG LTD SPONSORED ADR	22.33	44,652.90	37.30	74,600.00	1.8	2.5
600.00	THERMO FISHER SCIENTIFIC INC	41.39	24,833.04	118.00	70,800.00	1.7	0.5
600.00	THORATEC LABS CORP COM NEW	36.04	21,626.35	34.86	20,916.00	0.5	0.0
			181,071.69		373,627.00	9.2	1.2
ENERGY							
600.00	APACHE CORP	66.43	39,858.30	100.62	60,372.00	1.5	1.0
500.00	CHEVRON CORP NEW COM	118.81	59,402.95	130.55	65,275.00	1.6	3.3

**SEAWARD MANAGEMENT
PORTFOLIO APPRAISAL
WHEELWRIGHT SCIENTIFIC SCHOOL
SCHWAB INSTITUTIONAL A/C XX828174**

June 30, 2014

Quantity	Security	Adj Unit Cost	Total Adjusted Cost	Price	Market Value	Pct. Assets	Cur. Yield
800 00	EXXON MOBIL CORP	38.62	30,894.00	100.68	80,544.00	2.0	2.7
750 00	SCHLUMBERGER	87.32	65,487.50	117.95	88,462.50	2.2	1.4
FINANCIAL							
500 00	AMERICAN EXPRESS	80.71	40,356.70	94.87	47,435.00	1.2	1.1
1,200 00	CAPITAL ONE FINL CORP COM	58.80	70,562.54	82.60	99,120.00	2.4	1.5
450 00	GOLDMAN SACHS GROUP COM	146.74	66,033.85	167.44	75,348.00	1.9	1.3
1,700 00	INVESCO LTD SHS	32.99	56,085.54	37.75	64,175.00	1.6	2.6
1,500 00	J P MORGAN CHASE & CO	46.49	69,733.35	57.62	86,430.00	2.1	2.8
600 00	PRUDENTIAL FINL INC COM	84.13	50,477.35	88.77	53,262.00	1.3	1.3
			353,249.33		425,770.00	10.5	1.8
INFORMATION TECHNOLOGY							
1,750 00	APPLE INC COM	50.05	87,589.42	92.93	162,627.50	4.0	2.0
900 00	AVAGO TECHNOLOGIES LTD SHS	36.84	33,151.72	72.07	64,863.00	1.6	1.8
1,500 00	COGNIZANT TECH SOLUTNS CL A	38.59	57,890.20	48.91	73,365.00	1.8	0.0
100 00	GOOGLE INC CL A	286.05	28,604.70	584.67	58,467.00	1.4	0.0
100 00	GOOGLE INC CL C	286.80	28,679.64	575.28	57,528.00	1.4	0.0
NON VOTING							
2,400 00	ORACLE CORP	12.15	29,160.00	40.53	97,272.00	2.4	1.2
1,100 00	QUALCOMM INC COM	49.78	54,762.25	79.20	87,120.00	2.2	2.1
780 00	SALESFORCE COM INC COM	42.32	33,012.45	58.08	45,302.40	1.1	0.0
750 00	TWITTER INC COM	42.24	31,681.40	40.97	30,727.50	0.8	0.0
			384,531.78		677,272.40	16.7	1.1
TELECOMMUNICATIONS							
2,000 00	VERIZON COMMUNICATIONS COM	47.77	95,544.63	48.93	97,860.00	2.4	4.5
			95,544.63		97,860.00	2.4	4.5
COMMON STOCK Total			1,921,547.36		2,786,654.15	68.8	1.7
CORPORATE BONDS							
100,000	EMERSON ELEC CO 5.000% Due 12-15-14	106.11	106,107.00	102.09	102,095.00	2.5	4.9
50,000	BAXTER INTL INC 4.625% Due 03-15-15	104.75	52,373.00	103.00	51,498.00	1.3	4.5
50,000	CAPITAL ONE FINL CORP 1.000% Due 11-06-15	99.88	49,940.50	100.27	50,137.00	1.2	1.0
100,000	CISCO SYS INC 5.500% Due 02-22-16	104.15	104,151.00	108.07	108,074.00	2.7	5.1
50,000	BECTON DICKINSON & CO 1.750% Due 11-08-16	103.33	51,664.50	101.89	50,945.50	1.3	1.7
100,000	UNITED TECHNOLOGIES CORP 5.375% Due 12-15-17	105.73	105,730.00	113.55	113,553.00	2.8	4.7

SEAWARD MANAGEMENT
PORTFOLIO APPRAISAL
WHEELWRIGHT SCIENTIFIC SCHOOL
SCHWAB INSTITUTIONAL A/C XX828174

June 30, 2014

Quantity	Security	Adj Unit Cost	Total Adjusted Cost	Price	Market Value	Pct. Assets	Cur. Yield
50,000	THERMO FISHER SCIENTIFIC INC 1 850% Due 01-15-18	101.30	50,651.50	100.43	50,214.00	1.2	1.8
50,000	JPMORGAN CHASE & CO 1 800% Due 01-25-18	99.93	49,967.00	100.48	50,241.50	1.2	1.8
50,000	PEPSICO INC 2 250% Due 01-07-19	101.33	50,667.00	102.00	50,998.00	1.3	2.2
50,000	MONDELEZ INTL INC 2 250% Due 02-01-19	100.13	50,065.50	100.68	50,342.50	1.2	2.2
50,000	E M C CORP MASS 2 650% Due 06-01-20	100.76	50,380.00	100.82	50,409.00	1.2	2.6
<hr/>				<hr/>	<hr/>	<hr/>	<hr/>
TOTAL PORTFOLIO				3,175,523.20	4,047,440.49	100.0	1.8

SEAWARD MANAGEMENT
DATE TO DATE GAINS AND LOSSES
WHEELWRIGHT SCIENTIFIC SCHOOL
SCHWAB INSTITUTIONAL A/C XX828174

From 07-01-13 To 06-30-14

Security	07-01-13 Market Value	Additions Purchases	Withdrawals Sales, Interest, Dividends	06-30-14 Market Value	Realized Gain/Loss On Cost	Date to Date Unrealized Gains
CASH AND EQUIVALENTS						
SCHWAB US TREAS MONEY FD	304,657.32	1,466,145.59	-1,214,047.42	532,278.84		
COMMON STOCK						
MATERIALS						
BHP BILLITON LTD SPONSORED ADR	28,930.00	0.00	-1,180.00	34,225.00	0.00	5,295.00
MONSANTO CO NEW COM	46,060.75	0.00	-54,531.94	0.00	16,909.21	0.00
PRAXAIR INC	81,711.00	0.00	-92,694.85	0.00	37,479.97	0.00
	156,701.75	0.00	-148,406.79	34,225.00	54,389.19	5,295.00
INDUSTRIALS						
ABB LTD ADR	43,720.00	0.00	-45,172.26	0.00	527.01	0.00
DANAHER CORP	51,760.00	0.00	-61,045.19	0.00	15,144.89	0.00
DEERE & CO	40,655.00	0.00	-1,020.00	45,275.00	0.00	4,620.00
EMERSON ELECTRIC	0.00	44,388.78	-1,317.50	51,429.00	0.00	7,040.22
ILLINOIS TOOL WKS INC	83,460.00	0.00	-40,645.07	61,292.00	10,941.24	12,607.00
NOW INC COM	0.00	43,423.50	0.00	45,262.50	0.00	1,839.00
SIEMENS A G	0.00	53,064.00	0.00	52,876.00	0.00	-188.00
SIEMENS A G SPONSORED ADR	0.00	54,229.15	-54,701.13	0.00	0.00	-1,165.15
UNITED TECHNOLOGIES	85,266.00	0.00	-2,074.50	103,905.00	0.00	18,639.00
	304,861.00	195,105.43	-205,975.65	360,039.50	26,613.14	43,392.07
CONSUMER DISCRETIONARY						
BED BATH & BEYOND	57,408.00	0.00	0.00	45,904.00	0.00	-11,504.00
BORGWARNER INC COM	64,680.00	0.00	-87,367.19	0.00	36,302.49	0.00
MCDONALDS CORP	29,946.00	0.00	-960.00	30,222.00	0.00	276.00
PETSMART INC	54,040.00	0.00	-52,082.95	0.00	34,464.59	0.00
PRICELINE GROUP INC	33,629.40	0.00	0.00	48,120.00	0.00	14,490.60
TARGET CORP	0.00	85,674.80	-77,988.61	0.00	-9,083.69	0.00
TWENTY FIRST CENTY	0.00	68,347.64	-262.50	73,815.00	0.00	5,467.36
FOX CL A						
WYNN RESORTS LTD COM	0.00	51,545.82	-312.50	51,890.00	0.00	344.18
	239,703.40	205,568.26	-218,973.75	249,951.00	61,683.39	9,074.14
CONSUMER STAPLES						
COCA-COLA COMPANY	0.00	59,944.45	-457.50	63,540.00	0.00	3,595.55
DIAGEO P L C SPON ADR NEW	0.00	52,604.40	-555.16	54,089.75	0.00	1,485.35
MONDELEZ INTL INC CL A	72,612.50	0.00	-18,271.25	75,220.00	3,343.26	17,130.00
PEPSICO INC	123,060.00	0.00	-54,644.24	80,406.00	34,005.61	6,570.00
WAL MART STORES	52,213.00	0.00	-51,246.26	0.00	49,594.70	0.00
	247,885.50	112,548.85	-125,174.41	273,255.75	86,943.57	28,780.90
HEALTHCARE						
ABBOTT LABS	35,030.00	0.00	-37,294.41	0.00	36,516.00	0.00
GILEAD SCIENCES INC COM	51,655.00	0.00	0.00	82,910.00	0.00	31,255.00
JOHNSON & JOHNSON COM	69,304.00	0.00	-2,144.00	83,696.00	0.00	14,392.00
MEDNAX INC COM	32,249.00	0.00	0.00	40,705.00	0.00	8,456.00
ROCHE HLDG LTD SPONSORED ADR	61,980.00	0.00	-2,217.96	74,600.00	0.00	12,620.00
THERMO FISHER SCIENTIFIC INC	86,350.00	0.00	-43,840.70	70,800.00	21,162.34	18,990.00
THORATEC LABS CORP COM NEW	19,092.00	0.00	0.00	20,916.00	0.00	1,824.00
	355,660.00	0.00	-85,497.07	373,627.00	57,678.34	87,537.00

SEAWARD MANAGEMENT
DATE TO DATE GAINS AND LOSSES
WHEELWRIGHT SCIENTIFIC SCHOOL
SCHWAB INSTITUTIONAL A/C XX828174
From 07-01-13 To 06-30-14

Security	07-01-13 Market Value	Additions Purchases	Withdrawals Sales, Interest, Dividends	06-30-14 Market Value	Realized Gain/Loss On Cost	Date to Date Unrealized Gains
ENERGY						
ANADARKO PETE CORP COM	65,092.50	0.00	-76,093.38	0.00	44,558.35	0.00
APACHE CORP	49,980.00	0.00	-510.00	60,372.00	0.00	10,392.00
CHEVRON CORP NEW COM	0.00	59,402.95	-535.00	65,275.00	0.00	5,872.05
EXXON MOBIL CORP	72,240.00	0.00	-2,064.00	80,544.00	0.00	8,304.00
NATIONAL OILWELL	34,825.00	0.00	-43,843.52	0.00	7,411.62	0.00
VARCO COM						
SCHLUMBERGER	54,585.00	0.00	-1,003.14	88,462.50	0.00	33,877.50
	276,722.50	59,402.95	-124,049.04	294,653.50	51,969.97	58,445.55
FINANCIAL						
AMERICAN EXPRESS	0.00	40,356.70	-230.00	47,435.00	0.00	7,078.30
CAPITAL ONE FINL CORP COM	50,872.00	26,627.35	-1,440.00	99,120.00	0.00	21,620.65
FRANKLIN RES INC	69,280.00	0.00	-81,811.28	0.00	33,312.81	0.00
GOLDMAN SACHS GROUP COM	60,700.00	7,984.90	-942.50	75,348.00	0.00	6,663.10
INVESCO LTD SHS	0.00	56,085.54	-897.50	64,175.00	0.00	8,089.46
J P MORGAN CHASE & CO	52,490.00	27,686.45	-2,090.00	86,430.00	0.00	6,253.55
METLIFE INC COM	37,232.00	0.00	-38,944.21	0.00	2,584.79	0.00
PRUDENTIAL FINL INC COM	0.00	50,477.35	-318.00	53,262.00	0.00	2,784.65
	270,574.00	209,218.29	-126,673.49	425,770.00	35,897.60	52,489.71
INFORMATION TECHNOLOGY						
ADOBE SYS INC COM	69,352.50	0.00	-72,354.29	0.00	30,998.46	0.00
APPLE INC COM	81,844.00	27,571.95	-2,805.00	162,627.50	0.00	53,211.55
AVAGO TECHNOLOGIES LTD SHS	0.00	33,151.72	-936.00	64,863.00	0.00	31,711.28
COGNIZANT TECH SOLUTNS CL A	48,052.50	0.00	0.00	73,365.00	0.00	25,312.50
EMC CORP-MASS	70,830.00	0.00	-73,074.89	0.00	25,738.99	0.00
GOOGLE INC CL A	88,788.00	0.00	-113,540.00	0.00	0.00	24,752.00
GOOGLE INC CL A	0.00	113,540.00	-28,679.64	58,467.00	0.00	-26,393.36
GOOGLE INC CL C NON VOTING	0.00	28,679.64	0.00	57,528.00	0.00	28,848.36
ORACLE CORP	72,264.00	0.00	-1,152.00	97,272.00	0.00	25,008.00
QUALCOMM INC COM	54,864.00	12,468.15	-1,617.00	87,120.00	0.00	19,787.85
SALESFORCE COM INC COM	29,484.00	0.00	0.00	45,302.40	0.00	15,818.40
TWITTER INC COM	0.00	31,681.40	0.00	30,727.50	0.00	-953.90
	515,479.00	247,092.86	-294,158.82	677,272.40	56,737.45	197,102.68
UTILITIES						
TRANSCANADA PIPELINES COM	52,248.00	0.00	-53,920.48	0.00	6,615.24	0.00
TELECOMMUNICATIONS						
VERIZON COMMUNICATIONS COM	0.00	95,544.63	-2,305.50	97,860.00	0.00	2,315.37
VODAFONE GROUP PLC(NEW)	43,110.00	0.00	-54,088.59	0.00	9,582.45	0.00
	43,110.00	95,544.63	-56,394.09	97,860.00	9,582.45	2,315.37
INTERNATIONAL						
ISHARES TR MSCI EMERG MKT	46,344.00	0.00	-47,737.97	0.00	-4,197.83	0.00
COMMON STOCK Total	2,509,289.15	1,124,481.27	-1,486,961.56	2,786,654.15	443,912.51	484,432.42

SEAWARD MANAGEMENT
DATE TO DATE GAINS AND LOSSES
WHEELWRIGHT SCIENTIFIC SCHOOL
SCHWAB INSTITUTIONAL A/C XX828174
From 07-01-13 To 06-30-14

Security	07-01-13 Market Value	Additions Purchases	Withdrawals Sales, Interest, Dividends	06-30-14 Market Value	Realized Gain/Loss On Cost	Date to Date Unrealized Gains
CORPORATE BONDS						
PEPSICO INC 3 750% Due 03-01-14	102,054.00	0.00	-103,554.92	0.00	751.00	0.00
HEWLETT PACKARD CO 4 750% Due 06-02-14	51,549.50	0.00	-52,375.00	0.00	-2,679.50	0.00
EMERSON ELEC CO 5 000% Due 12-15-14	106,191.00	0.00	-5,000.00	102,095.00	0.00	-4,096.00
BAXTER INTL INC 4 625% Due 03-15-15	53,085.00	0.00	-2,312.50	51,498.00	0.00	-1,587.00
CAPITAL ONE FINL CORP 1 000% Due 11-06-15	49,308.50	0.00	-500.00	50,137.00	0.00	828.50
CISCO SYS INC 5 500% Due 02-22-16	111,689.00	0.00	-5,500.00	108,074.00	0.00	-3,615.00
BECTON DICKINSON & CO 1 750% Due 11-08-16	50,853.00	0.00	-875.00	50,945.50	0.00	92.50
UNITED TECHNOLOGIES CORP 5 375% Due 12-15-17	114,538.00	0.00	-5,375.00	113,553.00	0.00	-985.00
THERMO FISHER SCIENTIFIC INC 1 850% Due 01-15-18	48,336.00	0.00	-925.00	50,214.00	0.00	1,878.00
JPMORGAN CHASE & CO 1 800% Due 01-25-18	48,513.00	0.00	-900.00	50,241.50	0.00	1,728.50
PEPSICO INC 2 250% Due 01-07-19	0.00	51,026.38	0.00	50,998.00	0.00	331.00
MONDELEZ INTL INC 2 250% Due 02-01-19	0.00	50,396.75	0.00	50,342.50	0.00	277.00
E M C CORP MASS 2 650% Due 06-01-20	0.00	50,935.76	-662.50	50,409.00	0.00	29.00
CORPORATE BONDS Total	736,117.00	152,358.89	-177,979.92	728,507.50	-1,928.50	-5,118.50
TOTAL PORTFOLIO	3,550,063.47	2,742,985.75	-2,878,988.90	4,047,440.49	441,984.01	479,313.92

The realized gains column includes fees of -24,485.00

APPLICATION TO THE TRUSTEES
OF THE
WHEELWRIGHT SCIENTIFIC SCHOOL

Student's Name _____ Social Security # _____

Address _____

Date of Birth _____ Home phone _____ Cell phone _____

E-mail address _____

Name and address of parents or guardian _____

I respectfully make application for assistance to obtain a Scientific Education at:

Name and address of University: _____

I desire to attend the above-named University for the following reasons:

My major will be: _____

Educational Expenses:	Tuition:	\$ _____
	Room and Board	\$ _____
	Books, materials, etc.	\$ _____
	Total	\$ _____

Please attach a copy of your High School Transcript

I am a Protestant as understood by that term, and attend the _____

Church of which I am () am not () a member.

In preparing for college, I attended the following school _____

of which _____ is principal.

List names and amounts of scholarships or grants that you will be applying for or have already received:

ink

on
ie

I submit the following three names of people who have provided written letters of reference on my behalf. One of the references must be the minister of the church which you attend.

#1 _____ #2 _____ #3 _____

Please attach and return the 3 written references along with this application.

In making this application, I agree that, if accepted as a beneficiary of the Wheelwright Scientific School, I will pursue a course in engineering or the basic sciences; that I will notify the Secretary of the Wheelwright Scientific School at the end of each college year of my final grades or markings for the year, and furnish the Secretary with a list of my studies for the coming year; and that I will notify said Secretary promptly of any changes in my courses of study that in any way may diminish the emphasis on science. I understand and agree that any failure on my part to comply with either or all of the foregoing requirements will mean automatic cancellation of the Wheelwright Scholarship. I understand that the tuition payment for the upcoming semester is paid only after the Secretary receives a bill for tuition and a transcript of grades for the previous semester.

Signature of Applicant _____ Date _____

Part 2 – to be completed by the Principal or Headmaster

Will you please give the standing of _____ while at your school, as to:

Character _____

Scholarship (average rank by years) _____

General Deportment _____

Do you regard him as deserving and meritorious? _____

Signature _____

Important Notice

This application must be completed in detail by the applicant and must be returned to the Clerk of the Wheelwright Scientific School before April 20, 2011 at 81 State Street, Newburyport, MA 01950 in order to receive consideration.

CHECKLIST:

- COMPLETED APPLICATION
- COPY OF HIGH SCHOOL TRANSCRIPT
- THREE (3) LETTERS OF REFERENCE INCLUDING 1 FROM YOUR MINISTER