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Return of Private Foundation

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

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

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning JUL 1, 2013, and ending JUN 30, 2014

Name of foundation

CHARLES E. HARWOOD TRUST
C/O WENDELL P. WEYLAND - CO-TRUSTEE

A Employer identification number

04-6725545

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

309 IPSWICH ROAD

Room/suite

B Telephone number

978-887-0143

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

BOXFORD, MA 01921-1505

C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)

\$ 5015075. (Part I, column (d) must be on cash basis)

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify) _____F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

(a) Revenue and expenses per books

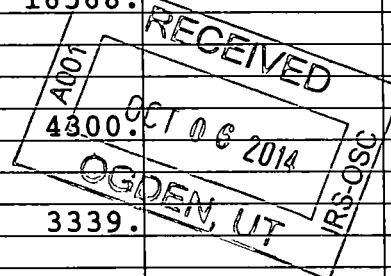
(b) Net investment income

(c) Adjusted net income

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

		(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			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	7417.	7417.		Statement 1
	4 Dividends and interest from securities	151262.	151262.		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	59746.			
	b Gross sales price for all assets on line 6a	1334752.			
	7 Capital gain net income (from Part IV, line 2)		59746.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	218425.	218425.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	33134.	16568.		16568.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees Stmt 3	5700.			1400.
	c Other professional fees				
	17 Interest				
	18 Taxes Stmt 4	3339.	3339.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses Stmt 5	21815.	21815.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	63988.	46022.		17968.
	25 Contributions, gifts, grants paid	192606.			192606.
26 Total expenses and disbursements. Add lines 24 and 25	256594.	46022.		210574.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-38169.				
b Net investment income (if negative, enter -0-)		172403.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	63461.	165078.	165078.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 6	2128104.	1888226.	2834707.
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other Stmt 7		1855859.	1955951.	2015290.
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		4047424.	4009255.	5015075.
17 Accounts payable and accrued expenses				
18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted and complete lines 24 through 26 and lines 30 and 31.			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	3958852.	3912715.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	88572.	96540.	
	30 Total net assets or fund balances	4047424.	4009255.	
	31 Total liabilities and net assets/fund balances	4047424.	4009255.	

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	4047424.
2 Enter amount from Part I, line 27a	2	-38169.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	4009255.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4009255.

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Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 1334752.		1275006.	59746.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			59746.

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	59746.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	}	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	218284.	4509309.	.048407
2011	222090.	4222845.	.052593
2010	163128.	4101036.	.039777
2009	218631.	3912793.	.055876
2008	222941.	3923209.	.056826

2 Total of line 1, column (d)	2	.253479
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	.050696
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	4726129.
5 Multiply line 4 by line 3	5	239596.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1724.
7 Add lines 5 and 6	7	241320.
8 Enter qualifying distributions from Part XII, line 4	8	210574.

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.

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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 type="checkbox"/> and enter 1% of Part I, line 27b		1	3448.
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	3448.
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	3448.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2640.	
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	2640.	
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	808.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	X	
14	The books are in care of WENDELL P. WEYLAND, CO-TRUSTEE Telephone no. 978-887-0143 Located at 309 IPSWICH ROAD, BOXFORD, MA ZIP+4 01921-1505			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country N/A	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b	X
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 N/A	2a	
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. N/A		
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	3a	
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WENDELL P. WEYLAND 309 IPSWICH ROAD BOXFORD, MA 01921	CO-TRUSTEE 8.00	16567.	0.	0.
KATHY ADAM 2 PENNY LANE PEABODY, MA 01960	CO-TRUSTEE 8.00	16567.	0.	0.

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

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

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

0

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

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4665239.
b	Average of monthly cash balances	1b	132862.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4798101.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	4798101.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	71972.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4726129.
6	Minimum investment return. Enter 5% of line 5	6	236306.

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	236306.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	3448.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3448.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	232858.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	232858.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	232858.

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	210574.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	210574.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	210574.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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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				232858.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			148435.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 210574.				
a Applied to 2012, but not more than line 2a			148435.	
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				62139.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				170719.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

N/A

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

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Tax year

(a) 2013

(b) 2012

Prior 3 years

(c) 2011

(d) 2010

(e) Total

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

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

None

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

None

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

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

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

See Statement 8

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

c Any submission deadlines:

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

CHARLES E. HARWOOD TRUST

Form 990-PF (2013)

C/O WENDELL P. WEYLAND - CO-TRUSTEE

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Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
50 LEGS IN 50 DAYS INC, 315 BAHIA VISTA DRIVE INDIAN RK BEACH, FL 33785	NONE	IRC SECTION 501(C) (3)	CHARITABLE GENERAL FUNDS	1000.
BREAD AND ROSES HERITAGE PO BOX 1137 LAWRENCE, MA 01842	NONE	IRC SECTION 501(C) (3)	CHARITABLE GENERAL FUNDS	5000.
BRIDGEWELL 471 BROADWAY SAUGUS, MA 01940	NONE	IRC SECTION 501(C) (3)	CHARITABLE GENERAL FUNDS	20000.
KIDS CREATIVE INC. 1251 EAST MOUNTAIN ROAD WESTFIELD, MA 01085	NONE	IRC SECTION 501(C) (3)	CHARITABLE GENERAL FUNDS	5000.
NAFI MASSACHUSETTS 26 HOWLEY STREET PEABODY, MA 01960	NONE	IRC SECTION 501(C) (3)	CHARITABLE GENERAL FUNDS	5000.
Total	See continuation sheet(s)			192606.
b Approved for future payment				
None				
Total				0.

Part XVII

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations




		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash		X
	(2) Other assets		X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

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


b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

Sign Here   

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instr. 9)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
	RONALD P. WEYLAND		09/24/14		P00175272
	Firm's name ▶ RONALD P WEYLAND			Firm's EIN ▶ 01-1469992	
	Firm's address ▶ PO BOX 303 NEWMARKET, NH 03857-0303			Phone no. 603-303-1128	

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	AMERICAN EXPRESS CENT BANK	P	08/11/09	08/19/13
b	AMERICAN EXPRESS CENT BANK	P	09/27/13	10/01/13
c	BARCLAYS RIGHTS PLC	P	Various	10/23/13
d	DELAWARE CORPORATE BOND FUND	P	Various	11/29/13
e	AMERICAN EXPRESS CENT BANK	P	11/23/09	12/02/13
f	CONSOLIDATED EDISON	P	04/01/02	12/04/13
g	DUKE ENERGY CORP.	P	10/11/06	12/04/13
h	LOOMIS SAYLES STRATEGIC	P	Various	12/18/13
i	TEMPLETON GLOBAL BOND FUND	P	Various	12/19/13
j	BARCLAYS RIGHTS PLC	P	Various	01/06/14
k	KELLOGG CORP.	P	09/02/10	05/22/14
l	NISOURCE	P	05/08/00	05/22/14
m	RPM INTERNATIONAL INC.	P	11/16/99	05/22/14
n	COLUMBIA CONVERTIBLE SECURITIES	P	Various	06/25/14
o	GE CAPITAL FINANCIAL - CD	P	05/29/13	12/18/13

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 147000.		147000.	0.
b 45130.		45000.	130.
c 1417.			1417.
d 2971.			2971.
e 149000.		149000.	0.
f 50274.		36873.	13401.
g 83607.		72550.	11057.
h 504.			504.
i 47.			47.
j 4.			4.
k 78731.		58861.	19870.
l 108991.		55146.	53845.
m 30061.		8653.	21408.
n 640.			640.
o 97907.		98000.	-93.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			0.
b			130.
c			1417.
d			2971.
e			0.
f			13401.
g			11057.
h			504.
i			47.
j			4.
k			19870.
l			53845.
m			21408.
n			640.
o			-93.

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

2

3

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	CAPITAL RETAIL BANK - CD	P	06/11/12	12/18/13
b	LOOMIS SAYLES INVESTMENTS	P	Various	12/04/13
c	DELAWARE CORPORATE BOND FUND	P	Various	12/04/13
d	LOOMIS SAYLES INVESTMENTS	P	Various	12/04/13
e	DELAWARE CORPORATE BOND FUND	P	Various	12/04/13
f	CITIGROUP CAPITAL TRUST	P	10/06/05	04/28/14
g	FRONTIER COMMUNICATIONS	P	03/08/05	05/22/14
h	KEYCORP NEW	P	10/15/04	05/22/14
i	PNC FINANCIAL SERVICES	P	05/08/00	05/22/14
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 94925.		95000.	-75.
b 185715.		187325.	-1610.
c 189983.		193967.	-3984.
d 1740.		1799.	-59.
e 3126.		3137.	-11.
f 24450.		24780.	-330.
g 2934.		4024.	-1090.
h 33840.		84990.	-51150.
i 1755.		8901.	-7146.
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-75.
b			-1610.
c			-3984.
d			-59.
e			-11.
f			-330.
g			-1090.
h			-51150.
i			-7146.
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	59746.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

THE CHARLES E. HARWOOD TRUST

Schedule A-1

Gain on Sale of Assets

<u>Shares</u>	<u>Description</u>	<u>Date Sold</u>	<u>Proceeds</u>	<u>Basis</u>	<u>Gain</u>
147000	American Express Cent 2.55% 08/19/13	08/19/13	\$147,000.00	\$147,000.00	\$0.00
45000	American Express Cent 2.60% 12/02/13	10/01/13	45,129.65	45,000.00	129.65
cash in lieu	Barclays Rights PLC	10/23/13	1,417.39	0.00	1,417.39
Mutual Fnd	Delaware Corporate Bond Fund	11/29/13	2,970.65	0.00	2,970.65
149000	American Express Cent 2.60% 12/02/13	12/02/13	149,000.00	149,000.00	0.00
915	Consolidated Edison	12/04/13	50,273.71	36,873.25	13,400.46
1203	Duke Energy Corp	12/04/13	83,607.02	72,549.97	11,057.05
Mutual Fnd	Loomis Sayles Strategic	12/18/13	504.32	0.00	504.32
Mutual Fnd	Templeton Global Bond Fund	12/19/13	46.80	0.00	46.80
cash in lieu	Barclays Rights PLC	01/06/14	3.92	0.00	3.92
1164	Kellogg Corp	05/22/14	78,731.22	58,861.07	19,870.15
2965	NiSource	05/22/14	108,990.99	55,146.46	53,844.53
710	RPM International Inc.	05/22/14	30,060.74	8,651.91	21,408.83
Mutual Fnd	Columbia Convertible Securities Fund	06/25/14	<u>640.45</u>	<u>0.00</u>	<u>640.45</u>
Totals - Schedule A-1			\$698,376.86	\$573,082.66	\$125,294.20

THE CHARLES E. HARWOOD TRUST

Schedule B-1

Loss on Sale of Assets

<u>Shares</u>	<u>Description</u>	<u>Date Sold</u>	<u>Proceeds</u>	<u>Basis</u>	<u>Loss</u>
	GE Capital Financial	12/18/13	\$97,906.79	\$98,000.00	\$93.21
	GE Capital Retail Bank	12/18/13	94,925.43	95,000.00	74.57
Mutual Fnd	Loomis Sayles Invest.	12/04/13	185,714.64	187,324.54	1,609.90
Mutual Fnd	Delaware Corporate	12/04/13	189,982.80	193,967.12	3,984.32
Mutual Fnd	Loomis Sayles Invest.	12/04/13	1,739.90	1,799.33	59.43
Mutual Fnd	Delaware Corporate	12/04/13	3,126.17	3,137.16	10.99
	978 Citigroup Capital Trust	04/28/14	24,450.00	24,779.83	329.83
	524 Frontier Commination's	05/22/14	2,934.34	4,024.02	1,089.68
	2554 Keycorp	05/22/14	33,839.75	84,989.66	51,149.91
	21 PNC Financial Services	05/22/14	<u>1,754.72</u>	<u>8,900.77</u>	<u>7,146.05</u>
Totals - Schedule B-1			\$636,374.54	\$701,922.43	\$65,547.89

CHARLES E. HARWOOD TRUST
C/O WENDELL P. WEYLAND - CO-TRUSTEE

04-6725545

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NAPLES PUBLIC LIBRARY PO BOX 1717 NAPLES, ME 04055	NONE	IRC SECTION 501 (C) (3)	CHARITABLE GENERAL FUNDS	2000.
NORTHEAST ARC 64 HOLTON STREET DANVERS, MA 01923	NONE	IRC SECTION 501 (C) (3)	CHARITABLE GENERAL FUNDS	22000.
PROJECT ADVENTURE 719 CABOT STREET BEVERLY, MA 01915	NONE	IRC SECTION 501 (C) (3)	CHARITABLE GENERAL FUNDS	3000.
SCHOOL ON WHEELS OF MASSACHUSETTS P.O. BOX 1132 BOSTON, MA 02334	NONE	IRC SECTION 501 (C) (3)	CHARITABLE GENERAL FUNDS	5000.
SEEDS OF PEACE INTERNATIONAL 370 LEXINGTON AVENUE, SUITE 1201 NEW YORK, NY 10017	NONE	IRC SECTION 501 (C) (3)	CHARITABLE GENERAL FUNDS	10000.
SHRINNERS HOSPITAL P O BOX 31218 TAMPA, FL 33631	NONE	IRC SECTION 501 (C) (3)	CHARITABLE BOSTON BURN INSTITUTE	51603.
THE FARM 365 EAST STREET TEWKSBURY, MA 01876	NONE	IRC SECTION 501 (C) (3)	CHARITABLE GENERAL FUNDS	6000.
TRAVIS ROY FOUNDATION 60 STATE STREET, 8TH FLOOR BOSTON, MA 02109	NONE	IRC SECTION 501 (C) (3)	CHARITABLE GENERAL FUNDS	2400.
TURNING POINT 5 PERRY WAY NEWBURYPORT, MA 01950	NONE	IRC SECTION 501 (C) (3)	CHARITABLE GENERAL FUNDS	3000.
VERMONT ACADEMY P O BOX 31218 SAXTON RIVER, VT 05154	NONE	IRC SECTION 501 (C) (3)	CHARITABLE GENERAL FUNDS	51603.
Total from continuation sheets				156606.

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
CERTIFICATES OF DEPOSIT	7377.	7377.	
MONEY MARKET ACCOUNTS	40.	40.	
Total to Part I, line 3	7417.	7417.	

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
CORPORATE STOCK - DIVIDENDS	86731.	0.	86731.	86731.	
MUTUAL FUNDS - DIVIDENDS	61690.	0.	61690.	61690.	
PREFERRED STOCK - DIVIDEND	2841.	0.	2841.	2841.	
To Part I, line 4	151262.	0.	151262.	151262.	

Form 990-PF Accounting Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
TAX PREPARATION - FORM 990-PF	2900.	2900.		0.
ACCOUNTING	2800.	1400.		1400.
To Form 990-PF, Pg 1, ln 16b	5700.	4300.		1400.

Form 990-PF	Taxes			Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
UNITED STATES TREASURY	3339.	3339.			0.
To Form 990-PF, Pg 1, ln 18	3339.	3339.			0.

Form 990-PF	Other Expenses			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
INVESTMENT FEE - MERRILL LYNCH	21690.	21690.			0.
PUBLICATION FEE	48.	48.			0.
MASSACHUSETTS FILING FEE	70.	70.			0.
MISCELLANEOUS FEES	7.	7.			0.
To Form 990-PF, Pg 1, ln 23	21815.	21815.			0.

Form 990-PF	Corporate Stock		Statement	6
Description			Book Value	Fair Market Value
CORPORATE STOCKS			1863312.	2809940.
PREFERRED STOCKS			24914.	24767.
Total to Form 990-PF, Part II, line 10b			1888226.	2834707.

Form 990-PF	Other Investments	Statement	7
Description	Valuation Method	Book Value	Fair Market Value
CERTIFICATES OF DEPOSIT	COST	297000.	296952.
MUTUAL FUNDS	COST	1658951.	1718338.
Total to Form 990-PF, Part II, line 13		1955951.	2015290.

THE CHARLES E. HARWOOD TRUST

June 30, 2014

<u>Stocks</u>	<u>Shares</u>	<u>Market Value</u>	<u>Schedule C-1</u>	<u>Schedule D-1</u>
Abbott Labs	1293	\$52,883.70	\$30,215.80	\$930.96
Abbvie Inc.	1293	72,976.92	32,766.43	2,094.66
Ameren Corp.	Sold	0.00	0.00	0.00
AT & T Inc.	1665	58,874.40	43,239.05	3,030.30
Automatic Data Processing	1241	98,386.48	54,483.58	2,271.04
Bank of America Corp.	1495	22,978.15	69,056.13	59.80
Barclay's PLC	1075	15,705.75	53,697.29	457.09
Coca Cola Company	2008	85,058.88	47,586.35	2,299.16
Consolidated Edison, Inc.	Sold	0.00	0.00	1,125.46
Chevron Corporation	678	88,512.90	27,492.03	2,759.46
ConocoPhillips	Sold	0.00	0.00	0.00
Deere Company	525	47,538.75	35,072.14	1,071.00
Diageo PLC	606	77,125.62	55,008.42	1,446.41
Dominion Resources, Inc.	1067	76,311.84	31,575.16	2,480.78
DTE Energy Company	Sold	0.00	0.00	0.00
Duke Energy	Sold	0.00	0.00	1,876.68
Emerson Electric Company	1505	99,871.80	71,668.61	2,558.50
Exxon Mobil Corporation	794	79,939.92	13,053.14	2,048.52
Fairpoint Communications	60	0.00	431.26	0.00
Frontier Communications	Sold	0.00	0.00	157.20
Intel Corporation	2881	89,022.90	63,230.32	1,906.20
IBM	411	74,501.97	57,937.25	1,307.45

THE CHARLES E. HARWOOD TRUST

June 30, 2014 (continued)

<u>Stocks</u>	<u>Shares</u>	<u>Market Value</u>	<u>Schedule C-1</u>	<u>Schedule D-1</u>
Illinois Tool Works, Inc.	1068	\$93,514.08	\$57,982.07	\$1,751.52
Johnson & Johnson	966	101,062.92	57,825.82	2,588.88
JPMorgan Chase & Co.	1108	63,842.96	59,998.20	0.00
Kellogg Company, Inc.	Sold	0.00	0.00	1,606.32
Keycorp New	Sold	0.00	0.00	587.42
Kimberly Clark	923	102,656.06	48,148.34	3,018.21
McDonalds Corporation	745	75,051.30	48,250.54	2,384.00
Merck & Company	1870	108,179.50	69,930.39	3,253.80
Microsoft Corporation	2135	89,029.50	57,917.86	2,284.45
Nextera Energy, Inc.	1026	105,144.48	52,976.28	2,842.02
NiSource, Inc.	Sold	0.00	0.00	2,965.00
Northeast Utilities	1115	52,706.05	11,511.82	1,694.80
Norfolk Southern	532	54,811.96	39,952.35	1,127.84
Pfizer, Inc.	3154	93,610.72	57,805.06	3,154.00
Phillips 66	Sold	0.00	0.00	0.00
PNC Financial Services	Sold	0.00	0.00	37.80
Procter & Gamble	1019	80,083.21	54,917.60	2,494.62
Royal Dutch Shell. PLC	818	71,174.18	52,970.86	2,977.52
RPM International, Inc.	1993	92,036.74	24,274.31	2,554.34
Scana Corp.	1370	73,719.70	57,066.51	2,805.09
Southern Company	1649	74,831.62	22,618.14	3,376.34
U S Bancorp	1839	79,665.48	59,596.54	1,691.88

THE CHARLES E. HARWOOD TRUST

June 30, 2014 (continued)

<u>Stocks</u>	<u>Shares</u>	<u>Market Value</u>	<u>Schedule C-1</u>	<u>Schedule D-1</u>
Verizon Communications	1619	\$79,217.67	\$43,737.86	\$3,408.00
Wal-Mart Stores, Inc.	921	69,139.47	51,243.39	1,749.90
Waste Management, Inc.	1015	45,400.95	39,703.22	1,502.22
Wells Fargo & Co.	1403	73,741.68	150,043.26	1,753.75
Xcel Energy, Inc.	2843	<u>91,629.89</u>	<u>58,328.21</u>	<u>3,241.02</u>
Totals - Stocks		\$2,809,940.10	\$1,863,311.59	\$86,731.41

THE CHARLES E. HARWOOD TRUST

June 30, 2014

<u>Preferred Stock</u>	<u>Shares</u>	<u>Market Value</u>	<u>Schedule C-2</u>	<u>Schedule D-2</u>
Florida Power & Light	977	\$24,766.95	\$24,914.03	\$1,434.96
Citigroup Capital Trust IX	Sold	<u>0.00</u>	<u>0.00</u>	<u>1,405.87</u>
Totals - Preferred Stock		\$24,766.95	\$24,914.03	\$2,840.83

THE CHARLES E. HARWOOD TRUST

June 30, 2014

<u>Government Securities</u>	<u>Market Value</u>	<u>Schedule C-3</u>	<u>Schedule D-3</u>
None	<u>\$0.00</u>	<u>\$0.00</u>	<u>\$0.00</u>
 Totals - Government Securities	 \$0.00	 \$0.00	 \$0.00

THE CHARLES E. HARWOOD TRUST

June 30, 2014

<u>Certificates of Deposits</u>	<u>Market Value</u>	<u>Schedule C-4</u>	<u>Schedule D-4</u>
American Express Cent Bank 2.550% 08/19/13	\$0.00	\$0.00	\$1,858.85
American Express Bank 2.600% 12/02/13	0.00	0.00	1,942.31
American Express Cent Bank 2.600% 12/02/13	0.00	0.00	387.86
GE Capital Retail Bank 0.850% 06/16/14	0.00	0.00	415.92
GE Capital Financial 0.800% 06/02/14	0.00	0.00	433.88
Goldman Sachs Bank 1.00% 07/07/14	74,982.90	75,000.00	750.00
Goldman Sachs Bank 1.00% 07/25/14	74,970.23	75,000.00	750.00
Discover Bank 1.15% 09/06/16	<u>146,998.82</u>	<u>147,000.00</u>	<u>838.30</u>
Totals - Certificates of Deposit	\$296,951.95	\$297,000.00	\$7,377.12

THE CHARLES E. HARWOOD TRUST

June 30, 2014

<u>Mutual Funds</u>	<u>Shares</u>	<u>Market Value</u>	<u>Schedule C-5</u>	<u>Schedule D-5</u>
Columbia Convertible Securities Fund	3930	\$77,279.88	\$75,000.01	\$432.39
Delaware Corporate Bond	34364	210,652.92	200,000.00	8,401.68
Eaton Vance Short Duration Fund	16628	131,033.72	130,500.00	2,640.08
Eaton Vance Floating	17586	160,916.23	157,000.00	5,952.90
First Stoxx DVD	5120	77,414.40	69,886.08	2,316.80
Loomis Sayles Investment	0	0.00	0.00	4,288.84
Loomis Sayles Strategic Income Fund	12097	208,683.12	195,979.37	4,801.98
Lord Abbett Floating Rate Fund	17147	162,555.95	157,354.91	7,475.99
Lord Abbett Short Duration Fund	28624	130,241.23	130,500.00	1,684.53
Pimco All Asset All Authority	9310	96,741.15	100,000.00	5,009.12
Principal Global Diversified Income Fund	9663	145,046.31	135,745.47	5,237.89
Templeton Global Bond Fund	15101	201,001.64	197,150.87	7,875.66
Vanguard REIT ETF	736	55,082.24	49,975.00	2,041.67
Ishares Iboxx\$ High Yield Corporate Bond Fund	648	<u>61,689.60</u>	<u>59,859.21</u>	<u>3,530.29</u>
Totals - Mutual Funds		\$1,718,338.39	\$1,658,950.92	\$61,689.82

Form 990-PF	Grant Application Submission Information Part XV, Lines 2a through 2d	Statement	8
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Name and Address of Person to Whom Applications Should be Submitted

KATHY ADAM
2 PENNY LANE
PEABODY, MA 01960

Telephone Number

978-887-0143

Email Address

ka2331@msn.com

Form and Content of Applications

501 (C) (3) EXEMPTION LETTER AND LATEST ANNUAL REPORT TO BE INCLUDED WITH REQUEST

Any Submission Deadlines

NO SUBMISSION DEADLINES

Restrictions and Limitations on Awards

YES - ONE HALF OF SAID INCOME SHALL BE DISTRIBUTED TO VERMONT ACADEMY AND SHRINERS HOSPITAL FOR CRIPPLED CHILDREN. THE BALANCE OF INCOME TO BE DISTRIBUTED TO SUCH EXEMPT ORGANIZATIONS AS ARE DISCRIBED IN IRS CODE, SECTION 170 (C)(2)(B).

of Fifteen Hundred (\$1,500.00) Dollars, if he survives the DONOR.

B. The TRUSTEE shall sell all of the remaining personal tangible property and add the proceeds to the Trust Estate and shall administer the remaining principal and undistributed income of the DONOR'S Trust, whether real, personal or mixed and wherever situated, inclusive of lapsed gifts, if any, as follows:

1. One half of said income shall be distributed, at least annually in equal shares to Vermont Academy, Saxtons River, Vermont and Shriners Hospital for Crippled Children and Burns Institute - Boston Unit. If either or both of these organizations ceases to be an organization described in Internal Revenue Code Section 170 (c) (2) (B), then the income which would have been distributed to such organizations shall be distributed pursuant to subparagraph B.2. of this ARTICLE III.

2. The balance of said income shall be distributed at least annually to such exempt organizations as are described in Internal Revenue Code, Section 170 (c) (2) (B). The TRUSTEE may distribute said income to as few or as many of such organizations and in such proportions as he, in his sole discretion, shall deem appropriate or advisable.

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C. The DONOR has intentionally failed to provide for his sister, MARION L. HARVEY, not from any lack of love or affection, but because she is well possessed of worldly goods.

If the Trust Estate shall at any time fail for want of a beneficiary or beneficiaries, then said Trust Estate shall terminate and the TRUSTEE shall distribute the remaining principal and accumulated net income of the trust to the then living heirs of the DONOR, said heirs and the