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Form 990-PF



Department of the Treasury
Internal Revenue Service

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 instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 10-01-2013 , and ending 09-30-2014

Name of foundation GEORGE H & JANE A MIFFLIN MEMORIAL FUND 15005012		A Employer identification number 04-6384983	
Number and street (or P O box number if mail is not delivered to street address) LWC 230 CONGRESS STREET 12FL		Room/suite	B Telephone number (see instructions) (617) 523-6531
City or town, state or province, country, and ZIP or foreign postal code BOSTON, MA 02110		C If exemption application is pending, check here ▶ ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ▶ ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐	
H Check type of organization ☐ Section 501(c)(3) exempt private foundation ☒ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐	
I Fair market value of all assets at end of year (<i>from Part II, col. (c), line 16</i>)▶\$ 39,409,841		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	223	210		
	4 Dividends and interest from securities.	595,966	595,966		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	1,405,326			
	b Gross sales price for all assets on line 6a 3,787,471				
	7 Capital gain net income (from Part IV , line 2)		1,405,326		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	2,001,515	2,001,502		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	78,836	55,186		23,650
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	 30,055	30,055		0
	c Other professional fees (attach schedule)	 84,789	57,089		27,700
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	 62,289	24,738		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	 4,436	686		3,750
	24 Total operating and administrative expenses. Add lines 13 through 23	260,405	167,754		55,100
	25 Contributions, gifts, grants paid	1,530,000			1,530,000
	26 Total expenses and disbursements. Add lines 24 and 25	1,790,405	167,754		1,585,100
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	211,110			
	b Net investment income (if negative, enter -0-)		1,833,748		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	405	7,705	7,705
	2	Savings and temporary cash investments	338,000	610,000	610,000
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	100,104	99,890	99,998
	b	Investments—corporate stock (attach schedule)	21,397,198	21,329,222	38,692,138
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	21,835,707	22,046,817	39,409,841	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	22,891,319	23,105,107	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	-1,055,612	-1,058,290	
	30	Total net assets or fund balances (see page 17 of the instructions)	21,835,707	22,046,817	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	21,835,707	22,046,817		

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

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)
1 a	PUBLICLY TRADED SECURITIES	P		
b	CAPITAL GAINS DIVIDENDS	P		
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 3,787,263		2,382,145	1,405,118
b 208			208
c			
d			
e			

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			1,405,118
b			208
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,405,326
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

Part V

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see page 18 of 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	1,613,343	34,262,212	0 047088
2011	1,485,026	30,644,874	0 048459
2010	1,222,316	30,018,840	0 040718
2009	1,249,748	27,063,173	0 046179
2008	1,654,205	23,043,789	0 071785

2 Total of line 1, column (d).	2	0 254229
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 050846
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	39,098,625
5 Multiply line 4 by line 3.	5	1,988,009
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	18,337
7 Add lines 5 and 6.	7	2,006,346
8 Enter qualifying distributions from Part XII, line 4.	8	1,585,100

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	36,675
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	36,675
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	36,675
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	36,864
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	1,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	37,864
8	Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.	10	1,189
11	Enter the amount of line 10 to be Credited to 2014 estimated tax 1,189 Refunded	11	0

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for 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.	1b		No
c	Did the foundation file Form 1120-POL for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ 0 (2) On foundation managers \$ _____ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		No
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		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
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	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) MA _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶ HTTP //MIFFLINMEMORIALFUND.ORG				
14	The books are in care of ▶ LORING WOLCOTT COOLIDGE TRUST LLC Telephone no ▶ (617) 523-6531 Located at ▶ 230 CONGRESS STREET BOSTON MA ZIP +4 ▶ 02110			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ ☒ and enter the amount of tax-exempt interest received or accrued during the year ▶	15	0	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See 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
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		No
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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. ☐ Yes ☒ No If "Yes," list the years ▶ 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).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).	☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	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?	☐ 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		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LAWRENCE COOLIDGE	TRUSTEE	26,274	0	0
230 CONGRESS STREET BOSTON,MA 02110	1 00			
C-F DAVID BOIT	TRUSTEE	26,274	0	0
230 CONGRESS STREET BOSTON,MA 02110	1 00			
THOMAS R APPLETON	TRUSTEE	26,288	0	0
230 CONGRESS STREET BOSTON,MA 02110	1 00			
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.				0

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.		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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3	0

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	39,078,067
b	Average of monthly cash balances.	1b	615,969
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	39,694,036
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	39,694,036
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	595,411
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	39,098,625
6	Minimum investment return. Enter 5% of line 5.	6	1,954,931

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	1,954,931
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	36,675
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	36,675
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,918,256
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,918,256
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	1,918,256

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	1,585,100
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	1,585,100
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	1,585,100
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				1,918,256
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			1,510,590	
b Total for prior years 20__, 20__, 20__		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 1,585,100				
a Applied to 2012, but not more than line 2a			1,510,590	
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.				74,510
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 instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				1,843,746
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	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)

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2013	(b) 2012	(c) 2011	(d) 2010	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed					
d	Amounts included in line 2c not used directly for active conduct of exempt activities					
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XV

Supplementary Information (Complete this part only if the organization 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))

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

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

LAWRENCE COOLIDGE
C/OLORINGWOLCOTT COOLIDGE 230
CONGRESS ST
BOSTON,MA 02110
(617) 523-6531

b

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

WHEN APPLYING SEND THE FOLLOWING PROPOSAL OF ORGANIZATION, FUNDING FOR, AMOUNT, PROJECT BUDGET, RECENT FINACIAL STATEMENTS, IRS EXEMPT STATUS LETTER, ACCURATE FINANCIAL DATA WHICH MEASURE THE SUCCESS OF THE PROGRAM, AND LAST 2 YEARS OF INCOME STATEMENT AND BALANCE SHEET

c

Any submission deadlines

DEADLINES FOR APPLICATION AND SUBSEQUENT REPORTING OCTOBER 1ST THROUGH APRIL 15TH

d

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

THE MIFFLIN FUND GIVES GRANTS PRIMARILY IN THE HUMAN SERVICES AND EDUCATIONAL AREAS,FOCUSING ON LOW INCOME AND MINORITY POPULATIONS GRANTS ARE ALSO GIVEN TO ENVIRONMENTAL/CONSERVATION ORGANIZATIONS WITH OCCASIONAL GRANTS TO CULTURAL ORGANIZATIONS FOR SPECIAL PURPOSES

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 See Additional Data Table				
Total			3a	1,530,000
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Part XVII

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

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.

(2)

Other assets.

b

Other transactions

(1)

Sales of assets to a noncharitable exempt organization.

(2)

Purchases of assets from a noncharitable exempt organization.

(3)

Rental of facilities, equipment, or other assets.

(4)

Reimbursement arrangements.

(5)

Loans or loan guarantees.

(6)

Performance of services or membership or fundraising solicitations.

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

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.

Yes

No

1a(1)

No

1a(2)

No

1b(1)

No

1b(2)

No

1b(3)

No

1b(4)

No

1b(5)

No

1b(6)

No

1c

No

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

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

Sign Here

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

Signature of officer or trustee

2015-04-23

Date

Title

May the IRS discuss this return with the preparer shown below (see instr.)?

Yes

No

Paid Preparer Use Only

Print/Type preparer's name

MARY-JEAN MOUGHAN

Preparer's Signature

Date

Check if self-employed

PTIN

P00133963

Firm's name

LORING WOLCOTT & COOLIDGE TRUST LLC

Firm's EIN

27-3396508

Firm's address

230 CONGRESS STREET BOSTON, MA 021102437

Phone no

(617) 523-6531

Form 990-PF (2013)

Form 990PF Part XV Line 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				
ALMA DEL MAR CHARTER SCHOOL 26 MADEIRA AVE NEW BEDFORD, MA 02746	NONE	PC	FOR 5TH GRADE CLASS ROOMS	25,000
ARGOSY COLLEGIATE CHARTER SCHOOL PO BOX 79 FALL RIVER, MA 02724	NONE	PC	START UP TECHNOLOGY PLAN	20,000
BAYSTATE ACADEMY CHARTER PUBLIC SCHOOL 334 FRANKLIN STREET SPRINGFIELD, MA 01104	NONE	PC	SUMMER ENRICHMENT	20,000
BERKSHIRE ARTS AND TECHNOLOGY CHARTER PUBLIC SCHOOL ONE COMMERCIAL PLACE PO BOX 267 ADAMS, MA 01220	NONE	PC	BUILDING EXPANSION PROJECT	20,000
BLESSED STEPHEN BELLESINI OSA ACADEMY PO BOX 1021 LAWRENCE, MA 01842	NONE	PC	STUDENT SPONSORSHIP PROGRAM	12,000
BOSTON CHILDRENS HOSPITAL 300 LONGWOOD AVE BOSTON, MA 02115	NONE	PC	DIVISION OF IMMUNOLOGY - FOOD ALLERGY PROGRAM	25,000
BOSTON COLLEGIATE CHARTER SCHOOL 11 MAYHEW STREET DORCHESTER, MA 02125	NONE	PC	ARTS ENHANCEMENTS	10,000
BOSTON DEBATE LEAGUE 31 STATE STREET BOSTON, MA 02109	NONE	PC	AFTER SCHOOL DEBATE LEAGUE	15,000
BOTTOM LINE 500 ARMORY STREET BOSTON, MA 02130	NONE	PC	MASS OPERATIONS	70,000
BREAKTHROUGH GREATER BOSTON PO BOX 381486 CAMBRIDGE, MA 02238	NONE	PC	EXPANDING BREAKTHROUGHS SCOPE AND IMPACT	10,000
BRIDGE BOSTON CHARTER SCHOOL 2 MCLELLAN STREEET BOSTON, MA 02121	NONE	PC	INTERN PROGRAM	20,000
CAREER COLABORATIVE INC 77 SUMMER STREET 11 FLOOR BOSTON, MA 02110	NONE	PC	JOB-READINESS AND JOB SEARCH COURSE	10,000
CASA PROJECT INC 100 GROVE STREET WORCESTER, MA 01605	NONE	PC	CHILD COURT ADVOCACY PROGRAM	15,000
CHELSEA EDUCATION FOUNDATION 299 EVERETT AVE CHELSEA, MA 02150	NONE	PC	CHELSEA REACH	10,000
COMMUNITY CHARTER SCHOOL OF CAMBRIDGE 245 BENT STREET CAMBRIDGE, MA 02141	NONE	PC	DEVELOPEMENT STRATEGY	25,000
Total  3a				1,530,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
COMMUNITY EDUCATION CENTER PO BOX 544 119 LONDON STREET EAST BOSTON,MA 02128	NONE	PC	EDUCATION FOR NEW AMERICANS PROGRAM	20,000
COMMUNITY LEGAL SERVICES AND COUNSELING CENTER INC ONE WEST STREET CAMBRIDGE,MA 02139	NONE	PC	FREE LEGAL SERVICES FOR LOW INCOME INDIVIDUALS	25,000
CONSERVATORY LAB CHARTER SCHOOL 25 ARLINGTON STREET BRIGHTON,MA 02135	NONE	PC	SECURING A SOUND FUTURE CAPITAL CAMPAIGN	20,000
COOK INLETKEEPER 3734 BEN WALTERS LANE HOMER,AK 99603	NONE	PC	PROTECTING ALASKAS WILD SALMON HABITAT	10,000
CRISTO REY HIGH SCHOOL 100 SAVIN HILL AVENUE BOSTON,MA 02125	NONE	PC	WORK STUDY PROGRAM	10,000
DISMAS HOUSE OF MASSACHUSETTS INC 30 RICHARDS STREET WORCESTER,MA 01603	NONE	PC	GREATER WORCESTER BAR NONE	20,000
EAST QUABBIN LAND TRUST 120 RIDGE ROAD HARDWICK,MA 01037	NONE	PC	CERNAUSKAS CONSERVATION INITIATIVE	10,000
EDWARD W BROOKE CHARTER SCHOOL 190 CUMMINS HIGHWAY ROSLINDALE,MA 02119	NONE	PC	PARENT MOBLIZATION PROGRAM	50,000
EL SISTEMA SOMERVILLE 50 CROSS STREET SOMERVILLE,MA 02145	NONE	PC	MUSICIANS WTIH A MISSION	7,500
ESSEX COUNTY GREENBELT ASSOCIATION 82 EASTERN AVENUE ESSEX,MA 01929	NONE	PC	DEVILS DEN	25,000
EXCEL ACADEMY CHARTER SCHOOL 58 MOORE STREET EAST BOSTON,MA 02128	NONE	PC	CAPITAL SUPPORT	35,000
FATHER BILL'S MAINSPRING INC 422 WASHINGTON STREET QUINCY,MA 02169	NONE	PC	FOODWORKS	5,000
FOOD FOR THE WORLD INC PO BOX 2012 METHUEN,MA 01841	NONE	PC	GENERAL OPERATION	10,000
GIRLS LEAP SELF-DEFENSE INC 197A CENTRE STREET DORCHESTER,MA 02124	NONE	PC	GIRLS EMPOWERMENT	10,500
GREATER BOSTON LEGAL SERVICES 197 FRIEND STREET BOSTON,MA 02114	NONE	PC	INFORMATION MANAGEMENT PROJECT	75,000
Total  3a				1,530,000

Form 990PF Part XV Line 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				
HOME START INC 105 CHAUNCY STREET BOSTON,MA 02111	NONE	PC	HOMELESSNESS PREVENTION PROGRAM	20,000
HOUSEHOLD GOODS RECYCLING OF MASSACHUSETTS 530 MAIN STREET ACTON,MA 01720	NONE	PC	HOUSEHOLD GOODS RECYCLING OF MASSACHUSETTS	10,000
INTERFAITH SOCIAL SERVICES 105 ADAMS STREET QUINCY,MA 02169	NONE	PC	SOCIAL SERVICES FOR HOMESAFE	5,000
INTERISE 197 PORTLAND STREET BOSTON,MA 02114	NONE	PC	MASS RENAISSANCE	10,000
JAMAICA PLAIN NEIGHBORHOOD DEVELOPMENT CORPORATION 31 GERMANIA STREET JAMAICA PLAIN,MA 02130	NONE	PC	SUPPORT FOR AFFORDABLE LOW INCOME HOUSING	25,000
JFY NETWORKS 44 SCHOOL STREET SUITE 1010 BOSTON,MA 02108	NONE	PC	COLLEGE AND CAREER READINESS	10,000
JUST A START CORPORATION 1035 CAMBRIDGE STREET CAMBRIDGE,MA 02141	NONE	PC	EDUCATION AND TRAINING AND HOUSING PROGRAMS	50,000
LA VIDA INC 40 GREEN STREET LYNN,MA 01902	NONE	PC	SCHOLARS PROGRAM	10,000
LAWRENCE PUBLIC SCHOOLS 255 ESSEX STREET LAWRENCE,MA 01840	NONE	PC	ACCELERATION ACADEMIES	25,000
LAWYERS CLEARINGHOUSE ON AFFORDABLE HOUSING AND HOMELESSNESS INC 16 BEACON STREET BOSTON,MA 02108	NONE	PC	THE MA LEGAL CLINIC FOR THE HOMELESS	10,000
LAZARUS HOUSE INC PO BOX 408 LAWRENCE,MA 01842	NONE	PC	EDUCATION/WORK PROGRAMS	10,000
LEGAL ADVOCACY & RESOURCE CENTER INC 197 FRIEND STREET BOSTON,MA 02114	NONE	PC	SUPPORT LARCS HOTLINE	30,000
MANOMENT INC PO BOX 1770 MANOMET,MA 02345	NONE	PC	DOWNEAST FISHERIES PARTNERSHIP	20,000
MARTIN LUTHER KING JR CHARTER SCHOOL OF EXCELLENCE 285 DORSET STREET SPRINGFIELD,MA 01108	NONE	PC	INITIATIVE TO STRENGTHEN INSTRUCTION	10,000
MASSACHUSETTS LAND TRUST COALITION 18 WOLBACH ROAD SUDBURY,MA 01776	NONE	PC	CAPACITY- BUILDING PROJECT	5,000
Total  3a				1,530,000

Form 990PF Part XV Line 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				
MASSACHUSETTS LAW REFORM INSTITUTE 99 CHAUNCY STREET SUITE 500 BOSTON,MA 02111	NONE	PC	FAMILY HOMELESSNESS CRISIS RESPONSE PROJECT	10,000
MERRIMACK VALLEY FOOD BANKINC 735 BROADWAY STREET LOWELL,MA 01854	NONE	PC	GUY FRANCCESSCHELLI FOOD RESCUE	5,000
NEW ENGLAND FORESTRY FOUNDATION INC 32 FOSTER ST PO BOX 1346 LITTLETON,MA 01460	NONE	PC	EAST MACHIAS RIVER FOREST	50,000
PAULO FREIRE SOCIAL JUSTICE CHARTER SCHOOL 161 LOWER WESTFIELD ROAD HOLYOKE,MA 01041	NONE	PC	TECHNOLOGY SUPPORT	25,000
PHOENIX CHARTER ACADEMY NETWORK 59 NICHOLS STREET CHELSEA,MA 02150	NONE	PC	GENERAL SUPPORT	35,000
PROSPECT HILL ACADEMY CHARTER SCHOOL 50 ESSEX STREET CAMBRIDGE,MA 02139	NONE	PC	PROSPECT FELLOWS	25,000
RAISING A READER MA 9B HAMILTON PLACE 3RD FLOOR BOSTON,MA 02108	NONE	PC	EARLY LITERACY FOR ALL	5,000
RAWART WORKS 37 CENTRAL SQUARE LYNN,MA 01901	NONE	PC	FREE ART PROGRAMMING	5,000
REACH BEYOND DOMESTIC VIOLENCE PO BOX 540024 WALTHAM,MA 02454	NONE	PC	GENERAL	10,000
RESPOND INC PO BOX 555 SOMERVILLE,MA 02143	NONE	PC	GENERAL OPERATING	7,500
ROCA INC 101 PARK STREET CHELSEA,MA 02151	NONE	PC	ALTERNATIVE EDUCATION AND WORKFORCE READINESS PROGRAM	15,000
SCHOOL ON WHEELS OF MASSACHUSETTS INC 790 WEST CHESTNUT STREET BROCKTON,MA 02301	NONE	PC	EDUCATING CHILDREN IMPACTED BY HOMELESSNESS	7,500
SHELTER LEGAL SERVICE FOUNDATION INC 885 CENTRE STREET NEWTON,MA 02459	NONE	PC	VOLUNTEER ATTORNEY PROGRAM	10,000
SITKA CONSERVATION SOCIETY PO BOX 6533 SITKA,AK 99835	NONE	PC	PROTECTING TONGASS NATIONAL FOREST	30,000
SOCIEDAD LATINA INC 1530 TREMONT STREET ROXBURY,MA 02120	NONE	PC	MISSION POSSIBLE PROGRAM	10,000
Total  3a				1,530,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
SOUTH MIDDLESEX OPPORTUNITY COUNCIL INC 7 BISHOP STREET FRAMINGHAM,MA 01702	NONE	PC	ENGLISH IS A SECOND LANGUAGE PROGRAM	15,000
SOUTHEAST ALASKA CONSERVATION COUNCIL 419 6TH STREET SUITE 200 JUNEAU,AK 99801	NONE	PC	GENERAL SUPPORT	15,000
SPRINGFIELD PREPARATORY CHARTER SCHOOL 1500 MAIN ST SUITE 2700 SPRINGFIELD,MA 01115	NONE	PC	START-UP PROGRAM	25,000
ST FRANCIS HOUSE 39 BOYLSTON STREET BOSTON,MA 02116	NONE	PC	BASIC CORE SERVICES	15,000
STRAIGHT AHEAD MINISTRIES INC 791 MAIN STREET WORCESTER,MA 01610	NONE	PC	LYNN YOUTH REENTRY PROJECT	20,000
STRIVE BOSTON EMPLOYMENT SERVICES INC 651 WASHINGTON STREET DORCHESTER,MA 02124	NONE	PC	GENERAL	25,000
TEACH FOR AMERICA 60 CANAL STREET 5TH FLOOR BOSTON,MA 02114	NONE	PC	NEXT PHASE OF IMPACT IN MASSACHUSETTS	75,000
THE CARE CENTER 247 CABOT STREET HOLYOKE,MA 01040	NONE	PC	NEW DIRECTIONS/TO COLLEGE	15,000
THE COMPACT OF CAPE COD CONSERVATION TRUSTS INC PO BOX 443 BARNSTABLE,MA 02630	NONE	PC	NATIONAL SEASHORE PRIORITY LANDS PROJECT	5,000
THE MATCH SCHOOL FOUNDATION INC 215 FOREST HILLS STREET JAMAICA PLAIN,MA 02130	NONE	PC	CAPITAL CAMPAIGN PAYDRAS STREET PROJECT	25,000
THE NEIGHBORHOOD DEVELOPERS 4 GERRISH AVENUE CHELSEA,MA 02150	NONE	PC	525 BEACH STREET PROJECT	20,000
TUTORING PLUS CAMBRIDGE INC 225 WINDSOR STREET CAMBRIDGE,MA 02139	NONE	PC	OPERATING SUPPORT	10,000
UNITED TEEN EQUALITY CENTER 34 HURD STREET LOWELL,MA 01852	NONE	PC	ALTERNATIVE EDUCATION AND EMPLOYMENT	5,000
UP EDUCATION NETWORK 90 CANAL STREET SUITE 610 BOSTON,MA 02114	NONE	PC	LEADERSHIP RESIDENCY PROGRAM	50,000
VERITAS PREPARATORY CHARTER SCHOOL 370 PINE STREET SPRINGFIELD,MA 01105	NONE	PC	GRADE EXPANSION CURRICULUM DEVELOPMENT	30,000
Total  3a				1,530,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
VOLUNTEER LAWYERES PROJECT OF THE BOSTON BAR ASSOCIATION 99 CHAUNCY STREET BOSTON,MA 02111	NONE	PC	LEGAL NEEDS OF DEAF AND HARD OF HEARING COMMUNITY	20,000
WEB OF BENEFIT INC PO BOX 81925 WELLESLEY,MA 02481	NONE	PC	SELF-SUFFICIENCY PROGRAM	5,000
WELLSPRING HOUSE INC 302 ESSEX AVENUE GLOUCESTER,MA 01930	NONE	PC	MEDICLERK PROGRAM & PLACEMENT PROGRAM	10,000
YOUTH BUILD BOSTON 26 CENTRE STREET ROXBURY,MA 02119	NONE	PC	CAREER TRAINING AND JOB PLACEMENT	5,000
Total			3a	1,530,000

TY 2013 Accounting Fees Schedule

Name: GEORGE H & JANE A MIFFLIN MEMORIAL FUND 15005012

EIN: 04-6384983

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LORING WOLCOTT & COOLIDGE TRUST LLC	30,055	30,055		0

TY 2013 General Explanation Attachment**Name:** GEORGE H & JANE A MIFFLIN MEMORIAL FUND 15005012**EIN:** 04-6384983

Identifier	Return Reference	Explanation
	PART VIII LINE 1(B)	990PF STATEMENTPART VIII OFFICERS, DIRECTORS, TRUSTEES, FOUNDATION MANAGERSAND THEIR COMPENSATION AND HOURS SPENT PER WEEK HOURS SPENT THE TIME SPENT BY THE TRUSTEE/S MANAGING THE AFFAIRS OF THEFOUNDATION VARIES FROM WEEK TO WEEK AND YEAR TO YEAR FOR990PF REPORTING PURPOSES, AN ESTIMATE OF 5 TO 1 HOURS PERWEEK HAS BEEN INDICATED THE TRUSTEE/S ARE PROFESSIONALFIDUCIARIES WHO MANAGE A NUMBER OF TRUST/FOUNDATIONRELATIONSHIPS AND WHO EMPLOY ACCOUNTING, SUPPORT AND TAXCOMPLIANCE STAFF TO ASSIST WITH THE ADMINISTRATION OF SAIDRELATIONSHIPS THE 5 TO 1 HOUR TIME NOTED REFLECTS ANESTIMATE OF THE TIME SPENT BY THE NAMED TRUSTEE/S AS WELL AS THEIR AGENTS OR EMPLOY S THE ACTUAL TIME SPENT MAY DIFFERFROM THE ESTIMATE IN ANY GIVEN WEEK/YEAR THE TRUSTEES FEES NOTED ALSO INCLUDES AN INVESTMENT ADVISORY COMPONENT WHICH IS BASED IN PART ON THE FOUNDATION INVESTMENTASSETS AND WHICH VARIES FROM QUARTER TO QUARTER BASED ONFAIR MARKET VALUE

**TY 2013 Investments Corporate
Stock Schedule**

Name: GEORGE H & JANE A MIFFLIN MEMORIAL FUND 15005012
EIN: 04-6384983

Name of Stock	End of Year Book Value	End of Year Fair Market Value
17,596 SHS ABBOTT LABORATORIES	350,054	731,818
11,221 SHS AUTOMATIC DATA PROCESSING	48,515	932,241
7600 SHS STRYKER CORP	25,412	613,700
4,400 SHS STRYKER CORP	26,469	355,300
16,825 SHS QUALCOMM INC	490,635	1,258,005
13,000 SHS UNITED TECHNOLOGIES	781,403	1,372,800
19,400 SHS NESTLE SA SPONS ADR FOR REG	477,033	1,020,485
25,200 SHS SABMILLER PLC	705,862	1,400,432
3,500 SHS CORE LABORATORIES	201,315	512,225
16,550 SHS HEINEKEN HOLDING NV	806,867	1,094,887
14,725.788 SHS DODGE & COX INTERNATIONAL STOCK FUND	555,059	665,311
18,825 SHS DANAHER CORP SHS BEN INT	798,765	1,430,324
19,725 SHS CANADIAN NATIONAL RAILWAY	522,005	1,399,686
23,200 SHS JARDINE MATHESON HOLDINGS LTD	580,431	1,382,720
7,500 SHS BERKSHIRE HATHAWAY INC CL B	438,098	1,036,050
13,000 SHS PHILIP MORRIS INTERNATIONAL	601,563	1,084,200
52,535 SHS DAIRY FARM INTL HOLDINGS LTD	303,267	500,659
3,550 SHS RECKITT BENCKISER GROUP PLC	145,406	307,895
14,050 SHS CHURCH & DWIGHT CO	452,984	985,748
27,050 SHS COGNIZANT TECHNOLOGY SOLUTIONS CLASS A	909,420	1,211,029
15,250 SHS COLGATE PALMOLIVE CO	601,195	994,605
21,300 SHS FISERV INC	579,759	1,376,726
33,750 SHS MASTERCARD INC	759,322	2,494,800
4,425 SHS MCDONALDS CORP	282,514	419,534
7,750 SHS PRAXAIR	646,764	999,750
27,575 SHS TJX COMPANIES	657,113	1,631,613
18,100 SHS EOG RESOURCES	744,556	1,792,262
6,175 SHS EXXON MOBIL CORP	451,061	580,759
10,100 SHS ECOLAB INC	709,382	1,159,783
16,800 SHS INTUIT	1,005,939	1,472,520

Name of Stock	End of Year Book Value	End of Year Fair Market Value
6,475 SHS OCCIDENTAL PETROLEUM CORP	601,200	622,571
17,875 SHS NOVO-NORDISK A/S ADR	501,301	851,208
19,650 SHS UNILEVER PLC SPONSORED ADR	650,844	823,335
9,468.124 SHS VANGUARD SHORT-TERM INVESTMENT GRADE ADM	100,847	101,404
12,840 SHS DISCOVERY COMMUNICATIONS-A	505,753	485,352
12,840 SHS DISCOVERY COMMUNICATIONS-C	497,074	478,675
3,425 SHS GRAINGER(WW)	897,865	861,901
2,225 SHS PRICESMART INC	199,625	190,549
7,190 SHS WEX INC	604,012	793,201
4,525 SIRONA DENTAL SYSTEMS INC	302,823	346,977
10,590 ARM HOLDINGS PLC SPONS ADR	500,308	462,677
109,535 UNIVERSAL ROBINA CORP	309,402	456,421

TY 2013 Investments Government Obligations Schedule

Name: GEORGE H & JANE A MIFFLIN MEMORIAL FUND 15005012

EIN: 04-6384983

**US Government Securities - End of
Year Book Value:**

99,890

**US Government Securities - End of
Year Fair Market Value:**

99,998

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2013 Other Expenses Schedule**Name:** GEORGE H & JANE A MIFFLIN MEMORIAL FUND 15005012**EIN:** 04-6384983

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FILING FEE - COMM OF MA FORM PC ANNUAL REPORT	250	0		250
SUFFOLK PROBATE 47TH ACCOUNT	3,500	0		3,500
AGENT FEE	686	686		0

TY 2013 Other Professional Fees Schedule**Name:** GEORGE H & JANE A MIFFLIN MEMORIAL FUND 15005012**EIN:** 04-6384983

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LWC TAX PREPARATION	2,700	0		2,700
LWC FIDUCIARY ADVISORS FEES	57,089	57,089		0
LWC FIDUCIARY ADVISORS ADMINISTRATIVE SERVICES	25,000	0		25,000

TY 2013 Taxes Schedule**Name:** GEORGE H & JANE A MIFFLIN MEMORIAL FUND 15005012**EIN:** 04-6384983

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ESTIMATED FEDERAL EXCISE TAX FOR 9/30/14	36,864	0		0
FOREIGN TAXES WITHHELD	24,738	24,738		0
FEDERAL EXCISE TAX BAL DUE 9/30/13	687	0		0