Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , 2014, and ending , 20

Name of foundation: SALEM FIVE CHARITABLE FOUNDATION, INC.

A Employer identification number: 04-3342405

Number and street (or P O box number if mail is not delivered to street address): 210 ESSEX STREET

Room/suite:

B Telephone number (see instructions): (978) 740-5772

City or town, state or province, country, and ZIP or foreign postal code: SALEM, MA 01970

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 1,109,801.

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

	Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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)	55,712.			
2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments	22.	22.		ATCH 1
4	Dividends and interest from securities	19,815.	19,815.		ATCH 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	43,916.			
b	Gross sales price for all assets on line 6a 422,177.				
7	Capital gain net income (from Part IV, line 2)		51,026.		
8	Net short-term capital gain			0	
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	119,465.	70,863.	0	
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule) [3]	6,312.	6,312.		
17	Interest				
18	Taxes (attach schedule) (see instructions)				
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 4	35.			35.
24	**Total operating and administrative expenses.** Add lines 13 through 23	6,347.	6,312.		35.
25	Contributions, gifts, grants paid	344,958.			344,958.
26	**Total expenses and disbursements** Add lines 24 and 25	351,305.	6,312.	0	344,993.
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-231,840.			
b	**Net investment income** (if negative, enter -0-)		64,551.		
c	**Adjusted net income** (if negative, enter -0-)			0	

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		Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	25,574.	28,689.	28,689.
	2	Savings and temporary cash investments	49,781.	6,369.	6,369.
	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			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 5	1,104,112.	912,918.	1,073,978.
	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 ▶)	1,114.	765.	765.
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	1,180,581.	948,741.	1,109,801.
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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,180,581.	948,741.	
	30	**Total net assets or fund balances** (see instructions)	1,180,581.	948,741.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,180,581.	948,741.	

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	1,180,581.
2	Enter amount from Part I, line 27a	2	-231,840.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	948,741.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	948,741.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } 2 51,026.

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

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	317,351.	1,371,850.	0.231331
2012	343,617.	615,810.	0.557992
2011	282,741.	707,988.	0.399358
2010	266,693.	547,318.	0.487272
2009	165,549.	601,988.	0.275004

2	**Total** of line 1, column (d)	2	1.950957
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	0.390191
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	1,230,169.
5	Multiply line 4 by line 3	5	480,001.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	646.
7	Add lines 5 and 6	7	480,647.
8	Enter qualifying distributions from Part XII, line 4	8	344,993.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______________ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	1,291.
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	
3	Add lines 1 and 2			3	1,291.
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	1,291.
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	4,047.		
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	4,047.
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	2,756.
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 2,756. **Refunded** ▶			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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ______________ (2) On foundation managers ▶ $ ______________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MA,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ WILLIAM SMITH Telephone no ▶ 978-720-5308

Located at ▶ 210 ESSEX STREET SALEM, MA ZIP+4 ▶ 01970

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

			Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly 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 instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No If "Yes," list the years ▶ , , ,			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ , , ,			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2014 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 2014)*	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 2014?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (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** 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? **7b** X

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
ATCH 6		0	0	0

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

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

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

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		0
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
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 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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	1,220,104.
b	Average of monthly cash balances			1b	27,859.
c	Fair market value of all other assets (see instructions)			1c	940.
d	**Total** (add lines 1a, b, and c)			1d	1,248,903.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e			
2	Acquisition indebtedness applicable to line 1 assets			2	
3	Subtract line 2 from line 1d			3	1,248,903.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)			4	18,734.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	1,230,169.
6	**Minimum investment return.** Enter 5% of line 5			6	61,508.

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	61,508.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	1,291.		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,291.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	60,217.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	60,217.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	60,217.

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	344,993.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	344,993.
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	344,993.

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7					60,217.
2 Undistributed income, if any, as of the end of 2014					
a Enter amount for 2013 only					
b Total for prior years 20 12 ,20 11 ,20 10					
3 Excess distributions carryover, if any, to 2014					
a From 2009	135,917.				
b From 2010	240,359.				
c From 2011	250,770.				
d From 2012	323,250.				
e From 2013	250,211.				
f **Total** of lines 3a through e		1,200,507.			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 344,993.					
a Applied to 2013, but not more than line 2a					
b Applied to undistributed income of prior years (Election required - see instructions)					
c Treated as distributions out of corpus (Election required - see instructions)					
d Applied to 2014 distributable amount					60,217.
e Remaining amount distributed out of corpus		284,776.			
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		1,485,283.			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount - see instructions					
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount - see instructions					
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015					
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)					
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)		135,917.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a		1,349,366.			
10 Analysis of line 9					
a Excess from 2010	240,359.				
b Excess from 2011	250,770.				
c Excess from 2012	323,250.				
d Excess from 2013	250,211.				
e Excess from 2014	284,776.				

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test - enter (1) Value of all assets . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . .					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income .					

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

1 Information Regarding Foundation Managers:

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

NOT APPLICABLE

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

NOT APPLICABLE

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

ATCH 7

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

APPLICATIONS AVAILABLE AT ABOVE ADDRESS

c Any submission deadlines

SEE APPLICATIONS FOR VARIOUS DEADLINES

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

ATCH 8

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*				
ATCH 9				
Total . . . . ▶ 3a				344,958.
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	22.	
4 Dividends and interest from securities			14	19,815.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	43,916.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				63,753.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 63,753.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		NOT APPLICABLE	

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
NOT APPLICABLE		

Sign Here

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

Signature of officer or trustee

Date 7/15/2015

Title President & CEO

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

Paid Preparer Use Only

Print/Type preparer's name MICHAEL J ROWE, CPA
Preparer's signature Michael J. Rowe
Date 7/13/15
Check ☐ if self-employed
PTIN P00535831
Firm's name ▶ WOLF & COMPANY, PC
Firm's EIN ▶ 04-2689883
Firm's address ▶ 99 HIGH STREET, 21ST FLOOR
BOSTON, MA 02110
Phone no 617-439-9700

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

▶ **Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at** ***www.irs.gov/form990.***

OMB No 1545-0047

2014

Name of the organization
SALEM FIVE CHARITABLE FOUNDATION, INC.

Employer identification number
04-3342405

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ _______________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization SALEM FIVE CHARITABLE FOUNDATION, INC.

Employer identification number 04-3342405

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	SALEM FIVE CENTS SAVINGS BANK 210 ESSEX STREET SALEM, MA 01970	$ 30,712.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	SALEM FIVE CENTS SAVINGS BANK 210 ESSEX STREET SALEM, MA 01970	$ 25,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization SALEM FIVE CHARITABLE FOUNDATION, INC.

Employer identification number 04-3342405

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
----		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
----		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
----		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
----		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
----		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
----		$	

Name of organization SALEM FIVE CHARITABLE FOUNDATION, INC.

Employer identification number 04-3342405

Part III ***Exclusively* religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor.** Complete columns **(a)** through **(e)** and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once See instructions) ▶ $ ____________
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
----			

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
----			

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
----			

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
----			

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
INTEREST ON SAVINGS	22.	22.	
TOTAL	22.	22.	

ATTACHMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
DIVIDENDS		19,815.	19,815.	
	TOTAL	19,815.	19,815.	

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
INVESTMENT FEES	6,312.	6,312.		
TOTALS	6,312.	6,312.		

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
MA FILING FEES		35.			35.
	TOTALS	35.			35.

ATTACHMENT 5

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
STOCKS & ETFS	1,044,935.	912,918.	1,073,978.
MUTUAL FUNDS	59,177.		
TOTALS	1,104,112.	912,918.	1,073,978.

SALEM FIVE CHARITABLE FOUNDATION, INC.

04-3342405

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 6

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
WILLIAM H MITCHELSON 210 ESSEX STREET SALEM, MA 01970	DIRECTOR 1.00	0	0	0
JOSEPH M GIBBONS 210 ESSEX STREET SALEM, MA 01970	PRESIDENT 1.00	0	0	0
PING YIN CHAI 210 ESSEX STREET SALEM, MA 01970	TREASURER 1.00	0	0	0
DONALD A SADOSKI D.M.D. 210 ESSEX STREET SALEM, MA 01970	DIRECTOR 1.00	0	0	0
WILLIAM J LUNDGREN III 210 ESSEX STREET SALEM, MA 01970	DIRECTOR 1.00	0	0	0
NICHOLAS A CAPORALE 210 ESSEX STREET SALEM, MA 01970	CLERK 1.00	0	0	0
	GRAND TOTALS	0	0	0

ATTACHMENT 7

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

NICHOLAS A CAPORALE
210 ESSEX STREET
SALEM, MA 01970
978-740-5772

ATTACHMENT 8

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

GRANTS WILL BE GIVEN TO SOCIAL SERVICE AGENCIES, CULTURAL, EDUCATIONAL ART, COMMUNITY ECONOMIC DEVELOPMENT AND OTHER PROGRAMS THAT IMPACT THE NEEDS OF THE SALEM FIVE COMMUNITIES.

SALEM FIVE CHARITABLE FOUNDATION, INC 04-3342405

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PLEASE REFER TO ATTACHMENT	NOT RELATED PC	CHARITY EXEMPT PURPOSE	344,958
		TOTAL CONTRIBUTIONS PAID	344,958

SALEM FIVE CHARITABLE FOUNDATION INC.

Contributions for the Year Ended December 31, 2014

"e" Inc.	03/25/14	100.00
A3D, Inc.	04/15/14	250.00
Acord Food Pantry	11/18/14	1,000.00
Alex's Team Foundation, Inc.	12/03/14	375.00
All Care Hospice	07/09/14	7,500.00
Allston Brighton Community Development Corporation	06/05/14	2,000.00
Alzheimer's Association	07/09/14	500.00
American Cancer Society	04/15/14	500.00
American Cancer Society	04/15/14	100.00
American Cancer Society	05/09/14	250.00
American Red Cross of Eastern Massachusetts	03/10/14	225.00
American Red Cross of Eastern Massachusetts	08/11/14	2,500.00
Anchor to Windward, Inc.	10/07/14	1,250.00
Andover Rotary Club - community fundraiser	05/09/14	175.00
Andover Youth Foundation	11/18/14	1,000.00
Angel Flight NE	03/25/14	300.00
Angel Flight NE	10/30/14	1,100.00
Austin Preparatory School	07/09/14	1,900.00
Avon Foundation for Women	04/15/14	100.00
Bates Elementary School	02/14/14	100.00
Beverly Bootstraps	03/10/14	800.00
Beverly Bootstraps	11/18/14	1,000.00
Beverly Chamber of Commerce - community service projects	01/16/14	750.00
Beverly Chamber of Commerce - community service projects	02/14/14	1,000.00
Beverly Chamber of Commerce - community service projects	06/05/14	730.00
Beverly Council on Aging	06/23/14	500.00
Beverly Farms - community fundraiser	03/10/14	5,000.00
Beverly High School	07/09/14	100.00
Beverly Historical Society	07/09/14	750.00
Beverly Holiday Parade	12/03/14	1,000.00
Beverly Homecoming	07/09/14	500.00
Beverly Main Streets	01/10/14	10,000.00
Beverly Main Streets	06/05/14	10,000.00
Beverly Northshoremen Barbershop Chorus	02/14/14	500.00
Beverly Rotary Club Foundation	04/15/14	1,200.00
Beverly Rotary Club Foundation	08/29/14	1,000.00
Beverly Secondary Youth Baseball Club, Inc.	05/09/14	400.00
Big Sister Association of Greater Boston	11/18/14	1,000.00
Bishop Fenwick High School	04/15/14	1,000.00
Blues for Veterans Association	06/23/14	200.00
Boston Marathon Jimmy Fund Walk	09/16/14	200.00
Boy Scouts of America Yankee Clipper Council	08/11/14	2,000.00
Boys & Girls Club of Lynn	04/15/14	500.00
Boys & Girls Clubs of Boston	06/23/14	1,000.00
Bridgewell, Inc.	09/16/14	2,600.00
Britney Gengel Poorest of the Poor Fund, Inc.	11/18/14	1,000.00

Brockton Area Multi Services, Inc.	04/15/14	4,700.00
Burlington High School	01/10/14	500.00
Care Dimensions	10/07/14	1,000.00
Catholic Charities North	04/15/14	4,000.00
Center for Women & Enterprise	01/10/14	500.00
Central Catholic High School	07/24/14	600.00
Cerebral Palsy of Eastern Massachusetts	11/18/14	1,000.00
Cerebral Palsy of Massachusetts	05/02/14	2,140.00
Charles A. Doherty Memorial Foundation	09/16/14	500.00
Chief Will's Day, Inc.	06/05/14	2,500.00
Children's Center for Communication	05/09/14	850.00
Children's Center for Communication	09/16/14	1,000.00
Childrens Medical & Research Foundation, Inc.	08/11/14	200.00
Chinese Culture Connection, Inc.	12/22/14	500.00
Ciccolo Family Foundation	10/28/14	1,000.00
Citizens for Adequate Housing, Inc.	10/07/14	800.00
Citizen's Housing & Planning Association, Inc.	12/22/14	750.00
Comfort Zone Camp	10/30/14	500.00
Comfort Zone Camp	11/18/14	1,000.00
Community Action Programs Inter-City, Inc.	08/29/14	5,000.00
Community Action Programs Inter-City, Inc.	11/18/14	1,000.00
Community House of Hamilton Wenham	09/16/14	5,000.00
Compassionate Care ALS, Inc.	09/16/14	1,500.00
Concord Carlisle Friends of Football	08/11/14	300.00
Concord Carlisle Youth Baseball and Softball	04/15/14	500.00
Concord Museum	02/14/14	1,000.00
Concord Museum	09/16/14	1,500.00
Coolidge School Science Olympiad	05/09/14	500.00
COP Amputee Association, Inc.	10/07/14	5,000.00
Council of Social Concern	12/29/14	250.00
Cystic Fibrosis Foundation	09/16/14	1,000.00
Danvers American Little League	04/15/14	250.00
Danvers Babe Ruth League Baseball	02/14/14	300.00
Danvers Community YMCA	02/05/14	400.00
Danvers Community YMCA	05/09/14	1,500.00
Danvers Community YMCA	08/11/14	100.00
Danvers Community YMCA	11/18/14	1,000.00
Danvers Community YMCA	12/22/14	2,500.00
Danvers Community YMCA	12/29/14	100.00
Danvers Educational Enrichment Partnership	03/25/14	200.00
Danvers Educational Enrichment Partnership	09/16/14	450.00
Danvers Kiwanis Foundation, Inc.	02/05/14	165.00
Danvers Kiwanis Foundation, Inc.	02/14/14	150.00
Danvers National Little League	02/14/14	500.00
Danvers People to People Food Pantry	11/18/14	1,000.00
Danvers Rotary Club	04/15/14	300.00
Danvers Rotary Club	08/29/14	300.00
Danvers Youth Football	08/11/14	250.00
Daughters of the American Revolution	06/05/14	500.00

David K. Johnson Foundation	06/23/14	2,000.00
Disabled and Limbless Veterans, Inc.	08/11/14	500.00
Emerson Umbrella Center for the Arts	11/18/14	3,000.00
Endicott College Scholarship Fund	04/15/14	500.00
Essex County Community Foundation	05/09/14	500.00
Essex County Trail Association	05/09/14	2,000.00
Essex Historical Society and Shipbuilding Museum	12/22/14	100.00
Essex National Heritage Commission	04/15/14	2,000.00
Essex North Shore Agricultural Technical Foundation, Inc.	07/09/14	1,200.00
Evergreen Center, Inc.	10/07/14	500.00
Everyone's A Player, Inc.	05/09/14	250.00
Family & Children's Services of Greater Lynn, Inc.	06/23/14	1,000.00
Family & Children's Services of Greater Lynn, Inc.	12/22/14	500.00
Friends of Danvers Recreation, Inc.	01/02/14	300.00
Friends of Danvers Recreation, Inc.	12/03/14	300.00
Friends of Northshore Educational Consortium	02/14/14	320.00
Friends of Reading Football	09/16/14	400.00
Friends of Reading Public Library	03/25/14	250.00
Friends of The Performing Arts in Concord	02/14/14	500.00
Girl Scouts of Eastern Massachusetts	08/29/14	500.00
Girls Inc. of Lynn	03/25/14	4,000.00
Girls Inc. of Lynn	07/09/14	500.00
Girls Inc. of Lynn	11/18/14	1,000.00
Goodnow Library Foundation	06/05/14	500.00
Greater Beverly Chamber of Commerce	05/09/14	295.00
Greater Beverly Chamber of Commerce	08/29/14	800.00
Greater Medford Visiting Nurse Association	11/18/14	1,000.00
Hamilton Council on Aging	04/15/14	500.00
Hamilton Hall	08/29/14	1,000.00
Hamilton Police Relief Association	08/29/14	125.00
Hamilton Wenham League of Women Voters	02/14/14	340.00
Hamilton Wenham League of Women Voters	08/11/14	500.00
Hamilton-Wenham Garden Club	03/10/14	200.00
Harborlight Community Partners	09/16/14	450.00
Haven from Hunger	08/11/14	150.00
Haven from Hunger	10/07/14	500.00
Haymakers for Hope	08/11/14	500.00
Healing Abuse Working for Change	03/25/14	1,500.00
Hebrew Seniorlife, Inc.	08/11/14	500.00
HELPIS, Inc.	12/29/14	500.00
Historic Salem, Inc.	10/07/14	2,000.00
Homestart, Inc.	02/14/14	200.00
Hope for Caroline Foundation	03/25/14	100.00
Hope for Creativity	05/09/14	450.00
HOPEsudbury	10/30/14	500.00
Huntington's Disease Society	02/14/14	250.00
Independent Living Center of the North Shore & Cape Ann	11/18/14	1,000.00
Jewish Community Center	08/29/14	170.00
Joseph's Storehouse	12/29/14	250.00

Journeys of Hope, Inc.	03/10/14	1,000.00
Junior Achievement of Northern New England	04/15/14	2,000.00
Kipp Academy	12/22/14	500.00
La Vida, Inc.	09/16/14	1,000.00
Lifebridge	12/29/14	1,000.00
Lincoln Sudbury High School	12/03/14	500.00
Live for Liv	06/23/14	1,000.00
LS Baseball, Inc.	04/15/14	500.00
LUK Crisis Center, Inc.	02/05/14	150.00
Lynn Area Chamber of Commerce	02/14/14	800.00
Lynn Area Chamber of Commerce	08/11/14	500.00
Lynn Community Health Center	03/25/14	900.00
Lynn Economic Opportunity, Inc.	11/18/14	1,000.00
Lynn Hispanic Scholarship Fun	06/05/14	500.00
Lynne's Kids, Inc.	11/18/14	250.00
Malden Kiwanis - community fundraiser	01/10/14	500.00
Malden Kiwanis - community fundraiser	12/29/14	500.00
Malden Little League Baseball, Inc.	04/15/14	150.00
Malden YMCA	10/30/14	600.00
Marblehead Arts Association	05/09/14	2,000.00
Marblehead Community Access & Media	05/15/14	5,000.00
Marblehead Metropolitan Council for Educational Opportunity	03/10/14	1,000.00
Marblehead Rotary Club	10/30/14	700.00
Marblehead Youth Baseball	02/14/14	750.00
March of Dimes	05/09/14	250.00
Masconomet Football Booster	11/12/14	150.00
Massachusetts Air and Space Museum, Inc.	12/22/14	500.00
Massachusetts Association of Realtors Charitable Foundation	03/10/14	5,000.00
Massachusetts Bankers Association Charitable Foundation, Inc.	08/29/14	3,000.00
Massachusetts Coalition for the Homeless	02/14/14	2,000.00
Massachusetts Lions Eye Research Fund	10/07/14	500.00
Massachusetts Taxpayers Association	06/05/14	7,000.00
Mastocytosis Society	11/18/14	1,000.00
Melanoma Education Foundation	02/14/14	100.00
Merrimack River Feline Rescue	03/25/14	300.00
Merrimack Valley Habitat for Humanity	05/09/14	1,000.00
MGH Home Base Program	06/05/14	200.00
Middlesex Concert Band, Inc.	12/03/14	250.00
Mike Clifford Hockey Scholarship	06/05/14	500.00
Miss Pink Pageant - cancer research fundraiser	03/10/14	250.00
Miss Pink Pageant - cancer research fundraiser	11/18/14	1,000.00
Mission of Deeds, Inc.	02/14/14	1,000.00
Money Management International of Massachusetts	03/10/14	1,250.00
Montserrat College of Art	02/14/14	2,200.00
My Brother's Table	08/11/14	4,500.00
Nahant Little League	03/25/14	325.00
Nancamp	11/18/14	1,000.00
Nashoba Learning Group Inc.	06/05/14	1,000.00
National Hemophilia Foundation	11/12/14	500.00

National Multiple Sclerosis Society	07/09/14	250.00
Nazareth Academy	06/23/14	250.00
New England Disabled Sports	11/18/14	1,000.00
New England Foundation of Equine Sports and Education	06/23/14	500.00
New England Wheelchair Tennis	08/11/14	250.00
New Hampshire Veterans Home	12/03/14	100.00
North Andover Firefighter Relief Association	05/09/14	365.00
North Andover Youth Baseball Association	04/15/14	500.00
North Shore Community Action Programs, Inc.	03/10/14	900.00
North Shore Community Action Programs, Inc.	03/25/14	900.00
North Shore Community College Foundation	03/25/14	5,000.00
North Shore Community College Foundation	08/29/14	1,000.00
North Shore Community Development Coalition	04/15/14	250.00
North Shore Community Development Coalition	10/10/14	1,000.00
North Shore Concert Band	04/15/14	250.00
North Shore Elder Services	11/18/14	1,000.00
North Shore Habitat for Humanity	10/07/14	700.00
North Shore Habitat for Humanity	12/22/14	2,500.00
North Shore Medical Center	03/25/14	5,000.00
North Suburban YMCA	04/15/14	1,000.00
Northeast Animal Shelter	11/18/14	250.00
Northeast Arc	08/29/14	2,000.00
Northeast Arc	08/29/14	2,000.00
Northeast Massachusetts Youth Orchestra, Inc.	09/16/14	250.00
Nupath, Inc.	02/14/14	400.00
Officer Harold L. Vitale Memorial Fund, Inc.	08/11/14	350.00
Operation A.B.L.E. of Greater Boston, Inc.	12/22/14	1,000.00
Operation Bootstrap, Inc.	12/22/14	1,000.00
Order of the Sons of Italy	08/29/14	100.00
Pan Massachusetts Challenge	08/11/14	250.00
Pan Massachusetts Challenge	08/29/14	250.00
Parent Professional Advocacy League	11/18/14	500.00
Parents United of Salem	11/18/14	1,200.00
Pathways for Children, Inc.	10/30/14	900.00
Peabody Essex Museum	11/18/14	15,000.00
Peps Peddlers	04/15/14	500.00
Picnic In the Park	05/09/14	250.00
Plymouth Taskforce for the Homeless	08/29/14	250.00
Raising A Reader Massachusetts	10/07/14	1,600.00
Raw Art Works	02/14/14	1,000.00
Reading and North Reading Rotary Clubs	02/05/14	900.00
Reading Education Foundation	05/09/14	100.00
Reading Engineering Team	11/28/14	500.00
Reading Little League	03/10/14	350.00
Reading Memorial High School	10/07/14	100.00
Reid R. Sacco AYA Cancer Fund	06/05/14	1,000.00
Renewed Hope Project, Inc.	05/09/14	500.00
River House, Inc.	09/16/14	1,100.00
Rotary Club of Hampton NH - community service projects	01/10/14	1,000.00

Rotary Club of Hampton NH - community service projects	10/07/14	1,000.00
Rotary Club of Salem - community fundraiser	09/16/14	750.00
Rotary Club of Swampscot - community service projects	04/15/14	650.00
Rotary Club of Topsfield - community fundraiser	09/16/14	500.00
Sail Salem	04/10/14	750.00
Sail Salem	08/11/14	500.00
Sailing Heals, Inc.	11/18/14	1,000.00
Sailing Heals, Inc.	05/09/14	500.00
Saint Mary School	06/05/14	500.00
Salem Arts Association	01/10/14	250.00
Salem Athenaeum	11/18/14	1,000.00
Salem Children's Charity	11/12/14	500.00
Salem Children's Charity	12/22/14	500.00
Salem Common Neighborhood Association	10/07/14	250.00
Salem Community Arts Center	02/14/14	1,500.00
Salem Community Childcare Program	03/25/14	200.00
Salem Jazz and Soul Festival	02/14/14	4,000.00
Salem Little League	02/14/14	550.00
Salem Main Streets	06/23/14	1,500.00
Salem Philharmonic Orchestra, Inc.	10/07/14	2,500.00
Salem Sound Coastwatch	07/09/14	1,000.00
Salem Theatre Company	02/14/14	1,000.00
Salem YMCA	08/29/14	250.00
Salem Youth Football & Cheering, Inc.	11/13/14	250.00
Shannon Lee Meara Foundation	03/25/14	500.00
Smile Mass	02/14/14	500.00
Smiling Kids, Inc.	11/18/14	1,000.00
Social Capital, Inc.	06/05/14	250.00
Social Capital, Inc.	12/29/14	250.00
Solace for Stephanie, Inc.	09/15/14	150.00
South Shore Bank Charitable Foundation, Inc.	06/05/14	1,500.00
Special Olympics Massachusetts	10/07/14	1,000.00
Spina Bifida Association of Greater New England	06/23/14	250.00
St. John the Evangelist School	02/14/14	800.00
St. John the Evangelist School	11/18/14	400.00
St. John's Preparatory School	03/10/14	1,500.00
St. John's Preparatory School	08/11/14	1,500.00
St. Mary of the Annunciation	05/09/14	1,000.00
St. Peter's Kitchen	11/18/14	1,000.00
Stephen M. O'Grady Scholarship Foundation	07/09/14	500.00
Stoneham Chamber of Commerce	02/05/14	1,600.00
Strongwater Farm	05/09/14	500.00
Sudbury Historical Society	04/15/14	500.00
Sudbury Valley Trustees	04/15/14	100.00
Sudbury Valley Trustees	09/16/14	500.00
Sudbury Youth Football and Cheer	08/29/14	600.00
Sudbury-Wayland-Lincoln Domestic Violence Roundtable	12/29/14	500.00
Swampscott Education Foundation	06/23/14	800.00
The Boot Campaign, Inc.	06/23/14	500.00

The Caleb Group	02/14/14	400.00
The Carroll School	11/18/14	1,000.00
The Concord Conservatory of Music	04/15/14	500.00
The Friends of Beverly Hospital	05/09/14	500.00
The Greg Hill Foundation	12/22/14	250.00
The House of the Seven Gables	05/09/14	1,000.00
The House of the Seven Gables	06/05/14	500.00
The House of the Seven Gables	12/22/14	125.00
The Hoyt Foundation	05/09/14	250.00
The Jimmy Fund	04/15/14	250.00
The Jordan Hospital Club, Inc.	03/10/14	250.00
The Michael J Fox Foundation for Parkinson's Research	04/15/14	500.00
The Paul Madore Chorale	11/18/14	100.00
The REAL Program	10/30/14	933.00
The Salem Award Foundation	02/14/14	500.00
The Salem Education Foundation	05/09/14	1,000.00
The Salem Pantry	12/22/14	300.00
The Thomas E. Smith Foundation	06/05/14	4,000.00
The Umbrella Community Arts Center	04/15/14	800.00
The Wish Project	04/15/14	150.00
The Women's Fund of Essex County	08/29/14	2,000.00
Town of Sudbury	08/11/14	500.00
Triangle, Inc.	02/14/14	1,000.00
Up With People	04/15/14	1,000.00
Viking Pride Foundation	11/18/14	1,000.00
VNA Hospice Care	10/07/14	500.00
VNA of Cape Cod	12/22/14	100.00
VNA of Middlesex East Visiting Nurse Hospice	06/23/14	2,000.00
Walton Elementary School	02/14/14	100.00
Wicked Running Club	10/30/14	300.00
Windrush Farm	06/05/14	500.00
Woburn Dollars for Scholars	03/25/14	500.00
Woburn Little League	03/10/14	300.00
Woburn Memorial High School - Breast Cancer Walk	08/29/14	100.00
Woburn Police Patrolmen Local 313	02/14/14	500.00
World Series Park Committee	03/10/14	350.00
World Series Park Committee	08/29/14	200.00
YMCA of Greater Boston	09/16/14	500.00
YMCA of Greater Boston	10/30/14	1,500.00
YMCA of Metro North	05/09/14	500.00
YMCA of the North Shore	10/07/14	1,250.00
YMCA of the North Shore	10/30/14	4,250.00
Youth Baseball Leagues of Tewksbury	05/09/14	300.00
YWCA Boston	05/09/14	2,500.00
YWCA of Greater Lawrence	03/25/14	400.00
Return of Prior Period Contributions		(3,400.00)
		344,958.00

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.
▶ Information about Schedule D and its separate instructions is at *www.irs.gov/form1041*.

OMB No 1545-0092

2014

Name of estate or trust: SALEM FIVE CHARITABLE FOUNDATION, INC.

Employer identification number: 04-3342405

Note: *Form 5227 filers need to complete only Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b .				
1b Totals for all transactions reported on Form(s) 8949 with **Box A** checked				
2 Totals for all transactions reported on Form(s) 8949 with **Box B** checked				
3 Totals for all transactions reported on Form(s) 8949 with **Box C** checked	28,568.	31,854.		-3,286.

4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	4	
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	5	
6 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2013 Capital Loss Carryover Worksheet	6	( )
7 **Net short-term capital gain or (loss).** Combine lines 1a through 6 in column (h) Enter here and on line 17, column (3) on the back . . . . ▶	7	-3,286.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b .				
8b Totals for all transactions reported on Form(s) 8949 with **Box D** checked				
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked				
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked	393,609.	339,297.		54,312.

11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	11	
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts.	12	
13 Capital gain distributions.	13	
14 Gain from Form 4797, Part I.	14	
15 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2013 Capital Loss Carryover Worksheet	15	( )
16 **Net long-term capital gain or (loss).** Combine lines 8a through 15 in column (h) Enter here and on line 18a, column (3) on the back . . . . ▶	16	54,312.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Part III Summary of Parts I and II

*Caution: Read the instructions **before** completing this part.*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
17	**Net short-term gain or (loss)**	17			-3,286.
18	**Net long-term gain or (loss):**				
a	Total for year	18a			54,312.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	18b			
c	28% rate gain	18c			
19	**Total net gain or (loss).** Combine lines 17 and 18a ▶	19			51,026.

Note: *If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 18a and 19, column (2), are net gains, go to Part V, and **do not** complete Part IV If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary*

Part IV Capital Loss Limitation

20 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of
a The loss on line 19, column (3) **or** b $3,000 . . . 20 ( )

Note: *If the loss on line 19, column (3), is more than $3,000, **or** if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if*

- *Either line 18b, col (2) or line 18c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col (2) or line 18c, col (2) is more than zero

21 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . 21

22 Enter the **smaller** of line 18a or 19 in column (2) but not less than zero . . . 22

23 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . 23

24 Add lines 22 and 23 . . . 24

25 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . ▶ 25

26 Subtract line 25 from line 24 If zero or less, enter -0- . . . 26

27 Subtract line 26 from line 21 If zero or less, enter -0- . . . 27

28 Enter the **smaller** of the amount on line 21 or $2,500 . . . 28

29 Enter the **smaller** of the amount on line 27 or line 28 . . . 29

30 Subtract line 29 from line 28 If zero or less, enter -0- This amount is taxed at 0% . . . ▶ 30

31 Enter the **smaller** of line 21 or line 26 . . . 31

32 Subtract line 30 from line 26 . . . 32

33 Enter the **smaller** of line 21 or $12,150 . . . 33

34 Add lines 27 and 30 . . . 34

35 Subtract line 34 from line 33 If zero or less, enter -0- . . . 35

36 Enter the **smaller** of line 32 or line 35 . . . 36

37 Multiply line 36 by 15% . . . ▶ 37

38 Enter the amount from line 31 . . . 38

39 Add lines 30 and 36 . . . 39

40 Subtract line 39 from line 38 If zero or less, enter -0- . . . 40

41 Multiply line 40 by 20% . . . ▶ 41

42 Figure the tax on the amount on line 27 Use the 2014 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) 42

43 Add lines 37, 41, and 42 . . . 43

44 Figure the tax on the amount on line 21 Use the 2014 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) 44

45 **Tax on all taxable income.** Enter the **smaller** of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . ▶ 45

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at *www.irs.gov/form8949.*

▶ **File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D**

OMB No 1545-0074

2014

Attachment Sequence No **12A**

Name(s) shown on return: SALEM FIVE CHARITABLE FOUNDATION, INC.

Social security number or taxpayer identification number: 04-3342405

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments your bought in 2014 or later)

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a, you are not required to report these transactions on Form 8949 (see instructions)

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

☐ **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
SALES OF SECURITIES	VARIOUS	VARIOUS	28,568.	31,854.			-3,286.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶			28,568.	31,854.			-3,286.

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

For Paperwork Reduction Act Notice, see your tax return instructions.

JSA
4X2615 2 000

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side

SALEM FIVE CHARITABLE FOUNDATION, INC.

Social security number or taxpayer identification number

04-3342405

Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later)

Part II **Long-Term.** Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	 (g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
APPLE INC	12/11/2012	09/04/2014	10,265.	3,765.			6,500.
THERMO FISHER SCIENTIFIC	12/11/2012	08/28/2014	12,180.	3,387.			8,793.
SALES OF SECURITIES	VARIOUS	VARIOUS	371,164.	332,145.			39,019.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			393,609.	339,297.			54,312.

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Salem Five Charitable Foundation
12/31/14
Sales of Securities

Name	#shares	Date Sold	Date Acquire	Proceeds	Book Basis	Book Gain/Loss	Tax Basis	Tax Gain/Loss
Purchased Securities Held < 1 Year								
Target Corp	125	5/8/2014	12/30/2013	7,518	7,697	(179)	7,697	(179)
Target Corp	125	5/8/2014	9/9/2013	7,518	7,970	(452)	7,970	(452)
Target Corp	225	5/8/2014	7/15/2013	13,532	16,187	(2,655)	16,187	(2,655)
			ST Capital Gain	**28,568**	**31,854**	**(3,286)**	**31,854**	**(3,286)**
Purchased Securities Held > 1 Year								
Cognizant Tech	200	10/9/2014	4/4/2013	8,780	7,682	1,098	7,682	1,098
Capital One Financial	75	10/6/2014	4/4/2013	6,073	4,053	2,020	4,053	2,020
Trans Canada Pipelines	25,000	11/6/2014	2/20/2013	24,977	25,028	(51)	25,028	(51)
Gilead Sciences Inc	25,000	11/6/2014	2/15/2013	25,021	25,031	(10)	25,031	(10)
Apache Corp	225	12/11/2014	12/24/2012	13,177	18,141	(4,964)	18,141	(4,964)
Roche Holdings	150	10/9/2014	12/24/2012	5,253	3,865	1,388	3,865	1,388
United Technologies	75	10/9/2014	12/24/2012	7,597	6,218	1,379	6,218	1,379
JPMorgan Chase & Co	75	10/6/2014	12/24/2012	4,482	3,294	1,188	3,294	1,188
Gilead Sciences Inc	75	9/4/2014	12/24/2012	8,242	2,825	5,417	2,825	5,417
Priceline Com	7	9/4/2014	12/24/2012	8,779	4,403	4,376	4,403	4,376
Thoratec Corp	300	8/12/2014	12/24/2012	6,869	11,340	(4,471)	11,340	(4,471)
National Oilwell	225	6/25/2014	12/24/2012	17,797	13,958	3,839	13,958	3,839
Borgwarner Inc	300	4/29/2014	12/24/2012	19,120	10,294	8,826	10,294	8,826
Praxair	200	3/26/2014	12/24/2012	26,571	21,947	4,624	21,947	4,624
Transcanada Corp	400	2/19/2014	12/24/2012	18,261	18,925	(664)	18,925	(664)
Vanguard Intl Equity	500	2/19/2014	12/24/2012	19,269	22,077	(2,808)	22,077	(2,808)
EMC Corp Mass	650	2/6/2014	12/24/2012	15,630	16,924	(1,294)	16,924	(1,294)
Danaher	400	1/7/2014	12/24/2012	30,565	22,354	8,211	22,354	8,211
Oracle Corp	200	10/9/2014	12/11/2012	7,708	6,414	1,294	6,414	1,294
Vanguard Total Stock	220	3/28/2014	8/4/2011	21,248	14,097	7,151	14,097	7,151
Vanguard Total Stock	220	3/13/2014	8/4/2011	21,495	14,097	7,398	14,097	7,398
J Hancock Strategic	72	4/15/2014	12/17/2007	478	462	16	462	16
J Hancock Strategic	283	4/15/2014	12/18/2006	1,888	1,866	22	1,866	22
J Hancock Strategic	40	4/15/2014	2/1/2006	268	275	(7)	275	(7)
J Hancock Strategic	45	4/15/2014	1/3/2006	299	307	(7)	307	(7)
J Hancock Strategic	210	4/15/2014	12/22/2005	1,402	1,439	(36)	1,439	(36)
J Hancock Strategic	44	4/15/2014	12/1/2005	292	304	(12)	304	(12)
J Hancock Strategic	41	4/15/2014	11/1/2005	275	286	(11)	286	(11)
J Hancock Strategic	40	4/15/2014	10/3/2005	267	283	(15)	283	(15)
J Hancock Strategic	45	4/15/2014	9/1/2005	304	321	(17)	321	(17)
J Hancock Strategic	40	4/15/2014	8/1/2005	265	277	(12)	277	(12)
J Hancock Strategic	46	4/15/2014	7/1/2005	310	326	(15)	326	(15)
J Hancock Strategic	42	4/15/2014	6/1/2005	282	295	(13)	295	(13)
J Hancock Strategic	41	4/15/2014	5/2/2005	273	287	(13)	287	(13)
J Hancock Strategic	48	4/15/2014	4/1/2005	320	336	(16)	336	(16)
J Hancock Strategic	36	4/15/2014	3/1/2005	244	259	(15)	259	(15)
J Hancock Strategic	38	4/15/2014	2/1/2005	252	268	(16)	268	(16)
J Hancock Strategic	44	4/15/2014	1/3/2005	291	312	(21)	312	(21)
J Hancock Strategic	53	4/15/2014	12/23/2004	352	376	(24)	376	(24)
J Hancock Strategic	42	4/15/2014	12/1/2004	279	302	(22)	302	(22)
J Hancock Strategic	39	4/15/2014	11/1/2004	257	271	(13)	271	(13)
J Hancock Strategic	41	4/15/2014	10/1/2004	276	284	(8)	284	(8)
J Hancock Strategic	45	4/15/2014	9/1/2004	300	304	(5)	304	(5)
J Hancock Strategic	43	4/15/2014	8/2/2004	288	288	(1)	288	(1)
J Hancock Strategic	48	4/15/2014	7/1/2004	318	318	1	318	1
J Hancock Strategic	41	4/15/2014	6/1/2004	271	273	(1)	273	(1)
J Hancock Strategic	43	4/15/2014	5/3/2004	286	289	(3)	289	(3)
J Hancock Strategic	45	4/15/2014	4/1/2004	302	317	(15)	317	(15)
J Hancock Strategic	40	4/15/2014	3/1/2004	268	279	(11)	279	(11)
J Hancock Strategic	42	4/15/2014	2/2/2004	281	292	(11)	292	(11)
J Hancock Strategic	52	4/15/2014	1/2/2004	345	360	(15)	360	(15)
J Hancock Strategic	197	4/15/2014	12/26/2003	1,317	1,369	(52)	1,369	(52)
J Hancock Strategic	39	4/15/2014	12/1/2003	262	276	(14)	276	(14)
J Hancock Strategic	46	4/15/2014	11/3/2003	305	320	(15)	320	(15)
J Hancock Strategic	46	4/15/2014	10/1/2003	309	324	(15)	324	(15)
J Hancock Strategic	41	4/15/2014	9/2/2003	276	282	(5)	282	(5)
J Hancock Strategic	49	4/15/2014	8/1/2003	325	337	(11)	337	(11)
J Hancock Strategic	42	4/15/2014	7/1/2003	281	297	(16)	297	(16)
J Hancock Strategic	43	4/15/2014	6/2/2003	288	305	(17)	305	(17)
J Hancock Strategic	46	4/15/2014	5/1/2003	307	313	(6)	313	(6)
J Hancock Strategic	45	4/15/2014	4/1/2003	299	299	1	299	1
J Hancock Strategic	44	4/15/2014	3/3/2003	291	290	1	290	1
J Hancock Strategic	47	4/15/2014	1/30/2003	315	310	5	310	5
J Hancock Strategic	53	4/15/2014	12/30/2002	353	344	9	344	9
J Hancock Strategic	44	4/15/2014	11/27/2002	292	280	12	280	12

Salem Five Charitable Foundation
12/31/14
Sales of Securities

Name	#shares	Date Sold	Date Acquire	Proceeds	Book Basis	Book Gain/Loss	Tax Basis	Tax Gain/Loss
J Hancock Strategic	54	4/15/2014	10/30/2002	361	344	18	344	18
J Hancock Strategic	47	4/15/2014	9/27/2002	316	301	15	301	15
J Hancock Strategic	49	4/15/2014	8/29/2002	330	315	16	315	16
J Hancock Strategic	56	4/15/2014	7/30/2002	374	353	21	353	21
J Hancock Strategic	47	4/15/2014	6/27/2002	315	302	13	302	13
J Hancock Strategic	51	4/15/2014	5/30/2002	344	335	9	335	9
J Hancock Strategic	55	4/15/2014	4/29/2002	367	357	10	357	10
J Hancock Strategic	48	4/15/2014	3/27/2002	318	305	12	305	12
J Hancock Strategic	45	4/15/2014	2/27/2002	303	295	8	295	8
J Hancock Strategic	59	4/15/2014	1/30/2002	391	381	10	381	10
J Hancock Strategic	76	4/15/2014	12/28/2001	508	493	14	493	14
J Hancock Strategic	75	4/15/2014	11/29/2001	501	492	9	492	9
J Hancock Strategic	91	4/15/2014	10/30/2001	609	599	11	599	11
J Hancock Strategic	72	4/15/2014	9/27/2001	478	461	17	461	17
J Hancock Strategic	81	4/15/2014	8/30/2001	542	539	2	539	2
J Hancock Strategic	88	4/15/2014	7/30/2001	590	582	9	582	9
J Hancock Strategic	81	4/15/2014	6/28/2001	542	535	6	535	6
J Hancock Strategic	90	4/15/2014	5/30/2001	598	591	7	591	7
J Hancock Strategic	76	4/15/2014	4/27/2001	509	503	6	503	6
J Hancock Strategic	86	4/15/2014	3/29/2001	573	574	(1)	574	(1)
J Hancock Strategic	71	4/15/2014	2/27/2001	472	484	(12)	484	(12)
J Hancock Strategic	81	4/15/2014	1/30/2001	543	557	(13)	557	(13)
J Hancock Strategic	83	4/15/2014	12/28/2000	555	559	(4)	559	(4)
J Hancock Strategic	78	4/15/2014	11/29/2000	524	521	3	521	3
J Hancock Strategic	90	4/15/2014	10/30/2000	602	610	(8)	610	(8)
J Hancock Strategic	75	4/15/2014	9/28/2000	504	520	(16)	520	(16)
J Hancock Strategic	81	4/15/2014	8/30/2000	543	569	(26)	569	(26)
J Hancock Strategic	75	4/15/2014	8/1/2000	504	530	(27)	530	(27)
J Hancock Strategic	72	4/15/2014	7/3/2000	482	508	(27)	508	(27)
J Hancock Strategic	85	4/15/2014	6/1/2000	567	590	(23)	590	(23)
J Hancock Strategic	74	4/15/2014	5/1/2000	495	524	(28)	524	(28)
J Hancock Strategic	75	4/15/2014	4/3/2000	499	537	(38)	537	(38)
J Hancock Strategic	92	4/15/2014	3/1/2000	612	661	(49)	661	(49)
J Hancock Strategic	90	4/15/2014	2/1/2000	598	645	(47)	645	(47)
J Hancock Strategic	95	4/15/2014	1/3/2000	637	691	(55)	691	(55)
J Hancock Strategic	601	4/15/2014	6/5/1998	3,980	4,850	(870)	4,850	(870)
J Hancock Strategic	2,473	4/15/2014	6/5/1998	16,513	19,972	(3,459)	19,972	(3,459)
			LT Capital Gain	**371,164**	**332,145**	**39,019**	**332,145**	**39,019**
Donated Securities Held > 1 Year								
Apple Inc	100	9/4/2014	12/11/2012	10,265	7,734	2,531	3,765	6,500
Thermo Fisher Scientific	100	8/28/2014	12/11/2012	12,180	6,528	5,652	3,387	8,793
			LT Capital Gain	**22,445**	**14,262**	**8,183**	**7,152**	**15,293**
			Total Captial Gain	**422,177**	**378,261**	**43,916**	**371,151**	**51,026**

SALEM FIVE CHARITABLE FOUNDATION, INC. 04-3342405

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		SALES OF SECURITIES PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
28,568.		31,854.					-3,286.	
		APPLE INC PROPERTY TYPE: SECURITIES				D	12/11/2012	09/04/2014
10,265.		3,765.					6,500.	
		THERMO FISHER SCIENTIFIC PROPERTY TYPE: SECURITIES				D	12/11/2012	08/28/2014
12,180.		3,387.					8,793.	
		SALES OF SECURITIES PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
371,164.		332,145.					39,019.	
TOTAL GAIN(LOSS)							51,026.	

Form **8868**
(Rev. January 2014)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.
▶ Information about Form 8868 and its instructions is at *www.irs.gov/form8868.*

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits.*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . . ▶ ☐

All other corporations (including 1120-C filers), partnerships, REMCs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print

File by the due date for filing your return. See instructions.

Name of exempt organization or other filer, see instructions.
SALEM FIVE CHARITABLE FOUNDATION, INC.

Employer identification number (EIN) or
04-3342405

Number, street, and room or suite no. If a P.O. box, see instructions.
210 ESSEX STREET

Social security number (SSN)

City, town or post office, state, and ZIP code. For a foreign address, see instructions.
SALEM, MA 01970

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	**Return Code**	**Application Is For**	**Return Code**
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ WILLIAM SMITH, 210 ESSEX STREET SALEM, MA 01970

Telephone No. ▶ 978 720-5308 FAX No. ▶ 978 720-5375

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______________ . If this is for the whole group, check this box . . . . . . ▶ ☐ If it is for part of the group, check this box . . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 15, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ ☒ calendar year 20 14 or
▶ ☐ tax year beginning ______________, 20___, and ending ______________, 20___.

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 1,594.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 4,047.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 0

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.