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Return of Private Foundation

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

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2014

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2014 or tax year beginning

, and ending

Name of foundation

THE GEORGE I. ALDEN TRUST
C/O FLETCHER, TILTON & WHIPPLE, P.C.

A Employer identification number

04-6023784

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

Room/suite

370 MAIN STREET - 11TH FLOOR

B Telephone number

508-459-8000

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

WORCESTER, MA 01608-1714

C If exemption application is pending, check here ☐

G Check all that apply:

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

H Check type of organization:

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

I Fair market value of all assets at end of year

J Accounting method: ☒ Cash ☐ Accrual

(from Part II, col. (c), line 16)

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

\$ 192,168,251. (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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received			N/A	
2	Check ☒ if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	3,800,998.	3,800,998.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	19,260,360.			
b	Gross sales price for all assets on line 6a	47,190,864.			
7	Capital gain net income (from Part IV, line 2)		19,260,360.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	94,373.	94,373.		STATEMENT 2
12	Total. Add lines 1 through 11	23,155,731.	23,155,731.		
13	Compensation of officers, directors, trustees, etc.	591,368.	295,684.		295,684.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees	22,227.	22,227.		0.
b	Accounting fees	654,449.	654,449.		0.
c	Other professional fees	7,230.	7,230.		0.
17	Interest	455,288.	138,599.		0.
18	Taxes				
19	Depreciation and depletion				
20	Occupancy	8,391.	4,196.		4,196.
21	Travel, conferences, and meetings	6,672.	0.		0.
22	Printing and publications				
23	Other expenses	34,429.	34,429.		0.
24	Total operating and administrative expenses. Add lines 13 through 23	1,780,054.	1,156,814.		299,880.
25	Contributions, gifts, grants paid	9,500,000.			9,500,000.
26	Total expenses and disbursements. Add lines 24 and 25	11,280,054.	1,156,814.		9,799,880.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	11,875,677.			
b	Net investment income (if negative, enter -0-)		21,998,917.		
c	Adjusted net income (if negative, enter -0-)			N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		13,244,824.	16,124,207.	16,124,207.
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock STMT 9	104,053,669.	98,558,602.	142,674,157.	
	c	Investments - corporate bonds				
	Liabilities	11	Investments - land, buildings, and equipment, basis ▶			
		Less: accumulated depreciation ▶				
12		Investments - mortgage loans				
13		Investments - other STMT 10	18,187,001.	33,506,528.	33,369,887.	
14		Land, buildings, and equipment, basis ▶				
		Less: accumulated depreciation ▶				
15		Other assets (describe ▶)				
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	135,485,494.	148,189,337.	192,168,251.	
17		Accounts payable and accrued expenses				
18		Grants payable	4,893,000.	7,509,000.		
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)	4,893,000.	7,509,000.		
		Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	128,592,494.	138,680,337.		
	25	Temporarily restricted				
	26	Permanently restricted	2,000,000.	2,000,000.		
		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				
30	Total net assets or fund balances	130,592,494.	140,680,337.			
31	Total liabilities and net assets/fund balances	135,485,494.	148,189,337.			

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	130,592,494.
2	Enter amount from Part I, line 27a	2	11,875,677.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	932,068.
4	Add lines 1, 2, and 3	4	143,400,239.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	2,719,902.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	140,680,337.

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Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 47,190,864.		27,930,504.	19,260,360.

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			19,260,360.

2 Capital gain net income or (net capital loss) 2 19,260,360.

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

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	9,146,342.	179,791,762.	.050872
2012	7,442,105.	160,181,624.	.046460
2011	8,108,814.	161,163,441.	.050314
2010	6,822,769.	155,166,093.	.043971
2009	5,971,417.	117,657,952.	.050752

2 Total of line 1, column (d)	2 .242369
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 .048474
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4 193,550,629.
5 Multiply line 4 by line 3	5 9,382,173.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6 219,989.
7 Add lines 5 and 6	7 9,602,162.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8 9,799,880.

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	219,989.
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	219,989.
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	219,989.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	300,000.	
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	300,000.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	156.	
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	79,855.	
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax ☒ 79,855. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ MA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.ALDENTRUST.ORG</u>	13	X	
14	The books are in care of ► <u>JAMES E. COLLINS, TRUSTEE</u> Telephone no. ► <u>508-459-8000</u> Located at ► <u>370 MAIN STREET, WORCESTER, MA</u> ZIP+4 ► <u>01608-1714</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 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? 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 ►	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? If "Yes," list the years ► _____ , _____ , _____	☐ Yes	☒ No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____ , _____ , _____		
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.)	N/A	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

X

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

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WARNER S. FLETCHER 370 MAIN STREET WORCESTER, MA 01608	TRUSTEE 25.00	147,842.	0.	0.
JAMES E. COLLINS 370 MAIN STREET WORCESTER, MA 01608	TRUSTEE 20.00	147,842.	0.	0.
GAIL T. RANDALL 370 MAIN STREET WORCESTER, MA 01608	TRUSTEE 20.00	147,842.	0.	0.
DOUGLAS MEYSTRE 370 MAIN STREET WORCESTER, MA 01608	TRUSTEE 20.00	147,842.	0.	0.

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

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

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

0

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

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	180,625,907.
b	Average of monthly cash balances	1b	15,872,194.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	196,498,101.
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	196,498,101.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,947,472.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	193,550,629.
6	Minimum investment return. Enter 5% of line 5	6	9,677,531.

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	9,677,531.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	219,989.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	29,678.
c	Add lines 2a and 2b	2c	249,667.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	9,427,864.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	9,427,864.
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	9,427,864.

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	9,799,880.
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	9,799,880.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	219,989.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	9,579,891.

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				9,427,864.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009	167,275.			
b From 2010				
c From 2011	179,744.			
d From 2012				
e From 2013	538,466.			
f Total of lines 3a through e	885,485.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ 9,799,880.				
a Applied to 2013, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				9,427,864.
e Remaining amount distributed out of corpus	372,016.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,257,501.			
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 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0.
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)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	167,275.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	1,090,226.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011	179,744.			
c Excess from 2012				
d Excess from 2013	538,466.			
e Excess from 2014	372,016.			

N/A

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

☐ 4942(1)(3) or ☐ 4942(1)(5)

- 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).)

NONE

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

NONE

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

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

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

SEE STATEMENT 11

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

- c Any submission deadlines:**

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

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				
SEE ATTACHED LIST	N/A	EXEMPT	TO FURTHER EDUCATION	9,500,000.
Total			▶ 3a	9,500,000.
b Approved for future payment				
SEE ATTACHED LIST	N/A	EXEMPT	TO FURTHER EDUCATION	7,509,000.
Total			▶ 3b	7,509,000.

Form 990-PF (2014)

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.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**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.

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

☒ Yes ☐ No

Signature of officer or trustee

Date:

Title

TRUSTEE

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ self-employed

PTIN

PAUL F. GILLIGAN

LLC

Firm's address ► 95A TURNPIKE ROAD
WESTBOROUGH, MA 01581

Phone no. 508-983-6700

Form **990-PF** (2014)

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 FIDELITY	P	VARIOUS	12/31/14
b FIDELITY	P	VARIOUS	12/31/14
c FIDELITY	P	VARIOUS	12/31/14
d HIGHCLERE INTL INVESTORS	P	VARIOUS	12/31/14
e HIGHCLERE INTL INVESTORS	P	VARIOUS	12/31/14
f MONDRIAN INTL SMALL CAP EQUITY FUND	P	VARIOUS	12/31/14
g MONDRIAN INTL SMALL CAP EQUITY FUND	P	VARIOUS	12/31/14
h MONDRIAN EMERGING MARKETS SMALL CAP EQUITY FUND	P	VARIOUS	12/31/14
i MONDRIAN EMERGING MARKETS SMALL CAP EQUITY FUND	P	VARIOUS	12/31/14
j NATURAL RESOURCE PARTNERS LP	P	VARIOUS	12/31/14
k NATURAL RESOURCE PARTNERS LP	P	VARIOUS	12/31/14
l WATER ASSET MANAGEMENT	P	VARIOUS	12/31/14
m STATE STREET B&T CO. - WESTFIELD	P	VARIOUS	12/31/14
n STATE STREET B&T CO. - WESTFIELD	P	VARIOUS	12/31/14
o STATE STREET B&T CO. - WESTFIELD	P	VARIOUS	12/31/14

(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 607,968.		628,004.	-20,036.
b 57.		34.	23.
c 25,328,609.		12,967,288.	12,361,321.
d 256,746.			256,746.
e 850,749.			850,749.
f 146.			146.
g 8,438.			8,438.
h 20,427.			20,427.
i 69,785.			69,785.
j 632.			632.
k 53,939.			53,939.
l 80,468.			80,468.
m 7,322,760.		7,122,904.	199,856.
n 9,524,346.		6,557,808.	2,966,538.
o 2,095,346.		654,466.	1,440,880.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-20,036.
b			23.
c			12,361,321.
d			256,746.
e			850,749.
f			146.
g			8,438.
h			20,427.
i			69,785.
j			632.
k			53,939.
l			80,468.
m			199,856.
n			2,966,538.
o			1,440,880.

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

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

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	CAPITAL GAINS DIVIDENDS			
b				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	970,448.		970,448.
b			
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			970,448.
b			
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	19,260,360.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FIDELITY	3,753,868.	970,329.	2,783,539.	2,783,539.	
HIGHCLERE INC	254,062.	0.	254,062.	254,062.	
MONDRIAN EMERGING MARKETS	119,863.	0.	119,863.	119,863.	
MONDRIAN INTERNATIONAL	296,340.	0.	296,340.	296,340.	
NATURAL RESOURCE PARTNERS LP	2,800.	0.	2,800.	2,800.	
STATE STREET BANK & TRUST CO -					
WESTFIELD	331,838.	119.	331,719.	331,719.	
WATER ASSET MANAGEMENT	12,675.	0.	12,675.	12,675.	
TO PART I, LINE 4	4,771,446.	970,448.	3,800,998.	3,800,998.	

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
K-1 - NATURAL RESOURCE PTR	6,622.	6,622.	
OTHER INCOME - MONDRIAN INT	6,550.	6,550.	
OTHER INCOME - HIGHCLERE	58,679.	58,679.	
OTHER INCOME - MONDRIAN EM	15,092.	15,092.	
OTHER INCOME - WATER ASSET MGMT	7,430.	7,430.	
TOTAL TO FORM 990-PF, PART I, LINE 11	94,373.	94,373.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STOWE & DEGON	22,227.	22,227.		0.
TO FORM 990-PF, PG 1, LN 16B	22,227.	22,227.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT - HIGHCLERE	130,996.	130,996.		0.
INVESTMENT MANAGEMENT - MONDRIAN INT	82,460.	82,460.		0.
INVESTMENT MANAGEMENT - WESTFIELD	333,661.	333,661.		0.
INVESTMENT MANAGEMENT - FIDELITY	3,258.	3,258.		0.
TRANSACTION FEES - MONDRIAN EM	55,500.	55,500.		0.
INVESTMENT MANAGEMENT - MONDRIAN EM	48,574.	48,574.		0.
TO FORM 990-PF, PG 1, LN 16C	654,449.	654,449.		0.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX ON INVESTMENT INCOME	316,689.	0.		0.
FOREIGN TAXES W/H ON DIVIDENDS	134,509.	134,509.		0.
STATE TAXES	4,090.	4,090.		0.
TO FORM 990-PF, PG 1, LN 18	455,288.	138,599.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
DUES AND SUBSCRIPTIONS	6,618.	6,618.			0.
NATURAL RESOURCE PARTNERS - K-1 - CONTRIBUTIONS	78.	78.			0.
PRINTING	556.	556.			0.
MONDRIAN INTERNATIONAL - K-1 - OTHER DEDUCTIONS	3,080.	3,080.			0.
WATER ASSET MANAGEMENT K-1 - OTHER DEDUCTIONS	14,258.	14,258.			0.
MONDRIAN EM - K-1 - OTHER DEDUCTIONS	9,839.	9,839.			0.
TO FORM 990-PF, PG 1, LN 23	34,429.	34,429.			0.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES			STATEMENT	7
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DESCRIPTION	AMOUNT
DIFFERENCE - BOOK/TAX INVESTMENT INCOME	511,700.
DIFFERENCE - BOOK/TAX MONDRIAN INTERNATIONAL K-1	166,184.
DIFFERENCE - BOOK/TAX FOREIGN TAXES PAID	103,121.
DIFFERENCE - BOOK/TAX WATER ASSET MANAGEMENT K-1	44,391.
DIFFERENCE - BOOK/TAX MONDRIAN EM K-1	106,672.
TOTAL TO FORM 990-PF, PART III, LINE 3	932,068.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES			STATEMENT	8
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DESCRIPTION	AMOUNT
INCREASE IN GRANTS PAYABLE	2,616,000.
DIFFERENCE - BOOK/TAX NATURAL RESOURCE PARTNERS K-1	57,074.
DIFFERENCE - BOOK/TAX HIGHCLERE K-1	46,828.
TOTAL TO FORM 990-PF, PART III, LINE 5	2,719,902.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - CORPORATE STOCK	98,558,602.	142,674,157.
TOTAL TO FORM 990-PF, PART II, LINE 10B	98,558,602.	142,674,157.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - MONEY MARKET FUNDS	COST	965,879.	965,879.
ALTERNATIVE INVESTMENTS - EQUITY	COST	32,540,649.	32,404,008.
TOTAL TO FORM 990-PF, PART II, LINE 13		33,506,528.	33,369,887.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 11

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

TRUSTEES OF THE GEORGE I. ALDEN TRUST
C/O FLETCHER, TILTON & WHIPPLE - 370 MAIN STREET
WORCESTER, MA 01608

TELEPHONE NUMBER

NAME OF GRANT PROGRAM

508-798-8621

N/A

EMAIL ADDRESS

TRUSTEES@ALDENTRUST.ORG

FORM AND CONTENT OF APPLICATIONS

ANY LETTER FORM

ANY SUBMISSION DEADLINES

N/A

RESTRICTIONS AND LIMITATIONS ON AWARDS

N/A

The George I. Alden Trust
EIN: 04-6023784
2014 Grants Paid
January - December 2014

<u>Organization Name</u>	<u>Amount</u>
15-40 Connection	\$ 15,000.00
Abby's House	\$ 15,000 00
African Community Education	\$ 15,000.00
Albany College of Pharm. & Health Svcs	\$ 75,000.00
Alice Lloyd College	\$ 175,000.00
Alternatives Unlimited, Inc	\$ 15,000 00
Arthritis Foundation	\$ 15,000 00
Blackburn College	\$ 100,000.00
Bowdoin College	\$ 150,000.00
Boys and Girls Club of Worcester	\$ 10,400 00
Bucknell University	\$ 50,000.00
Canisius College	\$ 100,000.00
Carlow University	\$ 125,000.00
Center for Non Violent Solutions	\$ 15,000 00
Central Massachusetts Housing Alliance	\$ 15,000 00
Champlain College	\$ 150,000.00
Clark University	\$ 500,000 00
Colby College	\$ 140,000 00
Community Harvest Project, Inc	\$ 15,000.00
Connecticut College	\$ 175,000.00
Curry College	\$ 50,000.00
D'Youville College	\$ 100,000.00
Daemen College	\$ 125,000.00
Dean College	\$ 150,000.00
Dress for Success	\$ 15,000.00
Edward M. Kennedy Community Health Center	\$ 125,000.00
Elizabethtown College	\$ 180,000.00
Elm Park Center for Early Childhood Edu.	\$ 15,000 00
Elmira College	\$ 100,000.00
Emmanuel College	\$ 100,000.00
Fairfield University	\$ 75,000 00
Felician College	\$ 100,000 00
Friendly House, Inc	\$ 15,000.00
Greater Holyoke YMCA	\$ 100,000 00
Greater Worcester Community Foundation	\$ 150,000.00
Gwynedd Mercy University	\$ 75,000.00
Habitat for Humanity	\$ 15,000.00
Hanover Theatre for the Performing Arts	\$ 350,000 00
Hobart and William Smith College	\$ 150,000.00
Ivy Child International	\$ 15,000 00
Latin American Health Alliance	\$ 15,000 00
Lebanon Valley College	\$ 150,000 00
Literacy Volunteers of Greater Worcester	\$ 3,000 00
Main South Community Development Corp	\$ 30,000.00
Mass Humanity	\$ 15,000.00
Merrimack Valley YMCA	\$ 100,000 00
Misericordia University	\$ 140,000.00

Molloy College	\$	125,000.00
Mustard Seed	\$	15,000.00
Nazareth College	\$	160,000 00
Neumann University	\$	100,000.00
Niagara University	\$	100,000 00
Oak Hill Community Development Corp	\$	30,000.00
Pernet Family Health	\$	15,000 00
Pittsfield Family YMCA	\$	75,000.00
Pratt Institute	\$	124,000 00
Rainbow Child Development	\$	15,000 00
Regional Environmental Council	\$	15,000.00
Saint Anselm's College	\$	100,000.00
Saint John's High School	\$	250,000.00
Siena College	\$	75,000 00
Skyline Technical Fund	\$	25,000.00
St John Fisher College	\$	120,000 00
St Lawrence University	\$	160,000.00
St Mary's Junior Senior High School	\$	15,000 00
Stonehill College	\$	140,000.00
Straight Ahead Ministries	\$	15,000.00
Tenacity	\$	15,000 00
The Bridge	\$	15,000.00
The Williamson Free School	\$	230,000.00
Union College	\$	175,000 00
United Way of Central Massachusetts	\$	400,000.00
Ursinus College	\$	175,000 00
Wachusett Greenways	\$	15,000.00
Washington & Jefferson College	\$	200,000 00
Webster Square Day Care	\$	15,000.00
Wesleyan University	\$	150,000 00
Western New England University	\$	100,000.00
WICN	\$	15,000 00
Widener University	\$	150,000.00
Wilkes University	\$	50,000.00
Worcester Area Business Educational Found	\$	15,000 00
Worcester Common Ground	\$	15,000 00
Worcester Community Action Council	\$	25,000 00
Worcester Community Housing Resources	\$	15,000.00
Worcester Comprehensive Child Care Svs	\$	15,000.00
Worcester Cultural Condition	\$	15,000 00
Worcester Education Collaborative	\$	25,000 00
Worcester Edu Dev. Foundation	\$	107,000.00
Worcester Historical Museum	\$	500,000.00
Worcester Interfaith	\$	15,000.00
Worcester Public Library Foundation	\$	100,000.00
Worcester Regional Research Bureau	\$	35,000.00
Worcester Youth Center	\$	15,000 00
YMCA of Central Massachusetts	\$	765,600.00
YMCA of Greater Westfield	\$	130,000.00
Total Contributions Paid	\$	<u>4,328,400.00</u>