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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

Name of foundation
HENRY P KENDALL FOUNDATION

A Employer identification number
04-6029103

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

Room/suite

B Telephone number (see instructions)
(617) 951-2555

City or town, state or province, country, and ZIP or foreign postal code
BOSTON, MA 02110

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ 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 ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 96,820,803

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))*

	Line	Description	(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)	13,144,357			
	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	1,940,610	1,940,683		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	5,686,205			
	b	Gross sales price for all assets on line 6a 28,904,958				
	7	Capital gain net income (from Part IV, line 2)		5,614,493		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	27,540	27,336		
	12	**Total.** Add lines 1 through 11	20,798,712	7,582,512		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	307,661	0		307,661
	14	Other employee salaries and wages	181,195	0		181,195
	15	Pension plans, employee benefits	105,161	0		105,161
	16a	Legal fees (attach schedule)	35,359	9,805		25,554
	b	Accounting fees (attach schedule)	28,500	14,250		14,250
	c	Other professional fees (attach schedule)	182,816	122,681		60,135
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	65,500	0		500
	19	Depreciation (attach schedule) and depletion	6,750	0		
	20	Occupancy	92,059	0		92,059
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	175,074	78,115		98,777
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,180,075	224,851		885,292
	25	Contributions, gifts, grants paid	3,650,706			3,650,706
	26	**Total expenses and disbursements.** Add lines 24 and 25	4,830,781	224,851		4,535,998
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	15,967,931			
	b	**Net investment income** (if negative, enter -0-)		7,357,661		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

	Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing	224,521	405,138	405,138
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ 3,511,450			
		Less allowance for doubtful accounts ▶	40,273	3,511,450	3,511,450
	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) ▶ 126,875			
		Less allowance for doubtful accounts ▶ 0	125,000	126,875	126,875
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges		3,250	3,250
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	85,667,987	80,096,355	80,096,355
	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 ▶ 78,063			
		Less accumulated depreciation (attach schedule) ▶ 57,925	21,834	20,138	20,138
	15	Other assets (describe ▶)	13,240	12,657,597	12,657,597
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	86,092,855	96,820,803	96,820,803
Liabilities	17	Accounts payable and accrued expenses	999	1,459	
	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 ▶)	557,016	0	
	23	**Total liabilities** (add lines 17 through 22)	558,015	1,459	
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	85,534,840	96,819,344	
	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			
	30	**Total net assets or fund balances** (see instructions)	85,534,840	96,819,344	
	31	**Total liabilities and net assets/fund balances** (see instructions)	86,092,855	96,820,803	

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	85,534,840
2	Enter amount from Part I, line 27a	2	15,967,931
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	101,502,771
5	Decreases not included in line 2 (itemize) ▶	5	4,683,427
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	96,819,344

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 Additional Data Table			
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	See Additional Data Table			
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	See Additional Data Table			
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	5,614,493
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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	4,247,210	81,282,971	0 052252
2012	4,552,611	75,974,081	0 059923
2011	2,657,287	77,460,408	0 034305
2010	776,807	72,431,013	0 010725
2009	1,213,889	63,622,642	0 019080

2	**Total** of line 1, column (d).	2	0 176285
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 035257
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	85,696,224
5	Multiply line 4 by line 3.	5	3,021,392
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	73,577
7	Add lines 5 and 6.	7	3,094,969
8	Enter qualifying distributions from Part XII, line 4.	8	4,540,569

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	73,577
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	73,577
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	73,577
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	88,529		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	20,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	108,529
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	34,952
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 34,952 **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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶MA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

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

		Line	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		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶WWW KENDALL ORG

14 The books are in care of ▶JOHN MCCRAE Telephone no ▶(617) 951-2525

Located at ▶176 FEDERAL STREET BOSTON MA ZIP+4 ▶02110

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

		Line	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		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) 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.

		Line	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		No
	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 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 ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ **Yes** ☑ **No**			
b	If "Yes," did it have excess business holdings in 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		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 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**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
JOHN P KENDALL 176 FEDERAL STREET BOSTON, MA 02110	TRUSTEE 2 00	0	0	0
ANDREW W KENDALL 176 FEDERAL STREET BOSTON, MA 02110	TRUSTEE/EXECUTIVE DIRECTOR 40 00	307,661	45,579	0
PHOEBE S WINDER 176 FEDERAL STREET BOSTON, MA 02110	TRUSTEE 2 00	0	0	0
KENNETH F MEYERS 176 FEDERAL STREET BOSTON, MA 02110	TRUSTEE 2 00	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
COURTNEY J BOURNS 176 FEDERAL STREET BOSTON, MA 02110	SENIOR PROGRAM OFFIC 40 00	128,164	18,446	0

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
FIDUCIARY TRUST COMPANY 600 FIFTH AVENUE NEW YORK, NY 10020	INVESTMENT CUSTODIAL FEES	51,239
Total number of others receiving over $50,000 for professional services . . . . ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities		1a	85,086,429
b	Average of monthly cash balances		1b	506,694
c	Fair market value of all other assets (see instructions)		1c	1,408,120
d	**Total** (add lines 1a, b, and c)		1d	87,001,243
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	87,001,243
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	1,305,019
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	85,696,224
6	**Minimum investment return.** Enter 5% of line 5		6	4,284,811

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	4,284,811
2a	Tax on investment income for 2014 from Part VI, line 5	2a 73,577		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	73,577
3	Distributable amount before adjustments Subtract line 2c from line 1		3	4,211,234
4	Recoveries of amounts treated as qualifying distributions		4	0
5	Add lines 3 and 4		5	4,211,234
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	4,211,234

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	4,535,998
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	4,571
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	4,540,569
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	73,577
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	4,466,992

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					4,211,234
2 Undistributed income, if any, as of the end of 2014					
a Enter amount for 2013 only.				0	
b Total for prior years 20____, 20____, 20____			0		
3 Excess distributions carryover, if any, to 2014					
a From 2009.					
b From 2010.					
c From 2011.					
d From 2012.	561,910				
e From 2013.					
f Total of lines 3a through e.		561,910			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 4,540,569					
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.					4,211,234
e Remaining amount distributed out of corpus		329,335			
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		891,245			
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 instructions				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)		500,000			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .		0			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a		391,245			
10 Analysis of line 9					
a Excess from 2010. . . .					
b Excess from 2011. . . .					
c Excess from 2012. . . .	391,245				
d Excess from 2013. . . .					
e Excess from 2014. . . .					

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2014	**(b)** 2013	**(c)** 2012	**(d)** 2011	
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 organization had $5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number or email address of the person to whom applications should be addressed

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 Additional Data Table				
Total . . . . ▶ **3a**				3,650,706
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions)
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					
4 Dividends and interest from securities			14	1,940,610	
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			14	27,540	
8 Gain or (loss) from sales of assets other than inventory			18	5,686,205	
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)		0		7,654,355	0

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 7,654,355

(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)**		**No**
(2) Other assets.	**1a(2)**		**No**
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		**No**
(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		**No**
(3) Rental of facilities, equipment, or other assets.	**1b(3)**		**No**
(4) Reimbursement arrangements.	**1b(4)**		**No**
(5) Loans or loan guarantees.	**1b(5)**		**No**
(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		**No**
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		**No**

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

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

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

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

******	2015-11-16	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
MICHAEL L MEYERS		2015-11-13		P00176974

Firm's name ▶ DARMODY MERLINO & CO LLP — Firm's EIN ▶ 04-2273266

Firm's address ▶ 75 FEDERAL STREET BOSTON, MA 02110 — Phone no (617) 426-7300

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
DISPOSAL OF COMPUTER EQUIPMENT	P		2014-01-24
IVORY FLAGSHIP FUND, LP - K-1 SECTION 1256 GAINS - NET LONG TERM	P		2014-12-31
IVORY FLAGSHIP FUND, LP - K-1 SECTION 1256 GAINS - NET SHORT TERM	P		2014-12-31
IVORY FLAGSHIP FUND, LP - K-1 SECTION - NET SHORT TERM	P		2014-12-31
IVORY FLAGSHIP FUND, LP - K-1 SECTION - NET LONG TERM	P		2014-12-31
SIGULER GUFF II - K-1 SHORT TERM	P		2014-12-31
SIGULER GUFF II - K-1 LONG TERM	P		2014-12-31
SIGULER GUFF II - K-1 SECTION 1256 GAINS - NET SHORT TERM	P		2014-12-31
SIGULER GUFF II - K-1 SECTION 1256 GAINS - NET LONG TERM	P		2014-12-31
SIGULER GUFF III - K-1 SHORT TERM	P		2014-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
	903	903	0
		17,999	-17,999
		12,000	-12,000
193,292			193,292
24,262			24,262
		91	-91
		3,164	-3,164
64			64
95			95
1,161			1,161

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(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	
			0
			-17,999
			-12,000
			193,292
			24,262
			-91
			-3,164
			64
			95
			1,161

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
SIGULER GUFF III - K-1 LONG TERM	P		2014-12-31
SIGULER GUFF III - K-1 SECTION 1256 GAINS - NET SHORT TERM	P		2014-12-31
SIGULER GUFF III - K-1 SECTION 1256 GAINS - NET LONG TERM	P		2014-12-31
ALYDAR FUND, LP - K-1 SHORT TERM	P		2014-12-31
ALYDAR FUND, LP - K-1 LONG TERM	P		2014-12-31
ABERDEEN SMALL CO FUND - K-1 SHORT TERM	P		2014-12-31
ABERDEEN SMALL CO FUND - K-1 LONG TERM	P		2014-12-31
IR&M CORE BOND FUND II - K-1 SHORT TERM	P		2014-12-31
IR&M CORE BOND FUND II - K-1 LONG TERM	P		2014-12-31
POWERSHARES DB COMMODITY - K-1 SECTION 1256 GAINS - NET LONG TERM	P		2014-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
91,910			91,910
242			242
364			364
		34,389	-34,389
318,226			318,226
		6	-6
		66,606	-66,606
2,732			2,732
5,863			5,863
		8,188	-8,188

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(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	
			91,910
			242
			364
			-34,389
			318,226
			-6
			-66,606
			2,732
			5,863
			-8,188

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
POWERSHARES DB COMMODITY - K-1 SECTION 1256 GAINS - NET SHORT TERM	P		2014-12-31
POWERSHARES DB COMMODITY - K-1 - NET SHORT TERM	P		2014-12-31
POWERSHARES DB COMMODITY - K-1 SECTION 1256 GAINS - NET LONG TERM	P		2014-12-31
POWERSHARES DB COMMODITY - K-1 SECTION 1256 GAINS - NET SHORT TERM	P		2014-12-31
POWERSHARES DB COMMODITY - K-1 - NET LONG TERM	P		2014-12-31
SIGULER GUFF DISTRESSED OPPORTUNITIES FUND III LP - SECTION 1231 GAIN	P		2014-12-31
SIGULER GUFF DISTRESSED OPPORTUNITIES FUND II LP - SECTION 1231 GAIN	P		2014-12-31
PUBLICLY TRADED SECURITIES - FIDUCIARY TRUST - HOUSE ACCOUNT	P		2014-12-31
PUBLICLY TRADED SECURITIES - FIDUCIARY TRUST - HOUSE ACCOUNT	P		2014-12-31
PUBLICLY TRADED SECURITIES - FIDUCIARY TRUST - WINDHAVEN	P		2014-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
		5,458	-5,458
		184	-184
		34,470	-34,470
		23,255	-23,255
		157	-157
20			20
1			1
2,134,086		2,104,542	29,544
6,397,131		5,373,889	1,023,242
1,221,029		1,239,904	-18,875

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(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	
			-5,458
			-184
			-34,470
			-23,255
			-157
			20
			1
			29,544
			1,023,242
			-18,875

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
PUBLICLY TRADED SECURITIES - FIDUCIARY TRUST - WINDHAVEN	P		2014-12-31
PUBLICLY TRADED SECURITIES - FIDUCIARY TRUST - PIMCO SECTION	P		2014-12-31
PUBLICLY TRADED SECURITIES - FIDUCIARY TRUST - PIMCO SECTION	P		2014-12-31
PUBLICLY TRADED SECURITIES - FIDUCIARY TRUST - RAINIER SECTION	P		2014-12-31
PUBLICLY TRADED SECURITIES - FIDUCIARY TRUST - RAINIER SECTION	P		2014-12-31
REALIZED GAIN - VH REALTY	P		2014-12-31
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
463,855		392,111	71,744
367,758		367,498	260
12,468,668		11,802,743	665,925
36,879		35,203	1,676
3,758,086		1,768,608	1,989,478
7,637			7,637
1,411,597			1,411,597

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(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	
			71,744
			260
			665,925
			1,676
			1,989,478
			7,637
			1,411,597

Form 990PF Part XV Line 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*				
AMERICAN FARMLAND TRUST 1 SHORT STREET NORTHAMPTON, MA 01060	NO RELATIONSHIP	PC	TO SUPPORT THE NEW ENGLAND DIRECTOR IN THEIR LEADERSHIP ROLE IN BUILDING A MORE SUSTAINABLE AND JUST FOOD SYSTEM THROUGHOUT NEW ENGLAND AND TO CONDUCT OUTREACH AROUND THE PUBLICATION, NEW ENGLAND FOOD POLICY BUILDING A SUSTAINABLE FOOD SYSTEM	40,000
BOLTON WALKERS DBA JUST CAUSE WALK FOR BREAST CANCER PO BOX 132 BOLTON, MA 01740	NO RELATIONSHIP	PC	TO SUPPORT JUST 'CAUSE WALK FOR BREAST CANCER	10,000
BOSTON PUBLIC MARKET ASSOCIATION PO BOX 52385 BOSTON, MA 02205	NO RELATIONSHIP	PC	TO SUPPORT FUNDING REQUIREMENTS FOR THE MARKET'S GROUNDBREAKING AND OPENING	652,000
CISA 1 SUGARLOAF STREET SOUTH DEERFIELD, MA 01373	NO RELATIONSHIP	PC	TO BUILD GREATER LOCAL FOOD SYSTEMS AWARENESS AND ENGAGEMENT IN HAMPDEN COUNTY, MA	125,000
CITY OF BOSTON ONE CITY HALL ROOM 811 BOSTON, MA 02201	NO RELATIONSHIP	PC	TO SUPPORT RESEARCH TO UNDERSTAND BOSTON'S ROLE IN THE REGIONAL FOOD SYSTEM	75,000
CITY OF CHICOPEE 650 FRONT STREET CHICOPEE, MA 01013	NO RELATIONSHIP	PC	TO SUPPORT DEVELOPMENT AND IMPLEMENTATION OF A PLAN FOR INCREASING THE PURCHASE OF LOCALLY GROWN FOOD IN CHICOPEE PUBLIC SCHOOLS	59,000
CITYSEED INC 817 GRAND AVENUE NO 101 NEW HAVEN, CT 06511	NO RELATIONSHIP	PC	TO SUPPORT CREATION OF CITY OF NEW HAVEN FOOD SYSTEM DIRECTOR POSITION	8,686
CODMAN SQUARE HEALTH CENTER 637 WASHINGTON STREET DORCHESTER, MA 02124	NO RELATIONSHIP	PC	TO SUPPORT HEALTHY FOOD SERVICE PROGRAMS AT CODMAN ACADEMY CHARTER PUBLIC SCHOOL AND CODMAN ACADEMY	15,000
COMMUNITY FOUNDATION OF SOUTHEASTERN MASSACHUSETTS 30 CORNELL STREET NEW BEDFORD, MA 02740	NO RELATIONSHIP	PC	TO SUPPORT PLANNING FOR A CRAFT ABATTOIR AND MEAT PROCESSING FACILITY IN WESTPORT, MA	25,000
CONSERVATION LAW FOUNDATION 62 SUMMER STREET BOSTON, MA 02110	NO RELATIONSHIP	PC	TO SUPPORT PUBLIC EDUCATION AND OUTREACH FOR "NEW ENGLAND FOOD POLICY BUILDING A SUSTAINABLE FOOD SYSTEM" PUBLICATION	25,000
DORCHESTER BAY ECONOMIC DEVELOPMENT CORP 594 COLUMBIA ROAD DORCHESTER, MA 02125	NO RELATIONSHIP	PC	TO SUPPORT A CAPITAL CAMPAIGN FOR A SHARED-USE COMMERCIAL KITCHEN FACILITY	275,000
ECORI INC 111 HOPE STREET PROVIDENCE, RI 02906	NO RELATIONSHIP	PC	TO INCREASE ITS RESIDENTIAL COMPOST CUSTOMER BASE AND BRING AWARENESS TO THE ISSUE OF COMPOSTING AS AN INTEGRAL PART OF THE LOCAL FOOD SYSTEM IN SOUTHERN NEW ENGLAND	20,000
FARM FRESH RHODE ISLAND 1005 MAIN ST 1220 PAWTUCKET, RI 02860	NO RELATIONSHIP	PC	FOR GENERAL OPERATING SUPPORT TO CONTINUE CONNECTING LOCAL GROWERS TO NEW MARKETS AND STRENGTHENING RHODE ISLAND'S FOOD SYSTEM AND LOCAL ECONOMY	40,000
FRANKLIN COUNTY COMMUNITY DEV CORP 324 WELLS ST GREENFIELD, MA 01301	NO RELATIONSHIP	PC	TO SUPPORT THE DEVELOPMENT AND IMPLEMENTATION OF FARM TO INSTITUTION NEW ENGLAND'S THREE-YEAR STRATEGIC PLAN, AND FOR GENERAL OPERATING SUPPORT FOR A FOOD BUSINESS DEVELOPMENT SPECIALIST	102,000
FRIENDS OF SOUTH GEORGIA ISLAND 25 DAKOTA MEADOWS DRIVE CARBONDALE, CO 81623	NO RELATIONSHIP	PC	TO SUPPORT HABITAT RESTORATION	50,000
Total . . . . ▶ **3a**				3,650,706

Form 990PF Part XV Line 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*				
GROW SMART RHODE ISLAND 235 PROMENADE ST SUITE 550 PROVIDENCE, RI 02908	NO RELATIONSHIP	PC	TO CONTINUE THEIR WORK TO INCREASE THE ECONOMIC VITALITY OF RHODE ISLAND AGRICULTURE AND STRENGTHEN RHODE ISLAND'S FOOD SYSTEM	40,000
HAMPSHIRE COLLEGE 893 WEST ST AMHERST, MA 01002	NO RELATIONSHIP	PC	TO SUPPORT THE 100% LOCAL FOOD CHALLENGE	200,000
HARTFOOD FOOD SYSTEM INC 86 PARK STREET 2ND FLOOR HARTFORD, CT 06106	NO RELATIONSHIP	PC	TO SUPPORT THE GROWTH AND DEVELOPMENT OF THE CT FOOD SYSTEM ALLIANCE, A STATE-WIDE NETWORK OF DIVERSE STAKEHOLDERS COMMITTED TO ADVANCING A SUSTAINABLE FOOD SYSTEM IN CONNECTICUT, AND FOR CONTINUED SUPPORT OF THE POLICY ANALYST POSITION TO STRENGTHEN HFS'S RELATIONSHIP WITH THE CITY OF HARTFORD ADVISORY COMMISSION ON FOOD POLICY	62,000
HEALTH CARE WITHOUT HARM 12355 SUNRISE VALLEY DR RESTON, VA 20191	NO RELATIONSHIP	PC	TO CONTINUE THEIR WORK IN AGGREGATING THE DEMAND AND COLLECTIVE VOICE OF THE HEALTHCARE SECTOR TO PROPEL THE DEVELOPMENT OF A HEALTHY, SUSTAINABLE, AND TRANSPARENT FOOD SYSTEM IN NEW ENGLAND	60,000
HEALTH RESOURCES IN ACTION 95 BERKELEY STREET BOSTON, MA 02116	NO RELATIONSHIP	PC	TO SUPPORT THE WORK OF THE MASSACHUSETTS CONVERGENCE PARTNERSHIP AS IT BEGINS TO IMPLEMENT A TWO-YEAR STRATEGIC PLAN TO PROMOTE EQUITABLE ACCESS TO HEALTHY FOODS	10,000
INNOVATION NETWORK FOR COMMUNITIES PO BOX 397 BEAVER ISLAND, MI 49782	NO RELATIONSHIP	PC	TO SUPPORT THE OPERATIONS OF THE BOSTON GREEN RIBBON COMMISSION	25,000
JUST FOOD INC 1155 AVENUE OF THE AMERICAS 3RD FLOOR NEW YORK, NY 10036	NO RELATIONSHIP	PC	TO SUPPORT DEVELOPMENT OF COMMUNICATIONS TOOLS AND CAPACITY	114,000
MAINE ASSOCIATION OF NONPROFITS 565 CONGRESS ST SUITE 301 PORTLAND, ME 04101	NO RELATIONSHIP	PC	TO SUPPORT THE SUSTAINABLE FOOD SYSTEMS LEADERSHIP INSTITUTE	45,000
MOUNT GRACE LAND CONSERVATION TRUST 1461 OLD KEENE ROAD ATHOL, MA 01331	NO RELATIONSHIP	PC	TO INCREASE THE CAPACITY FOR THEIR FARM CONSERVATION PROGRAM, SUPPORT WORK COLLABORATIVELY WITH THE WESTERN MA FOOD PROCESSING CENTER, AND HELP OTHER LAND TRUSTS IN MA AND THROUGHOUT NEW ENGLAND ENGAGE IN FOOD SYSTEMS WORK	50,000
NORTHWEST ATLANTIC MARINE ALLIANCE PO BOX 7066 30 LEVERETT STREET GLOUCESTER, MA 01930	NO RELATIONSHIP	PC	TO CONTINUE THEIR WORK WITH KEY REGIONAL NETWORKS THAT ARE ENVISIONING A WAY FOR NEW ENGLANDERS TO FEED THEMSELVES MOSTLY LOCALLY CAUGHT, RAISED AND GROWN FOOD WHILE ALSO ADDRESSING RACIAL INEQUITY AND FOOD INJUSTICE IN THE FOOD SYSTEM	25,000
PARTNERS FOR A HEALTHIER COMMUNITY INC PO BOX 4895 SPRINGFIELD, MA 01101	NO RELATIONSHIP	PC	TO CONTINUE SUPPORT OF THE SPRINGFIELD FOOD POLICY COUNCIL AND CAPITALIZE ON OPPORTUNITIES FOR ADVANCING WORK ON URBAN AGRICULTURE, INSTITUTIONAL FOOD PROCUREMENT PRACTICES, AND EXPANDING A BUY-LOCAL CAMPAIGN IN SPRINGFIELD	260,000
PROJECT BREAD 145 BORDER STREET EAST BOSTON, MA 02128	NO RELATIONSHIP	PC	TO SUPPORT A STRATEGIC PLANNING PROCESS FOR MASSACHUSETTS FARM TO SCHOOL	50,000
PROJECT HIP-HOP INC 2181 WASHINGTON STREET SUITE 315 ROXBURY, MA 02119	NO RELATIONSHIP	PC	TO SUPPORT A TWO-DAY RETREAT FOR YOUTH IN THE WHITE MOUNTAINS	3,000
RED TOMATO 1033 TURNPIKE STREET CANTON, MA 02021	NO RELATIONSHIP	PC	GENERAL OPERATING AND STRATEGIC PLANNING SUPPORT	100,000
RHODE ISLAND ASSOCIATION OF CONSERVATION DISTRICT 2283 HARTFORD AVENUE JOHNSTON, RI 02919	NO RELATIONSHIP	PC	FOR GENERAL OPERATING AND MARKET STRATEGY SUPPORT FOR THE RI AGRICULTURE PARTNERSHIP TO CONTINUE FACILITATING THE EVOLUTION OF SYSTEMS THAT ENABLE DEVELOPMENT OF AGRICULTURE AND FOOD SYSTEMS IN THE STATE	51,435
Total . . . . ▶ **3a**				3,650,706

Form 990PF Part XV Line 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*				
SMITH COLLEGE 10 ELM STREET NORTHAMPTON, MA 01063	NO RELATIONSHIP	PC	TO SUPPORT DEVELOPMENT OF A SUSTAINABLE FOOD PROGRAM	83,410
SOUTHSIDE COMMUNITY LAND TRUST 109 SOMERSET STREET PROVIDENCE, RI 02907	NO RELATIONSHIP	PC	FOR GENERAL OPERATING SUPPORT TO CONTINUE PROVIDING ACCESS TO LAND, EDUCATION AND OTHER RESOURCES SO PEOPLE IN GREATER PROVIDENCE CAN GROW FOOD IN SAFE AND SUSTAINABLE WAYS	40,000
THIRD SECTOR NEW ENGLAND 89 SOUTH STREET 700 BOSTON, MA 02111	NO RELATIONSHIP	PC	TO SUPPORT THE REAL FOOD CHALLENGE IN EXPANDING THEIR WORK IN INCREASING LOCAL, ECOLOGICALLY SOUND, FAIR AND HUMANE FOOD, I E "REAL FOOD", AT THE NEW ENGLAND COLLEGES AND UNIVERSITIES, AND TO SUPPORT THE RI FOOD POLICY COUNCIL'S WORK GROUPS NETWORK AND THE LOCAL AGRICULTURAL AND SEAFOOD ACT GRANT FUND	185,000
UNIVERSITY OF MAINE SYSTEM PO BOX 9300 PORTLAND, ME 04104	NO RELATIONSHIP	PC	TO SUPPORT PHASE TWO OF MAINE FOOD STRATEGY INITIATIVE	40,000
UNIVERSITY OF MASSACHUSETTS FOUNDATION 225 FRANKLIN STREET BOSTON, MA 02110	NO RELATIONSHIP	PC	TO SUPPORT TRANSFORMATION OF FOOD SERVICE PROGRAM	285,000
UNIVERSITY OF NEW HAMPSHIRE FOUNDATION 131 MAIN STREET DURHAM, NH 03824	NO RELATIONSHIP	PC	GENERAL OPERATING SUPPORT, CONFERENCE SCHOLARSHIPS AND PROGRAM SUPPORT FOR FOOD SOLUTIONS NEW ENGLAND AND THE NH FOOD ALLIANCE	220,175
VERMONT SUSTAINABLE JOBS FUND 3 PITKIN COURT SUITE 301E MONTPELIER, VT 05602	NO RELATIONSHIP	PC	TO SUPPORT THE VERMONT FARM TO PLATE NETWORK'S WORK GROUP AND VERMONT SUSTAINABLE JOBS FUND	75,000
WEST ELMWOOD HOUSING DEVELOPMENT CORP 224 DEXTER STREET PROVIDENCE, RI 02907	NO RELATIONSHIP	PC	TO SUPPORT DEVELOPMENT OF A FOOD CO-OP PROJECT, URBAN GREENS FOOD CO-OP	45,000
YMCA OF GREATER BOSTON 316 HUNTINGTON AVE BOSTON, MA 02115	NO RELATIONSHIP	PC	TO SUPPORT THE LAUNCH OF THE COMMUNITY/TEACHING KITCHEN PROGRAM	60,000
Total . . . . ▶ **3a**				3,650,706

TY 2014 Accounting Fees Schedule

Name: HENRY P KENDALL FOUNDATION

EIN: 04-6029103

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	28,500	14,250		14,250

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2014 Depreciation Schedule

Name: HENRY P KENDALL FOUNDATION

EIN: 04-6029103

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER EQUIPMENT 2003 - 2008	2006-12-31	3,343	3,343	200DB	5 000000000000	0	0		
COMPUTER EQUIPMENT - 2010	2010-12-31	27,094	24,834	200DB	5 000000000000	1,507	0		
COMPUTER EQUIPMENT - 2011	2011-12-31	8,009	5,369	200DB	5 000000000000	1,055	0		
LEASEHOLD IMPROVEMENTS	2003-06-01	21,795	5,915	SL	39 000000000000	559	0		
FURNITURE & FIXTURES	2002-07-01	6,740	6,740	200DB	7 000000000000	0	0		
FURNITURE & FIXTURES	2006-05-02	2,572	2,572	200DB	7 000000000000	0	0		
FURNITURE & FIXTURES	2008-08-15	2,216	1,919	200DB	7 000000000000	198	0		
COMPUTER EQUIPMENT - 2011	2011-12-31	903	594	200DB	5 000000000000	15	0		
COMPUTER EQUIPMENT - 2013	2013-11-22	947	24	200DB	5 000000000000	180	0		
COMPUTER EQUIPMENT - 2014	2014-05-15	2,855	1,428	200DB	5 000000000000	285	0		
COMPUTER EQUIPMENT - 2014	2014-12-01	1,716	858	200DB	5 000000000000	171	0		
COMPUTER EQUIPMENT - 2014	2014-01-24	776	388	200DB	5 000000000000	106	0		

TY 2014 Investments Corporate Stock Schedule

Name: HENRY P KENDALL FOUNDATION

EIN: 04-6029103

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SECURITIES, FIXED INCOME & MUTUAL FUNDS	80,096,355	80,096,355

TY 2014 Land, Etc. Schedule

Name: HENRY P KENDALL FOUNDATION

EIN: 04-6029103

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTER EQUIPMENT 2003 - 2008	3,343	3,343	0	
COMPUTER EQUIPMENT - 2010	27,094	26,341	753	
COMPUTER EQUIPMENT - 2011	8,009	6,424	1,585	
LEASEHOLD IMPROVEMENTS	21,795	6,474	15,321	
FURNITURE & FIXTURES	6,740	6,740	0	
FURNITURE & FIXTURES	2,572	2,572	0	
FURNITURE & FIXTURES	2,216	2,117	99	
COMPUTER EQUIPMENT - 2013	947	678	269	
COMPUTER EQUIPMENT - 2014	2,855	1,713	1,142	
COMPUTER EQUIPMENT - 2014	1,716	1,029	687	
COMPUTER EQUIPMENT - 2014	776	494	282	

TY 2014 Legal Fees Schedule

Name: HENRY P KENDALL FOUNDATION

EIN: 04-6029103

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	35,359	9,805		25,554

TY 2014 Other Assets Schedule

Name: HENRY P KENDALL FOUNDATION

EIN: 04-6029103

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
SECURITY DEPOSITS	13,240	13,240	13,240
COIN COLLECTION	0	12,644,357	12,644,357

TY 2014 Other Decreases Schedule

Name: HENRY P KENDALL FOUNDATION

EIN: 04-6029103

Description	Amount
NET UNREALIZED GAIN ON INVESTMENTS AND LIMITED PARTNERSHIPS	4,652,541
OTHER DIFFERENCES AS REPORTED ON K-1 PASS-THROUGH ENTITIES	30,886

TY 2014 Other Expenses Schedule

Name: HENRY P KENDALL FOUNDATION

EIN: 04-6029103

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
COMPUTER EXPENSE	17,673	0		17,673
OFFICE EXPENSE	6,727	0		6,727
POSTAGE & DELIVERY	361	0		361
PROGRAM EXPENSES	56,509	0		56,509
TELEPHONE & INTERNET	16,638	0		16,638
SHARON PROPERTY COSTS	869	0		869
DEDUCTIONS FROM ALYDAR K-1	7,059	7,059		0
DEDUCTIONS FROM IVORY K-1	18,665	18,665		0
DEDUCTIONS FROM SIGULER GUFF II K-1	15,687	15,687		0
DEDUCTIONS FROM SIGULER GUFF III K-1	21,551	21,551		0
DEDUCTIONS FROM POWERSHARES DB COMMODITY INDEX TRACKING FUND K-1	0	416		0
DEDUCTIONS FROM POWERSHARES DB COMMODITY INDEX TRACKING FUND K-1	0	1,402		0
DEDUCTIONS FROM ABERDEEN EMERGING MARKETS SMALL COMPANY K-1	1,082	1,082		0
DEDUCTIONS FROM IR&M CORE BOND FUND II K-1	1,253	1,253		0
DEDUCTIONS FROM CRESCENT DIRECT LENDING FUND K-1	11,000	11,000		0

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TY 2014 Other Income Schedule

Name: HENRY P KENDALL FOUNDATION

EIN: 04-6029103

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ALYDAR FUND L P - K-1	-14,004	-14,004	-14,004
IVORY - K-1	-39,991	-39,991	-39,991
SIGULER GUFF DISTRESSED OPPORTUNITIES FUND II, LP - K-1	8,160	8,160	8,160
SIGULER GUFF DISTRESSED OPPORTUNITIES FUND III, LP - K-1	46,344	46,344	46,344
CRESCENT DIRECT LENDING FUND, LP - K-1	-10	-10	-10
ENTERPRISE PRODUCTS PARTNERS L P - K-1	0	-204	0
ABERDEEN SMALLER COMPANY FUND	22,567	22,567	22,567
MISCELLANEOUS INCOME	4,474	4,474	4,474

TY 2014 Other Liabilities Schedule

Name: HENRY P KENDALL FOUNDATION

EIN: 04-6029103

Description	Beginning of Year - Book Value	End of Year - Book Value
INVESTMENT - PARTNERSHIP - PURCHASE PAYABLE	557,016	0

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2014 Other Notes/Loans Receivable Long Schedule

Name: HENRY P KENDALL FOUNDATION

EIN: 04-6029103

Borrower's Name	Relationship to Insider	Original Amount of Loan	Balance Due	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Security Provided by Borrower	Purpose of Loan	Description of Lender Consideration	Consideration FMV
FAIR FOOD FUND	NONE	125,000	126,875	2013-11	2020-11	LUMP SUM, INCLUDING ACCRUED INTEREST	150 0000000000 %		PROGRAM-RELATED INVESTMENT	CASH	125,000

TY 2014 Other Professional Fees Schedule

Name: HENRY P KENDALL FOUNDATION

EIN: 04-6029103

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ALLOCABLE CONSULTING FEES	89,531	34,735		54,796
INVESTMENT MANAGEMENT FEES	36,707	36,707		0
CUSTODIAN FEES	51,239	51,239		0
CURATORIAL EXPENSE	4,000	0		4,000
PROFESSIONAL DEVELOPMENT	1,339	0		1,339

TY 2014 Taxes Schedule

Name: HENRY P KENDALL FOUNDATION

EIN: 04-6029103

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MASSACHUSETTS ANNUAL REPORT - FORM PC	500	0		500
FEDERAL EXCISE TAX ON NET INVESTMENT INCOME	65,000	0		0

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 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	**Employer identification number**
HENRY P KENDALL FOUNDATION	04-6029103

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 other 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 for 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 990PF, 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
HENRY P KENDALL FOUNDATION

Employer identification number
04-6029103

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	BARR FOUNDATION THE PILOT HOUSE LEWIS WHARF BOSTON, MA 02110	$ 500,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	JOHN P KENDALL 176 FEDERAL STREET BOSTON, MA 02110	$ 12,644,357	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
HENRY P KENDALL FOUNDATION

Employer identification number
04-6029103

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
2	NUMISMATIC ITEMS (COIN COLLECTION)	$ 12,644,357	2014-07-10

(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	Employer identification number
HENRY P KENDALL FOUNDATION	04-6029103

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