Extended to November 16, 2015

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

Name of foundation
Amelia Peabody Foundation
c/o Margaret N. St. Clair

A Employer identification number
04-6036558

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
1 Hollis Street

B Telephone number
781-237-6468

City or town, state or province, country, and ZIP or foreign postal code
Wellesley, MA 02482

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 176,008,993.

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	2,002,946.	2,002,946.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	8,206,612.			
	b Gross sales price for all assets on line 6a 67,582,512.				
	7 Capital gain net income (from Part IV, line 2)		8,206,612.		
	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	3,897,531.	4,294,516.		Statement 1
	12 **Total.** Add lines 1 through 11	14,107,089.	14,504,074.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	622,667.	442,597.		180,070.
	14 Other employee salaries and wages	620,491.	211,122.		409,369.
	15 Pension plans, employee benefits	666,050.	344,181.		321,869.
	16a Legal fees Stmt 2	8,815.	8,182.		633.
	b Accounting fees Stmt 3	42,350.	21,175.		21,175.
	c Other professional fees Stmt 4	556,318.	461,155.		95,163.
	17 Interest				
	18 Taxes Stmt 5	159,552.	40,279.		29,273.
	19 Depreciation and depletion				
	20 Occupancy	57,644.	36,085.		21,559.
	21 Travel, conferences, and meetings				
	22 Printing and publications	44,557.	32,749.		11,808.
	23 Other expenses Stmt 6	82,049.	47,083.		34,966.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	2,860,493.	1,644,608.		1,125,885.
	25 Contributions, gifts, grants paid	7,659,087.			7,659,087.
	26 **Total expenses and disbursements.** Add lines 24 and 25	10,519,580.	1,644,608.		8,784,972.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	3,587,509.			
	b **Net investment income** (if negative, enter -0-)		12,859,466.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	3,861,371.	6,440,023.	6,440,023.
	3 Accounts receivable ▶ 926,213.			
	Less: allowance for doubtful accounts ▶	1,293,463.	926,213.	926,213.
	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 7	149,630,657.	150,033,268.	168,642,757.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	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)	154,785,491.	157,399,504.	176,008,993.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ Statement 8)	1,762,539.	735,310.	
	23 **Total liabilities** (add lines 17 through 22)	1,762,539.	735,310.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	153,022,952.	156,664,194.	
	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**	153,022,952.	156,664,194.	
	31 **Total liabilities and net assets/fund balances**	154,785,491.	157,399,504.	

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	153,022,952.
2	Enter amount from Part I, line 27a	2	3,587,509.
3	Other increases not included in line 2 (itemize) ▶ Net Post Retirement	3	53,733.
4	Add lines 1, 2, and 3	4	156,664,194.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	156,664,194.

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		P		
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	67,582,512.		59,375,900.	8,206,612.
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				8,206,612.
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	8,206,612.
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	8,244,678.	165,702,181.	.049756
2012	7,580,437.	155,665,244.	.048697
2011	7,996,258.	161,099,199.	.049636
2010	7,598,495.	152,619,384.	.049787
2009	6,410,399.	139,605,010.	.045918

2	Total of line 1, column (d)	2	.243794
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	.048759
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	175,898,709.
5	Multiply line 4 by line 3	5	8,576,645.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	128,595.
7	Add lines 5 and 6	7	8,705,240.
8	Enter qualifying distributions from Part XII, line 4	8	8,784,972.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b			1	128,595.
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	128,595.
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	128,595.
6	Credits/Payments:				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	85,000.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	65,000.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	150,000.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	330.
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	21,075.
11	Enter the amount of line 10 to be: **Credited to 2015 estimated tax** ▶ 21,075. **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		X
b	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.*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

		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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ ameliapeabody.org

14 The books are in care of ▶ State Street Corporation Telephone no. ▶ 617-742-9100
Located at ▶ 200 Newport Ave, North Quincy, MA ZIP+4 ▶ 02171

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

		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		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ▶			

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

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

		Answer	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		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______ , ______ , ______ , ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	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.)*		3b		X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?		4b		X

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

5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	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
See Statement 9		622,667.	307,585.	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
Thomas St. Clair 1 Hollis Street, Wellesley, MA 02482	Grant Making Program Director 40.00	158,292.	128,957.	0.
Alex Eisenzopf 1 Hollis Street, Wellesley, MA 02482	Grant Making Program Director 40.00	158,291.	105,361.	0.
William Richards 1 Hollis Street, Wellesley, MA 02482	Investment Program Director 40.00	171,359.	44,167.	0.
Joanne Smith 1 Hollis Street, Wellesley, MA 02482	Assistant Director 40.00	132,551.	78,418.	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. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
Prime Buchholz & Assoc - 10 Post Office Sq. N Tower 580, Boston, MA 02109	Investment Advice	100,000.
Wellington Trust Company 280 Congress St., Boston, MA 02110	Management Fees	90,447.
State Street Bank - 200 Newport Ave 7th Floor, North Quincy, MA 02171	Custodial Fees	83,847.
CBIZ Tofias 500 Boylston Street, Fl 4, Boston, MA 02116	Auditing	77,500.

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.

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	172,827,054.
b	Average of monthly cash balances			1b	5,750,316.
c	Fair market value of all other assets			1c	0.
d	**Total** (add lines 1a, b, and c)			1d	178,577,370.
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	178,577,370.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	2,678,661.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	175,898,709.
6	**Minimum investment return.** Enter 5% of line 5			6	8,794,935.

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	8,794,935.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	128,595.		
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	128,595.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	8,666,340.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	8,666,340.
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	8,666,340.

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	8,784,972.
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	8,784,972.
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	128,595.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	8,656,377.

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				8,666,340.
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				
b From 2010				
c From 2011				
d From 2012				
e From 2013 153,634.				
f **Total** of lines 3a through e	153,634.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 8,784,972.				
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				8,666,340.
e Remaining amount distributed out of corpus	118,632.			
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	272,266.			
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	0.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	272,266.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013 153,634.				
e Excess from 2014 118,632.				

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

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

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

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

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:

Margaret N. St. Clair, 781-237-6468, PStClair@ameliapeabody.org
1 Hollis Street, Wellesley, MA 02482

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

Application and other requirements on web page ameliapeabody.org

c Any submission deadlines:

Quarterly on web page ameliapeabody.org

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

Qualifying organizations that operate in Massachusetts

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 schedule 1 Hollis Street Wellesley, MA 02482	See attached schedule	See attached schedule	See attached schedule	7,659,087.
Total			▶ 3a	7,659,087.
b Approved for future payment				
See attached schedule 1 Hollis Street Wellesley, MA 02482	See attached schedule	See attached schedule	See attached schedule	2,972,000.
Total			▶ 3b	2,972,000.

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	2,002,946.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	8,206,612.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a Income-Limited Partners		-396,985.	14	4,293,150.	
b Other- Litigation					
c Settlement			14	1,366.	
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		-396,985.		14,504,074.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 14,107,089.

(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).
11b	Any distributions or earnings on limited partnerships are used to accomplish its exempt purpose.

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

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

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

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

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.

Margaret N. St. Clair 11/16/15 ▶ Executive Director

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
Heidi E. MacLean	Heidi E. MacLean	11/16/15		P00840184
Firm's name ▶ Tonneson & Company, Inc.			Firm's EIN ▶ 04-2943536	
Firm's address ▶ 401 Edgewater Place, Suite 300 Wakefield, MA 01880-6208			Phone no. (781)245-9999	

Form 990-PF | Other Income | Statement 1

Description	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Income-Limited Partners	3,896,165.	0.	
Other- Litigation Settlement	1,366.	0.	
Total to Form 990-PF, Part I, line 11	3,897,531.	0.	

Form 990-PF | Legal Fees | Statement 2

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal	8,815.	8,182.		633.
To Fm 990-PF, Pg 1, ln 16a	8,815.	8,182.		633.

Form 990-PF | Accounting Fees | Statement 3

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting	42,350.	21,175.		21,175.
To Form 990-PF, Pg 1, ln 16b	42,350.	21,175.		21,175.

Form 990-PF | Other Professional Fees | Statement 4

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Auditing fees	77,500.	38,750.		38,750.
Consulting fees	59,732.	24,281.		35,451.
Custodial fees	83,847.	62,885.		20,962.
Management fees	198,239.	198,239.		0.
Investment advisory fees	137,000.	137,000.		0.
To Form 990-PF, Pg 1, ln 16c	556,318.	461,155.		95,163.

Form 990-PF | Taxes | Statement 5

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Payroll taxes	61,971.	32,698.		29,273.
Foreign Excise Tax	7,581.	7,581.		0.
Excise Taxes	90,000.	0.		0.
To Form 990-PF, Pg 1, ln 18	159,552.	40,279.		29,273.

Form 990-PF | Other Expenses | Statement 6

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Insurance	23,010.	10,631.		12,379.
Office	59,039.	36,452.		22,587.
To Form 990-PF, Pg 1, ln 23	82,049.	47,083.		34,966.

Form 990-PF | Corporate Stock | Statement 7

Description	Book Value	Fair Market Value
Corp Stock Investment	150,033,268.	168,642,757.
Total to Form 990-PF, Part II, line 10b	150,033,268.	168,642,757.

Form 990-PF | Other Liabilities | Statement 8

Description	BOY Amount	EOY Amount
Option & Future Commitments	1,221,747.	248,251.
Net Post Retirement Liability	540,792.	487,059.
Total to Form 990-PF, Part II, line 22	1,762,539.	735,310.

Form 990-PF Part VIII - List of Officers, Directors Trustees and Foundation Managers Statement 9

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
Margaret St. Clair 1 Hollis Street Wellesley, MA 02482	Executive Director 45.00	280,140.	77,115.	0.
Bayard Waring 1 Hollis Street Wellesley, MA 02482	Trustee 6.00	20,000.	11,000.	0.
Phillip Waring 1 Hollis Street Wellesley, MA 02482	Trustee 6.00	20,000.	11,000.	0.
Deborah Carlson 1 Hollis Street Wellesley, MA 02482	Trustee 6.00	20,000.	0.	0.
John Dineen 1 Hollis Street Wellesley, MA 02482	Trustee 6.00	20,000.	0.	0.
Joseph Kelly 1 Hollis Street Wellesley, MA 02482	Chief Investment Officer 45.00	262,527.	208,470.	0.
Totals included on 990-PF, Page 6, Part VIII		622,667.	307,585.	0.

General Explanation Statement 10

PDF attachments not allowed by tax software for electronic filing

AMELIA PEABODY FOUNDATION
Tax ID: 04-6036558

		All conditioned upon evaluation and approval of grant compliance to date				
Schedule Date	**Grantee Legal Name**	**Grantee Address**	**Mark if Recipient is an Individual**	**Foundation Status of Recipient**	**Purpose of Grant**	**Amount**
3/19/2015	Foster and Adoption Mentoring and Enrichment Inc. d/b/a AFC Mentoring	727 Atlantic Avenue 3rd Floor Boston, MA 02111		PC	general operations	$10,000.00
3/19/2015	African Community Education Program	24 Chatham Street Worcester, MA 01609		PC	Summer Reading and Workforce Development Program	$15,000.00
12/1/2015	African Community Education Program	24 Chatham Street Worcester, MA 01609		PC	Summer Reading and Workforce Development Program	$7,500.00
12/1/2015	Alma Del Mar Foundation Inc. f/b/o Alma del Mar Charter School	26 Madeira Ave New Bedford, MA 02746		PC	construction of a new building, over two years	$225,000.00
1/1/2016	Alma Del Mar Foundation Inc. f/b/o Alma del Mar Charter School	26 Madeira Ave New Bedford, MA 02746		PC	construction of a new building, over two years	$25,000.00
1/1/2017	Alma Del Mar Foundation Inc. f/b/o Alma del Mar Charter School	26 Madeira Ave New Bedford, MA 02746		PC	construction of a new building, over two years	$25,000.00
3/20/2015	The BART Foundation Inc	One Commercial Place PO Box 267 Adams, MA 01220		PC	capital expansion and renovation, over three years	$40,000.00
3/20/2016	The BART Foundation Inc	One Commercial Place PO Box 267 Adams, MA 01220		PC	capital expansion and renovation, over three years	$60,000.00

3/19/2015	Big Brothers Big Sisters of Central Mass Metrowest	484 Main Street, Suite 360 Worcester, MA 01608		PC	programming in the Great Brook Valley area of Worcester	$30,000.00
12/1/2015	Big Brothers Big Sisters of Central Mass Metrowest	484 Main Street, Suite 360 Worcester, MA 01608		PC	programming in the Great Brook Valley area of Worcester	$20,000.00
3/1/2015	Big Sister Association of Greater Boston	161 Massachusetts Avenue Boston, MA 02115-3050		PC	programming on the North Shore, particularly Lynn, Everett and Chelsea	$10,000.00
3/15/2015	Boston Debate League Incorporated	225 Friend Street, Suite 401 Boston, MA 02114		PC	After School Debate League in the Boston Public Schools	$50,000.00
6/1/2015	Chicopee Boys and Girls Club, Inc	580 Meadow Street Chicopee, MA 01013		PC	renovation of the game room and administrative offices	$40,000.00
3/15/2015	Boys & Girls Club of Greater Holyoke, Inc.	PO Box 6256 Holyoke, MA 01041		PC	programming in the four satellite sites in the Holyoke Housing	$20,000.00
3/1/2015	Boys and Girls Club of Worcester	65 Tainter Street Worcester, MA 01610-2520		PC	Foundation for the Future campaign	$50,000.00
1/1/2015	Boys & Girls Clubs of Boston	50 Congress Street, Suite 730 Boston, MA 02109		PC	renovation of the former Mattapan library to create a teen center	$50,000.00
3/1/2015	Boys and Girls Clubs of Middlesex County	66-70 Union Square, Suite 205 Somerville, MA 02143		PC	general operations	$25,000.00
12/1/2015	Breakthrough Greater Boston Inc.	PO Box 381486 Cambridge, MA 02238		PC	High School Programming, over three years	$40,000.00
6/1/2015	Cape Ann Art Haven Inc	180B Main Street Gloucester, MA 01930		PC	to hire directors and program managers	$10,000.00

3/19/2015	Chelsea Collaborative Inc	318 Broadway Chelsea, MA 02150		PC	Summer Youth Employment Initiative	$30,000.00
1/1/2016	Citizen Schools, Inc.	308 Congress Street, 5th Floor Boston, MA 02110		PC	Expanded Learning Time programming in Chelsea, for one year	$75,000.00
3/15/2015	Coaching for Change Inc	75 Amory Street Third Floor Boston, MA 02119		PC	program capacity building in Brockton	$20,000.00
3/20/2015	Codman Academy Foundation f/b/o Codman Academy Charter Public	637 Washington Street Dorchester, MA 02124		PC	purchase and renovation of the Lithgow Building, over three years	$40,000 00
3/20/2016	Codman Academy Foundation f/b/o Codman Academy Charter Public	637 Washington Street Dorchester, MA 02124		PC	purchase and renovation of the Lithgow Building, over three years	$30,000.00
12/1/2015	College Bound Dorchester, Inc.	18 Samoset Street Dorchester, MA 02124		PC	Colllege Connections program	$40,000.00
1/1/2016	College Bound Dorchester, Inc.	18 Samoset Street Dorchester, MA 02124		PC	Colllege Connections program	$30,000.00
1/1/2017	College Bound Dorchester, Inc.	18 Samoset Street Dorchester, MA 02124		PC	Colllege Connections program	$30,000.00
3/19/2015	Commonwealth Tenants Association, Inc.	35 Fidelis Way Brighton, MA 02135-4409		PC	teen programming	$10,000.00
3/19/2015	Community Day Care Center of Lawrence Inc	190 Hampshire Street Lawrence, MA 01840		PC	Latchkey Enrichment: Summer 2015 program	$24,000.00
1/1/2015	Dennison Memorial Community Center, Inc.	755 South First Street New Bedford, MA 02744		PC	operational support and strategic initiatives	$70,000.00

7/1/2015	Dennison Memorial Community Center, Inc.	755 South First Street New Bedford, MA 02744		PC	operational support and strategic initiatives	$40,000.00
1/1/2016	Dennison Memorial Community Center, Inc.	755 South First Street New Bedford, MA 02744		PC	operational support and strategic initiatives	$30,000.00
7/1/2016	Dennison Memorial Community Center, Inc.	755 South First Street New Bedford, MA 02744		PC	operational support and strategic initiatives	$15,000.00
1/1/2017	Dennison Memorial Community Center, Inc.	755 South First Street New Bedford, MA 02744		PC	operational support and strategic initiatives	$15,000.00
1/1/2015	Dennison Memorial Community Center, Inc.	755 South First Street New Bedford, MA 02744		PC	operational support and strategic initiatives	$20,000.00
12/1/2015	Dennison Memorial Community Center, Inc.	755 South First Street New Bedford, MA 02744		PC	operational support and strategic initiatives	$20,000.00
1/1/2016	Dennison Memorial Community Center, Inc.	755 South First Street New Bedford, MA 02744		PC	operational support and strategic initiatives	$30,000.00
12/1/2016	Dennison Memorial Community Center, Inc.	755 South First Street New Bedford, MA 02744		PC	operational support and strategic initiatives	$15,000.00
1/1/2017	Dennison Memorial Community Center, Inc.	755 South First Street New Bedford, MA 02744		PC	operational support and strategic initiatives	$15,000.00
3/19/2015	James D. St.Clair Court Public Education Program of the Boston Bar Foundation Inc.	One Courthouse Way Suite 3120 Boston, MA 02210		PC	Children Discovering Justice programming in Lowell and another	$15,000.00
12/1/2015	James D. St.Clair Court Public Education Program of the Boston Bar Foundation Inc.	One Courthouse Way Suite 3120 Boston, MA 02210		PC	Children Discovering Justice programming in Lowell and another	$25,000.00

1/1/2015	Friends of Excel Academy Inc f/b/o Excel Academy	58 Moore Street East Boston, MA 02128		PC	construction of a high school, and the Graduate Services Program	$75,000.00
1/1/2016	Friends of Excel Academy Inc f/b/o Excel Academy	58 Moore Street East Boston, MA 02128		PC	construction of a high school, and the Graduate Services Program	$75,000.00
1/1/2017	Friends of Excel Academy Inc f/b/o Excel Academy	58 Moore Street East Boston, MA 02128		PC	construction of a high school, and the Graduate Services Program	$50,000.00
3/19/2015	Families First Parenting Programs	99 Bishop Allen Drive Cambridge, MA 02139		PC	programming in Brockton	$25,000.00
3/19/2015	Good Sports Inc	1515 Hancock Street, Suite 301 Quincy, MA 02169		PC	equipment program in Massachusetts	$15,000.00
12/1/2015	Good Sports Inc	1515 Hancock Street, Suite 301 Quincy, MA 02169		PC	equipment program in Massachusetts	$20,000.00
3/19/2015	Greater Lawrence Community Boating Program Inc	PO Box 955 Lawrence, MA 01842		PC	Science on the River programming	$17,000.00
10/1/2015	Greater Lawrence Community Boating Program Inc	PO Box 955 Lawrence, MA 01842		PC	Science on the River programming	$3,000.00
3/15/2015	Homework House Inc.	54 North Summer Street Holyoke, MA 01040		PC	general operating support	$10,000.00
1/15/2015	House of Peace & Education Inc.	20 Barthel Avenue Gardner, MA 01440-2502		PC	$35,000.00 for programming $50,000.00 for the	$25,000.00
3/15/2015	Hull Life Saving Museum Inc.	P. O. Box 221 Hull, MA 02045		PC	Pulling Together program	$12,500.00

3/19/2015	Hull Life Saving Museum Inc.	P. O. Box 221 Hull, MA 02045		PC	Home Waters program	$15,000 00
3/19/2015	International Institute of Boston, Inc.	One Milk Street Boston, MA 02109		PC	School Success Program in Lowell	$20,000.00
12/1/2015	John Andrew Mazie Memorial Foundation	1502 Wisteria Way Wayland, MA 01778		PC	Executive Director position	$15,000.00
1/1/2016	John Andrew Mazie Memorial Foundation	1502 Wisteria Way Wayland, MA 01778		PC	Executive Director position	$15,000.00
1/1/2017	John Andrew Mazie Memorial Foundation	1502 Wisteria Way Wayland, MA 01778		PC	Executive Director position	$15,000.00
3/19/2015	Keysteps Inc	PO Box 300766 Jamaica Plain, MA 02130-0007		PC	web-based data collection and information access	$35,000.00
3/19/2015	La Vida Inc	40 Green Street Lynn, MA 01902		PC	La Vida Scholars program	$20,000.00
12/1/2015	Lowell Community Charter School Friends Inc f/b/o Lowell Community Charter	206 Jackson Street Lowell, MA 01852		PC	school building purchase	$275,000.00
1/1/2016	Lowell Community Charter School Friends Inc f/b/o Lowell Community Charter	206 Jackson Street Lowell, MA 01852		PC	school building purchase	$75,000.00
1/1/2017	Lowell Community Charter School Friends Inc f/b/o Lowell Community Charter	206 Jackson Street Lowell, MA 01852		PC	school building purchase	$25,000.00
3/19/2015	Lynn Economic Opportunity, Inc.	156 Broad Street Lynn, MA 01901		PC	Pregnant and Parenting Teen Support Program	$20,000.00

3/19/2015	Massachusetts Institute of Technology f/b/o MIT Science Technology Engineering &	STEM Program 77 Massachusetts Avenue, Room E38 - 104		PC	program support for students from Lawrence	$30,000.00
9/1/2015	Massachusetts Youth Committed to Winning Inc	PO Box 260417 Boston, MA 02126		PC	programming support	$18,000.00
3/19/2015	Match School Foundation	1001 Commonwealth Avenue Boston, MA 02215		PC	Match Beyond, over three years	$75,000.00
3/21/2016	Match School Foundation	1001 Commonwealth Avenue Boston, MA 02215		PC	Match Beyond, over three years	$25,000.00
3/19/2015	Star Kids Scholarship Program	PO Box 79198 Dartmouth, MA 02747		PC	academic tutoring afterschool and throughout the summer	$10,000.00
3/1/2015	North Shore Community Action Programs, Inc.	119 Rear Foster Street Building 13 Peabody, MA 01960		PC	Salem CyberSpace Academic Learning Center programming	$15,000.00
3/19/2015	Northern Essex Community College Foundation f/b/o Northern Essex Community	100 Elliott Street Haverhill, MA 01830-2399		PC	STEM College for Kids Program	$10,000.00
3/20/2015	Phoenix Charter Academy Foundation Inc f/b/o Phoenix Charter Academy	60 Canal Street, 4th Floor Boston, MA 02114		SO I	Phoenix Charter Academy Springfield	$55,000.00
3/19/2015	Project RIGHT, Inc.	320 A Blue Hill Avenue Dorchester, MA 02121		PC	transportation	$25,000.00
6/1/2015	Reader to Reader Inc	Cadigan Center 38 Woodside Ave. Amherst, MA 01002		PC	Read,Think, Share program	$15,000.00
3/19/2015	Root Cause Institute Inc.	11 Avenue de Lafayette Boston, MA 02111		PC	Social Innovation Forum 'Youth in Gateway Cities' track	$65,000.00

3/19/2015	School on Wheels of Massachusetts	790 West Chestnut Street Brockton, MA 02301		PC	operations and programming in New Bedford and Fall River	$35,000.00
3/19/2015	Bottom Line Inc f/b/o Summer Search	3840 Washington Street, Suite 2 Jamaica Plain, MA 02130		PC	programming in Chelsea and Malden	$25,000.00
3/19/2015	New Profit Inc. f/b/o Teach For America, Inc.	60 Canal Street, 5th Floor Boston, MA 02114		PC	programming in Lawrence, Fall River, New Bedford, and Springfield	$50,000.00
3/19/2015	Third Sector New England	89 South Street, Suite 700 Boston, MA 02111		PC	Explorers Academy, Youth Leadership Services Corp, and the	$20,000.00
12/1/2015	Third Sector New England	89 South Street, Suite 700 Boston, MA 02111		PC	Explorers Academy, Youth Leadership Services Corp, and the	$25,000.00
3/1/2015	Third Sector New England	89 South Street, Suite 700 Boston, MA 02111		PC	Explorers Academy,Youth Leadership Services Corp and the Futures Program	$15,000.00
12/1/2015	Training Resources of America Inc	390 Main Street, Suite 806 Worcester, MA 01608		PC	80 new computers for youth programs statewide	$15,000.00
3/19/2015	Up With Music Inc	1213 Salem Street North Andover, MA 01845		PC	Community Strings program in Lawrence	$15,000.00
3/19/2015	West End House Inc	105 Allston Street Allston, MA 02134-5029		PC	teen programming	$35,000.00
1/1/2015	Year Up Inc.	93 Summer Street, 5th Floor Boston, MA 02110		PC	strategic growth, over two years	$75,000.00
3/19/2015	YMCA of Greater Springfield	275 Chestnut Street Springfield, MA 01104-3498		PC	teen programs	$40,000.00

1/15/2015	Youth Development Organization	15 Union Street, #563 Lawrence, MA 01840		PC	general operations and the out-of-school enrichment program	$30,000.00
				-		$2,972,000 00

Amelia Peabody Foundation
EIN: 04-6036558
Schedule D - Realized Gains & Losses
12/31/2014

Fund	Securities	FMV	Cost	Gain/Loss
PFN 1	Equities	2,425,235	2,576,263	(151,029)
	Capital Gain	204,644		204,644
	Capital Gain	21,271	-	21,271
		2,651,150	2,576,263	74,887
				74,887
PFN 2	Equities	64,825,025	56,733,159	8,092,391
	Fixed Income			
	Options	103,930	64,061	39,869
	Foreign Cash	2,406	2,416	(10)
		64,931,361	56,799,636	8,131,725
		67,582,511	59,375,899	8,131,725
	Foundation Total		8,206,612	8,206,612