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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2014

Open to Public Inspection

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

Name of foundation ROGERS FAMILY FOUNDATION CO GMA FOUNDATIONS INC		A Employer identification number 04-6063152	
Number and street (or P O box number if mail is not delivered to street address) 77 SUMMER STREET 8TH FLOOR		B Telephone number (see instructions) (617) 426-7080	
City or town, state or province, country, and ZIP or foreign postal code BOSTON, MA 021101017		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 22,138,639		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	48	48		
	4 Dividends and interest from securities.	337,798	337,798		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	441,718			
	b Gross sales price for all assets on line 6a 4,120,449				
	7 Capital gain net income (from Part IV, line 2) . . .		441,718		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	779,564	779,564		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	9,676	0		9,676
	c Other professional fees (attach schedule)	79,539	69,148		10,391
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	10,000	0		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings	176	0		176
	22 Printing and publications				
	23 Other expenses (attach schedule)	866	0		866
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	100,257	69,148		21,109
	25 Contributions, gifts, grants paid	1,104,224			1,104,224
	26 Total expenses and disbursements. Add lines 24 and 25	1,204,481	69,148		1,125,333
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-424,917			
	b Net investment income (if negative, enter -0-)		710,416		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	4,687	46,506	46,506
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	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)	22,461,493	22,092,133	22,092,133
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	22,466,180	22,138,639	22,138,639
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
Net Assets or Fund Balances	23	Total liabilities (add lines 17 through 22)	0	0	
		Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	22,466,180	22,138,639	
	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)	22,466,180	22,138,639	
	31	Total liabilities and net assets/fund balances (see instructions)	22,466,180	22,138,639	

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 22,466,180
2	Enter amount from Part I, line 27a	2 -424,917
3	Other increases not included in line 2 (itemize) ▶ _____	3 97,376
4	Add lines 1, 2, and 3	4 22,138,639
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 22,138,639

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	441,718
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	1,052,774	21,212,825	0 049629
2012	974,650	19,681,418	0 049521
2011	1,052,355	19,937,657	0 052782
2010	791,103	18,678,652	0 042353
2009	863,623	16,608,802	0 051998

2	Total of line 1, column (d).	2	0 246283
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 049257
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	22,298,480
5	Multiply line 4 by line 3.	5	1,098,356
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	7,104
7	Add lines 5 and 6.	7	1,105,460
8	Enter qualifying distributions from Part XII, line 4.	8	1,125,333

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			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	7,104
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	7,104
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	7,104
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014	6a	18,824	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	6,000	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments. Add lines 6a through 6d.		7	24,824
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	17,720
11		Enter the amount of line 10 to be Credited to 2015 estimated tax ☒ 17,720 Refunded ☐		11	0

Part VII-A

Statements Regarding Activities

1a		During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		1a	Yes	No
b		Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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)*

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 ROGERSFAMILYFOUNDATION.COM				
14	The books are in care of GMA FOUNDATIONS Telephone no (617) 426-7080 Located at 77 SUMMER 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		
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See 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	16	Yes	No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		
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?. 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))?

YesNo

(2)

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

YesNo

(3)

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

YesNo

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).

YesNo

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

YesNo

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

No

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?

YesNo

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?

YesNo

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?

YesNo

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
AMY ROGERS DITTRICH	TRUSTEE, PART-TIME	0	0	0
77 SUMMER STREET 8TH FLOOR BOSTON,MA 02110	1 00			
DEBORAH ROGERS PRATT	TRUSTEE, PART-TIME	0	0	0
77 SUMMER STREET 8TH FLOOR BOSTON,MA 02110	1 00			
T TYLER DITTRICH	TRUSTEE, PART-TIME	0	0	0
77 SUMMER STREET 8TH FLOOR BOSTON,MA 02110	1 00			
KATHRYN DOHERTY	TRUSTEE, PART-TIME	0	0	0
77 SUMMER STREET 8TH FLOOR BOSTON,MA 02110	1 00			

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

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

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

0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See 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	22,577,982
b	Average of monthly cash balances.	1b	60,069
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	22,638,051
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	22,638,051
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	339,571
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	22,298,480
6	Minimum investment return. Enter 5% of line 5.	6	1,114,924

Part XI

Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	1,114,924
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	7,104
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	7,104
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,107,820
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,107,820
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,107,820

Part XII

Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	1,125,333
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,125,333
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	7,104
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,118,229

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				1,107,820
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			826,944	
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.				
e From 2013.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 1,125,333				
a Applied to 2013, but not more than line 2a			826,944	
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.				298,389
e Remaining amount distributed out of corpus	0			
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	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 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				809,431
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 (see instructions). . . .	0			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2010. . . .				
b Excess from 2011. . . .				
c Excess from 2012. . . .				
d Excess from 2013. . . .				
e Excess from 2014. . . .				

Part XIVPrivate 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)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

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

GMA FOUNDATIONS INC
77 SUMMER STREET 8TH FLOOR
BOSTON,MA 02110
(617) 426-7080

b

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

TO BE CONSIDERED, THE ORGANIZATION MUST BE TAX EXEMPT UNDER IRC 501(C)3 AND BE CLASSIFIED AS "NOT A PRIVATE FOUNDATION" UNDER SECTION 509(A). APPLICATIONS SHOULD BE SUBMITTED ELECTRONICALLY THROUGH THE ORGANIZATIONS WEBSITE. THE ONLINE APPLICATION FOLLOWS THE COMMON PROPOSAL DESIGNED AND PUBLISHED BY ASSOCIATED GRANT MAKERS, INC.

c

Any submission deadlines

N/A

d

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

THE ROGERS FAMILY FOUNDATION TYPICALLY ONLY MAKES GRANTS TO NONPROFIT ORGANIZATIONS PROVIDING SERVICES WITHIN MASSACHUSETTS MERRIMACK VALLEY OR NORTH SHORE OR IN SOUTHEASTERN NEW HAMPSHIRE

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	1,104,224
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

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?

(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

[illegible]

b If "Yes," complete the following schedule

[illegible]

***** Signature of officer or trustee Date	2015-07-17	***** 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 THOMAS WASHBURN CPA	Preparer's Signature	Date 2015-07-01	Check if self-employed ☒	PTIN P00537319
	Firm's name ☒ ALEXANDER ARONSON FINNING & CO PC			Firm's EIN ☒ 04-2571780	
	Firm's address ☒ 21 EAST MAIN STREET WESTBORO, MA 01581			Phone no (508) 366-9100	

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)
VANGUARD TOTAL STOCK	P		
ARTISAN FDS INC	P		
HARBOR INTERNATIONAL FUND	P		
VARGUARD TOTAL STOCK	P		
VANGUARD TOTAL STOCK	P		
PIMCO	P		
PIMCO COMMODITY RR	P		
VANGUARD TOTAL STOCK	P		
VANGUARD INFLATION PROTECTED	P		
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)
50,000		28,725	21,275
150,000		111,175	38,825
200,000		122,982	77,018
525,000		290,137	234,863
50,000		26,823	23,177
2,440,418		2,390,757	49,661
376,384		544,783	-168,399
300,000		163,349	136,651
548			548
28,099			28,099

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	
			21,275
			38,825
			77,018
			234,863
			23,177
			49,661
			-168,399
			136,651
			548
			28,099

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALZHEIMER'S ASSOCIATION MANH CHAPTER 480 PLEASANT STREET WATERTOWN,MA 02472	NONE	501C(3)	NEW HAMPSHIRE FAMILY CARE AND SUPPORT PROGRAM	10,000
ANDOVER YOUTH FOUNDATION PO BOX 5051 ANDOVER,MA 01810	NONE	501C(3)	CORMIER YOUTH CENTER, YR 2 OF 3	50,000
ANDOVER YOUTH FOUNDATION PO BOX 5051 ANDOVER,MA 01810	NONE	501C(3)	CORMIER YOUTH CENTER, YR 3 OF 3	50,000
APPALACHIAN MOUNTAIN CLUB 5 JOY STREET BOSTON,MA 02108	NONE	501C(3)	2014-2015 LAWRENCE SUMMIT PROJECT	5,000
ASIAN CENTER OF MERRIMACK VALLEY INC ONE BALLARD WAY LAWRENCE,MA 01843	NONE	501C(3)	FAMILY LITERACY PROGRAM	10,000
BEVERLY SCHOOL FOR THE DEAF 6 ECHO AVE BEVERLY,MA 01915	NONE	501C(3)	STUDENT SAFETY WITH TRAVERSE LIFT SYSTEMS	5,795
BLESSED STEPHEN BELLESINI OSA ACADEMY 94 BRADFORD STREET LAWRENCE,MA 01840	NONE	501C(3)	STUDENT SPONSORSHIP PROGRAM	24,000
BOYS & GIRLS CLUB OF GREATER SALEM 3 GEREMONTY DR SALEM,NH 03079	NONE	501C(3)	BEFORE AND AFTER SCHOOL ENRICHMENT PROGRAM	5,000
BREAD & ROSES HOUSING PO BOX 7 15 UNION STREET LAWRENCE,MA 01842	NONE	501C(3)	FAMILY ADVOCACY & SUPPORT PROGRAM	10,000
BREAD AND ROSES 58 NEWBURY ST LAWRENCE,MA 01840	NONE	501C(3)	FEEDING AND CARING FOR THOSE IN NEED	2,500
CARE DIMENSIONS INC 75 SYLVAN STREET SUITE B-102 DANVERS,MA 01923	NONE	501C(3)	COMPASSION THE CAMPAIGN FOR CARE DIMENSIONS	50,000
CAREER RESOURCES CORPORATION 22 PARKRIDGE ROAD UNIT D HAVERHILL,MA 01835	NONE	501C(3)	DISABLED VETERANS EMPLOYMENT INITIATIVE	2,500
CENTRAL CATHOLIC HIGH SCHOOL 300 HAMPSHIRE STREET LAWRENCE,MA 01841	NONE	501C(3)	MONTAGNE PROJECT	15,000
CHALLENGE UNLIMITED INC IRONSTONE FARM 450 LOWELL STREET ANDOVER,MA 01810	NONE	501C(3)	PROGRAM SUPPORT	5,000
CLASS INC 1 PARKER STREET LAWRENCE,MA 01843	NONE	501C(3)	COMMUNITY INCLUSION & PHYSICAL FITNESS	8,000
Total  3a				1,104,224

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COLBY-SAWYER COLLEGE 541 MAIN STREET NEW LONDON,NH 03357	NONE	501C(3)	FINE AND PERFORMING ARTS CENTER	15,000
COMMUNITIES TOGETHER P O BOX 428 276 ESSEX STREET LAWRENCE,MA 01842	NONE	501C(3)	CHAPLAIN PROGRAM	5,000
ENDICOTT COLLEGE 376 HALE STREET BEVERLY,MA 01915	NONE	501C(3)	KEYS TO DEGREES EDUCATING TWO GENERATIONS	20,000
ESPERANZA ACADEMY 198 GARDEN STREET LAWRENCE,MA 01840	NONE	501C(3)	SUMMER LEARNING PROGRAM (ESPERANZA'S 11TH MONTH)	10,000
ESSEX ART CENTER 56 ISLAND STREET LAWRENCE,MA 01840	NONE	501C(3)	ART PROGRAMMING	15,000
ESSEX COUNTY COMMUNITY FOUNDATION FBO LAWRENCE PUBLIC SCHOOLS 255 ESSEX ST LAWRENCE,MA 01840	NONE	501C(3)	ACCELERATION ACADEMIES	20,000
FAMILY SERVICES INC MERRIMACK VALLEY 430 NORTH CANAL STREET LAWRENCE,MA 01840	NONE	501C(3)	YOUTH MENTORING PROGRAM	10,000
GIRLS INC- LYNN 50 HIGH STREET LYNN MA 01902 LYNN,MA 01902	NONE	501C(3)	TEEN COLLEGE MENTORING	10,000
GREATER LAWRENCE COMM BOATING PROG INC P O BOX 955 LAWRENCE,MA 01842	NONE	501C(3)	GENERAL OPERATING/YOUTH PROGRAM	15,000
GROUNDWORK LAWRENCE 60 ISLAND STREET LAWRENCE,MA 01840	NONE	501C(3)	GWL YOUTH EDUCATION PROGRAM	5,000
HEALING ABUSE WORKING FOR CHANGE INC 27 CONGRESS ST SUITE 201 SALEM,MA 01970	NONE	501C(3)	DOMESTIC VIOLENCE OUTREACH AND INTERVENTION	10,000
HOOPS FOR HOPE 46 PORTER ROAD ANDOVER,MA 01810	NONE	501C(3)	RICK HARRISON PRESS BOX	2,500
IMMIGRANT CITY ARCHIVES DBA LAWRENCE HISTORY CENTER 6 ESSEX STREET LAWRENCE,MA 01840	NONE	501C(3)	LAWRENCE YOUTH PROPELLED BY DYNAMIC CITY HISTORY	2,500
JEANNE GEIGER CRISIS CENTER INC TWO HARRIS STREET NEWBURYPORT,MA 01950	NONE	501C(3)	JGCC CLINICAL SERVICES	10,000
JERICO ROAD LAWRENCE INC 190 ACADEMY ROAD NORTH ANDOVER,MA 01845	NONE	501C(3)	OPERATIONAL SUPPORT	2,500
Total  3a				1,104,224

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
JOURNEYS OF HOPE INC PO BOX 937 SALEM,MA 01970	NONE	501C(3)	DAY AND OUTREACH PROGRAM	7,500
JUSTICE RESOURCE INSTITUTE FBO MY LIFE MY CHOICE 160 GOULD STREET SUITE 300 NEEDHAM,MA 02494	NONE	501C(3)	SURVIVOR MENTORING & LEADERSHIP DEVEL PROGRAM	15,000
LAHEY CLINIC FOUNDATION INC 41 MALL ROAD BURLINGTON,MA 01805	NONE	501C(3)	MEDICAL SIMULATION TRAINING FOR IMPROVED PATIENT SAFETY	150,000
LAWRENCE BOYS & GIRLS CLUBS INC 136 WATER STREET LAWRENCE,MA 01841	NONE	501C(3)	GENERAL OPERATING SUPPORT	15,000
LAWRENCE COMMUNITYWORKS INC 168 NEWBURY STREET LAWRENCE,MA 01841	NONE	501C(3)	MOVEMENT CITY	7,500
LAZARUS HOUSE INC 48 HOLY STREET PO BOX 408 LAWRENCE,MA 01842	NONE	501C(3)	GENERAL OPERATIONS	20,000
LEUKEMIA AND LYMPHOMA SOCIETY MASSACHUSETTS CHAPTER NINE ERIE NATICK,MA 01760	NONE	501C(3)	BEAT AML	10,000
MASSACHUSETTS GENERAL HOSPITAL 165 CAMBRIDGE STREET SUITE 600 BOSTON,MA 02114	NONE	501C(3)	YEAR 2 OF 5, CARA J ROGERS ENDOWMENT	200,000
MERRIMACK VALLEY HOSPICE 360 MERRIMACK ST BLDG 9 LAWRENCE,MA 01843	NONE	501C(3)	SUBSIDIZED CARE	10,000
MERRIMACK VALLEY YMCA 101 AMESBURY ST 4TH FLOOR LAWRENCE,MA 01840	NONE	501C(3)	LAWRENCE MUSIC CLUBHOUSE- EXPANSION TO VIDEO PRODUCTION	5,000
MERRIMACK VALLEY YMCA 101 AMESBURY ST 4TH FLOOR LAWRENCE,MA 01840	NONE	501C(3)	CAPITAL CAMPAIGN, YR 3 OF 4	25,000
MERRIMACK VALLEY YMCA 101 AMESBURY ST 4TH FLOOR LAWRENCE,MA 01840	NONE	501C(3)	A/NA ANDOVER EXPANSION PROJECT	25,000
NORTH ANDOVER HISTORICAL SOCIETY 153 ACADEMY ROAD NORTH ANDOVER,MA 01845	NONE	501C(3)	GENERAL OPERATING EDUCATIONAL SUPPORT	1,200
NOTRE DAME CRISTO REY HIGH SCHOOL 303 HAVERHILL STREET LAWRENCE,MA 01840	NONE	501C(3)	CORPORATE WORK STUDY PROGRAM (CWSP)	10,000
PARTNERS HEALTHCARE SYSTEMS INC FBO MCLEAN HOSPITAL 115 MILL STREET BELMONT,MA 02478	NONE	501C(3)	BRENT FORESTER RESEARCH PROGRAM, YR 2 OF 2	84,729
Total  3a				1,104,224

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TRUSTEES OF PHILLIPS ACADEMY 180 MAIN STREET ANDOVER,MA 01810	NONE	501C(3)	ANDOVER BREAD LOAF PROGRAM	2,500
PINGREE SCHOOL 537 HIGHLAND STREET SOUTH HAMILTON,MA 01982	NONE	501C(3)	PREP@PINGREE	5,000
PLUMMER HOME FOR BOYS INC 37 WINTER ISLAND ROAD SALEM,MA 01970	NONE	501C(3)	ON POINT PROGRAM	15,000
PLYMOUTH PHILHARMONIC 16 COURT STREET P O BOX 3174 PLYMOUTH,MA 02061	NONE	501C(3)	MUSIC EDUCATION PROGRAMS	20,000
SALEM STATE UNIVERSITY FOUNDATION INC 352 LAFAYETTE ST SALEM,MA 01970	NONE	501C(3)	BUILDING ON THE SUCCESS OF SSU'S UPWARD BOUND PROGRAM	10,500
SQUASHBUSTERS INC 795 COLUMBUS AVENUE ROXBURY CROSSING,MA 021202108	NONE	501C(3)	LAWRENCE PROJECT	10,000
ST JOHN'S PREPARATORY SCHOOL 72 SPRING STREET DANVERS,MA 01923	NONE	501C(3)	PARTNERSHIP WITH BELLESINI ACADEMY	25,000
THE BOB WALLACK COMMUNITY JOURNALISM FUND NENPA 370 COMMON ST DEDHAM,MA 02026	NONE	501C(3)	GENERAL OPERATIONS	2,500
WINDRUSH FARM THERAPEUTIC EQUITATION INC 479 LACY STREET NORTH ANDOVER,MA 01845	NONE	501C(3)	THERAPEUTIC RIDING PROGRAM	15,000
YWCA OF GREATER LAWRENCE 38 LAWRENCE STREET LAWRENCE,MA 01840	NONE	501C(3)	YWCA WOMEN'S HEALTH ADVOCACY PROJECT	7,500
Total  3a				1,104,224

TY 2014 Accounting Fees Schedule**Name:** ROGERS FAMILY FOUNDATION CO GMA FOUNDATIONS INC**EIN:** 04-6063152

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	5,376	0		5,376
TAX PREPARATION	4,300	0		4,300

TY 2014 Investments - Other Schedule**Name:** ROGERS FAMILY FOUNDATION CO GMA FOUNDATIONS INC**EIN:** 04-6063152

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MUTUAL FUND	FMV	17,382,553	17,382,553
AETOS	FMV	2,777,473	2,777,473
DRAKE	FMV	1,932,107	1,932,107

TY 2014 Other Expenses Schedule

Name: ROGERS FAMILY FOUNDATION CO GMA FOUNDATIONS INC

EIN: 04-6063152

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS OFFICE EXPENSE	866	0		866

TY 2014 Other Increases Schedule

Name: ROGERS FAMILY FOUNDATION CO GMA FOUNDATIONS INC

EIN: 04-6063152

Description	Amount
UNREALIZED GAINS	97,376

TY 2014 Other Professional Fees Schedule**Name:** ROGERS FAMILY FOUNDATION CO GMA FOUNDATIONS INC**EIN:** 04-6063152

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE FEES	10,391	0		10,391
INVESTMENT EXPENSES	69,148	69,148		0

TY 2014 Taxes Schedule

Name: ROGERS FAMILY FOUNDATION CO GMA FOUNDATIONS INC

EIN: 04-6063152

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	10,000	0		0