Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2014

Open to Public Inspection

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

Name of foundation: PIERCE KATHARINE C UW

A Employer identification number: 04-6095694

Number and street (or P O box number if mail is not delivered to street address): P O BOX 1802

Room/suite:

B Telephone number (see instructions): 888-866-3275

City or town, state or province, country, and ZIP or foreign postal code: PROVIDENCE, RI 02901-1802

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

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

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

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

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

H Check type of organization: ☐ Section 501(c)(3) exempt private foundation

☒ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 5,523,026.

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				
	4	Dividends and interest from securities	130,814.	128,181.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	943,693.			
	b	Gross sales price for all assets on line 6a 3,404,395.				
	7	Capital gain net income (from Part IV, line 2)		943,693.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	1,266.			STMT 2
	12	**Total.** Add lines 1 through 11	1,075,773.	1,071,874.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	64,863.	38,918.		25,945.
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 3	1,250.	NONE	NONE	1,250.
	c	Other professional fees (attach schedule) STMT 4	13,987.			13,987.
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 5	2,279.	2,279.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT 6	827.	7.		820.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	83,206.	41,204.	NONE	42,002.
	25	Contributions, gifts, grants paid	230,123.			230,123.
	26	**Total expenses and disbursements** Add lines 24 and 25	313,329.	41,204.	NONE	272,125.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	762,444.			
	b	**Net investment income** (if negative, enter -0-)		1,030,670.		
	c	**Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	42,836.	49,539.	49,539.
	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 ▶ NONE			
	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) STMT 7	4,002,561.	4,757,384.	5,473,487.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	4,045,397.	4,806,923.	5,523,026.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, ▶ ☒ check here and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	4,045,397.	4,806,923.	
	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)	4,045,397.	4,806,923.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	4,045,397.	4,806,923.	

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	4,045,397.
2	Enter amount from Part I, line 27a	2	762,444.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,807,841.
5	Decreases not included in line 2 (itemize) ▶ CTF ADJUSTMENT	5	918.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,806,923.

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	PUBLICLY TRADED SECURITIES			
b	OTHER GAINS AND LOSSES			
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	2,871,282.		1,895,128.	976,154.
b	533,113.		565,574.	-32,461.
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				976,154.
b				-32,461.
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** 943,693.

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 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	172,286.	5,202,181.	0.033118
2012	261,074.	4,797,907.	0.054414
2011	210,142.	4,741,450.	0.044320
2010	207,233.	4,456,336.	0.046503
2009	243,834.	3,964,354.	0.061507

2	**Total** of line 1, column (d) . . .	2	0.239862
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	0.047972
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5 . . .	4	5,511,019.
5	Multiply line 4 by line 3 . . .	5	264,375.
6	Enter 1% of net investment income (1% of Part I, line 27b) . . .	6	10,307.
7	Add lines 5 and 6 . . .	7	274,682.
8	Enter qualifying distributions from Part XII, line 4 . . .	8	272,125.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ________________ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	20,613.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .			2	
3	Add lines 1 and 2			3	20,613.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .			4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	20,613.
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	2,680.		
b	Exempt foreign organizations - tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	2,680.
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	17,933.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** . . . . ▶			10	
11	Enter the amount of line 10 to be: **Credited to 2015 estimated tax** ▶ NONE **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ US TRUST FIDUCIARY TAX SERVICES Telephone no. ▶ (888)866-3275

Located at ▶ PO BOX 1802, PROVIDENCE, RI ZIP+4 ▶ 02901-1802

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		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.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ________ , ________ , ________ , ________			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2014 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). . . . . ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here . . . . ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . **6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?. . ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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
SEE STATEMENT 13		64,863.		

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		NONE	NONE	NONE

Total number of other employees paid over $50,000 . . . . ▶ NONE

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

3 Five highest-paid independent contractors for professional services (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		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	5,486,342.
b	Average of monthly cash balances	1b	108,601.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	5,594,943.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	5,594,943.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	83,924.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,511,019.
6	**Minimum investment return.** Enter 5% of line 5	6	275,551.

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	275,551.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	20,613.		
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	20,613.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	254,938.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	254,938.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	254,938.

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	272,125.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	272,125.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	272,125.

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.

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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					254,938.
2 Undistributed income, if any, as of the end of 2014					
a Enter amount for 2013 only				NONE	
b Total for prior years 20_____,20______,20_____			NONE		
3 Excess distributions carryover, if any, to 2014					
a From 2009	NONE				
b From 2010	NONE				
c From 2011	NONE				
d From 2012	28,418.				
e From 2013	NONE				
f **Total** of lines 3a through e		28,418.			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 272,125.					
a Applied to 2013, but not more than line 2a				NONE	
b Applied to undistributed income of prior years (Election required - see instructions)			NONE		
c Treated as distributions out of corpus (Election required - see instructions)		NONE			
d Applied to 2014 distributable amount					254,938.
e Remaining amount distributed out of corpus		17,187.			
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		45,605.			
b Prior years' undistributed income. Subtract line 4b from line 2b			NONE		
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			NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions			NONE		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instructions				NONE	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015					NONE
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)		NONE			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)		NONE			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a		45,605.			
10 Analysis of line 9.					
a Excess from 2010	NONE				
b Excess from 2011	NONE				
c Excess from 2012	28,418.				
d Excess from 2013	NONE				
e Excess from 2014	17,187.				

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

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

Part XV **Supplementary Information (Complete this part only if the 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).)

N/A

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.

N/A

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

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

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

SEE STATEMENT 14

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

N/A

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:

SEE ATTACHED STATEMENT FOR LINE 2

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*				
PLEASE SEE ATTACHED	N/A	PC	UNRESTRICTED GENERAL SUPPORT	230,123.
Total . . . . ▶ **3a**				230,123.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	130,814.	
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	943,693.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b EXCISE TAX REFUND			1	1,266.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				1,075,773.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 1,075,773.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions.)
	NOT APPLICABLE

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

▶	04/06/2015	▶SVP Tax
Signature of officer or trustee	Date	Title

BANK OF AMERICA, N.A.

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ▶

Firm's EIN ▶

Firm's address ▶

Phone no

Form **990-PF** (2014)

JSA

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	9.	9.
FOREIGN DIVIDENDS	22,348.	22,348.
NONDIVIDEND DISTRIBUTIONS	2,643.	
DOMESTIC DIVIDENDS	61,927.	61,927.
OTHER INTEREST	11,970.	11,970.
FOREIGN INTEREST	526.	526.
U.S. GOVERNMENT INTEREST(FEDERAL TAXABLE	2,677.	2,677.
NON-TAXABLE FOREIGN INCOME	-10.	
NONQUALIFIED FOREIGN DIVIDENDS	2,569.	2,569.
NONQUALIFIED DOMESTIC DIVIDENDS	26,155.	26,155.
TOTAL	130,814.	128,181.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
EXCISE TAX REFUND		1,266.
	TOTALS	1,266.

STATEMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE - BOA	1,250.			1,250.
TOTALS	1,250.	NONE	NONE	1,250.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
GRANTMAKING FEES - BOA	13,987.	13,987.
TOTALS	13,987.	13,987.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	582.	582.
FOREIGN TAXES ON QUALIFIED FOR	1,594.	1,594.
FOREIGN TAXES ON NONQUALIFIED	103.	103.
TOTALS	2,279.	2,279.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER CHARITABLE EXPENSES	750.		750.
OTHER CHARITABLE EXPENSES	70.		70.
OTHER INVESTMENT FEE	7.	7.	
TOTALS	827.	7.	820.

PIERCE KATHARINE C UW 04-6095694

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
464287465 ISHARES MSCI EAFE ET	255,265.		
464287804 CEF ISHARES CORE S&P	100,725.	100,725.	244,317.
78464A607 SPDR DJ WILSHIRE REI	205,245.		
78467Y107 SPDR S&P MIDCAP 400	80,770.	80,770.	264,498.
032511107 ANADARKO PETE CORP C	13,313.	3,450.	23,925.
30231G102 EXXON MOBIL CORP COM	32,156.	16,390.	50,848.
674599105 OCCIDENTAL PETE CORP	43,696.	20,665.	19,749.
806857108 SCHLUMBERGER LTD COM	19,180.	8,032.	28,612.
009158106 AIR PRODS & CHEMS IN	41,774.	11,279.	19,471.
35671D857 FREEPORT-MCMORAN COP	36,823.		
244199105 DEERE & CO COM	30,439.	20,166.	23,445.
291011104 EMERSON ELEC CO COM	15,005.		
369550108 GENERAL DYNAMICS COR	32,850.	19,710.	41,286.
369604103 GENERAL ELEC CO COM	35,154.	598.	25,902.
438516106 HONEYWELL INTL INC C	41,002.	18,744.	31,974.
88579Y101 3M CO COM	46,022.		
911312106 UNITED PARCEL SVC IN	37,851.		
189754104 COACH INC COM	41,494.		
254687106 DISNEY WALT CO COM D	38,427.	9,281.	46,153.
872540109 TJX COS INC NEW COM	34,191.		
87612E106 TARGET CORP COM	40,459.	14,295.	20,116.
988498101 YUM BRANDS INC COM	32,344.		
191216100 COCA COLA CO COM	38,080.		
50076Q106 KRAFT FOODS GROUP IN	14,469.	10,124.	14,600.
609207105 MONDELEZ INTL INC CO	26,792.	4,822.	6,539.
713448108 PEPSICO INC COM	18,045.	1,668.	25,531.
742718109 PROCTER & GAMBLE CO	48,645.	20,440.	41,901.
871829107 SYSCO CORP COM	1,140.		
931142103 WAL-MART STORES INC	69,991.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
002824100 ABBOTT LABS COM	21,965.	15,846.	22,735.
075887109 BECTON DICKINSON & C	37,662.	26,363.	48,706.
478160104 JOHNSON & JOHNSON CO	16,053.	6,329.	35,554.
66987V109 NOVARTIS A G SPONSOR	51,746.		
717081103 PFIZER INC COM	17,252.	10,772.	19,157.
001055102 AFLAC INC COM	35,584.		
171232101 CHUBB CORP COM	60,350.		
316773100 FIFTH THIRD BANCORP	21,762.		
693475105 PNC FINL SVCS GROUP	43,347.		
949746101 WELLS FARGO & CO NEW	21,535.	8,829.	44,952.
962166104 WEYERHAEUSER CO COM	49,235.		
G1151C101 ACCENTURE PLC CL A C	45,653.		
037833100 APPLE INC COM	53,128.	100,736.	113,691.
053015103 AUTOMATIC DATA PROCE	46,432.		
17275R102 CISCO SYS INC COM	7,853.		
219350105 CORNING INC COM	17,370.		
458140100 INTEL CORP COM	32,386.		
459200101 INTERNATIONAL BUSINE	21,254.	11,201.	28,077.
594918104 MICROSOFT CORP COM	15,570.	5,831.	48,540.
747525103 QUALCOMM INC COM	31,048.	24,217.	28,989.
92343V104 VERIZON COMMUNICATIO	35,908.	9,889.	19,648.
197199409 COLUMBIA ACORN FUND	75,000.		
693390841 PIMCO HIGH YIELD FD	200,000.	200,000.	193,849.
722005667 PIMCO COMMODITY REAL	150,000.		
093001188 WILLIAM BLAIR INTL S	50,000.		
52106N889 LAZARD EMERGING MKTS	330,304.	330,304.	308,928.
1261291M7 INTERM GOVT/CREDIT B	1,018,998.	461,712.	436,025.
00287Y109 ABBVIE INC COM	23,819.	27,573.	50,062.
464287507 ISHARES CORE S&P MID		224,393.	230,232.

PIERCE KATHARINE C UW 04-6095694

FORM 990PF, PART II - CORPORATE STOCK
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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
921943858 VANGUARD FTSE DEVELO		324,485.	299,063.
922908553 VANGUARD REIT ETF		279,591.	302,940.
13057Q107 CALIFORNIA RESOURCES		746.	540.
166764100 CHEVRON CORP COM		36,500.	33,093.
26875P101 EOG RES INC COM		17,508.	15,652.
637071101 NATIONAL OILWELL VAR		21,438.	17,038.
67011P100 NOW INC COM		2,103.	1,672.
260543103 DOW CHEM CO COM		36,253.	31,243.
61166W101 MONSANTO CO NEW COM		28,994.	30,465.
149123101 CATERPILLAR INC COM		30,048.	26,086.
167250109 CHICAGO BRDG & IRON		23,578.	15,952.
235851102 DANAHER CORP DEL COM		29,747.	32,998.
31428X106 FEDEX CORP COM		34,318.	39,074.
023135106 AMAZON COM INC COM		26,408.	24,828.
20030N101 COMCAST CORP NEW CL		37,603.	38,287.
437076102 HOME DEPOT INC COM		27,170.	32,016.
580135101 MCDONALDS CORP COM		23,705.	23,894.
855244109 STARBUCKS CORP COM		26,753.	28,718.
90130A101 TWENTY-FIRST CENTY F		26,137.	28,420.
22160K105 COSTCO WHSL CORP NEW		23,299.	26,224.
718172109 PHILIP MORRIS INTL I		23,234.	22,399.
966837106 WHOLE FOODS MKT INC		21,172.	27,731.
031162100 AMGEN INC COM		44,364.	50,973.
58155Q103 MCKESSON CORP COM		49,334.	52,933.
91324P102 UNITEDHEALTH GROUP I		31,331.	36,392.
025816109 AMERICAN EXPRESS CO		34,023.	35,820.
054937107 BB&T CORP COM		19,542.	20,028.
084670702 BERKSHIRE HATHAWAY I		42,730.	46,547.
09247X101 BLACKROCK INC CL A		22,993.	25,029.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
172967424 CITIGROUP INC NEW CO		28,723.	29,761.
38141G104 GOLDMAN SACHS GROUP		27,142.	29,075.
46625H100 J P MORGAN CHASE & C		43,899.	45,996.
59156R108 METLIFE INC COM		31,741.	31,372.
111320107 BROADCOM CORP CL A		46,350.	49,396.
278642103 EBAY INC COM		19,025.	21,045.
38259P508 GOOGLE INC CL A COM		32,466.	29,186.
38259P706 GOOGLE INC COM CL C		31,924.	28,952.
68389X105 ORACLE CORP COM		37,412.	41,372.
92826C839 VISA INC CL A COM		30,091.	36,708.
00206R102 AT&T INC COM		19,171.	18,475.
14964U108 CAVIUM INC COM		36,090.	41,729.
030420103 AMERICAN WTR WKS CO		16,126.	17,323.
842587107 SOUTHERN CO COM		16,511.	18,416.
949917744 WELLS FARGO ADVANTAG		375,000.	372,804.
22544R305 CREDIT SUISSE COMMOD		341,845.	293,918.
207543877 SMALL CAP GROWTH LEA		85,144.	88,608.
303995997 SMALL CAP VALUE CTF		86,035.	85,627.
99Z466197 INTERNATIONAL FOCUSE		282,428.	269,657.
TOTALS	4,002,561.	4,757,384.	5,473,487.

PIERCE KATHARINE C UW 04-6095694

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
OTHER GAINS AND LOSSES					
1587.27 INTERM GOVT/CREDIT BOND CTF	09/30/1998	02/14/2014	19,963.00	21,873.00	-1,910.00
800.33 INTERM GOVT/CREDIT BOND CTF	11/30/1998	02/14/2014	10,066.00	10,940.00	-874.00
7314.213 INTERM GOVT/CREDIT BOND CTF	03/01/2001	02/14/2014	91,992.00	98,751.00	-6,759.00
1055.776 INTERM GOVT/CREDIT BOND CTF	06/30/1998	02/14/2014	13,279.00	14,248.00	-969.00
3259.001 INTERM GOVT/CREDIT BOND CTF	02/28/1998	02/14/2014	40,989.00	43,877.00	-2,888.00
8146.474 INTERM GOVT/CREDIT BOND CTF	07/31/1998	02/14/2014	102,460.00	109,673.00	-7,213.00
1631.561 INTERM GOVT/CREDIT BOND CTF	03/31/1998	02/14/2014	20,520.00	21,937.00	-1,417.00
3268.272 INTERM GOVT/CREDIT BOND CTF	10/31/1997	02/14/2014	41,106.00	43,905.00	-2,799.00
818.87 INTERM GOVT/CREDIT BOND CTF	11/30/1997	02/14/2014	10,299.00	10,967.00	-668.00
105.385 INTERM GOVT/CREDIT BOND CTF	08/24/2012	02/14/2014	1,325.00	1,411.00	-86.00
5685.18 INTERM GOVT/CREDIT BOND CTF	08/24/2012	09/12/2014	71,467.00	76,476.00	-5,009.00
8331.705 INTERM GOVT/CREDIT BOND CTF	03/31/1996	09/12/2014	104,735.00	111,516.00	-6,781.00
TOTAL OTHER GAINS AND LOSSES			528,201.00	565,574.00	-37,373.00
Totals			528,201.00	565,574.00	-37,373.00

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GAINS AND LOSSES FROM PASS-THRU ENTITIES

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	-672.00	
TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)		-672.00

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	5,584.00	
TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)		5,584.00

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

OFFICER NAME:
BANK OF AMERICA
ADDRESS:
1FINANCIAL PLAZA
PROVIDENCE, RI 02903
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 55,986.
COMPENSATION EXPLANATION:
SEE ATTACHED FOOTNOTE

OFFICER NAME:
WILLIAM A TRUSLOW
ADDRESS:
ONE INTERNATIONAL PLACE
BOSTON, MA 02110
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 8,877.

TOTAL COMPENSATION: 64,863.

STATEMENT 13

FORM 990PF, PART XV - LINES 2a - 2d
===================================

RECIPIENT NAME:
  BANK OF AMERICA, MIKI AKIMOTO
ADDRESS:
  225 FRANKLIN ST
  BOSTON, MA 02110
RESTRICTIONS OR LIMITATIONS ON AWARDS:
  RELIEF OF NEEDY AND DESERVING GENTLEWOMEN
  IN REDUCED CIRCUMSTANCES

FEDERAL FOOTNOTES

==

THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

PIERCE KATHARINE C UW 04-6095694

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
PUBLICLY TRADED SECURITIES					
750. AFLAC INC	01/26/2006	09/11/2014	44,735.00	35,584.00	9,151.00
195. ABBOTT LABORATORIES	08/23/2012	09/11/2014	8,288.00	6,119.00	2,169.00
365. AIR PRODUCTS AND CHEMICALS INC	08/23/2012	09/11/2014	46,859.00	30,495.00	16,364.00
250. ANADARKO PETROLEUM CORP	07/10/1997	02/13/2014	20,399.00	3,860.00	16,539.00
150. ANADARKO PETROLEUM CORP	07/10/1997	09/11/2014	16,103.00	2,316.00	13,787.00
310. ANADARKO PETROLEUM CORP	01/26/1996	09/11/2014	33,280.00	3,687.00	29,593.00
800. AUTOMATIC DATA PROCESSING INC	08/23/2012	09/11/2014	66,445.00	46,432.00	20,013.00
150. BECTON DICKINSON & COMPANY	08/23/2012	09/11/2014	17,253.00	11,298.00	5,955.00
4025.638 WILLIAM BLAIR INTL SMALL CAP GROWTH FUND CL I	06/05/2006	09/11/2014	63,525.00	50,000.00	13,525.00
825. CHUBB CORPORATION	08/23/2012	09/11/2014	75,133.00	60,350.00	14,783.00
1800. CISCO SYSTEMS INCORPORATED	01/26/1996	09/11/2014	45,224.00	7,853.00	37,371.00
750. COACH INC COM	08/23/2012	09/11/2014	27,962.00	41,494.00	-13,532.00
1000. COCA COLA CO COM	08/23/2012	09/11/2014	41,883.00	38,080.00	3,803.00
2841.986 COLUMBIA ACORN FUND CLASS Z	03/24/2010	09/11/2014	105,210.00	75,000.00	30,210.00
1500. CORNING INC	08/23/2012	09/11/2014	31,341.00	17,370.00	13,971.00
135. DEERE & COMPANY	08/23/2012	09/11/2014	11,072.00	10,273.00	799.00
600. DISNEY WALT CO	01/26/1996	02/13/2014	46,748.00	11,911.00	34,837.00
150. DISNEY WALT CO	09/28/1995	02/13/2014	11,687.00	2,841.00	8,846.00
760. DISNEY WALT CO	09/28/1995	09/11/2014	68,332.00	14,395.00	53,937.00
500. EMERSON ELEC CO	03/25/2004	09/11/2014	32,304.00	15,005.00	17,299.00
250. EXXON MOBIL CORPORATION	04/01/1999	02/13/2014	22,856.00	8,759.00	14,097.00
200. EXXON MOBIL CORPORATION	04/01/1999	09/11/2014	19,372.00	7,007.00	12,365.00
1600. FIFTH THIRD BANCORP COM	01/26/1996	02/13/2014	34,340.00	21,762.00	12,578.00
1000. FREEPORT-MCMORAN COPPER & GOLD INC COM	08/23/2012	09/11/2014	34,542.00	36,823.00	-2,281.00
200. GENERAL DYNAMICS CORP	08/23/2012	09/11/2014	25,315.00	13,140.00	12,175.00
1200. GENERAL ELEC CO	05/14/1998	09/11/2014	31,187.00	34,103.00	-2,916.00
775. GENERAL ELEC CO	01/17/1956	09/11/2014	20,142.00	452.00	19,690.00
380. HONEYWELL INTERNATIONAL INC	08/23/2012	09/11/2014	35,964.00	22,258.00	13,706.00
1800. INTEL CORPORATION	03/10/1997	09/11/2014	62,818.00	32,386.00	30,432.00
50. INTERNATIONAL BUSINESS MACHS	02/08/2002	09/11/2014	9,580.00	5,254.00	4,326.00
Totals					

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PIERCE KATHARINE C UW 04-6095694

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
75. INTERNATIONAL BUSINESS MACHS	05/14/1998	09/11/2014	14,370.00	4,800.00	9,570.00
3018. ISHR MSCI EAFE INDEX FUND	12/20/2005	02/13/2014	199,838.00	182,061.00	17,777.00
1325. ISHR MSCI EAFE INDEX FUND	03/11/2005	02/13/2014	87,735.00	73,204.00	14,531.00
300. JOHNSON & JOHNSON	09/19/1997	09/11/2014	31,341.00	8,607.00	22,734.00
60. JOHNSON & JOHNSON	09/27/1995	09/11/2014	6,268.00	1,117.00	5,151.00
100. KRAFT FOODS GROUP INC COM	08/23/2012	09/11/2014	5,827.00	4,345.00	1,482.00
300. MICROSOFT CORPORATION	02/08/2002	09/11/2014	14,061.00	8,874.00	5,187.00
155. MICROSOFT CORPORATION	01/26/1996	09/11/2014	7,265.00	865.00	6,400.00
820. MONDELEZ INTL INC COM	08/23/2012	09/11/2014	29,214.00	21,969.00	7,245.00
400. NOVARTIS AG ADR	08/23/2012	09/11/2014	37,731.00	23,967.00	13,764.00
500. NOVARTIS AG ADR	01/26/2006	09/11/2014	47,164.00	27,780.00	19,384.00
255. OCCIDENTAL PETROLEUM CORPORATION	08/23/2012	09/11/2014	25,052.00	22,285.00	2,767.00
700. PNC BK CORP	08/23/2012	02/13/2014	56,699.00	43,347.00	13,352.00
500. PEPSICO INCORPORATED	10/15/1998	09/11/2014	45,785.00	16,191.00	29,594.00
30. PEPSICO INCORPORATED	02/03/1989	09/11/2014	2,747.00	185.00	2,562.00
370. PFIZER INC	10/16/2009	09/11/2014	10,936.00	6,481.00	4,455.00
18564.356 PIMCO COMMODITY REALRETURN	11/06/2009	09/11/2014	100,619.00	150,000.00	-49,381.00
500. PROCTER & GAMBLE CO COM	02/01/2005	09/11/2014	41,729.00	26,428.00	15,301.00
40. PROCTER & GAMBLE CO COM	03/28/2003	09/11/2014	3,338.00	1,777.00	1,561.00
110. QUALCOMM INC	08/23/2012	09/11/2014	8,355.00	6,830.00	1,525.00
750. SPDR DJ WILSHIRE REIT ETF	08/23/2012	09/11/2014	63,306.00	55,012.00	8,294.00
19. SPDR DJ WILSHIRE REIT ETF	03/11/2005	09/11/2014	1,604.00	1,126.00	478.00
824. SPDR DJ WILSHIRE REIT ETF	03/11/2005	09/12/2014	68,353.00	48,826.00	19,527.00
600. SPDR DJ WILSHIRE REIT ETF	09/07/2004	09/12/2014	49,772.00	33,880.00	15,892.00
1176. SPDR DJ WILSHIRE REIT ETF	09/07/2004	09/12/2014	97,553.00	66,401.00	31,152.00
465. SCHLUMBERGER LTD COM	11/20/2001	09/11/2014	48,603.00	11,148.00	37,455.00
1500. SYSCO CORPORATION	07/28/1982	02/13/2014	53,273.00	1,140.00	52,133.00
750. TJX COMPANIES INCORPORATED NEW	08/23/2012	09/11/2014	45,077.00	34,191.00	10,886.00
485. TARGET CORP	01/26/2006	09/11/2014	30,304.00	26,163.00	4,141.00
500. 3M CO COM	08/23/2012	09/11/2014	72,133.00	46,022.00	26,111.00
500. UNITED PARCEL SERVICE CL B	08/23/2012	09/11/2014	48,966.00	37,851.00	11,115.00
1105. VERIZON COMMUNICATIONS	05/04/1990	09/11/2014	54,083.00	26,019.00	28,064.00
250. WAL-MART STORES INCORPORATED	08/10/2001	02/13/2014	18,842.00	13,505.00	5,337.00
750. WAL-MART STORES INCORPORATED	08/10/2001	09/11/2014	57,106.00	40,515.00	16,591.00
500. WAL-MART STORES INCORPORATED	08/20/1998	09/11/2014	38,070.00	15,971.00	22,099.00
Totals					

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PIERCE KATHARINE C UW 04-6095694

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
200. WELLS FARGO COMPANY	11/12/1996	02/13/2014	9,201.00	2,154.00	7,047.00
980. WELLS FARGO COMPANY	11/12/1996	09/11/2014	50,519.00	10,552.00	39,967.00
2000. WEYERHAEUSER CO COM	08/23/2012	09/11/2014	67,240.00	49,235.00	18,005.00
500. YUM BRANDS INC COM	08/23/2012	09/11/2014	36,275.00	32,344.00	3,931.00
750. ACCENTURE PLC CL A COM	08/23/2012	09/11/2014	61,066.00	45,653.00	15,413.00
TOTAL PUBLICLY TRADED SECURITIES			2,857,319.00	1,895,128.00	962,191.00
Totals			2,857,319.00	1,895,128.00	962,191.00

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FEDERAL CAPITAL GAIN DISTRIBUTIONS

LONG-TERM CAPITAL GAIN DISTRIBUTIONS

15% RATE CAPITAL GAIN DISTRIBUTIONS		
LONG-TERM CAPITAL GAIN DIVIDENDS/DISTRIBUTION	13,963.00	
TOTAL 15% RATE CAPITAL GAIN DISTRIBUTIONS		13,963.00
TOTAL LONG-TERM CAPITAL GAIN DISTRIBUTIONS		13,963.00

FORM 990PF, Part XV, Ln. 3:
Grants Paid attachment to return :
KATHARINE PIERCE

Posting Date	Amount	Distribution	Relationship to substantial contributor	Purpose	Foundation Status of Recipient
6/30/2014	$ (90 00)	BAY PATH ELDER SERVICES INC	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/30/2014	$ (470 00)	BOSTON SENIOR HOME CARE	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/30/2014	$ (139 00)	BRISTOL ELDER SERVICES, INC	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/30/2014	$ (1,070 00)	CENTRAL BOSTON ELDER SERVICES	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/30/2014	$ (270 00)	CHELSEA REVERE WINTHROP HOMECARE	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/30/2014	$ (105 00)	COASTLINE ELDERLY SERVICES, INC	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/30/2014	$ (340 00)	ELDER SERVICES OF BERKSHIRE CTY	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/30/2014	$ (440 00)	ELDER SERVICES OF CAPE COD	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/30/2014	$ (1,020 00)	ELDER SERVICES OF MERRIMACK VLY	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/30/2014	$ (320 00)	ELDER SERVICES OF WORCESTER AREA	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/30/2014	$ (410 00)	FRANKLIN COUNTY HOME CARE CORP	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/30/2014	$ (220 00)	GREATER LYNN SENIOR SERVICES	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/30/2014	$ (530 00)	GR SPRINGFIELD SENIOR SERVICES	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/30/2014	$ (370 00)	HEALTHSOCIAL SERVICES CONSORTIUM	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/30/2014	$ (970 00)	HIGHLAND VALLEY ELDER SERVICES	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/30/2014	$ (220 00)	MINUTEMAN SENIOR SERVICES	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/30/2014	$ (209 00)	MONTACHUSETT HOME CARE CORP	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/30/2014	$ (5,760 00)	MYSTIC VALLEY ELDER SERVICES	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/30/2014	$ (2,600 00)	SOUTHWEST BOSTON SENIOR SERVICES	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/30/2014	$ (760 00)	NORTH SHORE ELDER SERVICES, INC	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/30/2014	$ (490 00)	OLD COLONY ELDERLY SERVICES, INC	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/30/2014	$ (270 00)	SENIORCARE, INC	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/30/2014	$ (1,170 00)	SOMERVILLE-CAMBRIDGE ELDER SERV	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/30/2014	$ (170 00)	SOUTH SHORE ELDER SERVICES INC	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/30/2014	$ (790 00)	SPRINGWELL INC	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/30/2014	$ (370 00)	TRI-VALLEY ELDER SERVICES, INC	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/30/2014	$ (550 00)	WESTMASS ELDERCARE, INC	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (10,000 00)	BEACON HILL VILLAGE, INC	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (10,000 00)	CAMBRIDGE AT HOME, INC	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (3,000 00)	MASS HOME CARE	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (4,017 00)	BAYPATH ELDER SERVICES, INC	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (8 382 00)	BOSTON SENIOR HOME CARE	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (7,565 00)	BRISTOL ELDER SERVICES INC	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (10 593 00)	CENTRAL BOSTON ELDER SERVICES	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (3 630 00)	CHELSEA REVERE WINTHROP HOMECARE	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (4 440 00)	COASTLINE ELDERLY SERVICES, INC	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (3 850 00)	ELDER SERVICES OF BERKSHIRE CTY	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (7,209 00)	ELDER SERVICES OF CAPE COD	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (7,896 00)	ELDER SERVICES OF WORCESTER AREA	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (4,070 00)	FRANKLIN COUNTY HOME CARE CORP	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (5,736 00)	GREATER LYNN SENIOR SERVICES	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (6 597 00)	GR SPRINGFIELD SENIOR SERVICES	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (3,740 00)	HEALTHSOCIAL SERVICES CONSORTIUM	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (9,603 00)	HIGHLAND VALLEY ELDER SERVICES	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (3,951 00)	MINUTEMAN SENIOR SERVICES	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (3,663 00)	MONTACHUSETT HOME CARE CORP	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (15,360 00)	MYSTIC VALLEY ELDER SERVICES INC	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (7,524 00)	NORTH SHORE ELDER SERVICES, INC	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (8,298 00)	OLD COLONY ELDERLY SERVICES, INC	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (3,630 00)	SENIORCARE, INC	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (11,583 00)	SOMERVILLE-CAMBRIDGE ELDER	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (8,490 00)	SOUTH SHORE ELDER SERVICES, INC	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (6,516 00)	SOUTHWEST BOSTON SENIOR SERVICES	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (8 690 00)	SPRINGWELL INC	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (5,819 00)	TRI-VALLEY ELDER SERVICES, INC	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/16/2014	$ (6 050 00)	WESTMASS ELDERCARE INC	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/19/2014	$ (10,098 00)	ELDER SERVICES MERRIMACK VALLEY	N/A	UNRESTRICTED GENERAL SUPPORT	PC
TOTAL	$ (230,123 00)				