



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Return of Private Foundation

2014

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

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

Name of foundation
ROBERT H CHAMPLIN TUW

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

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

A Employer identification number
05-6011297

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

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

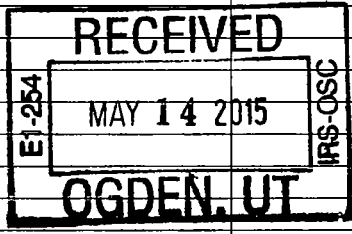
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

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) ▶ \$ 9,836,805.

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)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	213,728.	207,391.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	217,897.			
b	Gross sales price for all assets on line 6a	3,741,786.			
7	Capital gain net income (from Part IV, line 2)		217,897.		
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)	11,409.	188.		STMT 2
12	Total. Add lines 1 through 11	443,034.	425,476.		
13	Compensation of officers, directors, trustees, etc.	85,270.	51,162.		34,108.
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)				
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 4	6,034.	6,034.		
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 5	50.	4,556.		50.
24	Total operating and administrative expenses. Add lines 13 through 23	92,604.	61,752.	NONE	35,408.
25	Contributions, gifts, grants paid	620,994.			620,994.
26	Total expenses and disbursements. Add lines 24 and 25	713,598.	61,752.	NONE	656,402.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-270,564.			
b	Net investment income (if negative, enter -0-)		363,724.		
c	Adjusted net income (if negative, enter -0-)				



ENVELOPE POSTMARK DATE MAY 12 2015

OPERATING AND ADMINISTRATIVE EXPENSES MAY 18 2015

23

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	290,416.	402,727.	402,727.
	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 6	8,298,475.	8,743,136.	9,334,025.
	c	Investments - corporate bonds (attach schedule) STMT 7	97,963.	85,810.	100,053.
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation ▶ (attach schedule)			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 8	702,359.		
	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)	9,389,213.	9,231,673.	9,836,805.	
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 ▶ <input type="checkbox"/> 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, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	9,389,213.	9,231,673.	
	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)	9,389,213.	9,231,673.		
31	Total liabilities and net assets/fund balances (see instructions)	9,389,213.	9,231,673.		

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 9,389,213.
2	Enter amount from Part I, line 27a	2 -270,564.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3 255,414.
4	Add lines 1, 2, and 3	4 9,374,063.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5 142,390.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 9,231,673.

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 1,655,192.		1,641,790.	13,402.	
b 2,086,594.		1,882,099.	204,495.	
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a			13,402.	
b			204,495.	
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	217,897.
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	517,007.	9,675,565.	0.053434
2012	531,220.	9,320,548.	0.056995
2011	320,354.	9,416,852.	0.034019
2010	222,060.	8,580,316.	0.025880
2009	372,344.	7,653,229.	0.048652
2 Total of line 1, column (d)			2 0.218980
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 0.043796
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4 9,937,419.
5 Multiply line 4 by line 3			5 435,219.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,637.
7 Add lines 5 and 6			7 438,856.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 656,402.

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	3,637.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
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	3,637.
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	3,637.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a		3,904.
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	3,904.
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	267.
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax <input type="checkbox"/> 267. Refunded <input type="checkbox"/>		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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> RI		
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? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV.</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

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

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 X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X
(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 X
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 X
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 X
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? Yes No **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? Yes No **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 19		85,270.		

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**

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	9,798,580.
b	Average of monthly cash balances	1b	290,170.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	10,088,750.
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	10,088,750.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	151,331.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,937,419.
6	Minimum investment return. Enter 5% of line 5	6	496,871.

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	496,871.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	3,637.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,637.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	493,234.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	493,234.
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	493,234.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	656,402.
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	656,402.
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	3,637.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	652,765.

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				493,234.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			265,254.	
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		NONE		
e From 2013		NONE		
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ 656,402.				
a Applied to 2013, but not more than line 2a			265,254.	
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				391,148.
e Remaining amount distributed out of corpus	NONE			
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	NONE			
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				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				102,086.
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	NONE			
10 Analysis of line 9:				
a Excess from 2010	NONE			
b Excess from 2011	NONE			
c Excess from 2012	NONE			
d Excess from 2013	NONE			
e Excess from 2014	NONE			

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				(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:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
KENT CNTY MEM HOSP 455 TOLL GATE ROAD WARWICK RI 20886-2759	N/A	PC	UNRESTRICTED GENERAL SUPPORT	620,994.
Total ▶ 3a				620,994.
b Approved for future payment				
Total ▶ 3b				

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	2,839.	2,839.
FOREIGN DIVIDENDS	34,589.	34,589.
NONDIVIDEND DISTRIBUTIONS	7,245.	
DOMESTIC DIVIDENDS	55,310.	55,310.
OTHER INTEREST	28,352.	28,352.
FOREIGN INTEREST	3,133.	3,133.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE	4,304.	4,304.
NON-TAXABLE FOREIGN INCOME	-908.	
NONDISTRIBUTIVE DIVIDENDS	1,567.	1,567.
NONDISTRIBUTIVE FOREIGN DIVIDENDS	5,118.	5,118.
NONQUALIFIED FOREIGN DIVIDENDS	14,924.	14,924.
NONQUALIFIED DOMESTIC DIVIDENDS	57,255.	57,255.
TOTAL	213,728.	207,391.

FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
EXCISE TAX REFUND	11,409.	188.
PARTNERSHIP INCOME		
TOTALS	11,409.	188.

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 - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	5,425.	5,425.
FOREIGN TAXES ON QUALIFIED FOR	368.	368.
FOREIGN TAXES ON NONQUALIFIED	241.	241.
TOTALS	6,034.	6,034.

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OTHER CHARITABLE EXPENSES PARTNERSHIP EXPENSES	50.	4,556.	50.
TOTALS	50.	4,556.	50.

ROBERT H CHAMPLIN TUW

05-6011297

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
464287507 ISHARES CORE S&P MID	159,288.	238,975.	315,664.
464287614 ISHARES RUSSELL 1000			
464287655 ISHARES RUSSELL 2000	155,730.	142,620.	208,258.
921943858 VANGUARD FTSE DEVELO	216,946.	249,782.	269,403.
922042858 VANGUARD FTSE EMERGI	420,634.		
466001864 IVY ASSET STRATEGY F	268,978.	445,566.	399,391.
693390841 PIMCO HIGH YIELD FD	284,802.	280,536.	276,623.
722005667 PIMCO COMMODITY REAL			
714199106 PERMANENT PORTFOLIO	251,622.		
72200Q182 PIMCO ALL ASSET ALL	686,099.		
202671913 AGGREGATE BOND CTF	1,066,433.	1,556,906.	1,551,789.
207543877 SMALL CAP GROWTH LEA	155,027.	158,861.	212,062.
29099J109 EMERGING MARKETS STO	370,222.	637,617.	660,872.
29699T994 SELECT LARGE CAP GRO			
302993993 MID CAP VALUE CTF	212,915.	264,499.	303,233.
303995997 SMALL CAP VALUE CTF	169,399.	164,244.	198,186.
323991307 MID CAP GROWTH CTF	227,592.	276,816.	314,012.
45399C107 DIVIDEND INCOME COMM	871,900.	767,150.	924,704.
99Z466163 HIGH QUALITY CORE CO	439,715.	303,388.	358,839.
99Z466197 INTERNATIONAL FOCUSE	662,440.	676,682.	766,259.
99Z466247 REIT COMMON TRUST FU			
922908553 VANGUARD REIT ETF	637,936.	459,536.	538,245.
880208400 TEMPLETON GLOBAL BD	101,326.	100,086.	93,249.
99Z501647 STRATEGIC GROWTH COM	939,471.	731,106.	868,989.
73935S105 POWERSHARES DB COMMO		609,054.	416,915.
38145C646 GOLDMAN SACHS STRATE		679,712.	657,332.
TOTALS	8,298,475.	8,743,136.	9,334,025.

ROBERT H CHAMPLIN TUW

05-6011297

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
17275RAC6 CISCO SYS INC NT	15,700.	15,700.	23,495.
635405AM5 NATIONAL CITY CORP S	15,104.	15,092.	15,017.
74432QBL8 PRUDENTIAL FINL INC	4,259.	3,046.	3,374.
31405BLH2 FEDERAL NATL MTG ASS	3,268.	2,322.	2,472.
31410GME0 FEDERAL NATL MTG ASS	6,251.	4,083.	4,620.
31411E2A4 FEDERAL NATL MTG ASS	6,495.	3,751.	3,996.
31416MFV1 FEDERAL NATL MTG ASS	4,251.	3,115.	3,389.
3128M1TJ8 FEDERAL HOME LN MTG	4,213.	3,241.	3,389.
3128PJTY3 FEDERAL HOME LN MTG	7,579.	4,665.	4,865.
312967W73 FEDERAL HOME LN MTG	15,367.	15,361.	18,732.
20825VAB8 CONOCOPHILLIPS CDA F	15,476.	15,434.	16,704.
25243YAM1 DIAGEO CAP PLC GTD N			
TOTALS	97,963.	85,810.	100,053.

ROBERT H CHAMPLIN TUV

05-6011297

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE
-----	-----	-----
73935S105 POWERSHARES DB COMMO	C	702,359.
TOTALS		702,359.
		=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION -----	AMOUNT -----
TYE INCOME ADJUSTMENT	18,679.
TYE SALES ADJUSTMENT	70,632.
PARTNERSHIP ADJUSTMENT	166,103.

TOTAL	255,414.
	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION -----	AMOUNT -----
CTF COST ADJUSTMENT	11,250.
TYE SECURITY ADJUSTMENT	125,677.
TYE COST ADJUSTMENT	5,463.

TOTAL	142,390.
	=====

ROBERT H CHAMPLIN TUV
 Schedule D Detail of Short-term Capital Gains and Losses

05-6011297

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
OTHER GAINS AND LOSSES					
1121.952 AGGREGATE BOND CTF	04/04/2014	09/12/2014	18,822.00	18,798.00	24.00
112.76 AGGREGATE BOND CTF	04/17/2014	09/12/2014	1,892.00	1,891.00	1.00
31.564 SMALL CAP GROWTH LEADERS CTF	04/17/2014	09/12/2014	666.00	651.00	15.00
22.731 EMERGING MARKETS STOCK COMMON	07/19/2013	04/17/2014	1,092.00	1,011.00	81.00
.407 EMERGING MARKETS STOCK COMMON					
TRUST FUND	08/09/2013	04/17/2014	20.00	18.00	2.00
136.367 EMERGING MARKETS STOCK COMMON					
TRUST FUND	04/04/2014	04/17/2014	6,554.00	6,518.00	36.00
167.039 EMERGING MARKETS STOCK COMMON					
TRUST FUND	04/04/2014	09/12/2014	8,427.00	8,034.00	393.00
358.632 EMERGING MARKETS STOCK COMMON					
TRUST FUND	04/04/2014	12/31/2014	16,523.00	16,727.00	-204.00
188.903 EMERGING MARKETS STOCK COMMON					
TRUST FUND	10/31/2014	12/31/2014	8,703.00	9,041.00	-338.00
103.241 MID CAP VALUE CTF	04/04/2014	09/12/2014	3,076.00	3,079.00	-3.00
9.833 MID CAP VALUE CTF	04/17/2014	09/12/2014	293.00	289.00	4.00
492.47 MID CAP VALUE CTF	04/04/2014	12/31/2014	14,719.00	15,297.00	-578.00
46.906 MID CAP VALUE CTF	04/17/2014	12/31/2014	1,402.00	1,435.00	-33.00
5.773 SMALL CAP VALUE CTF	04/17/2014	09/12/2014	141.00	142.00	-1.00
127.677 MID CAP GROWTH CTF	04/04/2014	09/12/2014	3,404.00	3,226.00	178.00
31.083 MID CAP GROWTH CTF	04/17/2014	09/12/2014	829.00	776.00	53.00
704.227 MID CAP GROWTH CTF	04/04/2014	12/31/2014	19,115.00	17,810.00	1,305.00
171.43 MID CAP GROWTH CTF	04/17/2014	12/31/2014	4,653.00	4,282.00	371.00
5.572 DIVIDEND INCOME COMMON TRUST	08/23/2013	04/04/2014	266.00	246.00	20.00
2.463 DIVIDEND INCOME COMMON TRUST	04/17/2014	09/12/2014	123.00	120.00	3.00
7.293 DIVIDEND INCOME COMMON TRUST	04/17/2014	12/31/2014	379.00	367.00	12.00
2448. POWERSHARES DB COMMODITY INDEX	06/03/2013	04/01/2014	63,573.00	52,875.00	10,698.00
1793. POWERSHARES DB COMMODITY INDEX	07/17/2013	04/01/2014	46,563.00	38,580.00	7,983.00
251. POWERSHARES DB COMMODITY INDEX	08/08/2013	04/01/2014	6,518.00	5,224.00	1,294.00
63. POWERSHARES DB COMMODITY INDEX					
TRACKING FUND UNIT BEN INT	06/03/2013	04/17/2014	1,670.00	1,361.00	309.00
45. POWERSHARES DB COMMODITY INDEX					
Totals TRACKING FUND UNIT BEN INT					

ROBERT H CHAMPLIN TUV
 Schedule D Detail of Short-term Capital Gains and Losses

05-6011297

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
7. POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT	07/17/2013	04/17/2014	1,193.00	968.00	225.00
451. POWERSHARES DB COMMODITY INDEX	08/08/2013	04/17/2014	186.00	146.00	40.00
6076. POWERSHARES DB COMMODITY INDEX	06/30/2014	09/09/2014	10,953.00	9,931.00	1,022.00
119. POWERSHARES DB COMMODITY INDEX	06/30/2014	12/31/2014	111,036.00	133,795.00	-22,759.00
6.527 HIGH QUALITY CORE COMMON TRUST	10/31/2014	12/31/2014	2,175.00	2,094.00	81.00
30.024 INTERNATIONAL FOCUSED EQUITY	04/17/2014	09/12/2014	86.00	84.00	2.00
374.363 INTERNATIONAL FOCUSED EQUITY	07/19/2013	04/17/2014	361.00	323.00	38.00
428.147 INTERNATIONAL FOCUSED EQUITY	04/04/2014	04/17/2014	4,504.00	4,514.00	-10.00
9383.302 STRATEGIC GROWTH COMMON TRUST FUND	04/04/2014	09/12/2014	5,254.00	5,176.00	78.00
8707.604 STRATEGIC GROWTH COMMON TRUST FUND	06/07/2013	04/04/2014	107,898.00	96,290.00	11,608.00
196.229 STRATEGIC GROWTH COMMON TRUST FUND	07/19/2013	04/04/2014	100,128.00	92,834.00	7,294.00
TOTAL OTHER GAINS AND LOSSES	04/17/2014	09/12/2014	2,429.00	2,279.00	150.00
			575,626.00	556,232.00	19,394.00
Totals			575,626.00	556,232.00	19,394.00

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					
730.724 AGGREGATE BOND CTF	08/10/2012	09/12/2014	12,259.00	12,542.00	-283.00
374.976 AGGREGATE BOND CTF	08/31/2012	09/12/2014	6,291.00	6,444.00	-153.00
591.723 AGGREGATE BOND CTF	09/14/2012	09/12/2014	9,927.00	10,090.00	-163.00
325.764 AGGREGATE BOND CTF	12/21/2012	09/12/2014	5,465.00	5,558.00	-93.00
263.401 AGGREGATE BOND CTF	12/31/2012	09/12/2014	4,419.00	4,495.00	-76.00
81.452 AGGREGATE BOND CTF	02/08/2013	09/12/2014	1,366.00	1,379.00	-13.00
41.769 AGGREGATE BOND CTF	08/23/2013	09/12/2014	701.00	687.00	14.00
546.117 SMALL CAP GROWTH LEADERS CTF	08/10/2012	04/04/2014	11,314.00	8,562.00	2,752.00
200.65 SMALL CAP GROWTH LEADERS CTF	12/21/2012	04/04/2014	4,157.00	3,264.00	893.00
3.122 SMALL CAP GROWTH LEADERS CTF	03/08/2013	04/04/2014	65.00	56.00	9.00
256.725 SMALL CAP GROWTH LEADERS CTF	08/10/2012	09/12/2014	5,416.00	4,097.00	1,319.00
94.324 SMALL CAP GROWTH LEADERS CTF	12/21/2012	09/12/2014	1,990.00	1,561.00	429.00
1.467 SMALL CAP GROWTH LEADERS CTF	03/08/2013	09/12/2014	31.00	27.00	4.00
63.936 EMERGING MARKETS STOCK COMMON	08/10/2012	04/17/2014	3,073.00	2,710.00	363.00
99.585 EMERGING MARKETS STOCK COMMON	08/31/2012	04/17/2014	4,786.00	4,152.00	634.00
62.851 EMERGING MARKETS STOCK COMMON	09/14/2012	04/17/2014	3,021.00	2,800.00	221.00
11.072 EMERGING MARKETS STOCK COMMON	12/21/2012	04/17/2014	532.00	518.00	14.00
.625 EMERGING MARKETS STOCK COMMON					
TRUST FUND	12/31/2012	04/17/2014	30.00	30.00	
.601 EMERGING MARKETS STOCK COMMON					
TRUST FUND	03/08/2013	04/17/2014	29.00	29.00	
78.317 EMERGING MARKETS STOCK COMMON	08/10/2012	09/12/2014	3,951.00	3,343.00	608.00
121.985 EMERGING MARKETS STOCK COMMON					
TRUST FUND	08/31/2012	09/12/2014	6,154.00	5,122.00	1,032.00
76.988 EMERGING MARKETS STOCK COMMON	09/14/2012	09/12/2014	3,884.00	3,453.00	431.00
13.563 EMERGING MARKETS STOCK COMMON	12/21/2012	09/12/2014	684.00	639.00	45.00
.765 EMERGING MARKETS STOCK COMMON					
TRUST FUND	12/31/2012	09/12/2014	39.00	37.00	2.00
.736 EMERGING MARKETS STOCK COMMON					
TRUST FUND	03/08/2013	09/12/2014	37.00	36.00	1.00
27.843 EMERGING MARKETS STOCK COMMON	07/19/2013	09/12/2014	1,405.00	1,246.00	159.00
.498 EMERGING MARKETS STOCK COMMON					
Totals TRUST FUND					

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date 08/10/2012	Date 09/12/2014	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
168.151 EMERGING MARKETS STOCK COMMON TRUST FUND		09/12/2014	25.00	22.00	3.00
261.909 EMERGING MARKETS STOCK COMMON TRUST FUND	08/10/2012	12/31/2014	7,747.00	6,932.00	815.00
165.299 EMERGING MARKETS STOCK COMMON TRUST FUND	08/31/2012	12/31/2014	12,067.00	10,616.00	1,451.00
29.121 EMERGING MARKETS STOCK COMMON	09/14/2012	12/31/2014	7,616.00	7,173.00	443.00
1.644 EMERGING MARKETS STOCK COMMON TRUST FUND	12/21/2012	12/31/2014	1,342.00	1,329.00	13.00
1.581 EMERGING MARKETS STOCK COMMON TRUST FUND	12/31/2012	12/31/2014	76.00	76.00	
59.782 EMERGING MARKETS STOCK COMMON	03/08/2013	12/31/2014	73.00	75.00	-2.00
1.071 EMERGING MARKETS STOCK COMMON TRUST FUND	07/19/2013	12/31/2014	2,754.00	2,589.00	165.00
2488.395 MID CAP VALUE CTF	08/09/2013	12/31/2014	49.00	46.00	3.00
231.093 MID CAP VALUE CTF	04/20/2012	06/30/2014	73,630.00	57,271.00	16,359.00
57.376 MID CAP VALUE CTF	04/20/2012	09/12/2014	6,886.00	5,563.00	1,323.00
1102.337 MID CAP VALUE CTF	12/21/2012	09/12/2014	1,710.00	1,413.00	297.00
273.689 MID CAP VALUE CTF	04/20/2012	12/31/2014	32,946.00	27,902.00	5,044.00
247.608 SMALL CAP VALUE CTF	12/21/2012	12/31/2014	8,180.00	7,081.00	1,099.00
124.674 SMALL CAP VALUE CTF	08/10/2012	04/04/2014	6,012.00	4,814.00	1,198.00
122.042 SMALL CAP VALUE CTF	08/31/2012	04/04/2014	3,027.00	2,437.00	590.00
160.54 SMALL CAP VALUE CTF	12/21/2012	04/04/2014	2,963.00	2,465.00	498.00
80.834 SMALL CAP VALUE CTF	08/10/2012	09/12/2014	3,919.00	3,185.00	734.00
79.127 SMALL CAP VALUE CTF	08/31/2012	09/12/2014	1,973.00	1,612.00	361.00
2695.85 MID CAP GROWTH CTF	12/21/2012	09/12/2014	1,932.00	1,629.00	303.00
27.421 MID CAP GROWTH CTF	08/10/2012	06/30/2014	70,532.00	61,291.00	9,241.00
64.712 MID CAP GROWTH CTF	08/10/2012	09/12/2014	731.00	627.00	104.00
125.289 MID CAP GROWTH CTF	08/31/2012	09/12/2014	1,725.00	1,480.00	245.00
78.181 MID CAP GROWTH CTF	09/14/2012	09/12/2014	3,340.00	2,970.00	370.00
151.249 MID CAP GROWTH CTF	12/21/2012	09/12/2014	2,084.00	1,800.00	284.00
356.933 MID CAP GROWTH CTF	08/10/2012	12/31/2014	4,105.00	3,461.00	644.00
691.056 MID CAP GROWTH CTF	08/31/2012	12/31/2014	9,688.00	8,174.00	1,514.00
431.224 MID CAP GROWTH CTF	09/14/2012	12/31/2014	18,758.00	16,396.00	2,362.00
Totals	12/21/2012	12/31/2014	11,705.00	9,936.00	1,769.00

ROBERT H CHAMPLIN TUW
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
1459.072 DIVIDEND INCOME COMMON TRUST FUND	08/10/2012	04/04/2014	69,569.00	58,415.00	11,154.00
759.099 DIVIDEND INCOME COMMON TRUST	08/31/2012	04/04/2014	36,194.00	30,210.00	5,984.00
942.735 DIVIDEND INCOME COMMON TRUST	09/14/2012	04/04/2014	44,950.00	38,424.00	6,526.00
35.094 DIVIDEND INCOME COMMON TRUST	12/21/2012	04/04/2014	1,673.00	1,395.00	278.00
495.518 DIVIDEND INCOME COMMON TRUST	03/08/2013	04/04/2014	23,627.00	21,137.00	2,490.00
275.731 DIVIDEND INCOME COMMON TRUST	08/10/2012	09/12/2014	13,819.00	11,466.00	2,353.00
143.452 DIVIDEND INCOME COMMON TRUST	08/31/2012	09/12/2014	7,190.00	5,931.00	1,259.00
178.155 DIVIDEND INCOME COMMON TRUST	09/14/2012	09/12/2014	8,929.00	7,537.00	1,392.00
6.632 DIVIDEND INCOME COMMON TRUST	12/21/2012	09/12/2014	332.00	274.00	58.00
93.641 DIVIDEND INCOME COMMON TRUST	03/08/2013	09/12/2014	4,693.00	4,139.00	554.00
1.052 DIVIDEND INCOME COMMON TRUST	08/23/2013	09/12/2014	53.00	48.00	5.00
817.569 DIVIDEND INCOME COMMON TRUST	08/10/2012	12/31/2014	42,484.00	35,112.00	7,372.00
425.35 DIVIDEND INCOME COMMON TRUST	08/31/2012	12/31/2014	22,103.00	18,166.00	3,937.00
528.247 DIVIDEND INCOME COMMON TRUST	09/14/2012	12/31/2014	27,450.00	23,068.00	4,382.00
19.665 DIVIDEND INCOME COMMON TRUST	12/21/2012	12/31/2014	1,022.00	839.00	183.00
277.656 DIVIDEND INCOME COMMON TRUST	03/08/2013	12/31/2014	14,428.00	12,652.00	1,776.00
3.121 DIVIDEND INCOME COMMON TRUST	08/23/2013	12/31/2014	162.00	147.00	15.00
1006. POWERSHARES DB COMMODITY INDEX	08/10/2012	04/01/2014	26,125.00	23,530.00	2,595.00
992. POWERSHARES DB COMMODITY INDEX	08/29/2012	04/01/2014	25,762.00	23,607.00	2,155.00
1939. POWERSHARES DB COMMODITY INDEX	09/14/2012	04/01/2014	50,355.00	48,776.00	1,579.00
1276. POWERSHARES DB COMMODITY INDEX	12/21/2012	04/01/2014	33,137.00	29,242.00	3,895.00
1032. POWERSHARES DB COMMODITY INDEX	12/28/2012	04/01/2014	26,800.00	23,879.00	2,921.00
3179. POWERSHARES DB COMMODITY INDEX	03/08/2013	04/01/2014	82,557.00	71,555.00	11,002.00
25. POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT	08/10/2012	04/17/2014	663.00	585.00	78.00
25. POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT	08/29/2012	04/17/2014	663.00	595.00	68.00
50. POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT	09/14/2012	04/17/2014	1,325.00	1,258.00	67.00
32. POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT	12/21/2012	04/17/2014	848.00	733.00	115.00
26. POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT	12/28/2012	04/17/2014	689.00	602.00	87.00
81. POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT					
Totals					

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
	03/10/2013	04/17/2014	2,147.00	1,823.00	324.00
31. POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT					
30. POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT	08/10/2012	09/09/2014	753.00	725.00	28.00
60. POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT	08/29/2012	09/09/2014	729.00	714.00	15.00
40. POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT	09/14/2012	09/09/2014	1,457.00	1,509.00	-52.00
32. POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT	12/21/2012	09/09/2014	971.00	917.00	54.00
98. POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT	12/28/2012	09/09/2014	777.00	740.00	37.00
76. POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT	03/08/2013	09/09/2014	2,380.00	2,206.00	174.00
55. POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT	06/03/2013	09/09/2014	1,846.00	1,642.00	204.00
8. POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT	07/17/2013	09/09/2014	1,336.00	1,183.00	153.00
420. POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT	08/08/2013	09/09/2014	194.00	167.00	27.00
414. POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT	08/10/2012	12/31/2014	7,675.00	9,824.00	-2,149.00
810. POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT	08/29/2012	12/31/2014	7,566.00	9,852.00	-2,286.00
532. POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT	09/14/2012	12/31/2014	14,802.00	20,376.00	-5,574.00
431. POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT	12/21/2012	12/31/2014	9,722.00	12,192.00	-2,470.00
1327. POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT	12/28/2012	12/31/2014	7,876.00	9,973.00	-2,097.00
1021. POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT	03/08/2013	12/31/2014	24,250.00	29,869.00	-5,619.00
748. POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT	06/03/2013	12/31/2014	18,658.00	22,053.00	-3,395.00
104. POWERSHARES DB COMMODITY INDEX 3604.483 HIGH QUALITY CORE COMMON TRUST FUND	07/17/2013	12/31/2014	13,669.00	16,095.00	-2,426.00
	08/08/2013	12/31/2014	1,901.00	2,165.00	-264.00
1817.555 HIGH QUALITY CORE COMMON TRUST FUND	08/10/2012	04/04/2014	45,463.00	37,869.00	7,594.00
1803.599 HIGH QUALITY CORE COMMON TRUST FUND	08/31/2012	04/04/2014	22,924.00	19,135.00	3,789.00
64.274 HIGH QUALITY CORE COMMON TRUST FUND	09/14/2012	04/04/2014	22,748.00	19,699.00	3,049.00
Totals					

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
1747.72 HIGH QUALITY CORE COMMON TRUST FUND	12/22/2012	04/04/2014	811.00	684.00	127.00
5104.843 HIGH QUALITY CORE COMMON TRUST FUND	03/08/2013	04/04/2014	22,044.00	19,853.00	2,191.00
298.726 HIGH QUALITY CORE COMMON TRUST FUND	08/10/2012	06/30/2014	66,843.00	54,260.00	12,583.00
248.717 HIGH QUALITY CORE COMMON TRUST FUND	08/10/2012	09/12/2014	3,939.00	3,231.00	708.00
246.808 HIGH QUALITY CORE COMMON TRUST FUND	08/31/2012	09/12/2014	3,280.00	2,695.00	585.00
8.795 HIGH QUALITY CORE COMMON TRUST	09/14/2012	09/12/2014	3,255.00	2,772.00	483.00
239.16 HIGH QUALITY CORE COMMON TRUST FUND	12/21/2012	09/12/2014	116.00	96.00	20.00
717.094 INTERNATIONAL FOCUSED EQUITY	03/08/2013	09/12/2014	3,154.00	2,790.00	364.00
217.987 INTERNATIONAL FOCUSED EQUITY	08/10/2012	04/17/2014	8,627.00	6,772.00	1,855.00
369.032 INTERNATIONAL FOCUSED EQUITY	08/31/2012	04/17/2014	2,623.00	2,063.00	560.00
88.041 INTERNATIONAL FOCUSED EQUITY	09/14/2012	04/17/2014	4,440.00	3,638.00	802.00
718.813 INTERNATIONAL FOCUSED EQUITY	12/21/2012	04/17/2014	1,059.00	888.00	171.00
6735.9 INTERNATIONAL FOCUSED EQUITY	03/08/2013	04/17/2014	8,648.00	7,622.00	1,026.00
564.543 INTERNATIONAL FOCUSED EQUITY	08/10/2012	06/30/2014	84,045.00	63,840.00	20,205.00
249.305 INTERNATIONAL FOCUSED EQUITY	08/10/2012	09/12/2014	6,927.00	5,350.00	1,577.00
422.051 INTERNATIONAL FOCUSED EQUITY	08/31/2012	09/12/2014	3,059.00	2,368.00	691.00
100.69 INTERNATIONAL FOCUSED EQUITY	09/14/2012	09/12/2014	5,179.00	4,174.00	1,005.00
822.085 INTERNATIONAL FOCUSED EQUITY	12/21/2012	09/12/2014	1,236.00	1,018.00	218.00
34.337 INTERNATIONAL FOCUSED EQUITY	03/08/2013	09/12/2014	10,088.00	8,744.00	1,344.00
5653.461 STRATEGIC GROWTH COMMON TRUST FUND	07/19/2013	09/12/2014	421.00	370.00	51.00
1198.152 STRATEGIC GROWTH COMMON TRUST FUND	06/07/2013	07/31/2014	67,190.00	58,670.00	8,520.00
1312.036 STRATEGIC GROWTH COMMON TRUST FUND	06/07/2013	09/12/2014	14,834.00	12,483.00	2,351.00
TOTAL OTHER GAINS AND LOSSES	07/19/2013	09/12/2014	16,244.00	14,194.00	2,050.00
Totals			1,504,129.00	1,325,867.00	178,262.00

GAINS AND LOSSES FROM PASS-THRU ENTITIES

=====

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

COMMON TRUST FUNDS	-12,665.00	

TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)		----- -12,665.00 =====

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

COMMON TRUST FUNDS	185,607.00	
PARTNERSHIPS, TRUSTS, S CORPORATIONS	-166,103.00	

TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)		----- 19,504.00 =====

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

=====

OFFICER NAME:

BANK OF AMERICA

ADDRESS:

225 FRANKLIN STREET

BOSTON, MA 02110

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 85,270.

COMPENSATION EXPLANATION:

SEE ATTACHED FOOTNOTE

TOTAL COMPENSATION: 85,270.

=====

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.