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		A Employer identification number
YAWKEY FOUNDATION		13-2890749
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions)
990 WASHINGTON STREET	315	(781) 329-7470
City or town, state or province, country, and ZIP or foreign postal code		C If exemption application is pending, check here ▶ ☐
DEDHAM, MA 02026		

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 66,412,382.

J Accounting method ☐ Cash ☐ Accrual [X] Other (specify) MODIFIED CASH
(Part I, column (d) must be on cash basis)

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ [X] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	333.	333.		ATCH 1
	4	Dividends and interest from securities	1,630,704.	1,630,704.		ATCH 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	2,984,544.			
	b	Gross sales price for all assets on line 6a 24,303,487.				
	7	Capital gain net income (from Part IV, line 2)		2,984,544.		
	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) ATCH 3	5,342.	5,342.		
	12	**Total.** Add lines 1 through 11	4,620,923.	4,620,923.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) ATCH 4	73,863.	36,673.		37,190.
	b	Accounting fees (attach schedule) ATCH 5	41,474.	20,592.		20,882.
	c	Other professional fees (attach schedule) [6]	277,747.	277,747.		
	17	Interest				
	18	Taxes (attach schedule) (see instructions) [7]	72,897.	12,897.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	1,961.	718.		1,243.
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 8	538,183.	263,522.		274,661.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,006,125.	612,149.		333,976.
	25	Contributions, gifts, grants paid	2,638,683.			2,638,683.
	26	**Total expenses and disbursements** Add lines 24 and 25	3,644,808.	612,149.	0	2,972,659.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	976,115.			
	b	**Net investment income** (if negative, enter -0-)		4,008,774.		
	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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	44,101.	107,724.	107,724.
	2 Savings and temporary cash investments	1,975,785.	2,248,084.	2,248,084.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	1,648.	1,057.	1,057.
	10a Investments - U S and state government obligations (attach schedule)[9]	1,632,905.	1,835,283.	1,835,283.
	b Investments - corporate stock (attach schedule) ATCH 10	53,833,570.	52,296,771.	52,296,771.
	c Investments - corporate bonds (attach schedule) ATCH 11	1,154,554.	1,024,759.	1,024,759.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) ATCH 12	5,674,504.	5,541,070.	5,541,070.
	14 Land, buildings, and equipment basis ▶ ATCH 17 3,357,634.			
	Less accumulated depreciation (attach schedule) ▶	1,710,420.	3,357,634.	3,357,634.
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	66,027,487.	66,412,382.	66,412,382.
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)	0	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ [X] **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	56,027,487.	56,412,382.	
	25 Temporarily restricted	10,000,000.	10,000,000.	
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, ▶ [ ] **check here and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	66,027,487.	66,412,382.	
	31 Total liabilities and net assets/fund balances (see instructions)	66,027,487.	66,412,382.	

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	66,027,487.
2	Enter amount from Part I, line 27a	2	976,115.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	67,003,602.
5	Decreases not included in line 2 (itemize) ▶ ATCH 13	5	591,220.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	66,412,382.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	2,984,544.
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	0

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	3,004,888.	61,035,703.	0.049232
2012	2,735,675.	57,153,083.	0.047866
2011	3,015,628.	56,384,602.	0.053483
2010	2,865,267.	53,335,469.	0.053722
2009	2,625,943.	46,770,454.	0.056145

2	**Total** of line 1, column (d)	2	0.260448
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	0.052090
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	62,855,441.
5	Multiply line 4 by line 3	5	3,274,140.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	40,088.
7	Add lines 5 and 6	7	3,314,228.
8	Enter qualifying distributions from Part XII, line 4	8	2,972,659.

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	80,175.
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	80,175.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	80,175.
6 Credits/Payments			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a 93,137.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	93,137.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	12,962.
11 Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 12,962. **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	N/A	
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) ▶ MASSACHUSETTS AND NEW YORK			
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 ▶ WWW.YAWKEYFOUNDATIONS.ORG

14 The books are in care of ▶ WILLIAM B. GUTFARB Telephone no ▶ 781-329-7470

Located at ▶ 990 WASHINGTON STREET - SUITE 315 DEDHAM, MA ZIP+4 ▶ 02026-6719

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	ATCH 18		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	ATCH 18		
	(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		X
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	N/A	
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)*

			Yes	No
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**		X
	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		N/A	
	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**	N/A	

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
ATCH 14		0	0	0

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
ATCH 15		739,258.
Total number of others receiving over $50,000 for professional services ▶		0

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 YAWKEY WILDLIFE CENTER TOURS ARE PROVIDED FREE OF CHARGE TO EDUCATE THE PUBLIC ABOUT CONSERVATION ACTIV, WILDLIFE HABITAT & EDUC AND RESEARCH PGMS CONDUCTED ON THE ISLANDS.	7,425.
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	63,645,471.
b	Average of monthly cash balances	1b	167,159.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	63,812,630.
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	
3	Subtract line 2 from line 1d	3	63,812,630.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	957,189.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	62,855,441.
6	**Minimum investment return.** Enter 5% of line 5	6	3,142,772.

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	3,142,772.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	80,175.		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	80,175.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	3,062,597.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	3,062,597.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	3,062,597.

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	2,972,659.
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	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,972,659.
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,972,659.

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				3,062,597.
2	Undistributed income, if any, as of the end of 2014				
a	Enter amount for 2013 only				
b	Total for prior years 20 12 ,20 11 ,20 10				
3	Excess distributions carryover, if any, to 2014				
a	From 2009 . . . 299,459.				
b	From 2010 . . . 256,966.				
c	From 2011 . . . 210,893.				
d	From 2012 . . .				
e	From 2013 . . . 56,863.				
f	Total of lines 3a through e	824,181.			
4	Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 2,972,659.				
a	Applied to 2013, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required - see instructions)				
c	Treated as distributions out of corpus (Election required - see instructions)				
d	Applied to 2014 distributable amount				2,972,659.
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	89,938.			89,938.
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	734,243.			
b	Prior years' undistributed income Subtract line 4b from line 2b				
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				
d	Subtract line 6c from line 6b Taxable amount - see instructions				
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				
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)				
8	Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	209,521.			
9	**Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	524,722.			
10	Analysis of line 9				
a	Excess from 2010 . . . 256,966.				
b	Excess from 2011 . . . 210,893.				
c	Excess from 2012 . . .				
d	Excess from 2013 . . . 56,863.				
e	Excess from 2014 . . .				

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 ▶ [X] 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*				
ATTACHMENT 19			ATTACHMENT 19	2,638,683.
Total ▶ **3a**				2,638,683.
b *Approved for future payment*				
ATTACHMENT 20			ATTACHMENT 20	50,000
Total ▶ **3b**				50,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions.)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	333.	
4 Dividends and interest from securities			14	1,630,704.	
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	2,984,544.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 16				5,342.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				4,620,923.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 4,620,923.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions.)

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

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

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

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

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

b If "Yes," complete the following schedule

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

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

Signature of officer or trustee: [signature] Date: 5/13/15 Title: President

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
Larry J. Abowitz	[signature]	5/11/15		P00096798

Firm's name ▶ ERNST & YOUNG US LLP — Firm's EIN ▶ 34-656596

Firm's address ▶ 99 WOOD AVENUE SOUTH ISELIN, NJ 08830 — Phone no 732-516-4200

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FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		PUBLICLY HELD SECURITIES				P		
		PROPERTY TYPE: SECURITIES						
24303487.		21317744.					2,985,743.	
		FOREIGN CURRENCY				P		
		PROPERTY TYPE: SECURITIES						
		1,199.					-1,199.	
TOTAL GAIN(LOSS)							2,984,544.	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TEMPORARY CASH INVESTMENTS INTEREST		333.	333.
	TOTAL	333.	333.

ATTACHMENT 2

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDEND INCOME		1,529,212.	1,529,212.
INTEREST INCOME		101,492.	101,492.
	TOTAL	1,630,704.	1,630,704.

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SECURITIES LITIGATION SETTLEMENT INCOME	5,342.	5,342.
TOTALS	5,342.	5,342.

YAWKEY FOUNDATION 13-2890749

ATTACHMENT 4

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
PATTERSON, BELKNAP, WEBB	71,110.	35,306.		35,804.
BINGHAM MCCUTCHEN LLP	2,018.	1,002.		1,016.
WOMBLE CARLYLE SANDRIDGE	735.	365.		370.
TOTALS	73,863.	36,673.		37,190.

YAWKEY FOUNDATION 13-2890749

ATTACHMENT 5

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ERNST & YOUNG LLP		41,474.	20,592.		20,882.
	TOTALS	41,474.	20,592.		20,882.

ATTACHMENT 6

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
STATE STREET - INV CUSTODIAL	95,329.	95,329.
COLUMBIA MANAGEMENT	62,636.	62,636.
EII CAPITAL MANAGEMENT	36,661.	36,661.
CAMBRIDGE ASSOCIATES LLC	35,000.	35,000.
RUTABAGA CAPITAL MANAGEMENT	36,656.	36,656.
MORGAN STANLEY SMITH BARNEY	11,465.	11,465.
TOTALS	277,747.	277,747.

ATTACHMENT 7

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL EXCISE TAXES		60,000.	
FOREIGN TAXES		12,897.	12,897.
	TOTALS	72,897.	12,897.

YAWKEY FOUNDATION 13-2890749

ATTACHMENT 8

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
BTMC MANAGEMENT SERVICES	510,183.	253,306.	256,877.
DIRECTORS & OFFICERS INSURANCE	15,191.	7,542.	7,649.
YAWKEY WILDLIFE CENTER TOURS	7,425.		7,425.
FILING FEES	2,000.	993.	1,007.
POSTAGE AND SHIPPING	595.	295.	300.
BANK FEES	77.	38.	39.
MEETINGS EXPENSES	205.	102.	103.
OTHER EXPENSES	2,002.	995.	1,007.
TELEPHONE	505.	251.	254.
TOTALS	538,183.	263,522.	274,661.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 9

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
US GOV'T OBLIGATIONS-ATCH 9A	1,632,905.	1,835,283.	1,835,283.
US OBLIGATIONS TOTAL	1,632,905.	1,835,283.	1,835,283.

Yawkey Foundation
Form 990-PF
Part II, Line 10a, Investments, US and State Gov't Obligations

13-2890749

Shares / Par Value	Security Name	Security Description	Fair Market Value
25,000.00	FANNIE MAE	5 25% 15 Sep 2016	$ 26,943
154,896.16	FED HM LN PC POOL G08538	3.5% 01 Jul 2043	161,228
73,287.22	FNMA POOL 890551	1% 01 Aug 2041	79,592
113,762.74	FNMA POOL AE0218	1% 01 Aug 2040	123,728
360.78	FNMA POOL AI1888	4.5% 01 May 2041	392
192,795.85	FNMA POOL AL3915	1% 01 Feb 2042	206,006
134,816.43	FNMA POOL AP7539	3% 01 Sep 2027	140,492
142,045.39	FNMA POOL MA2047	2.5% 01 Oct 2024	146,079
60,000.00	FREDDIE MAC	2.375% 13 Jan 2022	60,617
69,000.00	FREDDIE MAC	2.875% 09 Feb 2015	69,152
115,000.00	FREDDIE MAC	3.75% 27 Mar 2019	125,160
161,000.00	US TREASURY N/B	1.5% 31 Oct 2019	160,020
92,000.00	US TREASURY N/B	1.625% 15 Aug 2022	89,485
62,000.00	US TREASURY N/B	2.375% 31 Jul 2017	64,252
75,000.00	US TREASURY N/B	2.375% 31 May 2018	77,742
73,000.00	US TREASURY N/B	3.125% 15 May 2021	78,338
67,000.00	US TREASURY N/B	3.25% 31 Jul 2016	69,874
42,000.00	US TREASURY N/B	3 375% 15 May 2044	47,283
36,000.00	US TREASURY N/B	4.25% 15 May 2039	46,274
47,000.00	US TREASURY N/B	4.5% 15 May 2038	62,624
	Total US Government Obligations		$ 1,835,283

ATTACHMENT 10

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
CORPORATE STOCK-ATTACHMENT 10A	53,833,570.	52,296,771.	52,296,771.
TOTALS	53,833,570.	52,296,771.	52,296,771.

Yawkey Foundation
form 990-PF
Part II, Line 10b, Investments - Corporate Stock

13-2890749

Shares / Par Value	Security Name	Security Description	Fair Market Value
4,390.00	ABBVIE INC	COMMON STOCK USD.01	287,282
2,000.00	ACE LTD	COMMON STOCK CHF24.77	229,760
7,275.00	ALTRIA GROUP INC	COMMON STOCK USD.333	358,439
2,150.00	AMERICAN ELECTRIC POWER	COMMON STOCK USD6.5	130,548
2,275.00	AMERICAN EXPRESS CO	COMMON STOCK USD.2	211,666
3,015.00	AMGEN INC	COMMON STOCK USD.0001	480,259
1,000.00	ANHEUSER BUSCH INBEV SPN ADR	ADR	112,320
5,125.00	APPLE INC	COMMON STOCK USD.00001	565,698
2,710.00	ASHFORD HOSPITALITY PRIME IN	REIT USD.01	46,504
10,300.00	ASHFORD HOSPITALITY TRUST	REIT USD.01	107,944
3,100.00	AUTOMATIC DATA PROCESSING	COMMON STOCK USD.1	258,447
1,000.00	BLACKROCK INC	COMMON STOCK USD.01	357,560
4,650.00	BLUE NILE INC	COMMON STOCK USD.001	167,447
2,140.00	BOEING CO/THE	COMMON STOCK USD5.	278,157
2,400.00	BP PLC SPONS ADR	ADR	91,488
7,550.00	BRIGGS + STRATTON	COMMON STOCK USD.01	154,171
1,500.00	BRUNSWICK CORP	COMMON STOCK USD.75	76,890
514,225.47	CAUSEWAY EMERGING MARKETS FUND	CAUSEWAY EMERGING MKTS INST	5,965,015
6,900.00	CENTRAL GARDEN + PET CO	COMMON STOCK USD.01	60,582
9,400.00	CENTRAL GARDEN AND PET CO A	COMMON STOCK USD.01	89,770
3,100.00	CHEVRONTEXACO CORP	COMMON STOCK USD.75	347,758
1,825.00	CHUBB CORP	COMMON STOCK USD1.	188,833
11,150.00	CISCO SYSTEMS INC	COMMON STOCK USD.001	310,137
2,500.00	CME GROUP INC	COMMON STOCK USD.01	221,625
4,000.00	CMS ENERGY CORP	COMMON STOCK USD.01	139,000
4,075.00	COCA COLA CO/THE	COMMON STOCK USD.25	172,047
2,670.00	COCA COLA ENTERPRISES	COMMON STOCK USD.01	118,067
10,550.00	COMCAST CORP CLASS A	COMMON STOCK USD.01	612,006
1,500.00	CONOCOPHILLIPS	COMMON STOCK USD.01	103,590
1,455.00	COVIDIEN PLC	COMMON STOCK USD.2	148,817
3,750.00	CVS HEALTH CORP	COMMON STOCK USD.01	361,163
1,800.00	DOMINION RESOURCES INC/VA	COMMON STOCK NPV	138,420
4,100.00	DOUGLAS DYNAMICS INC	COMMON STOCK USD.01	87,863
2,675.00	DOVER CORP	COMMON STOCK USD1.	191,851
3,700.00	DU PONT (E.I.) DE NEMOURS	COMMON STOCK USD.3	273,578
1,475.00	DUKE ENERGY CORP	COMMON STOCK USD.001	123,222
3,100.00	DUKE REALTY CORP	REIT USD.01	62,620
8,425.00	EMC CORP/MA	COMMON STOCK USD.01	250,560
6,745.00	EXXON MOBIL CORP	COMMON STOCK NPV	623,575
6,000.00	FIFTH THIRD BANCORP	COMMON STOCK NPV	122,250
7,300.00	GENERAL ELECTRIC CO	COMMON STOCK USD.06	184,471
3,250.00	GENERAL MILLS INC	COMMON STOCK USD.1	173,323
8,650.00	GLOBE SPECIALTY METALS INC	COMMON STOCK USD 0001	149,040
27,800 00	GRAFTECH INTERNATIONAL LTD	COMMON STOCK USD.01	140,668
4,300.00	GRANITE CONSTRUCTION INC	COMMON STOCK USD.01	163,486

Yawkey Foundation
form 990-PF
Part II, Line 10b, Investments - Corporate Stock

13-2890749

Shares / Par Value	Security Name	Security Description	Fair Market Value
12,000.00	GREAT LAKES DREDGE + DOCK CO	COMMON STOCK USD.0001	102,720
1,100.00	HANESBRANDS INC	COMMON STOCK USD.01	122,782
8,450.00	HARSCO CORP	COMMON STOCK USD1.25	159,621
11,600.00	HEADWATERS INC	COMMON STOCK USD.001	173,884
4,350.00	HOME DEPOT INC	COMMON STOCK USD.05	456,620
4,175.00	HONEYWELL INTERNATIONAL INC	COMMON STOCK USD1.	417,166
1,474.00	ILLINOIS TOOL WORKS	COMMON STOCK USD.01	139,588
18,850.00	INNERWORKINGS INC	COMMON STOCK USD.0001	146,842
14,025.00	INTEL CORP	COMMON STOCK USD.001	508,967
1,575.00	INTL BUSINESS MACHINES CORP	COMMON STOCK USD.2	252,693
10,900.00	INTREPID POTASH INC	COMMON STOCK USD.001	151,292
9,100.00	INVACARE CORP	COMMON STOCK USD.25	152,516
4,550.00	JOHN BEAN TECHNOLOGIES CORP	COMMON STOCK USD.01	149,513
6,000.00	JOHNSON + JOHNSON	COMMON STOCK USD1.	627,420
9,940.00	JPMORGAN CHASE + CO	COMMON STOCK USD1.0	622,045
2,410.00	KIMBERLY CLARK CORP	COMMON STOCK USD1.25	278,451
4,300.00	KINDER MORGAN INC W/I	COMMON STOCK USD.01	181,933
2,455 00	KLA TENCOR CORP	COMMON STOCK USD.001	172,636
1,925.00	KRAFT FOODS GROUP INC	COMMON STOCK	120,621
12,150.00	LAYNE CHRISTENSEN COMPANY	COMMON STOCK USD.01	115,911
1,250.00	LOCKHEED MARTIN CORP	COMMON STOCK USD1.	240,713
790.00	LYONDELLBASELL INDU CL A	COMMON STOCK	62,718
3,325.00	MACY S INC	COMMON STOCK USD.01	218,619
11,800.00	MAIDEN HOLDINGS LTD	COMMON STOCK USD.01	150,922
5,615.00	MARSH + MCLENNAN COS	COMMON STOCK USD1.	321,403
3,800.00	MCDONALD S CORP	COMMON STOCK USD.01	356,060
2,350.00	MEDTRONIC INC	COMMON STOCK USD.1	169,670
10,000.00	MERCK + CO. INC.	COMMON STOCK USD.5	567,900
2,175.00	METLIFE INC	COMMON STOCK USD.01	117,646
14,325.00	MICROSOFT CORP	COMMON STOCK USD 00000625	665,396
1,500.00	MISTRAS GROUP INC	COMMON STOCK USD.01	22,028
8,500.00	MODINE MANUFACTURING CO	COMMON STOCK USD.625	115,600
13,850.00	MUELLER WATER PRODUCTS INC A	COMMON STOCK USD.01	141,824
5,000.00	NATIONAL INTERSTATE CORP	COMMON STOCK USD.01	149,000
303,331.95	NATIXIS LOOMIS SAYLES CORE PLU	NATIXIS LOOMIS SAY C/P BD Y	3,982,749
8,350.00	NCI BUILDING SYSTEMS INC	COMMON STOCK USD.01	154,642
1,200.00	NEXTERA ENERGY INC	COMMON STOCK USD.01	127,548
2,600.00	NORTHEAST UTILITIES	COMMON STOCK USD5.	139,152
2,480.00	NORTHERN TRUST CORP	COMMON STOCK USD1.667	167,152
3,250.00	OCCIDENTAL PETROLEUM CORP	COMMON STOCK USD.2	261,983
1,525.00	PARKER HANNIFIN CORP	COMMON STOCK USD.5	196,649
18,800.00	PFIZER INC	COMMON STOCK USD.05	585,620
5,675.00	PHILIP MORRIS INTERNATIONAL	COMMON STOCK NPV	462,229
2,725.00	PNC FINANCIAL SERVICES GROUP	COMMON STOCK USD5.	248,602
2,400.00	POWELL INDUSTRIES INC	COMMON STOCK USD.01	117,768

Yawkey Foundation 13-2890749
form 990-PF
Part II, Line 10b, Investments - Corporate Stock

Shares / Par Value	Security Name	Security Description	Fair Market Value
4,600.00	PROCTER + GAMBLE CO/THE	COMMON STOCK	419,014
900.00	PUBLIC STORAGE	REIT USD.1	166,365
4,100.00	RAYTHEON COMPANY	COMMON STOCK USD.01	443,497
8,900.00	REGIS CORP	COMMON STOCK USD.05	149,164
9,200.00	ROCHE HOLDINGS LTD SPONS ADR	ADR	312,708
3,275.00	ROYAL DUTCH SHELL SPON ADR A	ADR	219,261
3,400.00	SCHLUMBERGER LTD	COMMON STOCK USD.01	290,394
6,550.00	SCHNITZER STEEL INDS INC A	COMMON STOCK USD1.	147,768
1,100.00	SEMPRA ENERGY	COMMON STOCK NPV	122,496
1,000.00	SHERWIN WILLIAMS CO/THE	COMMON STOCK USD1.	263,040
700 00	SIMON PROPERTY GROUP INC	REIT USD.0001	127,477
2,875.00	SONOCO PRODUCTS CO	COMMON STOCK NPV	125,638
2,025 00	SPDR S+P 500 ETF TRUST	SPDR S+P 500 ETF TRUST	416,138
1,900.00	T ROWE PRICE GROUP INC	COMMON STOCK USD.2	163,134
4,150.00	TEXAS INSTRUMENTS INC	COMMON STOCK USD1.	221,880
1,350.00	TIME WARNER INC	COMMON STOCK USD.01	115,317
2,550.00	UNITED PARCEL SERVICE CL B	COMMON STOCK USD.01	283,484
2,620.00	UNITED TECH CORP	COMMON STOCK USD1.	301,300
8,425.00	US BANCORP	COMMON STOCK USD.01	378,704
418,184.89	VANGUARD DEVELOPED MARKETS IND	VANGUARD DEV MKT INDX INST	5,093,492
192,823.25	VANGUARD GROWTH INDEX FUND	VANGUARD GROWTH INDEX INST	10,354,609
11,720.00	VERIZON COMMUNICATIONS INC	COMMON STOCK USD.1	548,262
2,400.00	VF CORP	COMMON STOCK NPV	179,760
3,500.00	WAL MART STORES INC	COMMON STOCK USD.1	300,580
3,450.00	WASTE MANAGEMENT INC	COMMON STOCK USD.01	177,054
11,025.00	WELLS FARGO + CO	COMMON STOCK USD1.666	604,391
2,600.00	WISCONSIN ENERGY CORP	COMMON STOCK USD.01	137,124
	Total corporate stock		$52,296,771

ATTACHMENT 11

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
CORPORATE BONDS-ATTACHMENT 11A	1,154,554.	1,024,759.	1,024,759.
TOTALS	1,154,554.	1,024,759.	1,024,759.

Yawkey Foundation
Form 990-PF
Part II, Line 10c, Corporate Bonds

13-2890749

Shares / Par Value	Security Name	Security Description	Fair Market Value
43,000.00	AMERICAN EXPRESS CREDIT	2.125% 27 Jul 2018	$ 43,381
30,000.00	ANHEUSER BUSCH INBEV WOR	2.5% 15 Jul 2022	29,156
28,000.00	AT+T INC	2.3% 11 Mar 2019	27,971
24,000.00	BANK OF AMERICA CORP	6.4% 28 Aug 2017	26,740
30,000.00	BARRICK GOLD CORP	3.85% 01 Apr 2022	28,870
43,000.00	BERKSHIRE HATHAWAY INC	1.9% 31 Jan 2017	43,620
31,000.00	BHP BILLITON FIN USA LTD	4.125% 24 Feb 2042	30,302
26,000.00	CISCO SYSTEMS INC	5.5% 15 Jan 2040	31,683
46,000.00	COMCAST CORP	5.9% 15 Mar 2016	48,769
28,000.00	CSX CORP	3.4% 01 Aug 2024	28,361
29,000.00	CVS HEALTH CORP	2.75% 01 Dec 2022	28,245
27,000.00	ECOLAB INC	3% 08 Dec 2016	27,878
25,000.00	ENTERPRISE PRODUCTS OPER	5.2% 01 Sep 2020	27,572
46,000.00	GENERAL ELEC CAP CORP	6.75% 15 Mar 2032	62,830
25,000.00	GLAXOSMITHKLINE CAP INC	5.65% 15 May 2018	28,163
29,000.00	GOLDMAN SACHS GROUP INC	4% 03 Mar 2024	30,106
25,000.00	HSBC HOLDINGS PLC	5.1% 05 Apr 2021	28,260
39,000.00	JPMORGAN CHASE + CO	5.4% 06 Jan 2042	45,845
30,000.00	KINDER MORGAN ENER PART	3.5% 01 Sep 2023	28,481
24,000.00	NOBLE ENERGY INC	6% 01 Mar 2041	26,377
25,000.00	ORACLE CORP	5% 08 Jul 2019	28,032
28,000.00	PLAINS ALL AMER PIPELINE	3.85% 15 Oct 2023	28,399
59,000.00	PNC FUNDING CORP	2.7% 19 Sep 2016	60,591
32,000.00	TARGET CORP	4% 01 Jul 2042	32,507
29,000.00	TIME WARNER INC	4.65% 01 Jun 2044	30,235
23,000.00	UNITED TECHNOLOGIES CORP	5.7% 15 Apr 2040	28,859
29,000.00	UNITEDHEALTH GROUP INC	1.625% 15 Mar 2019	28,586
26,000.00	US BANCORP	4.125% 24 May 2021	28,423
27,000.00	VERIZON COMMUNICATIONS	3.65% 14 Sep 2018	28,532
58,000.00	WELLS FARGO + COMPANY	2.125% 22 Apr 2019	57,985
	Total corporate bonds		$ 1,024,759

ATTACHMENT 12

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ALTERNATIVE INVSTMNTS-ATCH 12A	5,674,504.	5,541,070.	5,541,070.
TOTALS	5,674,504.	5,541,070.	5,541,070.

Yawkey Foundation
Form 990-PF
Part II, Line 13, Investments - Other

13-2890749

Shares / Par Value	Security Name	Security Description	Fair Market Value
4,000,000	Convexity US 3 Month Treasury	Hedge Fund	$ 5,541,070

ATTACHMENT 13

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

DESCRIPTION	AMOUNT
NET CHANGE IN VALUE OF ALT INVESTMENTS	133,434.
UNREALIZED LOSS ON INVESTMENTS	457,786.
TOTAL	591,220.

YAWKEY FOUNDATION 13-2890749
FORM 990-PF, PART VIII, Line 1 - OFFICERS, DIRECTORS, TRUSTEES

Name and address	Title, and average hours per week devoted to position	Compensation	Contributions to employee benefits plans and deferred compensation	Expense account, other allowances
John L Harrington	Board Chair / Trustee	NONE	* NONE	NONE
990 Washington Street	5 Hrs			
Dedham, MA 02026				
James P Healey	President	* NONE	* NONE	NONE
990 Washington Street	15 Hrs			
Dedham, MA 02026				
William B Gutfarb	Treasurer / Trustee	* NONE	* NONE	NONE
990 Washington Street	15 Hrs			
Dedham, MA 02026				
Maureen H Bleday	Secretary	* NONE	* NONE	NONE
990 Washington Street	15 Hrs			
Dedham, MA 02026				
Justin P. Morreale	Trustee	NONE	NONE	NONE
990 Washington Street	5 Hrs			
Dedham, MA 02026				
	Grand Totals	NONE	NONE	NONE

* Individuals identified above are paid for services and/or benefits through a management contract with BTMC - See Attachment 18

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 15

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
BOSTON TRUST MANAGEMENT CORPORATION 990 WASHINGTON STREET - SUITE 315 DEDHAM, MA 02026 OVERALL MANAGEMENT, INCLUDING GRANT MAKING, FISCAL, ETC.	SEE BELOW	510,183.
STATE STREET BANK AND TRUST 1200 CROWN COLONY DRIVE QUINCY, MA 02169	INV CUSTODIAL SVCS	95,329.
COLUMBIA MANAGEMENT 225 FRANKLIN STREET BOSTON, MA 02110	PORTFOLIO MGR SVCS	62,636.
PATTERSON, BELKNAP, WEBB & TYLER 1133 AVENUE OF THE AMERICAS NEW YORK, NY 10036-6710	LEGAL SERVICES	71,110.
TOTAL COMPENSATION		739,258.

YAWKEY FOUNDATION 13-2890749

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 16

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
SECURITIES LITIGATION SETTLEMENT INCOME			01	5,342.	
TOTALS				5,342.	

Yawkey Foundation
Form 990-PF, Part II, Line 14
Land, buildings and equipment

13-2890749

Conservation Land - $1,604,051

In 1991, the Foundation purchased real estate known as Blackout Plantation, which is surrounded by the Yawkey Wildlife Center in South Carolina. The purchased property is carried at cost, and is being held for conservation purposes as an integral part of the Yawkey Wildlife Center.

In June 2002, the Foundation received a contribution of an undivided two-thirds interest in certain real estate known as Cat Island Plantation, which is surrounded by the Yawkey Wildlife Center in South Carolina. The contributed real estate is carried at fair market value as of the date of the contribution.

Construction in Process – South Carolina Swing Bridge Project: $1,753,583

A Swing Bridge is currently under construction in South Carolina to replace the ferry that was used to accommodate the delivery of goods, services and equipment required for the operation of the Tom Yawkey Wildlife Center (TYWC). This Swing Bridge will also be used to support the timbering activities associated with thinning the forest, and to accommodate the needs of residents of the TYWC as well as the needs of South Carolina Department of Natural Resources (DNR) employees, researchers and visitors who travel to and from the TYWC on a regular basis. An agreement has been executed between the Yawkey Foundation and the DNR, whereby upon completion of the construction and installation of the Swing Bridge, the Foundation will donate the Swing Bridge to the DNR.

YAWKEY FOUNDATION 13-2890749
FORM 990PF
PART VII-B, LINE 1a (3) and LINE 1a (4)

Effective October 1, 1992, the Foundation entered into an agreement with Boston Trust Management Corporation (BTMC) to provide management services to the Foundation. The Jean R. Yawkey Trust (The Trust) authorized BTMC to be established by two individuals, who are trustees of the Foundation, to provide management services for the benefit of the Foundation and other organizations. BTMC is located at 990 Washington Street, Suite 315, Dedham, MA 02026. For the year ended December 31, 2014, the Foundation incurred $510,183 in expenditures under this agreement and these expenditures were periodically monitored by the Foundation's Board of Trustees, reviewed by independent auditors, then reviewed by the Foundation's Finance and Audit Committee and approved by the Foundation's Board of Trustees.

One of the Trustees owns 50% of the outstanding shares of BTMC. The other Trustee, effective January 1, 2007, transferred his ownership of 50% of the outstanding stock of BTMC to an officer of the Foundation.

Organization	Organization Address	Relationship to Substantial Contributor and Foundation Status of Recipient	Purpose of Grant/Contribution	Tax Status	Foundation Status of Recipient	Amount
Archdiocese of Boston	66 Brooks Drive Braintree, MA 02184	None/Public Charity	Health and human service programs	509(a)(1)	PC	$ 25,000
Association of Small Foundations	1720 N Street, NW Washington, DC 20036	None/Public Charity	National grantmakers organization	509(a)(2)	PC	4,275
Avon Products Foundation, Inc	77 Third Street New York, NY 10017	None/ Public Charity	Cancer research	170(b)(1)(A)(vi)	PC	5,000
Bentley University	175 Forest Street Waltham, MA 02452	None/Public Charity	College preparatory program for disadvantaged students	170(b)(1)(A)(ii)	PC	25,000
Boy Scouts of America - Coastal Carolina Council	1025 Sam Rittenberg Boulevard Charleston, SC 29407	None/Public Charity	Scouting program	170(b)(1)(A)(vi)	PC	10,000
Boys Club of New Bedford, Inc	166 Jenney Street New Bedford, MA 02740	None/Public Charity	Summer camp program for disadvantaged children	170(b)(1)(a)(vi)	PC	25,000
Cape Cod Healthcare, Inc	PO Box 370 Hyannis, MA 02601	None/SO-II	Support for operations	509(a)(3) type 2	SO-II	5,000
The Fund for Catholic Schools, Inc	66 Brooks Drive, Fourth Floor Braintree, MA 02184	None/Public Charity	Yawkey Teaching Excellence Award for teachers at Pope John Paul II Academy	Group	PC	25,000
Catholic Charities Archdiocese of Boston	51 Sleeper Street, 1st Floor Boston, MA 02110	None/Public Charity	Human service programs	170(b)(1)(A)(vi)	PC	5,000
Lee Memorial Health System Foundation	9800 S HealthPark Drive, Suite 210 Fort Myers, FL 33908	None/Public Charity	Health care services for disadvantaged children	509(a)(1)	PC	50,000
Clemson University Foundation	109 Barre Hall - Box 340140 Clemson, SC 29634-0140	None/Public Charity	Support for research program in coastal ecology	170(b)(1)(A)(iv)	PC	83,100
Concord Antiquarian Society	PO Box 146 Concord, MA 01742	None/Public Charity	Support for programming	509(a)(2)	PC	15,000
Beth Israel Deaconess Hospital Plymouth, Inc	36 Cordage Park Circle Plymouth, MA 02360	None/Public Charity	Quality of life and comfort programs for critically ill children	170(b)(1)(A)(iii)	PC	25,000
Dana-Farber Cancer Institute, Inc	44 Binney Street Boston, MA 02115	None/Public Charity	Cancer research	170(b)(1)(A)(vi)	PC	100,000
Delta State University Foundation	Box 3141, DSU Cleveland, MS 38733	None/Public Charity	Support for renovation of baseball facility	170(b)(1)(A)(iv)	PC	-
Allen-Chase Foundation	271 Pine Nook Road Deerfield, MA 01342-0701	None/Public Charity	Scholarship program for disadvantaged students	170(b)(1)(A)(ii)	PC	50,000
Emmanuel College	400 The Fenway Boston, MA 02115-9911	None/Public Charity	Scholarship program for disadvantaged students	170(b)(1)(A)(ii)	PC	5,000
Fessenden School	250 Waltham Street West Newton, MA 02465	None/Public Charity	Scholarship program for disadvantaged students	170(b)(1)(A)(ii)	PC	5,000

Organization	Organization Address	Relationship to Substantial Contributor and Foundation Status of Recipient	Purpose of Grant/Contribution	Tax Status	Foundation Status of Recipient	Amount
Friendship Place, Inc	PO Box 282 Georgetown, SC 29442	None/Public Charity	Food and support services for disadvantaged residents of Georgetown	170(b)(1)(A)(vi)	PC	25,000
Grants Managers Network	1101 14th Street, NW Suite 420 Washington, DC 20005	None/Public Charity	National grantmakers organization	170(b)(1)(A)(vi)	PC	837
Helping Hands of Georgetown, Inc	1813 Highmarket Street Georgetown, SC 29440	None/Public Charity	Food and support services for disadvantaged residents of Georgetown	170(b)(1)(A)(vi)	PC	25,000
Horry-Georgetown Technical College Foundation, Inc	P O Box 261966 Conway, SC 29528-6066	None/Public Charity	Allied healthcare scholarship program for disadvantaged students from Georgetown	170(b)(1)(A)(iv)	PC	100,000
Horry-Georgetown Technical College Foundation, Inc	P O Box 261966 Conway, SC 29528-6066	None/Public Charity	Forestry and wildlife management program	170(b)(1)(A)(iv)	PC	160,000
Horry-Georgetown Technical College Foundation, Inc	P O Box 261966 Conway, SC 29528-6066	None/ Public Charity	Internship program for students enrolled in Forestry and Wildlife Management Program	170(b)(1)(A)(iv)	PC	31,200
Lowcountry Open Land Trust	43 Wentworth Street Charleston, SC 29401	None/Public Charity	Land conservation programs	170(b)(1)(A)(vi)	PC	30,000
Marion Institute	202 Spring Street Marion, MA 02738	None/Public Charity	Support for human service programs	170(b)(1)(A)(vi)	PC	20,000
Catholic Foreign Mission Society of America, Inc	P O Box 302 Maryknoll, NY 10545-0302	None/Public Charity	Support for programs and work of the Maryknoll community	Group	PC	5,000
Mattapoisett Land Trust, Inc	PO Box 31 Mattapoisett, MA 02739	None/Public Charity	Support for land preservation	170(b)(1)(A)(vi)	PC	5,000
My Brother's Keeper	PO Box 338 Easton, MA 02356	None/Public Charity	Support for disadvantaged children and families	170(b)(1)(A)(vi)	PC	5,000
The Nature Conservancy of South Carolina, Inc	2231 Devine Street Suite 100 Columbia, SC 29250	None/Public Charity	Land conservation programs	Group	PC	35,000
Neurofibromatosis, Inc , Northeast	9 Bedford Street Burlington, MA 01803	None/Public Charity	Outreach and support services for patients with neurofibromatosis and their families	509(a)(2)	PC	25,000
New England Baptist Hospital	125 Parker Hill Avenue Boston, MA 02120	None/Public Charity	Support for general operations	170(b)(1)(A)(iii)	PC	5,000
New England Collegiate Baseball League, Inc	28 Kateley Lane N Adams, MA 01247	None/Public Charity	Young men's summer baseball league	509(a)(2)	PC	25,000
Newton Country Day School	785 Centre Street Newton, MA 02458	None/Public Charity	Scholarship program for disadvantaged students	Group	PC	10,000

Organization	Organization Address	Relationship to Substantial Contributor and Foundation Status of Recipient	Purpose of Grant/Contribution	Tax Status	Foundation Status of Recipient	Amount
Pan-Mass Challenge, Inc	77 Fourth Avenue Needham, MA 02494	None/Public Charity	Capacity building for Pan-Mass Challenge Kids Rides for cancer research	509(a)(2)	PC	125,000
Smith Medical Clinic	116 Baskervill Drive Pawleys Island, SC 29585	None/Public Charity	Health care programs for the disadvantaged	509(a)(2)	PC	50,000
South Carolina Coastal Conservation League	P O Box 1765 Charleston, SC 29402-1765	None/Public Charity	Land conservation programs	170(b)(1)(A)(vi)	PC	25,000
St Cyprian Church and Outreach Center	P.O Box 2037 Georgetown, SC 29442	None/Public Charity	Human service programs for disadvantaged residents of Georgetown	Group	PC	12,000
St Sebastian's School Fund, Inc	1191 Greendale Avenue Needham, MA 02492	None/SO-I	Scholarship program for disadvantaged students	509(a)(3) Type 1	SO-I	10,000
Tara Hall Home for Boys	P O Box 955 Georgetown, SC 29442-0955	None/Public Charity	Residential and educational center for at-risk boys	170(b)(1)(A)(vi)	PC	200,000
South Carolina Department of Natural Resources	Tom Yawkey Wildlife Center One Yawkey Way South Georgetown, SC 29442	None/ Government Agency	Capital and maintenance at Tom Yawkey Wildlife Center	Government Agency	GOV	1,022,271
The Boston Home	2049 Dorchester Avenue Boston, MA 02124	None/Public Charity	Renovation project at facility offering specialized care to individuals with Multiple Sclerosis	509(a)(2)	PC	50,000
TGKVF, Inc	900 Lee Street- East 16th Floor Charleston, WV 25301	None/SO-II	Support for human service programs	509 (a)(3) - Type 2	SO-II	25,000
The New Bedford Oceanarium Corporation	PO Box 1906 New Bedford, MA 02741	None/Public Charity	Support for access and exhibits	509(a)(2)	PC	10,000
Woods Hole Oceanographic Institution	183 Oyster Point Road Woods Hole, MA 02543	None/Public Charity	Research project on effects of hurricanes and air pollution on the Santee River	170(b)(1)(A)(vi)	PC	75,000
Yale University	157 Church Street New Haven, CT 06510-2100	None/Public Charity	Scholarship program for disadvantaged students	170(b)(1)(A)(ii)	PC	50,000
YMCA Southcoast, Inc	18 South Water Street New Bedford, MA 02740	None/Public Charity	Support for aquatic program for individuals with special needs	509(a)(2)	PC	15,000
					$	2,638,683

Yawkey Foundation
Form 990-PF
Part XV, LIne 3b Grants and Contributions Approved for Future Payment

13-2890749

Organization	Organization Address	Relationship to Substantial Contributor and Foundation Status of Recipient	Purpose	Tax Status	Foundation Status of Recipient	Amount
Delta State University Foundation	Box 3141, DSU Cleveland, MS 38733	None/Public Charity	Support for renovation of baseball facility	170(b)(1)(A)(iv)	PC	$ 50,000

Total $ 50,000

Attachment 20