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Amended Return
Extended to November 16, 2015
Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning

, and ending

Name of foundation THE QUAKER HILL FOUNDATION, INC.		A Employer identification number 27-3801257
Number and street (or P O box number if mail is not delivered to street address) PO BOX 111	Room/suite	B Telephone number (978) 688-7211
City or town, state or province, country, and ZIP or foreign postal code NORTH ANDOVER, MA 01845		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☒ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 3980366.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		12698.	12698.		Statement 1
4 Dividends and interest from securities		61691.	61691.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		175172.			
b Gross sales price for all assets on line 6a 942073.					
7 Capital gain net income (from Part IV, line 2)			175172.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		188.	188.		Statement 3
12 Total. Add lines 1 through 11		249749.	249749.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees Stmt 4		2500.	0.		2500.
c Other professional fees Stmt 5		21956.	21956.		0.
17 Interest					
18 Taxes Stmt 6		5231.	1978.		25.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		4312.	0.		4312.
22 Printing and publications					
23 Other expenses Stmt 7		5288.	0.		5288.
24 Total operating and administrative expenses. Add lines 13 through 23		39287.	23934.		12125.
25 Contributions, gifts, grants paid		173314.			173314.
26 Total expenses and disbursements. Add lines 24 and 25		212601.	23934.		185439.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		37148.			
b Net investment income (if negative, enter -0-)			225815.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	268164.	143243.	141830.
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 8	2290849.	2377361.	3405418.
	c Investments - corporate bonds Stmt 9	351037.	426594.	433118.
	11 Investments - land, buildings, and equipment basis ▶			
Liabilities	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	2910050.	2947198.	3980366.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here ▶ ☒			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	2910050.	2947198.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	2910050.	2947198.	
	31 Total liabilities and net assets/fund balances	2910050.	2947198.	

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	2910050.
2 Enter amount from Part I, line 27a	2	37148.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2947198.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2947198.

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				
b See Attached Statements				
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	942073.	766901.	175172.	
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			175172.	
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 175172.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		{		3 N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	204086.	3645867.	.055977
2012	193335.	3397822.	.056900
2011	186131.	3392138.	.054871
2010	193555.	3234689.	.059837
2009	183598.	2961206.	.062001
2 Total of line 1, column (d)			2 .289586
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 .057917
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4 3900984.
5 Multiply line 4 by line 3			5 225933.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2258.
7 Add lines 5 and 6			7 228191.
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 185439.

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	4516.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	4516.
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	4516.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	2300.	
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	2300.	
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	2216.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax ☐ 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		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. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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		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? If "Yes," attach the statement required by General Instruction T.		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? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ None		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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?	13	X	

Website address ► N/A

14 The books are in care of ► THE FOUNDATION Telephone no. ► 978-688-7211
 Located at ► PO BOX 111, NORTH ANDOVER, MA ZIP+4 ► 01845

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
 and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

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? Yes No
16 X

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

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

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

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

6b

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 10		0.	0.	0.

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

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

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

▶ 0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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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	3720096.
b	Average of monthly cash balances	1b	240294.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3960390.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3960390.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	59406.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3900984.
6	Minimum investment return. Enter 5% of line 5	6	195049.

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	195049.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	4516.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4516.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	190533.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	190533.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	190533.

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	185439.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	185439.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	185439.

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				190533.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009	36422.			
b From 2010	33707.			
c From 2011	20302.			
d From 2012	31512.			
e From 2013	26180.			
f Total of lines 3a through e	148123.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$	185439.			
a Applied to 2013, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				185439.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	5094.			5094.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	143029.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	31328.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	111701.			
10 Analysis of line 9:				
a Excess from 2010	33707.			
b Excess from 2011	20302.			
c Excess from 2012	31512.			
d Excess from 2013	26180.			
e Excess from 2014				

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED LIST	NONE	PUBLIC CHARITY		173314.
Total			▶ 3a	173314.
b Approved for future payment				
None				
Total			▶ 3b	0.

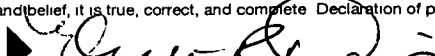
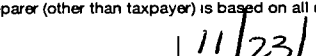
Part XVII

- [illegible]

[illegible]

- ☐ Yes ☒ No

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.					May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No	
	 Signature of officer or trustee		11/23/15 Date		TREASURER Title		
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check ☐ if self-employed	PTIN
	Carl B. Bindman		 Carl B. Bindman, CPA		11/20/15	☐	P00064356
	Firm's name ▶ CARL B. BINDMAN, CPA, P.C.					Firm's EIN ▶ 04-2976995	
	Firm's address ▶ 18 RAILROAD STREET ANDOVER, MA 01810					Phone no. (978) 470-2027	

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	WALMART STORES	P	Various	01/29/14
b	ILLUMINA INC	P	01/09/13	03/27/14
c	CLEAN HBRS INC	P	Various	03/31/14
d	BOLLORE	P	06/01/11	04/23/14
e	COVIDIEN	P	Various	06/18/14
f	NASDAQ OMX GROUP	P	04/12/11	06/18/14
g	ARCOS DORADOS	P	Various	07/31/14
h	APPLE INC	P	08/25/09	07/31/14
i	CORNING INC	P	Various	10/16/14
j	GLAXOSMITHKLINE	P	Various	10/16/14
k	PORTLAND GEN ELEC CO	P	Various	10/16/14
l	TEVA PHARMACEUTICAL	P	Various	10/16/14
m	CDK GLOBAL INC	P	10/06/14	10/06/14
n	DENTSPLY	P	Various	01/10/14
o	LIBERTY INTERACTIVE	P	01/13/11	02/26/14

(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	37091.		25127.	11964.
b	14236.		5249.	8987.
c	20574.		18375.	2199.
d	15218.		6458.	8760.
e	20412.		12860.	7552.
f	25520.		24905.	615.
g	12297.		17302.	-5005.
h	21646.		5452.	16194.
i	38978.		28014.	10964.
j	34336.		35300.	-964.
k	30336.		16427.	13909.
l	11568.		11114.	454.
m	19.		13.	6.
n	1955.		1169.	786.
o	1569.		739.	830.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			11964.
b			8987.
c			2199.
d			8760.
e			7552.
f			615.
g			-5005.
h			16194.
i			10964.
j			-964.
k			13909.
l			454.
m			6.
n			786.
o			830.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	

THE QUAKER HILL FOUNDATION, INC.

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	LIBERTY INTERACTIVE	P	01/11/08	02/27/14
b	JOHNSON & JOHNSON	P	11/18/09	04/21/14
c	JOHNSON & JOHNSON	P	11/18/09	04/28/14
d	NOVARTIS	P	10/02/07	04/29/14
e	NOVARTIS	P	10/02/07	04/30/14
f	JOHNSON & JOHNSON	P	11/18/09	06/04/14
g	JOHNSON & JOHNSON	P	11/18/09	06/18/14
h	GOOGLE	P	Various	06/24/14
i	JOHNSON & JOHNSON	P	11/18/09	07/07/14
j	JOHNSON & JOHNSON	P	Various	07/09/14
k	JOHNSON & JOHNSON	P	11/19/09	09/04/14
l	JOHNSON & JOHNSON	P	11/19/09	09/05/14
m	PEPSICO	P	03/05/12	09/24/14
n	PIMCO TOTAL RETURN FUND	P	Various	09/26/14
o	PEPSICO	P	10/28/08	10/07/14

(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	1006.		465.	541.
b	3978.		2495.	1483.
c	3014.		1872.	1142.
d	2594.		1647.	947.
e	4326.		2745.	1581.
f	3074.		1872.	1202.
g	2564.		1560.	1004.
h	28817.		15020.	13797.
i	3619.		2121.	1498.
j	2862.		1682.	1180.
k	1352.		808.	544.
l	2704.		1615.	1089.
m	3838.		2574.	1264.
n	196226.		201454.	-5228.
o	4195.		2395.	1800.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			541.
b			1483.
c			1142.
d			947.
e			1581.
f			1202.
g			1004.
h			13797.
i			1498.
j			1180.
k			544.
l			1089.
m			1264.
n			-5228.
o			1800.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

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	PEPSICO	P	03/05/12	10/07/14
b	WASTE MANAGEMENT	P	12/20/07	11/04/14
c	LIBERTY VENTURES	P	01/11/08	11/07/14
d	WASTE MANAGEMENT	P	12/20/07	11/10/14
e	LIBERTY VENTURES	P	01/11/08	11/12/14
f	WASTE MANAGEMENT	P	12/20/07	11/13/14
g	BAXTER INTL INC	P	04/22/10	11/26/14
h	BERKSHIRE INTL	P	01/13/11	11/26/14
i	CELANESE	P	Various	11/26/14
j	NESTLE	P	06/28/07	11/26/14
k	PROGRESSIVE CORP	P	Various	11/26/14
l	TARGET CORP	P	08/01/11	11/26/14
m	WALMART STORES	P	06/22/93	11/26/14
n	WELLS FARGO & CO	P	01/24/11	11/26/14
o	TARGET CORP	P	08/01/11	12/01/14

(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 1305.		879.	426.
b 4120.		2810.	1310.
c 2.		1.	1.
d 1237.		827.	410.
e 4620.		1885.	2735.
f 691.		463.	228.
g 3978.		2764.	1214.
h 11838.		6443.	5395.
i 3947.		3080.	867.
j 22817.		11480.	11337.
k 12756.		8685.	4071.
l 11857.		8404.	3453.
m 8053.		1172.	6881.
n 23840.		14337.	9503.
o 2540.		1783.	757.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			426.
b			1310.
c			1.
d			410.
e			2735.
f			228.
g			1214.
h			5395.
i			867.
j			11337.
k			4071.
l			3453.
m			6881.
n			9503.
o			757.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

3

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	WALMART STORES	P	06/22/93	12/01/14
b	WALMART STORES	P	06/22/93	12/02/14
c	TARGET CORP	P	08/01/11	12/16/14
d	WASTE MANAGEMENT	P	12/20/07	12/16/14
e	TARGET CORP	P	08/01/11	12/18/14
f	MEDTRONIC INC	P	Various	03/17/14
g	CLEAN HBRS INC	P	01/29/13	03/31/14
h	LIBERTY INTERACTIVE	P	01/13/11	02/27/14
i	PIMCO TOTAL RETURN FUND	P	03/23/12	09/26/14
j	PEPSICO	P	10/28/08	10/20/14
k	LIBERTY VENTURES	P	09/06/11	11/12/14
l	NESTLE	P	01/13/11	11/26/14
m	Capital Gains Dividends			
n				
o				

(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 777.		111.	666.
b 1381.		197.	1184.
c 2902.		2037.	865.
d 2956.		1984.	972.
e 2608.		1783.	825.
f 125000.		125000.	0.
g 6858.		7286.	-428.
h 651.		307.	344.
i 108013.		110000.	-1987.
j 5141.		2927.	2214.
k 207.		79.	128.
l 1870.		1348.	522.
m 20184.			20184.
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			666.
b			1184.
c			865.
d			972.
e			825.
f			0.
g			-428.
h			344.
i			-1987.
j			2214.
k			128.
l			522.
m			20184.
n			
o			

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	175172.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
FIDELITY BROKERAGE SERVICES LLC	12698.	12698.	
Total to Part I, line 3	12698.	12698.	

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
BROWN BROTHERS HARRIMAN	57750.	20184.	37566.	37566.	
BROWN BROTHERS HARRIMAN	654.	0.	654.	654.	
FIDELITY BROKERAGE SERVICES LLC	23471.	0.	23471.	23471.	
To Part I, line 4	81875.	20184.	61691.	61691.	

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
OCCIDENTAL PERMIAN LTD	142.	142.	
DELL	46.	46.	
Total to Form 990-PF, Part I, line 11	188.	188.	

Form 990-PF	Accounting Fees			Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
ACCOUNTING FEES	2500.	0.		2500.	
To Form 990-PF, Pg 1, ln 16b	2500.	0.		2500.	

Form 990-PF	Other Professional Fees			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
INVESTMENT MANAGEMENT FEES	21956.	21956.		0.	
To Form 990-PF, Pg 1, ln 16c	21956.	21956.		0.	

Form 990-PF	Taxes			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
FOREIGN TAX PAID	1978.	1978.		0.	
FEDERAL TAXES	3228.	0.		0.	
ANNUAL REPORT	25.	0.		25.	
To Form 990-PF, Pg 1, ln 18	5231.	1978.		25.	

Form 990-PF	Other Expenses			Statement	7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
WEB HOSTING	276.	0.		276.	
ADMINISTRATIVE EXPENSE	5000.	0.		5000.	
DUES	500.	0.		500.	
OFFICE EXPENSE	-488.	0.		-488.	
To Form 990-PF, Pg 1, ln 23	5288.	0.		5288.	

Form 990-PF

Corporate Stock

Statement

8

Description	Book Value	Fair Market Value
BOLLORE EUR16, 7500 SHARES	16951.	34214.
ARCOS DORADOS HOLDINGS, 1200 SHARES	0.	0.
TORAY INDUSTRIES, 3000 SHARES	16727.	24107.
NOVOZYMES A/S SER B, 1000 SHARES	15391.	42000.
TOMRA SYSTEMS ASA NOK1, 2000 SHARES	15348.	15200.
APPLE INC, 475 SHARES	10024.	52431.
APTARGROUP INC, 600 SHARES	18425.	40104.
ADP, 500 SHARES	22983.	41685.
CVS CAREMARK CORP, 900 SHARES	26393.	86679.
CISCO SYS INC, 1525 SHARES	28542.	42418.
CORNING INC, 2225 SHARES	0.	0.
EMC CORP, 1500 SHARES	17034.	44610.
EMERSON ELECTRIC, 600 SHARES	18685.	37038.
F5 NETWORKS, 350 SHARES	25654.	45663.
GLAXOSMITHKLINE ADR, 800 SHARES	0.	0.
IPG PHOTONICS CORP COM, 425 SHARES	4437.	31841.
ILLUMINA INC, 300 SHARES	16235.	55374.
INTEL, 1200 SHARES	17004.	43548.
JOHNSON & JOHNSON, 400 SHARES	22773.	41828.
JOHNSON CTLS, 975 SHARES	32100.	47132.
LABORATORY CORP AMER HLDS, 400 SHARES	25865.	43160.
NESTLE SA SPON ADR, 600 SHARES	20734.	44050.
NOVARTIS AG ADR, 400 SHARES	16252.	37064.
PORTLAND GEN ELECTRIC, 900 SHARES	0.	0.
PROCTOR & GAMBLE, 500 SHARES	26569.	45545.
SCHLUMBERGER LTD, 400 SHARES	16372.	34164.
TEVA PHARMACEUTICAL, 700 SHARES	28423.	40257.
VARIAN MEDICAL SYS, 450 SHARES	14815.	38930.
WALMART STORES, 500 SHARES	0.	0.
PIMCO TOTAL RETURN FUND, 27989 SHARES	0.	0.
BBH LIMITED DURATION FUND, 54044.86 SHARES	559833.	555041.
BED BATH & BEYOND, 475 SHARES	27164.	36181.
COMCAST CORP, 1300 SHARES	27370.	75413.
LIBERTY INTERACTIVE, 957 SHARES	11092.	28155.
TARGET CORP, 350 SHARES	16644.	26568.
DIAGEO PLC, 275 SHARES	15985.	31375.
NESTLE S A SPONS ADR, 520 SHARES	19573.	37934.
PEPSICO, 155 SHARES	0.	0.
WAL-MART STORES, 180 SHARES	2221.	15458.
EOG RESOURCES, 380 SHARES	16998.	34987.
OCCIDENTAL PETROLEUM, 335 SHARES	23416.	27004.
SOUTHWESTERN ENERGY, 900 SHARES	33353.	24561.
BERKSHIRE HATHAWAY, 445 SHARES	35838.	66817.
CHUBB CORP, 500 SHARES	22870.	51735.
PROGRESSIVE CORP, 1030 SHARES	12275.	27800.
US BANCORP, 1750 SHARES	42821.	78663.
WELLS FARGO, 860 SHARES	25551.	47145.

BAXTER INTL, 507 SHARES	22561.	37158.
DENTSPLY, 177 SHARES	5111.	9429.
JOHNSON & JOHNSON, 225 SHARES	0.	0.
NOVARTIS AG ADR, 515 SHARES	26906.	47720.
HENRY SCHEIN, 100 SHARES	6144.	13615.
WASTE MANAGEMENT, 411 SHARES	12959.	21093.
EBAY, 250 SHARES	2981.	14030.
GOOGLE INC, 101 SHARES	43947.	53166.
MICROSOFT CORP, 1100SHARES	28175.	51095.
QUALCOMM, 550 SHARES	33020.	40882.
CELANESE CORP, 285 SHARES	12457.	17089.
PRAXAIR INC, 230 SHARES	24622.	29799.
LONGLEAF PARTNERS SMALL CAP FUND, 2907 SHARES	74300.	88418.
BBH INTERNATIONAL EQUITY FUND, 10774 SHARES	129872.	154827.
T ROWE PRICE NEW ASIA FUND, 4133 SHARES	80000.	67321.
HELMERICH & PAYNE, 200 SHARES	13420.	13484.
QUALCOMM, 475 SHARES	31385.	35307.
ROCKWELL AUTOMATION, 350 SHARES	33211.	38920.
SUNOPTA, 3050 SHARES	34139.	36143.
XYLEM INC, 775 SHARES	24992.	29504.
AIT GLOBAL EMERGING MARKETS, 12700 SHARES	127000.	118618.
SCHULMBERGER LTD, 325 SHARES	24223.	27758.
COVIDIEN PLC USDO, 225 SHARES	0.	0.
CLEAN HBRS INC, 450 SHARES	20801.	21623.
KROGER CO COM 250 SHARES	12805.	16053.
MASTERCARD INC CL A	27411.	32310.
SEATTLE GENETICS	14776.	12049.
SIERRA WIRELESS INC 1225 SHARES	25631.	58053.
TARGET CORP, 425 SHARES	24998.	32262.
WASTE MANAGEMENT, 275 SHARES	12738.	14113.
CDK GLOBAL INC 166 SHARES	3312.	6766.
UNILEVER 395 SHARES	15105.	15421.
CALIFORNIA RESOURCES CORP 134 SHARES	846.	738.
ZOETIS 875 SHARES	26484.	37651.
ORACLE 870 SHARES	34289.	39124.
Total to Form 990-PF, Part II, line 10b	2377361.	3405418.

Form 990-PF	Corporate Bonds	Statement	9
Description	Book Value	Fair Market Value	
CVS CAREMARK 5.75% 6/1/2017	25636.	27591.	
STATOIL ASA 3.125% 8/17/2017	25325.	26119.	
CONAGRA FOODS 2.1% 3/15/2018	25190.	24919.	
MEDTRONIC INC 4.5% 3/15/2014	0.	0.	
NASDAQ GROUP 4.0% 1/15/2015	0.	0.	
PEPSICO 3.1% 1/15/2015	25002.	25020.	
GENENTECH 4.75% 7/15/2015	24749.	25558.	
CISCO SYSTEMS 5.5% 2/22/2016	24483.	26375.	

DELL INC. 3.1% 4/1/2016	24969.	25125.
KELLOGG CO SR NT 1.75% 5/17/17	25137.	25131.
ABBVIE 1.75% 11/6/2017	50055.	50108.
CELGENE CORP SR NT 2.3% 0/15/2018	50430.	50413.
AMPHENOL CORP BOND 2.55% 1/30/2019	50095.	50347.
KLA-TENCOR CORP SR GLBL NT 3.375% 11/01/2019	75523.	76412.
Total to Form 990-PF, Part II, line 10c	426594.	433118.

Form 990-PF	Part VIII - List of Officers, Directors Trustees and Foundation Managers	Statement 10
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Name and Address	Title and Avrg Hrs/Wk	Compensation	Employee Ben Plan Expense Contrib Account	
ELIZABETH DUCOT 17 GREEN WAY CHELMSFORD, MA 01824	TREASURER 0.50	0.	0.	0.
DANIEL MINER 1 SULLIVAN FALLS RD DURHAM, NH 03824	TRUSTEE 0.50	0.	0.	0.
PHEBE RICHARDS 8923 SE COLVOS DRIVE OLALLA, WA 98359	SECRETARY 0.50	0.	0.	0.
MARY STEVENS 3519 BYRON AVENUE NASHVILLE, TN 37205	TRUSTEE 0.50	0.	0.	0.
ANDREW CURRIE 8700 LUNSKI LANE EDEN PRAIRIE, MN 55347	TRUSTEE 0.50	0.	0.	0.
ROBERT WILCOX 2158 HARTFORD AVE ST. PAUL, MN 55116	CHAIRMAN 0.50	0.	0.	0.
SARA WILCOX 2365 KYLON AVENUE NORTH GOLDEN VALLEY, MN 55427	TRUSTEE 0.50	0.	0.	0.
LEA MILLER P.O. BOX 2671 HOMER, AK 99603	TRUSTEE 0.50	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		0.	0.	0.

09/11/2014	1679	Harvard University	124 Mount Auburn Street Cambridge, MA 02138-5795		Faculty of Arts & Sciences for Harvard College Fund	100.00
09/16/2014	1680	Park Square Theatre	408 St. Peter Street, Ste 110 St. Paul, MN 55102 Attn: C Michael-Jon Pease, Exec Dir		capital campaign to build stage	750.00
09/18/2014	1681	Ramsey County Historical Society	323 Landmark Center 75 West 5th Street St. Paul, MN 55102		Howard Gutmann Fund	250.00
10/16/2014	1683	Scary Mommy Nation	2110 Uffington Road Baltimore, MD 21209		Thanksgiving project	50.00
10/22/2014	1684	Odyssey Day School			general support	50.00
10/27/2014	1685	Chorus North Shore	PO Box 281 Rockport, MA 01866		Sonia Dahlgren Pryor conductor's chair endowment	2,000.00
10/29/2014	1686	Global Water Dances	Marylee Hardenbergh, Exec Dir 2230 Marshall St. NE Minneapolis, MN 55418		creation of new Artistic Director & funding thru Crowdfund	9,750.00
10/29/2014	1687	Natl Ctr for Competency-Based Learning	Dr. Daniel Miner 567 Bay Road Durham, NH 03824		Tool Kit for 1000 Mentors for Manchester program	22,000.00
10/29/2014	1688	Odyssey Day School	Creative Education 2 Audubon Road Wakefield, MA 01880		environmental education & outdoor space enhancement	9,375.00
11/03/2014	1690	Rotary Foundation (The)	John Osterlund, Gen'l Manager 1860 Sherman Ave Evanston, IL 60201		annual fund support	250.00
11/03/2014	1691	St. Paul Rotary Foundation	One Water Street # 272 St. Paul, MN 55107 Attn: Sherry Howe, Exec Dir		500 unrestricted, 250 Camp Enterprise	750.00
11/11/2014	1692	Afton Press	163 Western Ave North Ste 15 St. Paul, MN 55102		general support	50.00
11/11/2014	1693	Loft Literacy Center (The)	Suite 200 Open Book 1011 Washington Ave South Minneapolis, MN 55415		general support	60.00
11/11/2014	1694	Global Water Dances	Marylee Hardenbergh, Exec Dir 2230 Marshall St. NE Minneapolis, MN 55418		general support	500.00
11/17/2014	1695	National Society of the Colonial Dames	1110 Urbandale Lane North Plymouth, MN 55447		replacement check	125.00
11/24/2014	1696	St. Catherine University	Amy Polsku Larson, Devel 2004 Randolph Ave St. Paul, MN 55105		Master of Arts Org. Leadership, Belle Newman Fund	500.00
11/24/2014	1697	Global Water Dances	Marylee Hardenbergh, Exec Dir 2230 Marshall St. NE Minneapolis, MN 55418		general support	500.00
11/29/2014	1700	Minnetonka Center for the Arts	2240 North Shore Drive Wayzata, MN 55391-9347 Attn: Roxanne Heaton		Annual fund	1,000.00
12/01/2014	1701	St. Mark Catholic Church	9970 Vale Road Vienna, VA 22181		general support	1,575.00
12/01/2014	1702	Literacy Council of Northern Virginia	Parnea Donnelly, Exec Director 2855 Annandale Road Falls Church, VA 22042		general support	500.00
12/01/2014	1703	Swarthmore College	500 College Avenue Swarthmore, PA 19081		Thatcher Fund	100.00
12/01/2014	1704	Swarthmore College	500 College Avenue Swarthmore, PA 19081		Annual Fund	400.00
12/08/2014	1705	Mistral	PO Box 5075 Andover, MA 01810 Attn: Michael Brower		general support	1,000.00
12/08/2014	1706	Bryn Mawr College	101 North Marion Ave. Bryn Mawr PA 19010-2899		general support	1,000.00
12/08/2014	1707	Trustees of Reservations	Long Hill 572 Essex Street Beverly, MA 01915		general support	350.00
12/08/2014	1708	ECCF Andover Coalition for Education Fund	175 Andover Street Suite 101 Danvers, MA 01923		general support	500.00
12/08/2014	1709	Thompson Island Outward Bound	PO Box 127 Boston, MA 02127		TIOB School support	400.00
12/08/2014	1710	Squam Lakes Association	PO Box 204 Holderness, NH 03245		general support	100.00
12/08/2014	1711	Northfield Mount Hermon School	Office of Advancement One Lampighter Way Mount Hermon, MA 01354		NMH Fund	50.00
12/08/2014	1712	Groton School	Alumni & Devel Office PO Box 991 Groton, MA 01450		general support	50.00
12/08/2014	1713	Monteverde Friends US	PO Box 1308 Greenfield, MA 01302		general support	50.00
12/08/2014	1714	Columbia University School of Nursing	office of Alumni & Devel 622 West 113th St. MC 4524 New York NY 10025		School of Nursing Dean's Discretionary fund	50.00
12/08/2014	1715	Northfield Historical Society	408 Division Street Northfield MN 55067 Attn: Hayes Schwen Ex.Dr		general support	100.00
12/08/2014	1716	Friends of the Hennepin County Library	300 Nicollet Mall, Suite N-280 Minneapolis, MN 55401-1925		general support	60.00
12/08/2014	1717	Minnesota Center for Book Arts	1011 Washington Ave, South - Ste 100 Minneapolis, MN 55418 Attn: Jeff Rathemel, Exec Dir		general support	50.00
12/08/2014	1718	No. Star Museum of Boy/Girl Scouting	2840 Seventh Ave - East North Saint Paul, MN 55109-3103		general support	50.00
12/08/2014	1719	Blake School The	110 Blake Road South Hopkins, MN 55343		2014-2015 Annual Fund	100.00
12/08/2014	1720	University of Minnesota Foundation	200 Oak St. SE Minneapolis, MN 55455		Friends of University of MN Library	80.00
12/08/2014	1721	Ashrafs	Under Sid, President 2008 Halfway Lane Reston, VA 20191		general support	50.00
12/08/2014	1722	St. Paul Public Library	325 Cedar Street - Ste 555 St. Paul, MN 55101		Friends of St. Paul Public Library	50.00
12/08/2014	1723	Bryn Mawr College	101 North Marion Ave. Bryn Mawr, PA 19010-2899		Bryn Mawr Fund	50.00
12/09/2014	1724	Pathways	3115 Hennepin Ave., South Minneapolis, MN 55408-2622		Stories from the Heart support	100.00
12/11/2014	1725	Blessed Stephen Bellesini Academy	94 Bradford Street Lawrence, MA 01840		general support	500.00
12/11/2014	1726	Children's International	PO Box 219055 Kansas City, MO 64121		general support	800.00
12/11/2014	1727	ECCF Greater Lawrence Summer Fund	Carol Laviole Schuster 175 Andover Street - Suite 101 Danvers, MA 01923		general support	500.00
12/11/2014	1728	Endicott College	378 Hale Street Beverly, MA 01915		general support	50.00

12/11/2014 1728	Esperanza Academy	198 Garden Street Lawrence, MA 01840	general support	250.00
12/11/2014 1730	First Lutheran Church	1230 5th Avenue Moline, IL 61265	in memory of Eleanor S Braaten	200.00
12/11/2014 1731	Governor's Academy	1 Elm Street Byfield, MA 01922	general support	500.00
12/11/2014 1732	Merrimack Valley Habitat for Humanity	60 Island Street Lawrence, MA 01840	general support	200.00
12/11/2014 1733	Hurtbanc Island Outward Bound	41 Mechanic Street - Ste 313 Camden ME 04843	general support	250.00
12/11/2014 1734	Lafayette College	Box 3000 Easton, PA 18042	general support	250.00
12/11/2014 1735	Outward Bound USA	255 West 38th Street - 8th floor New York, NY 10018	general support	250.00
12/11/2014 1736	The Open Door	28 Emerson Ave Gloucester, MA 01930 Attn Julie LaFontaine	general support	200.00
12/11/2014 1737	Boxford Library Perley Scholarship Fund	PO Box 82 Boxford, MA 01921	scholarship support	50.00
12/11/2014 1738	Pike School	34 Sunset Rock Road Andover, MA 01810	general support	250.00
12/11/2014 1739	Sisters of Transfiguration	495 Albion Avenue Cincinnati, OH 45246-4604	general support	250.00
12/11/2014 1740	St James Episcopal Church - Groveland	119 Washington Street Groveland, MA 01834	general support	2,500.00
12/11/2014 1742	Thompson Island Outward Bound	PO Box 127 Boston, MA 02127	general support	1,000.00
12/11/2014 1743	Merrimack Valley YMCA	101 Amesbury Street - 4th fl Lawrence, MA 01840	general support	1,000.00
12/11/2014 1744	WYTE Windrush Farm	479 Lacy Street North Andover, MA 01845	general support	1,000.00
12/15/2014 1745	Ballard Food Bank	5130 Lear Ave, NW Seattle, WA 98107	general support	2,300.00
12/15/2014 1746	NAMI Greater Seattle	802 NW 70th St Seattle, WA 98117-5135	general support	2,700.00
12/15/2014 1747	Northwest Outward Bound School	31520 East Woodland Road Troutdale, OR 97060	general support	3,000.00
12/15/2014 1748	Wellspring Family Services	1900 Rainer Ave, South Seattle WA 98144	general support	2,000.00
12/18/2014 1750	Everyday Miracles	1211 Jackson Street Minneapolis, MN 55413	general support	2,000.00
12/18/2014 1751	Open Door, The	Julie LaFontaine 28 Emerson Ave Gloucester, MA 01930	Discretionary grant Sara Wilcox	2,000.00
12/18/2014 1752	Merrimack Valley Chorus	18 Vermont Road Wilmington, MA 01887 Christine Blaisdell, Finance Chair	Discretionary Mary Comfort Stevens	2,000.00
12/18/2014 1753	Mayhew NH	Newfound Lake PO Box 120 Bristol, NH 03222	Discretionary Phoebe Richards	2,000.00
12/18/2014 1754	Tacos Waldorf School, The	PO Box 2276 El Prado, NM 87529 Silke Markowski, Co-Founder	Discretionary Lea Miller	2,000.00
12/18/2014 1755	Minnesota State Fair Foundation	Kay Cady, Ex Dir 126 Swelling Ave N, St. Paul, MN 55108	Discretionary Andy Currie	2,000.00
12/18/2014 1756	St Catherine University	Amy Polski Larson, Devel 2004 Randolph Ave St Paul, MN 55105	Discretionary Rob Wilcox	2,000.00
12/18/2014 1757	Durham Public Library	7 Mill Road - Unit H Durham, NH 03824	Discretionary Dan Miner	2,000.00
12/22/2014 1758	Outward Bound USA	255 West 36th Street - 8th floor New York, NY 10018	match stock gift	157.92
12/22/2014 1759	Mayhew NH	Newfound Lake PO Box 120 Bristol, NH 03222	match stock gift	2,052.90
12/22/2014 1760	Partners in Health	888 Commonwealth Ave, 3rd Fl Boston, MA 0221	match stock gift	157.92
12/22/2014 1762	NPR	1111 North Capitol St, NE, Washington, DC 20022	match stock gift	157.92
12/22/2014 1763	KUOW	PO Box 84148 Seattle, WA 98124-5448	match stock gift	157.92
12/22/2014 1764	KQED	2601 Mariposa Street San Francisco, CA 94110	match stock gift	157.92
12/22/2014 1765	WNYC	PO Box 1550 New York, NY 10116	match stock gift	157.92
12/22/2014 1766	Planned Parenthood of the Great NW	2001 East Madison Street Seattle, WA 98122	match stock gift	152.21
12/22/2014 1767	Planned Parenthood of America	434 West 33rd Street New York, NY 10001	match stock gift	157.92
12/24/2014 1769	Guttmacher Institute	125 Maiden Lane, 7th Fl New York, NY 10038	general support	158.95
12/28/2014 1770	Christ Church Cathedral	900 Broadway Nashville, TN 37203	general support	3,900.00
12/28/2014 1771	Nashville Rescue Mission	PO Box 33328 Nashville, TN 37203-3328	general support	100.00
12/28/2014 1772	St. John's Episcopal Church	48 Middle Street Gloucester, MA 01830	general support	100.00
12/28/2014 1773	Mount Holyoke College	50 College Street South Hadley, MA 01075	Class of 1977 reunion	250.00
12/28/2014 1774	Smile Train	PO Box 96231 Washington DC 20090-6231	general support	50.00
12/28/2014 1775	University School Annual Fund	200 Edgemoor Avenue Nashville, TN 37212	general support	100.00
12/28/2014 1777	Vanderbilt University Next Steps at VU	gift processing PMB 407727 2301 Vanderbilt Place	Next Steps support	50.00
12/28/2014 1778	Boys Town	14100 Cawford Street Boys Town, NE 68010	general support	50.00
12/28/2014 1779	Open Door, The	Julie LaFontaine 28 Emerson Ave Gloucester, MA 01830	general support	75.00

12/29/2014	1780	St Luke's Community House	5601 New York Avenue Nashville, TN 37209	general support	50.00
				total giving 2014	173,314.38