



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



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 instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2014

Open to Public Inspection

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

Name of foundation THE ARZAK FOUNDATION		A Employer identification number 87-0760799	
Number and street (or P O box number if mail is not delivered to street address) C/O ROPES GRAY LLP 800 BOYLSTON ST		B Telephone number (see instructions) (617) 951-7077	
City or town, state or province, country, and ZIP or foreign postal code BOSTON, MA 021993600		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 8,708,128		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	4,000			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	5	5		
	4 Dividends and interest from securities.	79,139	79,139		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a _____				
	7 Capital gain net income (from Part IV, line 2) . . .		0		
	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)				
	12 Total. Add lines 1 through 11	83,144	79,144		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	10,208	5,104		5,104
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	35	0		35
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	10,243	5,104		5,139
	25 Contributions, gifts, grants paid	459,198			459,198
	26 Total expenses and disbursements. Add lines 24 and 25	469,441	5,104		464,337
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-386,297			
	b Net investment income (if negative, enter -0-)		74,040		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	82,031	161,017	161,017
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	52,418 ☒	52,418	83,540
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	7,768,365 ☒	7,303,082	8,463,571
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	7,902,814	7,516,517	8,708,128	
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 ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	7,902,814	7,516,517	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
	30	Total net assets or fund balances (see instructions)	7,902,814	7,516,517	
31	Total liabilities and net assets/fund balances (see instructions) . . .	7,902,814	7,516,517		

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 7,902,814
2	Enter amount from Part I, line 27a	2 -386,297
3	Other increases not included in line 2 (itemize) ▶ _____	3 0
4	Add lines 1, 2, and 3	4 7,516,517
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 7,516,517

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				
(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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))	
2013	502,509	8,308,068	0 060484	
2012	549,122	8,405,484	0 065329	
2011	387,385	8,869,591	0 043676	
2010	453,847	9,249,071	0 049069	
2009	425,079	9,685,377	0 043889	
2	Total of line 1, column (d).		2	0 262447
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 052489
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.		4	8,536,230
5	Multiply line 4 by line 3.		5	448,058
6	Enter 1% of net investment income (1% of Part I, line 27b).		6	740
7	Add lines 5 and 6.		7	448,798
8	Enter qualifying distributions from Part XII, line 4.		8	464,337
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions				

Part VI

Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1740	
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-)		20	
3		Add lines 1 and 2.		3740	
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		40	
5		Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5740	
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014	6a	4,424	
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.		74,424	
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.		103,684	
11		Enter the amount of line 10 to be Credited to 2015 estimated tax ☒ 3,684 Refunded ☐		110	

Part VII-A

Statements Regarding Activities

1a		During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		1a		Yes	No
b		Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?		1b			No
		If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.					
c		Did the foundation file Form 1120-POL for this year?		1c			No
d		Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☒ \$ 0 (2) On foundation managers ☒ \$ 0					
e		Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ 0					
2		Has the foundation engaged in any activities that have not previously been reported to the IRS?		2			No
		If "Yes," attach a detailed description of the activities.					
3		Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3			No
4a		Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a			No
b		If "Yes," has it filed a tax return on Form 990-T for this year?		4b			
5		Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5			No
		If "Yes," attach the statement required by General Instruction T.					
6		Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either					
		• By language in the governing instrument, or					
		• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		6		Yes	
7		Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.		7		Yes	
8a		Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ MA					
b		If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .		8b		Yes	
9		Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		9			No
10		Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		10			No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of L DENNIS SHAPIRO Telephone no (617) 277-6886 Located at 24 ESSEX ROAD CHESTNUT HILL MA ZIP+4 024671317			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. Yes No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. Yes No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?. If "Yes," list the years 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. Yes No			
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).	☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	
	Organizations relying on a current notice regarding disaster assistance check here.	☒		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
L DENNIS SHAPIRO	TRUSTEE	0	0	0
24 ESSEX ROAD	1 00			
CHESTNUT HILL, MA 02467				
SUSAN R SHAPIRO SEE FOOTNOTE	TRUSTEE	0	0	0
24 ESSEX ROAD	1 00			
CHESTNUT HILL, MA 02467				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

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

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 THE ARZAK FOUNDATION IS A PRIVATE FOUNDATION WHICH DISTRIBUTES INVESTMENT INCOME TO CHARITABLE ORGANIZATIONS QUALIFYING UNDER IRC SEC 501(C)(3)	0
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3.	0

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	8,621,756
b	Average of monthly cash balances.	1b	44,467
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	8,666,223
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	8,666,223
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	129,993
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,536,230
6	Minimum investment return. Enter 5% of line 5.	6	426,812

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	426,812
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	740
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	740
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	426,072
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	426,072
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	426,072

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	464,337
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	464,337
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	740
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	463,597

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				426,072
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009.				
b From 2010.				
c From 2011.				
d From 2012.				
e From 2013.				32,772
f Total of lines 3a through e.	32,772			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 464,337				
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.				426,072
e Remaining amount distributed out of corpus	38,265			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	71,037			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				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 (see instructions). . . .	0			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	71,037			
10 Analysis of line 9				
a Excess from 2010. . . .				
b Excess from 2011. . . .				
c Excess from 2012. . . .				
d Excess from 2013. . . .				32,772
e Excess from 2014. . . .				38,265

Part XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

1a

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

b

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

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

Part XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

L DENNIS SHAPIRO

b

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

2

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

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

a

The name, address, and telephone number or email 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	459,198
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

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?			Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of				
(1) Cash.		1a(1)		No
(2) Other assets.		1a(2)		No
b Other transactions				
(1) Sales of assets to a noncharitable exempt organization.		1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.		1b(2)		No
(3) Rental of facilities, equipment, or other assets.		1b(3)		No
(4) Reimbursement arrangements.		1b(4)		No
(5) Loans or loan guarantees.		1b(5)		No
(6) Performance of services or membership or fundraising solicitations.		1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.		1c		No
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				

[illegible]

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

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.

Sign Here	*****	2015-05-05	*****	May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No
	Signature of officer or trustee	Date	Title	

Paid Preparer Use Only	Print/Type preparer's name ANN M ROCCO	Preparer's Signature	Date	Check if self-employed ☒	PTIN P00745014
	Firm's name ☒ ROPES & GRAY LLP			Firm's EIN ☒ 04-2233412	
	Firm's address ☒ 800 BOYLSTON ST 36TH FL BOSTON, MA 021993600			Phone no (617) 951-7000	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BABY BUGGY ORGANIZATION 306 W 37TH STREET 8TH FLOOR NEWYORK,NY 10018	NONE	PUBLIC CHARITY	CHARITABLE	1,830
BOSTON ATHENAEUM 105 BEACON STREET BOSTON,MA 02108	NONE	PUBLIC CHARITY	CHARITABLE	1,503
HEBREW COLLEGE 160 HERRICK RD NEWTON,MA 02459	NONE	PUBLIC CHARITY	CHARITABLE	1,800
ISRAELI AMERICAN COUNCIL 5900 CANOGA AVE SUITE 390 WOODLAND HILLS,CA 91367	NONE	PUBLIC CHARITY	CHARITABLE	1,000
INTERNATIONAL MEDICAL CO 12400 WILSHIRE BLVD SUITE 1500 LOS ANGELES,CA 90025	NONE	PUBLIC CHARITY	CHARITABLE	1,000
IEEE-ICCE 445 HOES LANE PISCATAWAY,NJ 08854	NONE	PUBLIC CHARITY	CHARITABLE	2,500
INVERTIGO DANCE THEATER 11166 LUCERNE AVENUE CULVER CITY,CA 90230	NONE	PUBLIC CHARITY	CHARITABLE	250
LINDA LORING NATURE FOUNDATION 110 EEL POINT RD NANTUCKET,MA 02554	NONE	PRIVATE OPERATING FO	CHARITABLE	250
MASSACHUSETTS EYE AND EAR INFIRMARY 243 CHARLES ST BOSTON,MA 02114	NONE	PUBLIC CHARITY	CHARITABLE	2,503
MASS GENERAL HOSPITAL 55 FRUIT ST BOSTON,MA 02114	NONE	PUBLIC CHARITY	CHARITABLE	10,007
MUJERES DE LA TIERRA 570 WEST AVENUE 26 STE 300 LOS ANGELES,CA 90065	NONE	PUBLIC CHARITY	CHARITABLE	250
PBS 2100 CRYSTAL DRIVE ARLINGTON,VA 22202	NONE	PUBLIC CHARITY	CHARITABLE	1,200
SKATING CLUB OF BOSTON 1240 SOLDIERS FIELD RD BRIGHTON,MA 02135	NONE	PUBLIC CHARITY	CHARITABLE	20,000
SOUTHERN CALIFORNIA LEADERSHIP NETWORK 350 S BIXEL ST LOS ANGELES,CA 90017	NONE	PUBLIC CHARITY	CHARITABLE	1,920
UNITED WAY OF MASS BAY 51 SLEEPER ST BOSTON,MA 02210	NONE	PUBLIC CHARITY	CHARITABLE	500
Total  3a				459,198

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ALAMEDA COUNTY COMM FOOD BANK P O BOX 2599 OAKLAND,CA 94614	NONE	PUBLIC CHARITY	CHARITABLE	2,000
ACLU 125 BROAD ST 18TH FLOOR NEW YORK,NY 10004	NONE	PUBLIC CHARITY	CHARITABLE	500
AMERICAN JEWISH WORLD SERVICE 45 WEST 36TH ST NEW YORK,NY 10018	NONE	PUBLIC CHARITY	CHARITABLE	3,000
AMERICAN RED CROSS 1033 MASS AVE BOSTON,MA 02118	NONE	PUBLIC CHARITY	CHARITABLE	500
ARRL FOUNDATION 225 MAIN ST NEWINGTON,CT 061111494	NONE	PUBLIC CHARITY	CHARITABLE	20,004
BAY AREA OUTREACH 600 BANCROFT WAY BERKELEY,CA 94710	NONE	PUBLIC CHARITY	CHARITABLE	100
BETH ISRAEL DEACONESS MEDICAL CENTER 330 BROOKLINE AVE BOSTON,MA 02215	NONE	PUBLIC CHARITY	CHARITABLE	3,007
BOSTON LYRIC OPERA 45 FRANKLIN ST BOSTON,MA 02110	NONE	PUBLIC CHARITY	CHARITABLE	75,000
CAMERA PO BOX 34040 BOSTON,MA 02135	NONE	PUBLIC CHARITY	CHARITABLE	1,004
COMBINED JEWISH PHILANTHROPIES 126 HIGH ST BOSTON,MA 02110	NONE	PUBLIC CHARITY	CHARITABLE	14,000
DISABILITY RIGHTS EDUCATION AND DEFENSE FUND 3075 ADELINE ST STE 210 BERKELEY,CA 94703	NONE	PUBLIC CHARITY	CHARITABLE	200
DOCTORS WITHOUT BORDERS 333 7TH AVE 2ND FLOOR NEW YORK,NY 10001	NONE	PUBLIC CHARITY	CHARITABLE	500
EGAN MARITIME INSTITUTE 4 WATER ST NANTUCKET,MA 02554	NONE	PUBLIC CHARITY	CHARITABLE	15,000
FACING HISTORY AND OURSELVES 16 HURD ROAD BROOKLINE,MA 02445	NONE	PUBLIC CHARITY	CHARITABLE	1,004
GLOBAL FUND FOR WOMEN 222 SUTTER ST STE 500 SAN FRANCISCO,CA 94108	NONE	PUBLIC CHARITY	CHARITABLE	500
Total  3a				459,198

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
HOLOCAUST MEMORIAL MUSEUM 100 RAOUL WALLENBERG PLACE SW WASHINGTON,DC 200242126	NONE	PUBLIC CHARITY	CHARITABLE	15,000
HUC-JIR IJSO 1 WEST 4TH ST NEWYORK,NY 10012	NONE	PUBLIC CHARITY	CHARITABLE	15,700
HUNTINGTON LIBRARY 1151 OXFORD RD SAN MARINO,CA 91108	NONE	PUBLIC CHARITY	CHARITABLE	5,705
IEEE 445 HOES LANE PISCATAWAY,NJ 08854	NONE	PUBLIC CHARITY	CHARITABLE	5,000
JEWISH COMM FED GREAT 121 STEUART ST SAN FRANCISCO,CA 94105	NONE	PUBLIC CHARITY	CHARITABLE	2,000
JEWISH COMMUNITY HOUSING FOR THE ELDERLY 30 WALLINGFORD RD BRIGHTON,MA 02135	NONE	PUBLIC CHARITY	CHARITABLE	3,204
JEWISH FAMILY AND CHILDREN'S SERVICES 1430 MAIN ST SAN FRANCISCO,CA 94134	NONE	PUBLIC CHARITY	CHARITABLE	2,000
JEWISH FEDERATION OF GREATER LOS ANGELES 6505 WILSHIRE BOULEVARD LOS ANGELES,CA 90048	NONE	PUBLIC CHARITY	CHARITABLE	10,004
KALW 917 FM 500 MANSELL ST SAN FRANCISCO,CA 94134	NONE	PUBLIC CHARITY	CHARITABLE	100
KCSM 911 FM 1700 WEST HILLSDALE BLVD SAN MATEO,CA 94402	NONE	PUBLIC CHARITY	CHARITABLE	100
KQED 2601 MARIPOSA ST SAN FRANCISCO,CA 94110	NONE	PUBLIC CHARITY	CHARITABLE	100
LIBRARY OF CONGRESS 101 INDEPENDENCE AVE SE WASHINGTON,DC 20540	NONE	PUBLIC CHARITY	CHARITABLE	25,003
LOS ANGELES OPERA FIRESTONE PARK LOS ANGELES,CA 90001	NONE	PUBLIC CHARITY	CHARITABLE	29,064
MARIA MITCHELL ASSOCIATION 4 VESTAL ST NANTUCKET,MA 02554	NONE	PUBLIC CHARITY	CHARITABLE	800
MASSACHUSETTS HISTORICAL SOCIETY 1154 BOYLSTON ST BOSTON,MA 022153695	NONE	PUBLIC CHARITY	CHARITABLE	12,204
Total  3a				459,198

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
MAXON CHARITABLE FOUNDATION INC 201 E 18TH STREET MUNCIE,IN 47302	NONE	PUBLIC CHARITY	CHARITABLE	100
MISSEY 436 14TH ST STE1201 OAKLAND,CA 94612	NONE	PUBLIC CHARITY	CHARITABLE	100
MIT ALUMNI FUND 600 MEMORIAL DRIVE CAMBRIDGE,MA 02139	NONE	PUBLIC CHARITY	CHARITABLE	15,004
MUSEUM OF FINE ARTS 465 HUNTINGTON AVE BOSTON,MA 02115	NONE	PUBLIC CHARITY	CHARITABLE	3,000
NANTUCKET ATHENEUM 1 INDIA ST NANTUCKET,MA 02554	NONE	PUBLIC CHARITY	CHARITABLE	1,204
NANTUCKET COMMUNITY SAILING 4 BATHING BEACH RD NANTUCKET,MA 02554	NONE	PUBLIC CHARITY	CHARITABLE	5,670
NANTUCKET CONSERVATION FOUNDATION 118 CLIFF RD NANTUCKET,MA 02554	NONE	PUBLIC CHARITY	CHARITABLE	26,600
NANTUCKET COTTAGE HOSPITAL 57 PROSPECT ST NANTUCKET,MA 02554	NONE	PUBLIC CHARITY	CHARITABLE	7,479
NANTUCKET HISTORICAL ASSOCIATION P O BOX 1016 NANTUCKET,MA 02554	NONE	PUBLIC CHARITY	CHARITABLE	49,774
NANTUCKET LAND COUNCIL 6 ASH LANE NANTUCKET,MA 02554	NONE	PUBLIC CHARITY	CHARITABLE	250
NANTUCKET YACHT CLUB FOUNDATION SOUTH BEACH STREET NANTUCKET,MA 02554	NONE	PUBLIC CHARITY	CHARITABLE	2,000
NEWISRAEL FUND 1101 14TH ST NW WASHINGTON,DC 20005	NONE	PUBLIC CHARITY	CHARITABLE	2,000
PLANNED PARENTHOOD 434 W 33RD ST NEWYORK,NY 10001	NONE	PUBLIC CHARITY	CHARITABLE	2,000
SHIRAT HAYAM CONGREGATION 84 SKYLINE DR NANTUCKET,MA 02554	NONE	PUBLIC CHARITY	CHARITABLE	1,800
SOUTHERN POVERTY LAW 400 WASHINGTON AVE MONTGOMERY,AL 36104	NONE	PUBLIC CHARITY	CHARITABLE	500
Total  3a				459,198

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
STAND WITH US P O BOX 341069 LOS ANGELES,CA 00000	NONE	PUBLIC CHARITY	CHARITABLE	500
SUSTAINABLE SOUTH BRONX 1231 LAFAYETTE AVE 4TH FL BRONX,NY 10474	NONE	PUBLIC CHARITY	CHARITABLE	500
TEMPLE AKIBA 5249 SEPULVEDA BLVD CULVER CITY,CA 90230	NONE	PUBLIC CHARITY	CHARITABLE	23,798
TEMPLE ISRAEL 477 LONGWOOD AVE BOSTON,MA 02215	NONE	PUBLIC CHARITY	CHARITABLE	4,195
VICTORY INSTITUTE 1133 15TH ST NW SUITE 350 WASHINGTON,DC 20005	NONE	PUBLIC CHARITY	CHARITABLE	1,400
WGBH P O BOX 55785 BOSTON,MA 022055875	NONE	PUBLIC CHARITY	CHARITABLE	1,504
WHITEHEAD INSTITUTE FOR BIOMEDICAL RESEARCH 9 CAMBRIDGE CTR CAMBRIDGE,MA 02142	NONE	PUBLIC CHARITY	CHARITABLE	1,004
Total			3a	459,198

TY 2014 Accounting Fees Schedule

Name: THE ARZAK FOUNDATION

EIN: 87-0760799

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	10,208	5,104		5,104

**TY 2014 Investments Corporate
Stock Schedule**

Name: THE ARZAK FOUNDATION

EIN: 87-0760799

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DUKE ENERGY	52,418	83,540

TY 2014 Investments - Other Schedule**Name:** THE ARZAK FOUNDATION**EIN:** 87-0760799

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
FIDELITY INSTITUTIONAL MMKT PORT CL I	AT COST	4,164,115	4,164,115
VANGUARD 500 INDEX FD INVESTOR SHS	AT COST	3,138,967	4,299,456

TY 2014 Taxes Schedule

Name: THE ARZAK FOUNDATION

EIN: 87-0760799

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MA PC FILING FEE	35	0		35