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Return of Private Foundation

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

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

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

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

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning MAY 1, 2014, and ending APR 30, 2015

Name of foundation RCB CHARITABLE FOUNDATION, INC.		A Employer identification number 04-3466878						
Number and street (or P.O. box number if mail is not delivered to street address) 180 HAVEN STREET		B Telephone number 781-942-5006						
City or town, state or province, country, and ZIP or foreign postal code READING, MA 01867		C If exemption application is pending, check here <input type="checkbox"/>						
G Check all that apply: <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization. <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>						
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 911557.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						

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				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	22065.			STATEMENT 1
5a Gross rents				STATEMENT 2
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	41720.			
b Gross sales price for all assets on line 6a	154521.			
7 Capital gain net income (from Part IV, line 2)				
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	748.	748.	0.	STATEMENT 3
12 Total. Add lines 1 through 11	64537.	64537.	0.	
13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees				
c Other professional fees				
17 Interest				
18 Taxes	523.	0.	0.	0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses	13420.	0.	0.	0.
24 Total operating and administrative expenses. Add lines 13 through 23	13943.	0.	0.	0.
25 Contributions, gifts, grants paid	89684.			89684.
26 Total expenses and disbursements. Add lines 24 and 25	103627.	0.	0.	89684.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-39090.			
b Net investment income (if negative, enter -0-)		64537.		
c Adjusted net income (if negative, enter -0-)			0.	

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	591.	5314.	5314.
	2 Savings and temporary cash investments	15991.	10784.	10784.
	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 7	161503.	139321.	139321.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	798078.	756138.	756138.
	14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶			
Liabilities	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	976163.	911557.	911557.
	17 Accounts payable and accrued expenses			
	18 Grants payable	15000.	12800.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
Net Assets or Fund Balances	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	15000.	12800.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>			
	24 Unrestricted	959298.	896892.	
	25 Temporarily restricted	1865.	1865.	
Net Assets or Fund Balances	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	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	961163.	898757.	
Net Assets or Fund Balances	31 Total liabilities and net assets/fund balances	976163.	911557.	

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	961163.
2 Enter amount from Part I, line 27a	2	-39090.
3 Other increases not included in line 2 (itemize) ▶ RELEASE FROM RESTRICTION	3	15000.
4 Add lines 1, 2, and 3	4	937073.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	38316.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	898757.

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	154521.	112801.	41720.	
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			41720.	
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	41720.
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	82109.	957247.	.085776
2012	87395.	947715.	.092217
2011	82010.	1021168.	.080310
2010	83376.	373602.	.223168
2009	61861.	48779.	1.268189
2	Total of line 1, column (d)		1.749660
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		.349932
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5		924375.
5	Multiply line 4 by line 3		323468.
6	Enter 1% of net investment income (1% of Part I, line 27b)		645.
7	Add lines 5 and 6		324113.
8	Enter qualifying distributions from Part XII, line 4		89684.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1291.
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	1291.
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	1291.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	597.	
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	597.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	8.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	702.	
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b 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. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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) <input type="checkbox"/> 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	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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	X		
14	The books are in care of ► <u>ANTHONY J. PATTI</u> Telephone no. ► <u>781-942-5006</u> Located at ► <u>180 HAVEN STREET, READING, MA</u> ZIP+4 ► <u>01867</u>			
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 ► <u>15</u> <u>N/A</u>			
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? 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 ►		Yes	No
		16		X

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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	N/A	
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?		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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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.)	N/A	
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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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

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?

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

6b

X

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 9		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 NONE	
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	922112.
b	Average of monthly cash balances	1b	16340.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	938452.
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	938452.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	14077.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	924375.
6	Minimum investment return. Enter 5% of line 5	6	46219.

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	46219.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	1291.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1291.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	44928.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	44928.
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	44928.

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	89684.
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	89684.
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	89684.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				44928.
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	59424.			
b From 2010	67910.			
c From 2011	31632.			
d From 2012	40887.			
e From 2013	35332.			
f Total of lines 3a through e	235185.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$	89684.			
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				44928.
e Remaining amount distributed out of corpus	44756.			
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	279941.			
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	59424.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	220517.			
10 Analysis of line 9:				
a Excess from 2010	67910.			
b Excess from 2011	31632.			
c Excess from 2012	40887.			
d Excess from 2013	35332.			
e Excess from 2014	44756.			

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				
ALS ASSOCIATION			MEDICAL	180.
ANDOVER BUSINESS CENTER ASSOCIATION			SOCIAL SERVICES	500.
ANDOVER HIGH SCHOOL			EDUCATION	1000.
ANDOVER LITTLE LEAGUE CAP CAMPAIGN			YOUTH	500.
ANGEL FLIGHT			COMMUNITY	5000.
Total	SEE CONTINUATION SHEET(S)			89684.
b Approved for future payment				
ANDOVER YOUTH FOUNDATION				5000.
WINCHESTER HOSPITAL FOUNDATION				5000.
WORLD OF DIFFERENCE				2800.
Total				12800.

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	AMERICAN WATER WORKS CO	P	02/08/11	05/21/14
b	BAXTER INTL INC	P	07/27/12	05/21/14
c	BCE INC	P	02/08/11	05/21/14
d	BLACKROCK GLOBAL ALLOCATION I	P	02/08/11	05/21/14
e	CALAMOS GROWTH & INCOME I	P	02/28/11	05/21/14
f	CME GROUP INC	P	02/08/12	05/21/14
g	COACH INC	P	02/08/11	05/30/14
h	COACH INC	P	03/25/11	05/30/14
i	COACH INC	P	09/29/11	05/30/14
j	COACH INC	P	08/08/12	05/30/14
k	COACH INC	P	01/30/13	05/30/14
l	DIAMOND HILL LONG-SHORT I	P	02/08/11	05/21/14
m	EMC CORP MASS	P	06/27/11	05/21/14
n	ENTERPRISE PROD PRTNRS LP	P	02/08/11	05/21/14
o	FIRST EAGLE GLOBAL I	P	02/08/11	05/21/14

(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 374.		213.	161.
b 372.		298.	74.
c 275.		221.	54.
d 1060.		979.	81.
e 1046.		1040.	6.
f 279.		228.	51.
g 571.		798.	-227.
h 204.		259.	-55.
i 204.		267.	-63.
j 204.		280.	-76.
k 204.		258.	-54.
l 1500.		1096.	404.
m 237.		232.	5.
n 220.		130.	90.
o 4543.		3907.	636.

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			161.
b			74.
c			54.
d			81.
e			6.
f			51.
g			-227.
h			-55.
i			-63.
j			-76.
k			-54.
l			404.
m			5.
n			90.
o			636.

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 FRANKLIN GLD & PREC METALS ADV	P	02/08/11	05/21/14
b GENERAL ELECTRIC CO	P	11/29/11	05/21/14
c GLAXOSMITHKLINE PLC ADS	P	02/08/11	05/21/14
d HARDING LOEVNER EMERG MKTS ADV	P	02/08/11	05/21/14
e HCP INCORPORATED	P	02/08/11	05/21/14
f JOHNSON & JOHNSON	P	02/08/11	05/21/14
g KINDER MORGAN ENERGY PTRS LP	P	02/08/11	05/21/14
h MAXIM INTEGRATED PRODUCTS INC	P	02/08/11	05/21/14
i MICROCHIP TECHNOLOGY INC	P	02/08/11	05/21/14
j MONDELEZ INTL INC	P	03/04/13	05/21/14
k NATL GRID TRANSCO PLC ADS	P	02/08/11	05/21/14
l OMEGA HEALTHCARE INV INC	P	10/17/12	05/21/14
m ONEOK PARTNERS LP	P	02/08/11	05/21/14
n PFIZER INC	P	02/08/11	05/21/14
o PIMCO ALL ASSET P	P	02/08/11	05/21/14

(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 5870.		15080.	-9210.
b 317.		180.	137.
c 832.		585.	247.
d 1952.		1883.	69.
e 461.		400.	61.
f 505.		305.	200.
g 381.		358.	23.
h 565.		441.	124.
i 508.		372.	136.
j 263.		197.	66.
k 891.		540.	351.
l 253.		161.	92.
m 603.		440.	163.
n 592.		383.	209.
o 1844.		1768.	76.

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			-9210.
b			137.
c			247.
d			69.
e			61.
f			200.
g			23.
h			124.
i			136.
j			66.
k			351.
l			92.
m			163.
n			209.
o			76.

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	PLAINS ALL AMERICAN PIPLIN LP	P	02/08/11	05/21/14
b	SPECTRA ENERGY CORP COM	P	03/22/07	05/21/14
c	WELLS FARGO EMERG MKTS EQ ADM	P	02/28/11	05/21/14
d	WILLIAMS CO IN	P	03/10/11	05/21/14
e	COACH INC	P	11/14/13	05/30/14
f	TJX COS INC	P	11/06/13	05/21/14
g	ADOBE SYSTEMS	P	06/27/11	06/23/14
h	CELGENE CORP	P	02/08/11	06/23/14
i	ESTEE LAUDER CO INC	P	08/28/12	06/23/14
j	GILEAD SCIENCE	P	03/12/13	06/23/14
k	NORDSTROM INC	P	08/12/11	06/23/14
l	WALT DISNEY CO HLDG CO	P	08/08/12	06/23/14
m	APPLE INC	P	01/24/14	06/23/14
n	COMCAST CORP	P	01/31/14	06/23/14
o	BIAGEN IDEC INC	P	03/13/13	07/28/14

(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 793.		446.	347.
b 482.		301.	181.
c 1966.		2012.	-46.
d 233.		121.	112.
e 204.		268.	-64.
f 225.		247.	-22.
g 581.		240.	341.
h 513.		154.	359.
i 299.		241.	58.
j 647.		367.	280.
k 406.		270.	136.
l 248.		151.	97.
m 637.		548.	89.
n 105.		108.	-3.
o 335.		175.	160.

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			347.
b			181.
c			-46.
d			112.
e			-64.
f			-22.
g			341.
h			359.
i			58.
j			280.
k			136.
l			97.
m			89.
n			-3.
o			160.

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	CVS CAREMARK CORP	P	03/21/13	07/28/14
b	EMC CORP MASS	P	06/27/11	07/28/14
c	GILEAD SCIENCE	P	03/12/13	07/28/14
d	INTERNATIONAL PAPER CO	P	06/09/11	07/16/14
e	INTERNATIONAL PAPER CO	P	09/29/11	07/16/14
f	JOHNSON & JOHNSON	P	02/08/11	07/15/14
g	JOHNSON & JOHNSON	P	09/29/11	07/15/14
h	JOHNSON & JOHNSON	P	03/27/13	07/15/14
i	JOHNSON & JOHNSON	P	03/27/13	07/15/14
j	JOHNSON & JOHNSON	P	03/27/13	07/15/14
k	JOHNSON & JOHNSON	P	03/27/13	07/15/14
l	MONDELEZ INTL INC	P	03/04/13	07/28/14
m	NATL GRID TRANSCO PLC ADS	P	02/08/11	07/02/14
n	NIKE INC	P	02/08/11	07/28/14
o	TOTAL S A SPON ADR	P	06/20/12	07/03/14

(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 237.		164.	73.
b 351.		310.	41.
c 361.		184.	177.
d 801.		472.	329.
e 100.		47.	53.
f 1239.		731.	508.
g 103.		63.	40.
h 1445.		1138.	307.
i 619.		488.	131.
j 207.		163.	44.
k 103.		81.	22.
l 114.		84.	30.
m 830.		494.	336.
n 156.		87.	69.
o 1081.		670.	411.

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			73.
b			41.
c			177.
d			329.
e			53.
f			508.
g			40.
h			307.
i			131.
j			44.
k			22.
l			30.
m			336.
n			69.
o			411.

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 TOTAL S A SPON ADR	P	06/20/12	07/16/14
b TOTAL S A SPON ADR	P	06/21/12	07/16/14
c WALT DISNEY CO HLDG CO	P	08/08/12	07/28/14
d APPLE INC	P	01/24/14	07/28/14
e EBAY INC	P	11/05/13	07/28/14
f VERITIV CORP	P	07/01/14	07/01/14
g SEADRILL LTD	P	02/08/11	08/14/14
h POTASH CP OF SASKATCHEWAN INC	P	11/05/13	08/14/14
i ADOBE SYSTEMS	P	06/27/11	09/12/14
j AMERICAN WATER WORKS CO	P	02/08/11	09/12/14
k AT&T INC	P	02/08/11	09/12/14
l BAXTER INTL INC	P	07/27/12	09/12/14
m BIOGEN IDEC INC	P	03/13/13	09/12/14
n BK MONTREAL	P	02/08/11	09/12/14
o BLACKROCK GLOBAL ALLOCATION I	P	02/08/11	09/12/14

(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 138.		89.	49.
b 618.		391.	227.
c 86.		50.	36.
d 293.		235.	58.
e 158.		153.	5.
f 12.			12.
g 907.		878.	29.
h 830.		773.	57.
i 283.		120.	163.
j 147.		80.	67.
k 206.		167.	39.
l 149.		119.	30.
m 322.		175.	147.
n 152.		120.	32.
o 2647.		2400.	247.

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			49.
b			227.
c			36.
d			58.
e			5.
f			12.
g			29.
h			57.
i			163.
j			67.
k			39.
l			30.
m			147.
n			32.
o			247.

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	CALAMOS GROWTH & INCOME I	P	02/28/11	09/12/14
b	CELGENE CORP	P	02/08/11	09/12/14
c	CISCO SYS INC	P	05/16/13	09/12/14
d	COSTCO WHOLESALE CORP	P	02/08/11	09/12/14
e	CVS HEALTH CORP	P	03/21/13	09/12/14
f	DIAMOND HILL LONG-SHORT I	P	02/08/11	09/12/14
g	DIGITAL REALTY TRUST	P	02/08/11	09/12/14
h	EMC CORP MASS	P	06/27/11	09/12/14
i	ENERGY TRANS EQTY LP	P	03/29/12	09/12/14
j	ENERGY TRANSFER PRTNRS LP	P	02/08/11	09/12/14
k	ENTERPRISE PROD PRTNRS LP	P	02/08/11	09/12/14
l	ESTEE LAUDER CO INC	P	08/28/12	09/12/14
m	EXPRESS SCRIPTS HLDG CO	P	02/28/13	09/12/14
n	FIRST EAGLE GLOBAL I	P	02/08/11	09/12/14
o	FRANKLIN GLD & PREC METALS ADV	P	02/08/11	09/12/14

(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 2718.		2600.	118.
b 363.		102.	261.
c 151.		144.	7.
d 250.		149.	101.
e 241.		164.	77.
f 2070.		1467.	603.
g 257.		219.	38.
h 237.		206.	31.
i 300.		101.	199.
j 403.		374.	29.
k 198.		108.	90.
l 223.		181.	42.
m 147.		114.	33.
n 3719.		3144.	575.
o 619.		1596.	-977.

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			118.
b			261.
c			7.
d			101.
e			77.
f			603.
g			38.
h			31.
i			199.
j			29.
k			90.
l			42.
m			33.
n			575.
o			-977.

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	GENERAL ELECTRIC CO	P	11/29/11	09/12/14
b	GILEAD SCIENCE	P	03/12/13	09/12/14
c	GILEAD SCIENCE	P	03/12/13	09/29/14
d	GLAXOSMITHKLINE PLC ADS	P	02/08/11	09/12/14
e	GOLAR LNG LTD	P	07/11/13	09/12/14
f	HARDING LOEVNER EMERG MKTS ADV	P	02/08/11	09/12/14
g	HCP INCORPORATED	P	02/08/11	09/12/14
h	INTEL CORP	P	07/15/98	09/12/14
i	JOHNSON & JOHNSON	P	03/27/13	09/12/14
j	KINDER MORGAN ENERGY PTRS LP	P	02/08/11	09/12/14
k	MERCK & CO INC	P	02/08/11	09/12/14
l	MERCK & CO INC	P	05/22/13	09/12/14
m	MONDELEZ INTL INC	P	03/04/13	09/05/14
n	NATL GRID TRANSCO PLC ADS	P	02/08/11	09/12/14
o	NIKE INC	P	02/08/11	09/12/14

(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 155.		90.	65.
b 311.		138.	173.
c 649.		275.	374.
d 94.		78.	16.
e 134.		71.	63.
f 781.		743.	38.
g 81.		73.	8.
h 450.		262.	188.
i 104.		81.	23.
j 91.		72.	19.
k 178.		100.	78.
l 59.		47.	12.
m 3561.		2812.	749.
n 73.		45.	28.
o 245.		130.	115.

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			65.
b			173.
c			374.
d			16.
e			63.
f			38.
g			8.
h			188.
i			23.
j			19.
k			78.
l			12.
m			749.
n			28.
o			115.

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 NIKE INC	P	02/08/11	09/29/14
b NISOURCE INC	P	07/25/11	09/12/14
c NORDSTROM INC	P	08/12/11	09/12/14
d OMEGA HEALTHCARE INV INC	P	10/17/12	09/12/14
e ONEOK PARTNERS LP	P	02/08/11	09/12/14
f ORACLE PARTNERS LP	P	07/28/09	09/12/14
g PIMCO ALL ASSET P	P	02/08/11	09/12/14
h PLAINS ALL AMERICAN PIPELINE LP	P	02/08/11	09/12/14
i QUALCOMM INC	P	02/08/11	09/12/14
j SENIOR HSG PPTY TR SBI	P	10/17/12	09/12/14
k SPECTRA ENERGY CORP COM	P	03/22/07	09/12/14
l TEMPLETON GLOBAL BD FD ADV	P	02/08/11	09/12/14
m VODAFONE GROUP PLC	P	02/08/11	09/12/14
n WALT DISNEY CO HLDG CO	P	08/08/12	09/12/14
o WELLS FARGO EMERG MKTS EQ ADM	P	02/28/11	09/12/14

(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 446.		217.	229.
b 234.		126.	108.
c 138.		90.	48.
d 69.		46.	23.
e 113.		80.	33.
f 324.		174.	150.
g 984.		944.	40.
h 115.		64.	51.
i 151.		112.	39.
j 256.		260.	-4.
k 119.		75.	44.
l 826.		842.	-16.
m 99.		169.	-70.
n 268.		151.	117.
o 1193.		1179.	14.

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			229.
b			108.
c			48.
d			23.
e			33.
f			150.
g			40.
h			51.
i			39.
j			-4.
k			44.
l			-16.
m			-70.
n			117.
o			14.

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 WILLIAMS CO IN	P	03/10/11	09/12/14
b APPLE INC	P	01/24/14	09/12/14
c COMCAST CORP	P	01/31/14	09/12/14
d DARDEN RESTAURANTS	P	02/28/14	09/12/14
e EBAY INC	P	11/05/13	09/12/14
f MATTEL INC	P	03/21/14	09/12/14
g MICHAEL KORS HOLDINGS LTD	P	05/30/14	09/12/14
h MICROSOFT CORP	P	01/16/14	09/12/14
i NOVARTIS AG ADR	P	01/10/14	09/12/14
j POTASH CP OF SASKATCHEWAN INC	P	11/05/13	09/05/14
k SEAGATE TECHNOLOGY PLC	P	04/29/14	09/12/14
l TJX COS INC	P	11/06/13	09/12/14
m TJX COS INC	P	11/06/13	09/29/14
n VERIZON COMMUNICATIONS	P	02/21/14	09/12/14
o INTEL CORP	P	03/25/11	10/03/14

(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 224.		96.	128.
b 203.		157.	46.
c 171.		162.	9.
d 143.		153.	-10.
e 259.		255.	4.
f 103.		116.	-13.
g 306.		380.	-74.
h 327.		257.	70.
i 93.		81.	12.
j 379.		354.	25.
k 183.		161.	22.
l 119.		123.	-4.
m 601.		617.	-16.
n 97.		96.	1.
o 68.		41.	27.

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

(l) 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			128.
b			46.
c			9.
d			-10.
e			4.
f			-13.
g			-74.
h			70.
i			12.
j			25.
k			22.
l			-4.
m			-16.
n			1.
o			27.

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 INTEL CORP		P	07/15/98	10/03/14
b INTEL CORP		P	07/15/98	10/03/14
c SEADRILL LTD		P	02/08/11	10/17/14
d SEADRILL LTD		P	06/08/11	10/17/14
e MATTEL INC		P	03/21/14	10/17/14
f MATTEL INC		P	03/26/14	10/17/14
g POTASH CP OF SASKATCHEWAN INC		P	11/05/13	10/03/14
h POTASH CP OF SASKATCHEWAN INC		P	11/05/13	10/07/14
i POTASH CP OF SASKATCHEWAN INC		P	01/23/14	10/07/14
j POTASH CP OF SASKATCHEWAN INC		P	01/23/14	10/15/14
k DARDEN RESTAURANTS		P	02/28/14	11/25/14
l DARDEN RESTAURANTS		P	03/03/14	11/25/14
m INTEL CORP		P	03/25/11	12/09/14
n INTEL CORP		P	01/30/13	12/09/14
o INTEL CORP		P	04/18/13	12/09/14

(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 544.		322.	222.
b 34.		20.	14.
c 279.		422.	-143.
d 466.		683.	-217.
e 461.		620.	-159.
f 576.		784.	-208.
g 394.		386.	8.
h 33.		32.	1.
i 331.		330.	1.
j 351.		363.	-12.
k 665.		611.	54.
l 111.		97.	14.
m 148.		81.	67.
n 849.		492.	357.
o 702.		423.	279.

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			222.
b			14.
c			-143.
d			-217.
e			-159.
f			-208.
g			8.
h			1.
i			1.
j			-12.
k			54.
l			14.
m			67.
n			357.
o			279.

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 KINDER MORGAN ENERGY PTRS LP	P	02/08/11	12/03/14
b KINDER MORGAN ENERGY PTRS LP	P	02/08/11	12/03/14
c LINN ENERGY LLC UTS REP LTD LI	P	01/02/13	12/09/14
d DARDEN RESTAURANTS	P	03/13/14	12/17/14
e KINDER MORGAN ENERGY PTRS LP	P	12/03/14	12/03/14
f LINN ENERGY LLC UTS REP LTD LI	P	01/23/14	12/09/14
g AMERICAN WATER WORKS CO	P	02/08/11	01/08/15
h CME GROUP INC	P	02/08/12	01/08/15
i ENSCO PLC	P	11/11/13	01/26/15
j GENERAL ELECTRIC CO	P	11/29/11	01/08/15
k SEAGATE TECHNOLOGY PLC	P	04/29/14	01/08/15
l APPLE INC	P	01/24/14	02/12/15
m BIOGEN IDEC INC	P	03/13/13	02/12/15
n CELGENE CORP	P	02/08/11	02/12/15
o COSTCO WHOLESALE CORP	P	02/08/11	02/12/15

(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 302.		212.	90.
b 2550.		1792.	758.
c 309.		767.	-458.
d 798.		679.	119.
e 17.		17.	0.
f 353.		806.	-453.
g 650.		320.	330.
h 1155.		740.	415.
i 696.		1489.	-793.
j 267.		165.	102.
k 261.		214.	47.
l 1013.		626.	387.
m 389.		175.	214.
n 1281.		282.	999.
o 884.		448.	436.

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			90.
b			758.
c			-458.
d			119.
e			0.
f			-453.
g			330.
h			415.
i			-793.
j			102.
k			47.
l			387.
m			214.
n			999.
o			436.

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	CVS HEALTH CORP	P	03/21/13	02/12/15
b	ENERGY TRANS EQTY LP	P	03/29/12	02/12/15
c	EXPRESS SCRIPTS HLDG CO	P	02/28/13	02/12/15
d	NORDSTROM INC	P	08/12/11	02/12/15
e	ORACLE PARTNERS LP	P	07/28/09	02/12/15
f	TJX COS INC	P	11/06/13	02/12/15
g	WALT DISNEY CO HLDG CO	P	08/08/12	02/12/15
h	ADOBE SYSTEMS	P	06/27/11	03/09/15
i	AMERICAN WATER WORKS CO	P	02/08/11	03/09/15
j	APPLE INC	P	01/24/14	03/09/15
k	ARES CAPITAL CORP	P	08/27/13	03/09/15
l	AT&T INC	P	02/08/11	03/09/15
m	BIOGEN IDEC INC	P	03/13/13	03/09/15
n	BLACKROCK GLOBAL ALLOCATION I	P	02/08/11	03/09/15
o	CALAMOS GROWTH & INCOME I	P	02/28/11	03/09/15

(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	1024.	548.	476.
b	759.	263.	496.
c	1012.	685.	327.
d	635.	361.	274.
e	483.	239.	244.
f	480.	432.	48.
g	724.	351.	373.
h	390.	150.	240.
i	52.	27.	25.
j	127.	78.	49.
k	123.	123.	0.
l	33.	28.	5.
m	828.	350.	478.
n	2462.	2427.	35.
o	979.	1024.	-45.

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			476.
b			496.
c			327.
d			274.
e			244.
f			48.
g			373.
h			240.
i			25.
j			49.
k			0.
l			5.
m			478.
n			35.
o			-45.

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 CELGENE CORP	P	02/08/11	03/09/15
b CISCO SYS INC	P	05/16/13	03/09/15
c COMCAST CORP	P	01/31/14	03/09/15
d COSTCO WHOLESALE CORP	P	02/08/11	03/09/15
e CVS HEALTH CORP	P	03/21/13	03/09/15
f DELAWARE DIVERSIFIED INC INST	P	02/08/11	03/09/15
g DIAMOND HILL LONG-SHORT I	P	02/08/11	03/09/15
h DIGITAL REALTY TRUST	P	02/08/11	03/09/15
i EBAY INC	P	11/05/13	03/09/15
j EMC CORP MASS	P	06/27/11	03/09/15
k ENERGY TRANS EQTY LP	P	03/29/12	03/09/15
l ENTERPRISE PROD PRTNRS LP	P	02/08/11	03/09/15
m ESTEE LAUDER CO INC	P	08/28/12	03/09/15
n EXPRESS SCRIPTS HLDG CO	P	02/28/13	03/09/15
o FIRST EAGLE GLOBAL I	P	02/08/11	03/09/15

(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 118.		26.	92.
b 59.		48.	11.
c 424.		379.	45.
d 151.		75.	76.
e 205.		110.	95.
f 1837.		1852.	-15.
g 3102.		2152.	950.
h 129.		109.	20.
i 304.		255.	49.
j 84.		77.	7.
k 63.		20.	43.
l 64.		43.	21.
m 413.		301.	112.
n 82.		57.	25.
o 4177.		3709.	468.

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			92.
b			11.
c			45.
d			76.
e			95.
f			-15.
g			950.
h			20.
i			49.
j			7.
k			43.
l			21.
m			112.
n			25.
o			468.

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	GENERAL ELECTRIC CO	P	11/29/11	03/09/15
b	GLAXOSMITHKLINE PLC ADS	P	02/08/11	03/09/15
c	HARDING LOEVNER EMERG MKTS ADV	P	02/08/11	03/09/15
d	INTEL CORP	P	04/18/13	03/12/15
e	IVY ASSET STRATEGY I	P	02/08/11	03/09/15
f	JOHNSON & JOHNSON	P	03/27/13	03/09/15
g	MAXIM INTEGRATED PRODUCTS INC	P	02/08/11	03/09/15
h	MERCK & CO INC	P	05/22/13	03/09/15
i	MICROCHIP TECHNOLOGY INC	P	02/08/11	03/09/15
j	NATL GRID TRANSCO PLC ADS	P	02/08/11	03/09/15
k	NIKE INC	P	02/08/11	03/09/15
l	NORDSTROM INC	P	08/12/11	03/09/15
m	NOVARTIS AG ADR	P	01/10/14	03/09/15
n	OMEGA HEALTHCARE INV INC	P	10/17/12	03/09/15
o	ONEOK PARTNERS LP	P	02/08/11	03/09/15

(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 77.		45.	32.
b 47.		39.	8.
c 652.		702.	-50.
d 922.		669.	253.
e 2394.		2286.	108.
f 101.		81.	20.
g 72.		52.	20.
h 57.		47.	10.
i 103.		65.	38.
j 66.		45.	21.
k 292.		130.	162.
l 160.		90.	70.
m 98.		81.	17.
n 38.		23.	15.
o 43.		40.	3.

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			32.
b			8.
c			-50.
d			253.
e			108.
f			20.
g			20.
h			10.
i			38.
j			21.
k			162.
l			70.
m			17.
n			15.
o			3.

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 ORACLE PARTNERS LP	P	07/28/09	03/09/15
b PFIZER INC	P	02/08/11	03/09/15
c PIMCO ALL ASSET P	P	02/08/11	03/09/15
d QUALCOMM INC	P	02/08/11	03/09/15
e SENIOR HSG PPTY TR SBI	P	10/17/12	03/09/15
f TEMPLETON GLOBAL BD FD ADV	P	02/08/11	03/09/15
g TJX COS INC	P	11/06/13	03/09/15
h VERIZON COMMUNICATIONS	P	02/21/14	03/09/15
i VODAFONE GROUP PLC	P	02/08/11	03/09/15
j WALT DISNEY CO HLDG CO	P	08/08/12	03/09/15
k WELLS FARGO EMERG MKTS EQ ADM	P	02/28/11	03/09/15
l WILLIAMS CO IN	P	03/10/11	03/09/15
m EATON CORP PLC	P	07/08/14	03/09/15
n HCA HOLDINGS INC	P	09/08/14	03/09/15
o HOST HOTEL & RESORTS INC	P	10/21/14	03/09/15

(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 171.		87.	84.
b 170.		96.	74.
c 919.		961.	-42.
d 72.		56.	16.
e 65.		63.	2.
f 383.		421.	-38.
g 205.		185.	20.
h 48.		48.	0.
i 66.		113.	-47.
j 105.		50.	55.
k 225.		254.	-29.
l 97.		48.	49.
m 69.		77.	-8.
n 287.		280.	7.
o 20.		22.	-2.

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			84.
b			74.
c			-42.
d			16.
e			2.
f			-38.
g			20.
h			0.
i			-47.
j			55.
k			-29.
l			49.
m			-8.
n			7.
o			-2.

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	KINDER MORGAN INCORP	P	12/03/14	03/09/15
b	MICHAEL KORS HOLDINGS LTD	P	05/30/14	03/09/15
c	SEAGATE TECHNOLOGY PLC	P	04/29/14	03/09/15
d	WEYERHAEUSER CO	P	08/20/14	03/09/15
e	ARES CAPITAL CORP	P	08/27/13	04/17/85
f	ARES CAPITAL CORP	P	08/27/13	04/22/15
g	ARES CAPITAL CORP	P	08/28/13	04/22/15
h	CME GROUP INC	P	02/08/12	04/07/15
i	ARES CAPITAL CORP	P	06/30/14	04/22/15
j	CAPITAL GAINS DIVIDENDS			
k				
l				
m				
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 120.		125.	-5.
b 128.		190.	-62.
c 57.		53.	4.
d 34.		34.	0.
e 291.		299.	-8.
f 274.		281.	-7.
g 33.		35.	-2.
h 1180.		740.	440.
i 51.		53.	-2.
j 29165.			29165.
k			
l			
m			
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			-5.
b			-62.
c			4.
d			0.
e			-8.
f			-7.
g			-2.
h			440.
i			-2.
j			29165.
k			
l			
m			
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	41720.
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 XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
BOY SCOUTS OF AMERICA TROOP 119			YOUTH	100.
BURBANK YMCA ANNUAL FUND			SOCIAL SERVICES	2500.
BURLINGTON BREAKFAST ROTARY CLUB			SOCIAL SERVICES	100.
BURLINGTON COMMUNITY SCHOOL FOUNDATION			EDUCATION	500.
BURLINGTON COUNCIL OF AGING			SOICAL SERVICES	400.
CHELSEA HU			EDUCATION	1000.
CHRISTIAN COMMUNITY SERVICE			SOCIAL SERVICES	200.
COUNCIL OF SOCIAL CONCERN			SOCIAL SERVICES	225.
DAFFODIL DAYS			COMMUNITY	70.
DAVID K JOHNSON FOUNDATION			COMMUNITY	250.
Total from continuation sheets				82504.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
ELDER SERVICES OF THE MERRIMACK VALLEY			SOCIAL SERVICES	10000.
EMARC			COMMUNITY	300.
ENGLISH AT LARGE			COMMUNITY	200.
FRIENDS OF NORTH READING PARKS AND RECREATION			COMMUNITY	2000.
FRIENDS OF READING FOOTBALL			COMMUNITY	300.
HILLVIEW COUNTRY CLUB			COMMUNITY	3000.
JOANNA FIALLI			EDUCATION	500.
KEITH KOWALICK			EDUCATION	200.
LAZARUS HOUSE			SOCIAL SERVICES	200.
MASSACHUSETTS ASSOCIATION OF MENTAL HEALTH			MEDICAL	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
MASSACHUSETTS BANKERS ASSOCIATION			COMMUNITY	750.
MASSACHUSETTS BREAST CANCER COALITION			MEDICAL	190.
MASSACHUSETTS LIONS EYE RESEARCH FUND			MEDICAL	2500.
MGH ESSCO BCRF			COMMUNITY	100.
MISSION OF DEEDS			SOCIAL SERVICES	3146.
MYSTIC VALLEY ELDER SERVICES			SOCIAL SERVICES	10000.
N READING MINIT & MILITIA			COMMUNITY	1000.
NATIONAL MS SOCIETY			MEDICAL	100.
NORTH READING ACADEMIC SCHOLARSHIP			EDUCATION	1000.
NORTH READING EDUCATION FOUNDATION			EDUCATION	125.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
NORTH READING YOUTH SERVICES			YOUTH	1000.
NORTHEAST YOUTH BALLET			ARTS	1000.
PAN MASS CHALLENGE			COMMUNITY	250.
PEOPLE HELPING PEOPLE			COMMUNITY	315.
READING EDUCATION FOUNDATION			EDUCATION	2500.
READING FOOD PANTRY			COMMUNITY	200.
READING LIONS CLUB			SOCIAL SERVICES	2500.
READING RECREATION DIVISION			YOUTH	250.
READING MEMORIAL HIGH SCHOOL			EDUCATION	900.
READING ROBOTICS CLUB			YOUTH	1000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
READING SCHOLARSHIP FOUNDATION			EDUCATION	2500.
READING YOUTH HOCKEY			YOUTH	516.
READING/NORTH READING CHAMBER OF COMMERCE			COMMUNITY	2000.
ROTARY CLUB OF READING			COMMUNITY	1000.
SANBORN PLACE - HOME CARE & DAY SERVICES			SOCIAL SERVICES	250.
SHIRLEY ZHONG			EDUCATION	1000.
SJM MEMORIAL GOLF TOURNAMENT			COMMUNITY	871.
STONEHAM THEATRE			ARTS	2700.
TASTE OF METRO NORTH			COMMUNITY	1000.
THE ANDONA SOCIETY			COMMUNITY	75.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
THOMAS MOYLAN			EDUCATION	500.
TOWN OF WILMINGTON			COMMUNITY	500.
TRIUMPH CENTER			COMMUNITY	1000.
UNDERSTANDING DISABILITIES			EDUCATION	235.
VNA			MEDICAL	5000.
WBA EXPO			COMMUNITY	750.
WILMINGTON 4TH OF JULY CELEBRATION			COMMUNITY	1461.
WILMINGTON CHAMBER OF COMMERCE			COMMUNITY	500.
WILMINGTON COMMUNITY FUND			COMMUNITY	200.
WILMINGTON EDUCATION FOUNDATION			EDUCATION	100.
Total from continuation sheets				

3 Grants and Contributions Paid During the Year (Continuation)

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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
INTEREST FROM BANK	4.	4.	4.
TOTAL TO PART I, LINE 3	4.	4.	4.

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
DIVIDENDS FROM SECURITIES	51230.	29165.	22065.	22065.	22065.
TO PART I, LINE 4	51230.	29165.	22065.	22065.	22065.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP INCOME	748.	748.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	748.	748.	0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	523.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	523.	0.	0.	0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FILING FEES	54.	0.	0.	0.	
ADMINISTRATION FEES	13325.	0.	0.	0.	
FOREIGN TAXES	41.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	13420.	0.	0.	0.	

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
DESCRIPTION		AMOUNT	
ADD TO RESTRICTION		12800.	
FAIR MARKET VALUE ADJUSTMENT OF SECURITIES		25516.	
TOTAL TO FORM 990-PF, PART III, LINE 5		38316.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
STOCKS	139321.	139321.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	139321.	139321.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTAL FUNDS	FMV	755406.	755406.
ETFS & CEFS	FMV	732.	732.
TOTAL TO FORM 990-PF, PART II, LINE 13		756138.	756138.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DONALD G. HICKS 180 HAVEN STREET READING, MA 01867	DIRECTOR 1.00	0.	0.	0.
SUSAN H. MUSE 180 HAVEN STREET READING, MA 01867	DIRECTOR 1.00	0.	0.	0.
JULIEANN M. THURLOW 180 HAVEN STREET READING, MA 01867	PRESIDENT 1.00	0.	0.	0.
RICHARD N. FINLAYSON 180 HAVEN STREET READING, MA 01867	DIRECTOR 1.00	0.	0.	0.
TERRANCE J. BANE 180 HAVEN STREET READING, MA 01867	DIRECTOR 1.00	0.	0.	0.
NANCY L. PARSONS 180 HAVEN STREET READING, MA 01867	DIRECTOR 1.00	0.	0.	0.
ANTHONY J. PATTI 180 HAVEN STREET READING, MA 01867	TREASURER 1.00	0.	0.	0.
KEVIN F. SMITH 180 HAVEN STREET READING, MA 01867	DIRECTOR 1.00	0.	0.	0.
JAMES J. O'LEARY 180 HAVEN STREET READING, MA 01867	DIRECTOR 1.00	0.	0.	0.
JAMES M. LISTON 180 HAVEN STREET READING, MA 01867	DIRECTOR 1.00	0.	0.	0.
SALLY BOEMER MASON 180 HAVEN STREET READING, MA 01867	DIRECTOR 1.00	0.	0.	0.

RCB CHARITABLE FOUNDATION, INC.

04-3466878

MICHAEL J. LINNANE
180 HAVEN STREET
READING, MA 01867

DIRECTOR
1.00

0. 0. 0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

0. 0. 0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 10

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ANTHONY J. PATTI
180 HAVEN STREET
READING, MA 01867

TELEPHONE NUMBER

781-942-5006

FORM AND CONTENT OF APPLICATIONS

FORMAL 2 PAGE APPLICATION MUST BE COMPLETED. THE APPLICATION ASKS DETAILS ON THE ORGANIZATION, ITS CHARITABLE PURPOSE, AND HOW ITS PROGRAMS IMPACT THE COMMUNITIES IN THE GREATER AREA OF READING, MA. PROOF OF TAX EXEMPT STATUS IS ALSO REQUESTED.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE