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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 05-01-2014, and ending 04-30-2015

Name of foundation GARDINER HOWLAND SHAW FOUNDATION		A Employer identification number 04-6111826	
Number and street (or P O box number if mail is not delivered to street address) C/O WELCH FORBES LLC 45 SCHOOL ST		B Telephone number (see instructions) (617) 523-1635	
City or town, state or province, country, and ZIP or foreign postal code BOSTON, MA 02108		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
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) ▶ \$ 20,281,212		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	48,493	48,493		
	4 Dividends and interest from securities.	441,473	441,473		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	854,804			
	b Gross sales price for all assets on line 6a 2,660,991				
	7 Capital gain net income (from Part IV, line 2) . . .		854,804		
	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	1,344,770	1,344,770		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	164,773	0		164,773
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	40,763	0		40,763
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	11,619	11,619		0
	c Other professional fees (attach schedule)	103,728	103,728		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	3,789	3,726		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy	2,400	0		2,400
	21 Travel, conferences, and meetings	7,506	0		7,506
	22 Printing and publications	598	0		598
	23 Other expenses (attach schedule)	5,737	125		5,612
	24 Total operating and administrative expenses. Add lines 13 through 23	340,913	119,198		221,652
	25 Contributions, gifts, grants paid	754,595			754,595
	26 Total expenses and disbursements. Add lines 24 and 25	1,095,508	119,198		976,247
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	249,262			
	b Net investment income (if negative, enter -0-)		1,225,572		
	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	13,006	23,161	23,161
	2	Savings and temporary cash investments	169,654	328,972	328,972
	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)	199,900 <input type="checkbox"/>	0	0
	b	Investments—corporate stock (attach schedule)	7,390,126 <input type="checkbox"/>	7,303,995	15,550,393
	c	Investments—corporate bonds (attach schedule).	1,612,594 <input type="checkbox"/>	2,012,834	2,036,698
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	2,229,676 <input type="checkbox"/>	2,195,256	2,341,988
	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)	11,614,956	11,864,218	20,281,212	
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 <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	11,614,956	11,864,218	
	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)	11,614,956	11,864,218		
31	Total liabilities and net assets/fund balances (see instructions) . .	11,614,956	11,864,218		

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)	11,614,956
2	Enter amount from Part I, line 27a	249,262
3	Other increases not included in line 2 (itemize) ▶ _____	0
4	Add lines 1, 2, and 3	11,864,218
5	Decreases not included in line 2 (itemize) ▶ _____	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	11,864,218

Part IV

Capital Gains and Losses for Tax on Investment Income

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

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

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a	See Additional Data Table		
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	854,804
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	953,050	18,705,539	0 050950
2012	851,025	17,302,600	0 049185
2011	833,458	17,010,354	0 048997
2010	795,369	16,597,484	0 047921
2009	773,402	15,566,882	0 049683

2	Total of line 1, column (d).	2	0 246736
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 049347
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	19,676,750
5	Multiply line 4 by line 3.	5	970,989
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	12,256
7	Add lines 5 and 6.	7	983,245
8	Enter qualifying distributions from Part XII, line 4.	8	976,247

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 <input type="checkbox"/> and enter "N/A" on line 1			
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	24,511
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	24,511
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	24,511
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014	6a	12,016	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	19,500	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments. Add lines 6a through 6d.		7	31,516
8		Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	7,005
11		Enter the amount of line 10 to be Credited to 2015 estimated tax <input type="checkbox"/> 7,005 Refunded <input type="checkbox"/>		11	0

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)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b		No
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 <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? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes.</i>	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? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
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? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
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? <i>If "No," attach explanation.</i>	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)? <i>If "Yes," complete Part XIV.</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	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 ▶WWW SHAWFOUNDATION ORG				
14	The books are in care of ▶WELCH FORBES LLC Telephone no ▶(617) 523-1635 Located at ▶45 SCHOOL STREET BOSTON MA ZIP +4 ▶02108			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> 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? <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 checked="" type="checkbox"/> Yes <input 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)? <input type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		No
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?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 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?. <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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.</i>).	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
THOMAS E COURY	EXECUTIVE	164,773	30,357	0
59 GILBERT ROAD NEEDHAM,MA 02192	DIRECTOR 40 00			
BENJAMIN J WILLIAMS JR	TRUSTEE	0	0	0
45 SCHOOL STREET BOSTON,MA 02108	1 00			
THEODORE E OBER	TRUSTEE	0	0	0
45 SCHOOL STREET BOSTON,MA 02108	0 50			
PETER P BROWN	TRUSTEE	0	0	0
45 SCHOOL STREET BOSTON,MA 02108	0 50			

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
WELCH & FORBES LLC	INVESTMENT MANAGEMENT	103,728
45 SCHOOL STREET		
BOSTON,MA 02108		
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 TECHNICAL ASSISTANCE TO GRANTEES 24 ORGANIZATIONS ASSISTED TOTAL HOURS = 149	17,911
2 TECHNICAL ASSISTANCE TO OTHER ORGANIZATIONS 17 ORGANIZATIONS ASSISTED TOTAL HOURS = 91	10,939
3 PRESENTATIONS, PUBLICATIONS AND RESEARCH CONFRENCE AND FORUM PREP TOTAL HOURS = 29FY 2015 OFFENDERS RESOURCE GUIDE EDIT & REVIEW TOTAL HOURS = 17OTHER EDITING OF REPORTS TOTAL HOURS = 12	6,972
4 VOLUNTEER WORK FY 2015 MOTHER'S DAY ANTI-VIOLENCE MARCH TOTAL HOURS = 9PGLA EVENT TOTAL HOURS = 7OTHER TOTAL HOURS = 6	2,645

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	19,958,736
b	Average of monthly cash balances.	1b	17,660
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	19,976,396
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	19,976,396
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	299,646
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	19,676,750
6	Minimum investment return. Enter 5% of line 5.	6	983,838

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	983,838
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	24,511
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	24,511
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	959,327
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	959,327
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	959,327

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	976,247
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	976,247
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	976,247

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				959,327
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.				7,577
f Total of lines 3a through e.	7,577			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 976,247				
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.				959,327
e Remaining amount distributed out of corpus	16,920			
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	24,497			
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	24,497			
10 Analysis of line 9				
a Excess from 2010. . . .				
b Excess from 2011. . . .				
c Excess from 2012. . . .				
d Excess from 2013. . . .				7,577
e Excess from 2014. . . .				16,920

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)

☐ 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))

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 e-mail address of the person to whom applications should be addressed

THOMAS E COURY GARDINER HOWLAND SHA
355 BOYLSTON STREET
BOSTON,MA 02116
(617) 247-3500

b

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

WRITTEN PROPOSAL

c

Any submission deadlines

NONE

d

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

ORGANIZATIONS MUST DEAL WITH THE PREVENTION OF CRIME AND THE REHABILITATION OF CRIMINALS

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	754,595
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	*****	2015-11-06	*****	<div style="border: 1px solid black; padding: 5px;"> May the IRS discuss this return with the preparer shown below (see instr)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No </div>
	Signature of officer or trustee	Date	Title	

Paid Preparer Use Only	Print/Type preparer's name WAYNE KURPIEL	Preparer's Signature	Date	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00107798
	Firm's name <input checked="" type="checkbox"/> WELCH & FORBES LLC			Firm's EIN <input checked="" type="checkbox"/> 04-3573806	
	Firm's address <input checked="" type="checkbox"/> 45 SCHOOL STREET BOSTON, MA 021083204			Phone no (617) 523-1635	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
500 SHS AFLAC INC	P	2003-01-31	2014-05-15
8000 SHS BARRICK GOLD CORP	P	2003-01-31	2014-05-15
1000 SHS DANAHER CORP	P	2007-05-21	2014-05-15
1000 SHS PRAXAIR INC	P	2008-11-14	2014-05-15
1000 SHS QUALCOMM INC	P	2008-04-22	2014-05-15
1000 SHS SCHLUMBERGER LTD	P	2004-04-13	2014-05-15
1000 SHS UNITED TECHNOLOGIES CORP	P	1997-06-06	2014-05-15
3600 SHS LANCASTER COLONY CORP	P	2010-06-14	2014-05-15
4000 SHS JOHNSON CONTROLS INC	P	2002-12-23	2014-05-15
200000 UNITS FEDERAL FARM CREDIT BANK BOND	P	2009-08-24	2014-09-22

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
307,443		162,450	144,993
133,723		131,998	1,725
74,561		35,680	38,881
130,258		62,712	67,546
79,297		41,758	37,539
99,139		31,104	68,035
115,532		20,484	95,048
313,480		198,948	114,532
178,651		53,933	124,718
200,000		199,900	100

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			144,993
			1,725
			38,881
			67,546
			37,539
			68,035
			95,048
			114,532
			124,718
			100

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
4000 SHS VANGUARD EMERGING MARKETS STOCK	P	2011-04-26	2014-09-17
5000 SHS EXPEDITORS INTERNATIONAL WASHINGTON INC	P	2013-01-15	2014-09-17
71728 SHS IRON MOUNTAIN INC PA REIT	P	2012-11-21	2014-11-10
1000 SHS CDK GLOBAL INC COM	P	2005-03-04	2014-12-02
1000 SHS CDK GLOBAL INC COM	P	2005-04-22	2014-12-02
2000 SHS WELLS FARGO & CO	P	2002-10-23	2015-02-20
600 SHS AUTOMATIC DATA PROCESSING INC	P	2005-04-22	2015-02-20
10000 SHS CENOVUS ENERGY INC	P	2010-03-17	2015-02-20
1000 SHS MICROSOFT CORP	P	2002-10-23	2015-02-20
800 SHS QUALCOMM INC	P	2008-04-22	2015-02-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
177,740		202,640	-24,900
210,913		214,101	-3,188
26		24	2
40,296		14,393	25,903
40,296		15,042	25,254
109,548		50,239	59,309
53,075		21,178	31,897
175,897		260,084	-84,187
43,755		26,085	17,670
57,247		33,407	23,840

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			-24,900
			-3,188
			2
			25,903
			25,254
			59,309
			31,897
			-84,187
			17,670
			23,840

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
400 SHS VISA INC CLASS A	P	2010-06-14	2015-02-20
CAPITAL GAINS DIVIDENDS	P		


Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
108,702		30,027	78,675
11,412			11,412


Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			78,675
			11,412


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				
ADOLESCENT CONSULTATION SERVICES 189 CAMBRIDGE STREET CAMBRIDGE,MA 02141	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE JUVENILE COURT CLINIC ADVOCACY PROJECT	7,000
ASSOCIATED GRANTMAKERS 133 FEDERAL STREET BOSTON,MA 02110	N/A	OTHER PUBLIC CHARITY	FY 2015 SUPPORT	4,300
BETHANY HOUSE MINISTRIES 1134 MAIN STREET MILLIS,MA 02054	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE ORGANIZATION'S EX-OFFENDER SERVICE PROJECT	5,000
BETHEL INSTITUTE FOR SOCIAL JUSTICE 40 WALK HILL STREET JAMAICA PLAIN,MA 02130	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S OFFENDER COUNSELING PROGRAM	10,000
BOSTON EMPLOYMENT SERVICESTRIVE 651 WASHINGTON STREET DORCHESTER,MA 02124	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S EMPLOYMENT ASSISTANCE PROGRAM FOR EX-OFFENDERS	5,000
CAREER COLLABORATIVE 77 SUMMER STREET BOSTON,MA 02111	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S EMPLOYMENT ASSISTANCE PROGRAM FOR EX-OFFENDERS	5,000
CHILDREN'S ADVOCACY CENTER 989 COMMONWEALTH AVENUE BOSTON,MA 02214	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR SERVICES TARGETING EXPLOITED CHILDREN	10,000
CHILDREN'S LAW CENTER OF MA 298 UNION STREET 2 LYNN,MA 01901	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S LEGAL ADVOCACY PROJECT ASSISTING IMMIGRANT JUVENILES	10,000
CHILDREN'S SERVICES OF ROXBURY 520 DUDLEY STREET BOSTON,MA 02119	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S COMMUNITY SUPPORT PROGRAM	1,500
CITIZENS FOR JUVENILE JUSTICE 44 SCHOOL STREET 400 BOSTON,MA 02108	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S STATEWIDE JUVENILE JUSTICE REFORM ACTIVITIES	30,500
CITIZENS FOR SAFETY 31 HEATH STREET SUITE 12 JAMAICA PLAIN,MA 02130	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S "LIPSTICK" GUN VIOLENCE PREVENTION PROJECT	20,000
CITY MISSION SOCIETY 14 BEACON STREET 203 BOSTON,MA 02108	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE "PUBLIC VOICES" PUBLIC EDUCATION PROGRAM	5,000
COMMONWEALTH CORPORATION 2 OLIVER STREET BOSTON,MA 02110	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE STATEWIDE ARTS PROGRAM SERVING DYS FACILITIES	20,000
COMMUNITY DISPUTE SETTLEMENT CENTER 60 GORE STREET CAMBRIDGE,MA 02141	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S COURT MEDIATION SERVICES	2,500
COMMUNITY RESOURCES FOR JUSTICE 355 BOYLSTON STREET BOSTON,MA 02116	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE "COMING HOME RESOURCE DIRECTORY" AND CJ REFORM	77,720
Total  3a				754,595


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				
COMMUNITY SERVINGS INC 18 MARBURY TERRACE JAMAICA PLAIN,MA 02130	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE VOCATIONAL TRAINING PROGRAMS SERVING PAROLEES	15,000
COUNCIL ON FOUNDATIONS 2121 CRYSTAL DRIVE SUITE 700 ARLINGTON,VA 22202	N/A	OTHER PUBLIC CHARITY	FY 2015 SUPPORT	2,100
CRIMINAL JUSTICE POLICY COALITION 549 COLUMBUS AVENUE BOSTON,MA 02118	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S CRIMINAL JUSTICE REFORM ACTIVITIES	14,000
DISMAS HOUSE OF MA 30 RICHARDS STREET WORCESTER,MA 01603	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S COMMUNITY SUPPORT PROGRAMS FOR EX-OFFENDERS	20,000
DOC WAYNE YOUTH SERVICE 418 COMMONWEALTH AVENUE BOSTON,MA 02215	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S SPORTS BASED CLINICAL PROGRAM SERVING DYS YOUTH	20,000
EPOCA INC 4 KING STREET WORCESTER,MA 01610	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S CRIMINAL JUSTICE REFORM ADVOCACY PROJECT	15,000
FREEDOM BEHIND BARS FOUNDATION 102 ESTABROOK ROAD CONCORD,MA 01742	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE NORTHERN LIGHTS FILM "BEYOND THE WALL"	20,000
FREEDOM MINISTRIES INC PO BOX 51521 BOSTON,MA 02205	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S PRISON VISITATION ASSISTANCE PROGRAM	5,000
FRIENDS OF BOSTON'S HOMELESS 12 WISE STREET BOSTON,MA 02130	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S EX-OFFENDER VOCATIONAL TRAINING PROGRAM	9,500
FRIENDS OF PRISONERS 84 BEARSES WAY HYANNIS,MA 02601	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR A RESIDENTIAL PROGRAM SERVING EX-OFFENDERS	8,000
GRANTMAKERS FOR CHILDREN YOUTH AND FAMILIES 12138 CENTRAL AVE SUITE 422 MITCHELVILLE,MD 20721	N/A	OTHER PUBLIC CHARITY	FY 2015 SUPPORT	1,000
HEALTH LAW ADVOCATES 1 FEDERAL STREET BOSTON,MA 02110	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR AGENCY'S JUVENILE COURT MENTAL HEALTH ADVOCACY PROJECT	15,000
INNERCITY WEIGHTLIFTING PO BOX 171313 BOSTON,MA 02117	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S GANG INTERVENTION PROGRAM	20,000
JUVENILE LAW CENTER 1315 WALNUT STREET PHILADELPHIA,PA 19107	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S LEGAL ADVOCACY PROJECT	7,500
LOUIS D BROWN PEACE INSTITUTE 15 CHRISTOPHER STREET DORCHESTER,MA 02122	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S COMMUNITY ANTI-VIOLENCE PROGRAMS	45,000
Total  3a				754,595


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				
MA ADVOCATES FOR CHILDREN 25 KINGSTON STREET 2F BOSTON,MA 02111	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S TRAUMA AND LEARNING PROJECT	11,000
MA CITIZENS FOR CHILDREN 14 BEACON STREET 706 BOSTON,MA 02108	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S CHILD SEXUAL ABUSE PREVENTION SERVICES	7,500
MA COUNCIL HUMAN SERVICE PROVIDERS 88 BROAD STREET BOSTON,MA 02110	N/A	OTHER PUBLIC CHARITY	FY 2015 SUPPORT	2,000
MASSINC 11 BEACON STREET SUITE 500 BOSTON,MA 02108	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE CRIMINAL JUSTICE REFORM CAMPAIGN	25,000
MOTHERS FOR JUSTICE AND EQUALITY 184 DUDLEY STREET SUITE LL 109 ROXBURY,MA 02119	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S COMMUNITY ANTI-VIOLENCE PROJECT	10,000
NATIONAL MENTORING PARTNERSHIP 201 SOUTH STREET SIXTH FLOOR BOSTON,MA 02111	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE NATIONAL MENTORING PARTNERSHIP CONFERENCE	7,500
NEO PHILANTHROPY 45 WEST 36TH STREET NEWYORK,NY 10018	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR LOCAL MATCH PROMOTING JUVENILE JUSTICE REFORM	20,000
NEW ENGLAND ASSOC OF DRUG COURT PROFESSIONALS 465 CONGRESS STREET PORTLAND,ME 04101	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE ANNUAL NEW ENGLAND DRUG COURT PROFESSIONAL CONFERENCE	2,500
OLD COLONY YMCA 320 MAIN STREET BROCKTON,MA 02301	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S EX-OFFENDER COMMUNITY SUPPORT PROGRAM	10,000
ON THE RISE INC 341 BROADWAY CAMBRIDGE,MA 02139	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S LEGAL SERVICES PROJECT SERVING HOMELESS FEMALES	1,500
PAIR PROJECT INC 98 N WASHINGTON ST 106 BOSTON,MA 02114	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S LEGAL ADVOCACY SERVICES ASSISTING DETAINED OFFENDERS	5,000
PERFORMANCE PROJECT FIRST GENERATION PO BOX 5195 SPRINGFIELD,MA 01101	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR A CREATIVE ARTS PROGRAM SERVING DYS YOUTH	7,500
PHOENIX MULTISPORT 2239 CHAMPA STREET DENVER,CO 80205	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S BOSTON CHAPTER DEVELOPMENT	25,000
PRISON BOOK PROGRAM 1306 HANCOCK STREET SUITE 100 QUINCY,MA 02169	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S BOOK DISTRIBUTION PROGRAM	5,000
PRISON POLICY INITIATIVE PO BOX 127 NORTHAMPTON,MA 01061	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S CRIMINAL JUSTICE RESEARCH PROJECTS	5,000
Total  3a				754,595

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				
PRISONERS LEGAL SERVICES 10 WINTHROP SQUARE BOSTON,MA 02110	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S LEGAL ADVOCACY SERVICES FOR INCARCERATED OFFENDERS	22,500
RFK CHILDRENS ACTION CORPS 11 BEACON STREET SUITE 820 BOSTON,MA 02108	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S ALTERNATIVES TO DETENTION PROJECT	18,000
ROCA INC 101 PARK STREET CHELSEA,MA 02150	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S EX-OFFENDER SERVICES PROGRAM	5,000
RODMAN RIDE FOR KIDS 10 LINCOLN ROAD 208 FOXBORO,MA 02035	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE CELEBRATION FOR KIDS FUNDRAISING EVENT	3,250
ROOM TO GROW 142 BERKELEY STREET 22 BOSTON,MA 02116	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S PARENTAL ASSISTANCE PROGRAM FOR COURT INVOLVED WOMEN	10,500
SCHOOL AND MAIN INSTITUTE 225 FRIEND STREET 701 BOSTON,MA 02114	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE JUVENILE JUSTICE STAFF DEVELOPMENT PROJECT	15,000
SELF ESTEEM BOSTON PO BOX 301155 JAMAICA PLAIN,MA 02130	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S COUNSELING PROGRAM FOR FEMALE OFFENDERS	9,000
SISTERS OF ST JOSEPH PRISON MINISTRIES 149 PLEASANT STREET WATERTOWN,MA 02472	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S FEMALE OFFENDER SUPPORT PROGRAM	10,000
SPAN INC 105 CHAUNCY STREET 6TH FLOOR BOSTON,MA 02111	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S COMMUNITY ASSISTANCE PROGRAM FOR EX-OFFENDERS	10,000
STRAIGHT AHEAD MINISTRIES INC 791 MAIN STREET WORCESTER,MA 01610	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S COMMUNITY AFTERCARE PROGRAM FOR DYS YOUTH	15,000
THE KEY PROGRAM 670 OLD CONNECTICUT PATH FRAMINGHAM,MA 01701	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S RESIDENTIAL PROGRAMS FOR DYS YOUTH	5,525
TRINITY BOSTON FOUNDATION 206 CLARENDON STREET BOSTON,MA 02116	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S BOSTONIANS FOR YOUTH PROGRAM	3,000
UNITED TEEN EQUALITY CENTER 35 WARREN STREET LOWELL,MA 01852	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S STREET WORKER GANG INTERVENTION PROJECT	15,000
WAYSIDE YOUTH AND FAMILY SUPPORT NETWORK 1 FREDERICK ABBOTT WAY FRAMINGHAM,MA 01701	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S FAMILY SUPPORT SERVICES	2,700
WELLESLEY CENTERS FOR WOMEN 106 CENTRAL STREET WELLESLEY,MA 02481	N/A	PRIVATE EDUCATIONAL	SUPPORT FOR THE WOMEN'S JUSTICE NETWORK PROJECT	18,000
Total  3a				754,595

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>				
YOUTH ADVOCACY FOUNDATION 10 MALCOLM X BLVD ROXBURY, MA 02119	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S LEGAL ADVOCACY SERVICES FOR YOUTHFUL OFFENDERS	5,000
YWCA OF GREATER BOSTON 140 CLARENDON STREET BOSTON, MA 02116	N/A	OTHER PUBLIC CHARITY	SUPPORT FOR THE AGENCY'S YOUTH/POLICE DIALOGUES PROJECT	12,000
Total  3a				754,595

TY 2014 Accounting Fees Schedule

Name: GARDINER HOWLAND SHAW FOUNDATION

EIN: 04-6111826

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
RUSSELL BRIER & CO , LLP	9,119	9,119		0
WELCH & FORBES TAX PREP FEE	2,500	2,500		0

**TY 2014 Investments Corporate
Bonds Schedule****Name:** GARDINER HOWLAND SHAW FOUNDATION**EIN:** 04-6111826

Name of Bond	End of Year Book Value	End of Year Fair Market Value
200,000 AFLAC INC SENIOR NOTE DTD 02/10/12, 2.65%	201,970	205,574
200,000 CINTAS CORP TERM NOTE DTD 05/23/11, 2.85%	201,158	203,982
200,000 GOLDMAN SACHS GROUP INC NOTE DTD 02/07/11, 3.625%	198,874	204,084
200,000 JPMORGAN CHASE TERM NOTE DTD 06/24/10, 3.4%	202,532	200,858
200,000 MEDCO HEALTH SOLUTIONS INC NOTE DTD 09/10/10, 4.125%	203,676	215,658
200,000 MURPHY OIL CORP SR NOTE DTD 11/30/12, 2.5%	201,532	200,256
200,000 CVS CAREMARK CORP NOTE DTD 12/05/2013 2.25%	201,060	204,658
200,000 KENNAMETAL INC SR NT DTD 11/07/2012 2.65%	201,016	201,306
200,000 EBAY INC SR GLBL NT DTD 07/28/14, 2.875%	198,088	200,468
200,000 WALGREEN CO SR NT DTD 09/13/12, 3.1%	202,928	199,854

**TY 2014 Investments Corporate
Stock Schedule**

Name: GARDINER HOWLAND SHAW FOUNDATION
EIN: 04-6111826

Name of Stock	End of Year Book Value	End of Year Fair Market Value
5,000 AFLAC INC	162,450	315,200
2,500 APACHE CORP	139,123	171,000
5,400 AUTOMATIC DATA PROCESSING INC	186,030	456,516
8,000 BARRICK GOLD CORP	0	0
2,700 BECTON DICKINSON & CO	190,713	380,349
10,000 CARMAX INC	88,082	681,100
10,000 CENOVUS ENERGY INC	0	0
3,000 CHEVERON CORP	62,649	333,180
7,000 DANAHER CORP	249,760	573,160
5,000 EXPEDITORS INTERNATIONAL WASHINGTON INC	0	0
3,000 EXXON MOBILE CORP	5,441	262,110
7,000 HOME DEPOT INC	142,030	748,860
10,000 HOSPITALITY PROPERTIES TRUST	335,525	300,800
2,000 IBM CORP	257,008	342,580
8,578 IRON MOUNTAIN INC	196,704	295,855
6,000 JOHNSON & JOHNSON	324,360	595,200
4,000 JOHNSON CONTROLS INC	0	0
3,600 LANCASTER COLONY CORP	0	0
4,000 LIFE TIME FITNESS INC	205,584	286,000
3,800 MCDONALDS CORP	264,980	366,890
7,000 MERCK & CO INC	300,853	416,920
9,000 MICROSOFT CORP	234,765	437,760
7,000 PEPSICO INC	312,873	665,840
4,000 PRAXAIR INC	250,850	487,720
7,000 PROCTER & GAMBLE CO	11,884	556,570
7,200 QUALCOMM INC	268,765	489,600
5,000 SCHLUMBERGER LTD	155,521	473,050
4,000 STERICYCLE INC	94,547	533,720
5,000 STRYKER CORP	232,544	461,200
6,000 TERADATA CORP	199,328	263,940

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3,000 3M CO	19,959	469,170
5,000 UNITED TECHNOLOGIES CORP	102,419	568,750
10,000 VERIZON COMMUNICATIONS INC	263,409	504,400
8,800 VISA INC CLASS A SHARES	165,148	581,240
12,000 WELLS FARGO & CO	301,432	661,200
5,400 CHECK POINT SOFTWARE TECHNOLOGIES LTD	274,474	450,792
2,000 CVS HEALTH CORP	164,480	198,580
3,600 CHURCH & DWIGHT CO	243,136	292,212
465 GOOGLE INC	251,293	249,863
600 METTLER TOLEDO INTERNATIONAL INC	160,367	190,206
6,500 SUNCOR ENERGY INC	199,550	211,900
6,000 TORONTO DOMINION BANK	285,959	276,960

TY 2014 Investments Government Obligations Schedule

Name: GARDINER HOWLAND SHAW FOUNDATION

EIN: 04-6111826

**US Government Securities - End of
Year Book Value:**

0

**US Government Securities - End of
Year Fair Market Value:**

0

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2014 Investments - Other Schedule**Name:** GARDINER HOWLAND SHAW FOUNDATION**EIN:** 04-6111826

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
15,000 FIRST TRUST NORTH AMERN ENERGY INFRAS FD ETF	AT COST	325,650	413,550
2,500 ISHARES IBOXX INVESTMENT GRADE CORPORATE BOND ETF	AT COST	258,042	299,850
3,000 ISHARES 1-3 YEAR CREDIT BOND ETF	AT COST	312,815	316,620
9,500 KAYNE ANDERSON MLP INVESTMENT CO	AT COST	301,807	338,010
12,000 MORGAN STANLEY CAPITAL TRUST III CAPITAL SECURITIES 6.25%	AT COST	300,583	306,797
3,400 VANGUARD INTERMEDIATE TERM BOND ETF	AT COST	267,385	291,618
5,000 VANGUARD EMERGING MARKETS STOCK	AT COST	253,300	219,500
6,700 MANNING & NAPIER	AT COST	175,674	156,043

TY 2014 Other Expenses Schedule**Name:** GARDINER HOWLAND SHAW FOUNDATION**EIN:** 04-6111826

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
IT COSTS	420	0		420
EQUIPMENT LEASE AND REPAIR	1,000	0		1,000
POSTAGE	251	0		251
SUPPLIES	487	0		487
TELEPHONE & TELECOMMUNICATIONS	3,454	0		3,454
MA FILING FEES	125	125		0

TY 2014 Other Professional Fees Schedule

Name: GARDINER HOWLAND SHAW FOUNDATION

EIN: 04-6111826

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	103,728	103,728		0

TY 2014 Taxes Schedule**Name:** GARDINER HOWLAND SHAW FOUNDATION**EIN:** 04-6111826

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD	3,726	3,726		0
FEDERAL INCOME TAX PY	63	0		0