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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

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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 12-01-2014 , and ending 11-30-2015

Name of foundation PKJOHNSTONE & HEKIMBALL FOUNDATION		A Employer identification number 05-6015723	
Number and street (or P O box number if mail is not delivered to street address) C/O ROPES GRAY 800 BOYLSTON ST		B Telephone number (see instructions) (401) 274-4376	
City or town, state or province, country, and ZIP or foreign postal code BOSTON, MA 021993600		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) \$ 1,699,340		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 <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(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	3	3		
	4 Dividends and interest from securities.	46,842	46,842		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	84,421			
	b Gross sales price for all assets on line 6a 529,012				
	7 Capital gain net income (from Part IV, line 2) . . .		84,659		
	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	131,266	131,504		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	18,168	7,266		10,902
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	8,006	4,003		4,003
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	3,522	0		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	17,442	10,465		6,977
	24 Total operating and administrative expenses. Add lines 13 through 23	47,138	21,734		21,882
	25 Contributions, gifts, grants paid	67,511			67,511
	26 Total expenses and disbursements. Add lines 24 and 25	114,649	21,734		89,393
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	16,617			
	b Net investment income (if negative, enter -0-)		109,770		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	28,930	-8,020	-8,020
	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)	278,510	 274,591	277,395
	b	Investments—corporate stock (attach schedule)	388,613	 490,465	575,559
	c	Investments—corporate bonds (attach schedule).	253,752	 202,579	191,825
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	590,315	 591,104	662,581
	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)	1,540,120	1,550,719	1,699,340	
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	1,540,120	1,550,719	
	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)	1,540,120	1,550,719	
31	Total liabilities and net assets/fund balances (see instructions)	1,540,120	1,550,719		

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)	11,540,120
2	Enter amount from Part I, line 27a	216,617
3	Other increases not included in line 2 (itemize) ▶ 	31,514
4	Add lines 1, 2, and 3	41,558,251
5	Decreases not included in line 2 (itemize) ▶ 	57,532
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	61,550,719

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) 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	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	84,659
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	77,894	1,797,052	0 043345
2012	81,168	1,722,109	0 047133
2011	83,537	1,658,499	0 050369
2010	65,063	1,663,164	0 039120
2009	79,474	1,576,108	0 050424

2	Total of line 1, column (d).	2	0 230391
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 046078
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	1,754,243
5	Multiply line 4 by line 3.	5	80,832
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,098
7	Add lines 5 and 6.	7	81,930
8	Enter qualifying distributions from Part XII, line 4.	8	89,393

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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,098
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	1,098
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	1,098
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014	6a	2,867	
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	2,867
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	1,769
11		Enter the amount of line 10 to be Credited to 2015 estimated tax <input checked="" type="checkbox"/> 1,769 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 checked="" type="checkbox"/> \$ 0 (2) On foundation managers <input checked="" 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 checked="" 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 checked="" type="checkbox"/> DE			
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 N/A				
14	The books are in care of AVERY SEAMAN JR CO CORP BROTHER Telephone no (401) 331-8020 Located at 88 NIANTIC AVENUE PROVIDENCE RI ZIP +4 029073116			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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)? Organizations relying on a current notice regarding disaster assistance check here.	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?. If "Yes," list the years 20 , 20 , 20 , 20 <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).	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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

Part VII-B

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.	<input checked="" type="checkbox"/>		
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
LYNN FEINER	TRUSTEE	6,056	0	0
71 PARK VIEW AVENUE WARWICK, RI 02888	2 00			
AVERY SEAMAN JR	TRUSTEE	6,056	0	0
C/O CORP BROTHERS INC 88 NIANTIC AVE PROVIDENCE, RI 02903	2 00			
JOHN G O'NEILL	TRUSTEE	6,056	0	0
126 OUR WAY LOOP CROSSVILLE, TN 38555	2 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
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 THE P K JOHNSTONE & H E KIMBALL FOUNDATION MAKES GRANTS AND CHARITABLE CONTRIBUTIONS TO VARIOUS CHARITABLE ORGANIZATIONS THAT HAVE BEEN PRESELECTED BY THE TRUSTEES	0
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	1,756,132
b	Average of monthly cash balances.	1b	24,825
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,780,957
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	1,780,957
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	26,714
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,754,243
6	Minimum investment return. Enter 5% of line 5.	6	87,712

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	87,712
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	1,098
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,098
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	86,614
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	86,614
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	86,614

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	89,393
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	89,393
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	1,098
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	88,295
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				86,614
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			86,945	
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.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 89,393				
a Applied to 2013, but not more than line 2a			86,945	
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.				2,448
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
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				84,166
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	0			
10 Analysis of line 9				
a Excess from 2010. . . .				
b Excess from 2011. . . .				
c Excess from 2012. . . .				
d Excess from 2013. . . .				
e Excess from 2014. . . .				

Part XIV

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. . . .

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

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

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

1 Information Regarding Foundation Managers:

■ 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))

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

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

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

a The name, address, and telephone number or email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	67,511
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	*****	2016-10-03	*****	<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 PATRICIA L MICHAUD	Preparer's Signature	Date	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00540102
	Firm's name <input checked="" type="checkbox"/> ROPES & GRAY LLP			Firm's EIN <input checked="" type="checkbox"/> 04-2233412	
	Firm's address <input checked="" type="checkbox"/> 800 BOYLSTON ST 26TH FL BOSTON, MA 021993600			Phone no (617) 951-7000	

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)
20 SHS STARBUCKS CORP		2010-01-05	2014-12-10
40 SHS CALIFORNIA RESOURCES CORP		2012-11-15	2014-12-10
2 SHS CALIFORNIA RESOURCES CORP		2014-01-24	2014-12-15
10 SHS FRANKLIN RESOURCES INC		2013-02-22	2014-12-10
10 SHS T ROWE PRICE GROUP INC		2013-02-22	2014-12-10
10 SHS WELLS FARGO & CO		2009-12-30	2014-12-10
5 SHS GILEAD SCIENCES INC		2013-08-13	2014-12-10
5 SHS MCKESSON CORP		2014-08-28	2014-12-10
10 SHS UNITED TECHNOLOGIES CORP		2012-08-03	2014-12-10
15 SHS AQUA AMERICA INC		2009-12-28	2014-12-10

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)
1,673		468	1,205
218		259	-41
11		15	-4
571		486	85
845		737	108
548		270	278
529		300	229
1,047		971	76
1,147		763	384
395		212	183

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	
			1,205
			-41
			-4
			85
			108
			278
			229
			76
			384
			183

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)
10 SHS WESTAR ENERGY INC		2013-08-12	2014-12-10
35 SHS WISCONSIN ENERGY CORP		2010-01-05	2014-12-10
5 SHS HOME DEPOT INC		2014-03-11	2014-12-10
25 SHS SOUTHERN COMPANY		2008-02-14	2014-12-10
410 SHS ASG MANAGED FUTURES STRA-Y		2014-08-28	2015-01-06
240 SHS BRIGHT ROCK MID CAP GROWTH FD		2010-05-28	2015-01-05
15 SHS CENTURY SMALL CAP SELECT FD		2008-08-28	2015-01-06
328 257 SHS COLUMBIA REAL ESTATE EQUITY Z		2008-08-27	2015-01-06
111 743 SHS COLUMBIA REAL ESTATE EQUITY Z		2008-12-29	2015-01-06
50 SHS GOLDMAN SACHS M/C VALUE INST		2009-03-03	2015-01-06

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)
396		334	62
1,793		884	909
498		413	85
1,199		899	300
4,563		4,621	-58
3,070		2,400	670
423		313	110
5,387		4,437	950
1,834		844	990
2,019		893	1,126

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	
			62
			909
			85
			300
			-58
			670
			110
			950
			990
			1,126

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)
5 SHS HOME DEPOT INC		2014-03-11	2015-01-06
15 SHS TARGET CORP		2009-01-02	2015-01-06
10 SHS CVS HEALTH CORP		2010-08-05	2015-01-06
5 SHS GENERAL MLS INC		2012-08-27	2015-01-06
10 SHS WAL MART STORES INC		2009-02-04	2015-01-06
5 SHS EXXON MOBIL CORPORATION		2013-11-13	2015-01-06
S SHS OCCIDENTAL PETE CORP		2012-11-20	2015-01-06
10 SHS HEALTH CARE SELECT SECTOR SPDR		2014-07-22	2015-01-06
10 SHS VANGUARD INFO TECH ETF		2014-11-13	2015-01-06
5 SHS MONSANTO CO NEW		2013-08-13	2015-01-06

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)
509		413	96
1,116		485	631
949		303	646
262		193	69
865		475	390
453		463	-10
386		359	27
688		609	79
1,024		1,027	-3
586		487	99

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	
			96
			631
			646
			69
			390
			-10
			27
			79
			-3
			99

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)
20 SHS AT&T INC		2009-09-09	2015-01-06
150 SHS AT&T INC		2010-06-17	2015-01-06
5 SHS AQUA AMERICA INC		2009-12-28	2015-01-06
5 SHS SOUTHERN COMPANY		2008-02-14	2015-01-06
10 SHS WISCONSIN ENERGY CORP		2010-04-05	2015-01-06
20 SHS WESTAR ENERGY INC		2013-08-12	2015-01-06
150 SHS ALBEMARLE CORP		2012-01-23	2015-01-23
5 SHS ALBEMARLE CORP		2014-01-29	2015-01-23
25 SHS ALBEMARLE CORP		2014-08-25	2015-01-23
5 SHS ALBEMARLE CORP		2015-01-09	2015-01-23

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)
673		502	171
5,049		3,831	1,218
133		71	62
249		180	69
533		253	280
823		668	155
8,538		8,727	-189
285		318	-33
1,423		1,546	-123
285		292	-7

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	
			171
			1,218
			62
			69
			280
			155
			-189
			-33
			-123
			-7

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)
160 SHS GENERAL ELECTRIC CORP		2008-09-02	2015-02-05
190 SHS GENERAL ELECTRIC CORP		2009-01-02	2015-02-05
\$50,000 FHLB 5% DUE 11/17/17		2010-12-28	2015-02-10
\$50,000 BOEING CO3 5% DUE 2/15/15		2010-03-26	2015-02-15
\$50,000 FHLMC MTN 2 375% DUE 1/13/22		2014-09-11	2015-03-23
\$50,000 COCA-COLA CO 4 875% DUE 3/15/19 FULL CALL		2015-02-19	2015-03-30
117 SHS VANGUARD INFO TECH ETF		2014-11-13	2015-04-02
63 SHS VANGUARD INFO TECH ETF		2014-11-13	2015-04-06
60 SHS HEALTH CARE SELECT SECTOR SPDR		2014-07-22	2015-05-07
15 SHS HOME DEPOT INC		2014-03-11	2015-07-07

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)
3,906		4,521	-615
4,639		2,945	1,694
55,398		56,195	-797
50,000		51,173	-1,173
51,668		49,823	1,845
56,398		56,398	0
12,358		12,014	344
6,693		6,469	224
4,319		3,652	667
1,668		1,240	428

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	
			-615
			1,694
			-797
			-1,173
			1,845
			0
			344
			224
			667
			428

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)
10 SHS TARGET CORP		2011-01-28	2015-07-07
30 SHS GILEAD SCIENCES INC		2013-08-13	2015-07-07
35 SHS COGNIZANT TECHNOLOGY SOLUTIONS CORP		2014-09-10	2015-07-07
45 SHS LYONDELLBASELL INDUSTRIES NV		2013-08-01	2015-07-07
85 SHS STARBUCKS CORP		2010-01-05	2015-07-07
70 SHS LYONDELLBASELL INDUSTRIES NV		2013-08-01	2015-08-13
45 SHS LYONDELLBASELL INDUSTRIES NV		2015-01-09	2015-08-13
140 SHS FRANKLIN RESOURCES INC		2013-02-22	2015-08-25
10 SHS FRANKLIN RESOURCES INC		2015-01-09	2015-08-25
\$50,000 FHLMC MTN 1% DUE 3/8/17		2015-03-24	2015-09-02

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)
831		561	270
3,438		1,800	1,638
2,082		1,612	470
4,295		3,019	1,276
4,581		995	3,586
6,240		4,697	1,543
4,011		3,427	584
5,109		6,313	-1,204
393		534	-141
50,256		50,258	-2

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	
			270
			1,638
			470
			1,276
			3,586
			1,543
			584
			-1,204
			-141
			-2

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)
110 SHS WEC ENERGY GROUP INC		2009-12-30	2015-09-10
175 SHS WEC ENERGY GROUP INC		2011-03-30	2015-09-10
15 SHS WEC ENERGY GROUP INC		2013-11-08	2015-09-10
40 SHS TARGET CORP		2011-01-28	2015-09-18
25 SHS TARGET CORP		2011-08-05	2015-09-18
5 SHS TARGET CORP		2013-03-05	2015-09-18
20 SHS TARGET CORP		2014-01-29	2015-09-18
95 SHS AFLAC INC		2009-01-28	2015-09-22
95 SHS MILLER CONVERTIBLE BOND FUND -1		2014-08-28	2015-10-21
90 SHS RIDGEWORTH SEIX FLOATING-I		2008-12-30	2015-10-21

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)
5,207		2,777	2,430
8,284		5,369	2,915
710		624	86
3,095		2,242	853
1,934		1,251	683
387		315	72
1,547		1,171	376
5,391		2,375	3,016
1,152		1,243	-91
769		620	149

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	
			2,430
			2,915
			86
			853
			683
			72
			376
			3,016
			-91
			149

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)
105 SHS TIAA-CREF INST INFL BOND I		2009-04-13	2015-10-21
215 SHS FIDELITY DIVERSIFIED INTL FD #325		2008-08-28	2015-10-21
15 SHS ASG MANAGED FUTURES STRAT-Y		2014-08-28	2015-10-21
250 SHS BRIGHT ROCK MID CAP GROWTH FD		2010-05-28	2015-10-21
80 SHS CENTURY SMALL CAP SELECT FUND		2008-08-28	2015-10-21
110 SHS COLUMBIA REAL ESTATE EQUITY Z		2008-12-29	2015-10-21
35 SHS CH ROBINSON WORLDWIDE INC		2013-10-29	2015-10-21
20 SHS COGNIZANT TECHNOLOGY SOLUTIONS CORP		2014-09-10	2015-10-21
70 SHS CITRIX SYSTEMS INC		2014-05-20	2015-10-21
25 SHS CVS HEALTH CORP		2010-08-05	2015-10-21

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)
1,189		1,059	130
7,669		7,058	611
161		169	-8
3,332		2,500	832
2,361		1,669	692
1,740		831	909
2,535		2,146	389
1,308		921	387
5,179		4,196	983
2,594		757	1,837

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	
			130
			611
			-8
			832
			692
			909
			389
			387
			983
			1,837

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)
5 SHS GENERAL MLS INC		2012-08-27	2015-10-21
20 SHS HOME DEPOT INC		2014-03-11	2015-10-21
15 SHS PEPSICO INC		2008-02-20	2015-10-21
25 SHS STARBUCKS CORP		2010-01-05	2015-10-21
15 SHS AT&T INC		2010-06-17	2015-10-21
40 SHS AQUA AMERICA INC		2009-12-28	2015-10-21
5 SHS AFLAC INC		2009-03-20	2015-10-21
5 SHS ECOLAB INC		2015-01-28	2015-10-21
5 SHS ALPHABET INC CL A		2015-04-02	2015-10-21
5 SHS JOHNSON & JOHNSON		2013-01-15	2015-10-21

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)
284		193	91
2,463		1,653	810
1,506		1,074	432
1,513		293	1,220
506		383	123
1,134		566	568
307		75	232
592		534	58
3,404		2,710	694
486		361	125

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	
			91
			810
			432
			1,220
			123
			568
			232
			58
			694
			125

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)
20 SHS MCDONALDS CORP		2014-03-11	2015-10-21
110 SHS GENERAL ELECTRIC CORP		2009-01-02	2015-10-21
25 SHS COMCAST CORP-CL A		2011-06-27	2015-10-21
100 SHS COMCAST CORP-CL A		2011-09-28	2015-10-21
230 SHS MATERIALS SELECT SPDR FD		2015-08-18	2015-11-05
35 SHS MATERIALS SELECT SPDR FD		2015-10-26	2015-11-05
202 758 SHS MILLER CONVERTIBLE BOND FUND-1		2014-08-28	2015-11-12
117 647 SHS RIDGEWORTH SEIX FLOATING-I		2008-12-30	2015-11-12
134 409 SHS TIAA-CREF INST INFL BOND I		2009-04-13	2015-11-12
196 592 SHS TCW EMERG MKTS INCOME-I		2014-08-28	2015-11-12

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)
2,067		1,906	161
3,189		1,743	1,446
1,538		606	932
6,153		2,118	4,035
10,371		10,497	-126
1,578		1,530	48
2,482		2,652	-170
999		811	188
1,501		1,356	145
1,500		1,724	-224

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	
			161
			1,446
			932
			4,035
			-126
			48
			-170
			188
			145
			-224

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)
55 695 SHS FIDELITY DIVERSIFIED INTL FD #325		2008-08-28	2015-11-12
69 767 SHS ASG MANAGED FUTURES STRAT-Y		2014-08-19	2015-11-12
146 413 SHS BRIGHT ROCK MID CAP GROWTH FD		2010-05-28	2015-11-12
32 895 SHS CENTURY SMALL CAP SELECT FD		2008-08-28	2015-11-12
44 416 SHS GOLDMAN SACHS M/C VALUE INST		2009-03-03	2015-11-12
5 SHS HOME DEPOT INC		2014-03-11	2015-11-12
10 SHS MCDONALDS CORP		2014-03-11	2015-11-12
10 SHS STARBUCKS CORP		2010-01-05	2015-11-12
15 SHS AFLAC INC		2009-03-20	2015-11-12
10 SHS T ROWE PRICE GROUP INC		2013-02-25	2015-11-12

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)
1,977		1,828	149
746		776	-30
1,957		1,464	493
985		686	299
1,722		793	929
623		413	210
1,128		953	175
612		117	495
958		225	733
760		737	23

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	
			149
			-30
			493
			299
			929
			210
			175
			495
			733
			23

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)
40 SHS WELLS FARGO & CO		2009-12-30	2015-11-12
10 SHS GILEAD SCIENCES INC		2013-08-13	2015-11-12
5 SHS JOHNSON & JOHNSON		2013-01-15	2015-11-12
5 SHS UNITED TECHNOLOGIES CORP		2012-08-03	2015-11-12
15 SHS CITRIX SYSTEMS INC		2014-05-20	2015-11-12
5 SHS MONSANTO CO NEW		2013-08-13	2015-11-12
75 SHS SYNCHRONY FINANCIAL		2008-12-29	2015-11-30
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)
2,218		1,081	1,137
1,057		600	457
505		361	144
498		382	116
1,223		899	324
465		487	-22
2,365		1,106	1,259
27,818			27,818

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	
			1,137
			457
			144
			116
			324
			-22
			1,259
			27,818

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				
OLIVER HAZARD PERRY RHODE ISLAND 29 TOURO STREET NEWPORT,RI 02840	NONE	PUBLIC CHARITY	EDUCATION AT SEA	2,500
SEAMAN'S CHURCH INSTITUTE OF RHODE ISLAND 18 MARKET SQUARE NEWPORT,RI 02840	NONE	PUBLIC CHARITY	COMMUNITY PROGRAMS	2,500
BOY SCOUTS OF AMERICA (NARRAGANSETT COUNCIL) 10 RISHO AVENUE EAST PROVIDENCE,RI 029140777	NONE	PUBLIC CHARITY	GENERAL-SCOUT REACH	4,000
CAMP RUGGLES INC PO BOX 353 CHEPACHET,RI 02814	NONE	PUBLIC CHARITY	GENERAL-CAMPERSHIPS	4,000
CITY MEAL SITE INC 674 WESTMINSTER ST PROVIDENCE,RI 02903	NONE	PUBLIC CHARITY	GENERAL	1,000
CUMBERLAND COUNTY PLAYHOUSE INC 221 TENNESSEE AVENUE CROSSVILLE,TN 38555	NONE	PUBLIC CHARITY	EDUCATION	7,500
GOODWILL INDUSTRIES OF RI 100 HOUGHTON STREET PAWTUCKET,RI 02860	NONE	PUBLIC CHARITY	CLASSROOM-COMPUTER PROGRAM	9,000
READ TO SUCCEED INC 175 HILLSIDE ROAD CRANSTON,RI 02920	NONE	PUBLIC CHARITY	GENERAL	1,000
SAMARITANS OF RI PO BOX 9086 PROVIDENCE,RI 02940	NONE	PUBLIC CHARITY	TRAINING HOTLINE VOLUNTEERS	5,000
SCHOOL ONE 220 UNIVERSITY AVENUE PROVIDENCE,RI 02906	NONE	PUBLIC CHARITY	SCHOLARSHIP FUND	4,761
SLATER MILL 67 ROOSEVELT AVENUE PAWTUCKET,RI 02860	NONE	PUBLIC CHARITY	CAPITAL CAMPAIGN	5,000
THE AUTISM PROJECT INC 1516 ATWOOD AVENUE JOHNSTON,RI 20919	NONE	PUBLIC CHARITY	GENERAL-FAMILY DAY	5,000
TRINITY REPERTORY COMPANY 201 WASHINGTON ST PROVIDENCE,RI 02903	NONE	PUBLIC CHARITY	GENERAL	3,500
WOMEN & INFANTS - PROVIDENCE TI 101 DUDLEY ST PROVIDENCE,RI 02903	NONE	PUBLIC CHARITY	GENERAL	1,500
THE LAWRENCEVILLE SCHOOL 2500 MAIN ST LAWRENCEVILLE,NJ 08648	NONE	PUBLIC CHARITY	EDUCATION-LAWRENCEVILLE PROGRAMS	5,000
Total  3a				67,511

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>				
CAMP JORI 1065 WORDENS POND RD WAKEFIELD SOUTH KINGSTON,RI 02879	NONE	PUBLIC CHARITY	GENERAL-SCHOLARSHIP FUND	2,500
COMMUNITY BOATING CENTER 109 INDIA ST PROVIDENCE,RI 02903	NONE	PUBLIC CHARITY	GENERAL-COMMUNITY OUTREACH	3,750
Total ▶ 3a				67,511

TY 2014 Accounting Fees Schedule**Name:** PKJOHNSTONE & HEKIMBALL FOUNDATION**EIN:** 05-6015723

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL FEES - LEGAL & TAX	8,006	4,003		4,003

**TY 2014 Investments Corporate
Bonds Schedule****Name:** PKJOHNSTONE & HEKIMBALL FOUNDATION**EIN:** 05-6015723

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AT&T INC 2.95% DUE 5/15/16 BOND	53,494	50,471
BROADCOM CORP 2.7% DUE 11/1/2018	42,463	40,460
GENERAL ELEC CAP CORP 5.625% DUE 5/1/2018	59,493	54,715
JOHN DEERE CAPTIAL CORP MED TERM NOTE 2.8% DUE 9/18/2017	47,129	46,179

TY 2014 Investments Corporate
Stock Schedule

Name: PKJOHNSTONE & HEKIMBALL FOUNDATION
EIN: 05-6015723

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AFLAC INC	7,831	11,417
ALBEMARLE CORP	0	0
AQUA AMERICA INC	5,547	10,713
AT&T INC	15,172	15,657
CH ROBINSON WORLDWIDE INC	9,552	10,452
CITRIX SYS INC	12,334	15,334
COGNIZANT TECHNOLOGY SOLUTIONS CORP	8,384	11,302
COMCAST CORP CL A	7,502	14,606
CVS HEALTH CORP (FORMERLY CAREMARK CVS CORP)	6,717	16,466
EMC CORP/MASS	10,206	11,150
EXXON MOBIL CORPORATION	13,237	11,841
FRANKLIN RESOURCES INC	0	0
GENERAL ELECTRIC CORP	8,396	15,808
GENERAL MILLS INC	3,706	5,487
GILEAD SCIENCES INC	13,022	19,073
HOME DEPOT INC	12,809	20,751
JOHNSON & JOHNSON	13,595	15,692
LYONDELLBASELL INDUSTRIES NV	0	0
MCDONALDS CORP	11,420	13,699
MCKESSON CORP	12,584	12,308
MONSTANTO CO NEW	18,651	18,080
NATIONAL-OILWELL INC	16,555	11,015
OCCIDENTAL PETE CORP	9,868	10,205
PEPSICO INC	9,600	14,022
PRAXAIR INC	11,294	11,844
SCHLUMBERGER LTD	19,873	19,673
SOUTHERN COMPANY	11,701	15,144
STARBUCKS CORP	4,681	11,664
T ROWE PRICE GROUP INC	10,630	11,042
TARGET CORP	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
UNITED TECHNOLOGIES CORP	11,338	13,447
VERIZON COMMUNICATIONS	23,587	22,043
WAL MART STORES INC	13,295	14,710
WELLS FARGO & CO	14,045	22,040
WESTAR ENERGY INC	8,628	11,097
WISCONSIN ENERGY CORP	0	0
ORACLE CORP 5% DUE 7/8/2019	55,976	55,351
ECOLAB INC	10,147	11,320
SHERWIN WILLIAMS CO	12,095	12,423
TIFFANY & CO	7,165	7,171
THERMO FISHER SCIENTIFIC INC	5,111	5,536
BLACKROCK INC	6,062	7,274
SYNCHRONY FINANCIAL	9	20
UNION PAC CORP	14,682	11,501
ALPHABET INC CL A	9,213	12,968
QUESTAR CORP	14,245	14,213

TY 2014 Investments Government Obligations Schedule

Name: PKJOHNSTONE & HEKIMBALL FOUNDATION

EIN: 05-6015723

US Government Securities - End of Year Book Value:	274,591
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US Government Securities - End of Year Fair Market Value:	277,395
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State & Local Government Securities - End of Year Book Value:	0
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State & Local Government Securities - End of Year Fair Market Value:	0
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TY 2014 Investments - Other Schedule**Name:** PKJOHNSTONE & HEKIMBALL FOUNDATION**EIN:** 05-6015723

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ASG MANAGED FUTURES STRATEGY FUND	AT COST	36,253	35,324
BRIGHT ROCK MID CAP GROWTH FD-MUTUAL FUND	AT COST	39,374	52,465
CENTURY SMALL CAP SELECT FD-MUTUAL FD	AT COST	20,671	35,359
COLUMBIA REAL ESTATE EQUITY FD-MUTUAL FD	AT COST	36,730	51,584
EATON VANCE PARA STRUCTURED EMERG MARKETS FD-MUTUALFD	AT COST	46,900	49,534
FIDELITY DIVERSIFIED INTERNATIONAL FD-MUTUAL FD	AT COST	57,577	86,142
GOLDMAN SACHS MID CAP VALUE FD-MUTUAL FD	AT COST	34,533	50,869
HEALTH CARE SELECT SECTOR SPDR	AT COST	0	0
MILLER CONVERTIBLE FOND FUND-I	AT COST	53,565	51,066
RIDGEWORTH SEIX FLOATING RATE HIGH INC FD-MUTUAL FD	AT COST	28,999	33,395
STEELPATH MLP SELECT 40 FUND	AT COST	0	0
TCW EMERGING MARKETS INCOME FUND	AT COST	57,920	50,571
TIAA-CREF INSTITUTIONAL INFLATION LINKED BOND FD	AT COST	46,810	50,823
VANGUARD INFORMATION TECHNOLOGY ETF	AT COST	0	0
WELLS FARGO INTERNATIONAL BOND FD-MUTUAL FUND (F/K/A EVERGREEN)	AT COST	81,342	66,679
MLP SELECT 40 FUND CLASS-Y	AT COST	50,430	48,770

TY 2014 Other Decreases Schedule**Name:** PKJOHNSTONE & HEKIMBALL FOUNDATION**EIN:** 05-6015723

Description	Amount
CLEARED PRIOR YR OUSTANDING CHECKS	5,000
TAX COST ADJUSTMENT FOR AMORTIZATION	271
TAX COST ADJUSTMENTS FOR RETURN OF CAPITAL	2,261

TY 2014 Other Expenses Schedule**Name:** PKJOHNSTONE & HEKIMBALL FOUNDATION**EIN:** 05-6015723

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT FEES	17,858	10,715		7,143
MANAGEMENT FEE CREDIT RE BRIGHT ROCK MID CAP GROWTH FD	-416	-250		-166

TY 2014 Other Increases Schedule

Name: PKJOHNSTONE & HEKIMBALL FOUNDATION

EIN: 05-6015723

Description	Amount
OUTSTANDING CHECK	1,514

TY 2014 Taxes Schedule**Name:** PKJOHNSTONE & HEKIMBALL FOUNDATION**EIN:** 05-6015723

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PRIOR YR PAID WITH EXTENSION	1,250	0		0
CURRENT YEAR TAX ESTIMATE	1,500	0		0
PRIOR YR EXCISE TAX	772	0		0