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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 separate instructions is at *www.irs.gov/form990pf*

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning , 2015, and ending , 20

Name of foundation: HAROLD BROOKS FOUNDATION

A Employer identification number: 04-6043983

Number and street (or P O box number if mail is not delivered to street address): P O BOX 1802

Room/suite:

B Telephone number (see instructions): 888-866-3275

City or town, state or province, country, and ZIP or foreign postal code: PROVIDENCE, RI 02901-1802

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 10,142,714.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	264,423.	263,658.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	43,227.			
	b Gross sales price for all assets on line 6a 945,107.				
	7 Capital gain net income (from Part IV, line 2)		43,227.		
	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	307,650.	306,885.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	72,477.	43,486.		28,991.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 2	1,250.	NONE	NONE	1,250.
	c Other professional fees (attach schedule) STMT 3	26,158.			26,158.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	16,212.	2,989.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 5	70.			70.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	116,167.	46,475.	NONE	56,469.
	25 Contributions, gifts, grants paid	362,000.			362,000.
	26 **Total expenses and disbursements** Add lines 24 and 25	478,167.	46,475.	NONE	418,469.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-170,517.			
	b **Net investment income** (if negative, enter -0-)		260,410.		
	c **Adjusted net income** (if negative, enter -0-)				

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	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	633,902.	326,006.	326,006.
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 ▶ NONE			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments - U S and state government obligations (attach schedule) STMT 6	315,579.	153,466.	196,627.
b	Investments - corporate stock (attach schedule) STMT 7	8,811,743.	9,110,970.	9,559,539.
c	Investments - corporate bonds (attach schedule) STMT 13	57,547.	57,462.	60,542.
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) STMT 14			
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)	9,818,771.	9,647,904.	10,142,714.
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)		NONE	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
27	Capital stock, trust principal, or current funds	9,818,771.	9,647,904.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	9,818,771.	9,647,904.	
31	**Total liabilities and net assets/fund balances** (see instructions)	9,818,771.	9,647,904.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	9,818,771.
2	Enter amount from Part I, line 27a	2	-170,517.
3	Other increases not included in line 2 (itemize) ▶ RBU EARTNERSHYALUEX BASIS	3	39.
4	Add lines 1, 2, and 3	4	9,648,293.
5	Decreases not included in line 2 (itemize) ▶ INCOME ADJUSTMENT	5	389.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,647,904.

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	PUBLICLY TRADED SECURITIES			
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	945,107.		901,880.	43,227.
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				43,227.
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	43,227.
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 the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	450,921.	10,305,108.	0.043757
2013	468,756.	9,878,431.	0.047452
2012	494,817.	9,364,287.	0.052841
2011	598,931.	9,355,730.	0.064018
2010	471,724.	8,980,404.	0.052528

2	**Total** of line 1, column (d)	2	0.260596
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	0.052119
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	10,271,431.
5	Multiply line 4 by line 3	5	535,337.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,604.
7	Add lines 5 and 6	7	537,941.
8	Enter qualifying distributions from Part XII, line 4	8	418,469.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	5,208.
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	
3	Add lines 1 and 2	3	5,208.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	5,208.
6	Credits/Payments:		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a: 5,500.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	5,500.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	292.
11	Enter the amount of line 10 to be **Credited to 2016 estimated tax** ▶ 292. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
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? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ US TRUST FIDUCIARY TAX SERVICES Telephone no. ▶ (888)866-3275

Located at ▶ P.O. BOX 1802, PROVIDENCE, RI ZIP+4 ▶ 02901-1802

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

			Yes	No
16	At any time during calendar year 2015, 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		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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 2015?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2015 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 2015.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . . ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? . . . . . ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . . ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) . . . . . ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . . ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **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: X

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
BANK OF AMERICA 225 FRANKLIN ST, BOSTON, MA 02110	CO-TRUSTEE 1	68,477.	-0-	-0-
REV. M. JAMES WORKMAN 25 BENNINGTON STREET, NEEDHAM, MA 02194-1932	CO-TRUSTEE 1	2,000.	-0-	-0-
PAUL TAYLOR SOUTH SHORE HOSPITAL FOUNDATION, S WEYMOUTH, MA 02190	CO-TRUSTEE 1	2,000.	-0-	-0-

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		NONE	NONE	NONE

Total number of other employees paid over $50,000 . . . . . ▶ NONE

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		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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 NONE	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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	10,005,905.
b	Average of monthly cash balances	1b	421,944.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	10,427,849.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	10,427,849.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	156,418.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,271,431.
6	**Minimum investment return.** Enter 5% of line 5	6	513,572.

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	513,572.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	5,208.		
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	5,208.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	508,364.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	508,364.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	508,364.

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	418,469.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	418,469.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	418,469.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				508,364.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			NONE	
b Total for prior years 20 13 ,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2015:				
a From 2010 ...... 36,071.				
b From 2011 ...... 138,050.				
c From 2012 ...... 35,681.				
d From 2013 ...... NONE				
e From 2014 ...... NONE				
f **Total** of lines 3a through e	209,802.			
4 Qualifying distributions for 2015 from Part XII, line 4. ▶ $ 418,469.				
a Applied to 2014, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2015 distributable amount				418,469.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2015. *(If an amount appears in column (d), the same amount must be shown in column (a).)*	89,895.			89,895.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	119,907.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2014. Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				NONE
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)	NONE			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	119,907.			
10 Analysis of line 9.				
a Excess from 2011 ... 84,226.				
b Excess from 2012 ... 35,681.				
c Excess from 2013 ... NONE				
d Excess from 2014 ... NONE				
e Excess from 2015 ... NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	(e) Total
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 foundation 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).)

N/A

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.

N/A

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:

SEE STATEMENT 15

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

N/A

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

N/A

04-6043983

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED SCHEDULE	N/A	PC	UNRESTRICTED GENERAL SUPPORT	362,000.
Total . . . . ▶ **3a**				362,000.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	264,423.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	43,227.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				307,650.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . . 13 307,650.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

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

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Signature of officer or trustee: [signature] — Date: 04/15/2016 — Title: SVP Tax

BANK OF AMERICA, N.A.

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

HAROLD BROOKS FOUNDATION 04-6043983

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	14,427.	14,427.
FOREIGN DIVIDENDS	21,048.	21,048.
NONDIVIDEND DISTRIBUTIONS	765.	
DOMESTIC DIVIDENDS	140,961.	140,961.
OTHER INTEREST	2,779.	2,779.
FOREIGN INTEREST	395.	395.
U.S. GOVERNMENT INTEREST(FEDERAL TAXABLE	11,935.	11,935.
MARKET DISCOUNT - OTHER INTEREST	1,295.	1,295.
NONQUALIFIED FOREIGN DIVIDENDS	4,323.	4,323.
NONQUALIFIED DOMESTIC DIVIDENDS	66,495.	66,495.
TOTAL	264,423.	263,658.

HAROLD BROOKS FOUNDATION 04-6043983

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE - BOA	1,250.			1,250.
TOTALS	1,250.	NONE	NONE	1,250.

HAROLD BROOKS FOUNDATION 04-6043983

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
GRANTMAKING FEES - BOA	26,158.	26,158.
TOTALS	26,158.	26,158.

HAROLD BROOKS FOUNDATION 04-6043983

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
EXCISE TAX - PRIOR YEAR	7,723.	
EXCISE TAX ESTIMATES	5,500.	
FOREIGN TAXES ON QUALIFIED FOR	1,253.	1,253.
FOREIGN TAXES ON NONQUALIFIED	1,736.	1,736.
TOTALS	16,212.	2,989.

HAROLD BROOKS FOUNDATION 04-6043983

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
STATE FILING FEE	70.	70.
TOTALS	70.	70.

HAROLD BROOKS FOUNDATION 04-6043983

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
912810FP8 UNITED STATES TREAS	153,749.	153,466.	196,627.
912828DC1 UNITED STATES TREAS			
912828DM9 UNITED STATES TREAS	113,125.		
912828EE6 UNITED STATES TREAS	48,705.		
3128X3L76 FEDERAL HOME LN MTG			
TOTALS	315,579.	153,466.	196,627.

HAROLD BROOKS FOUNDATION 04-6043983

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
921937835 VANGUARD TOTAL BD MA	1,991,203.	1,991,203.	1,974,582.
922042858 VANGUARD MSCI EMERGI			
922908751 VANGUARD SMALL-CAP E	374,394.	374,394.	508,944.
828806109 SIMON PPTY GROUP INC	24,785.	24,785.	34,027.
G3157S106 ENSCO PLC CL A COM			
032511107 ANADARKO PETE CORP C			
166764100 CHEVRON CORP COM	91,623.	91,623.	71,518.
26875P101 EOG RES INC COM			
436106108 HOLLYFRONTIER CORP C			
637071101 NATIONAL OILWELL VAR			
674599105 OCCIDENTAL PETE CORP	45,463.	45,463.	34,413.
780259206 ROYAL DUTCH SHELL PL			
806857108 SCHLUMBERGER LTD COM	44,496.	44,496.	42,269.
969457100 WILLIAMS COS INC DEL			
009363102 AIRGAS INC COM			
232820100 CYTEC INDS INC COM			
260543103 DOW CHEM CO COM	36,534.	36,534.	39,537.
767204100 RIO TINTO PLC SPONSO			
G29183103 EATON CORP PLC COM			
H89128104 TYCO INTL LTD NEW F			
00101J106 ADT CORP COM			
097023105 BOEING CO COM	43,945.	43,945.	50,462.
369604103 GENERAL ELEC CO COM	105,817.	105,817.	128,182.
42805T105 HERTZ GLOBAL HLDGS I			
428291108 HEXCEL CORP NEW COM			
438516106 HONEYWELL INTL INC C	36,803.	36,803.	62,867.
445658107 HUNT J B TRANS SVCS			
696429307 PALL CORP COM			
773903109 ROCKWELL AUTOMATION			

HAROLD BROOKS FOUNDATION 04-6043983

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
023135106 AMAZON COM INC COM	59,664.	59,664.	111,522.
20030N101 COMCAST CORP NEW CL	63,976.	63,976.	66,080.
25470M109 DISH NETWORK CORP CO			
345370860 FORD MTR CO DEL COM	33,113.	33,113.	33,421.
364760108 GAP INC DEL COM			
460690100 INTERPUBLIC GROUP CO			
53071M104 LIBERTY INTERACTIVE			
548661107 LOWES COS INC COM			
887317303 TIME WARNER INC NEW			
918204108 V F CORP COM			
92553P201 VIACOM INC CL B COM			
126650100 CVS HEALTH CORP COM	52,674.	52,674.	71,079.
50076Q106 KRAFT FOODS GROUP IN			
713448108 PEPSICO INC COM	53,047.	53,047.	84,332.
718172109 PHILIP MORRIS INTL I	40,889.	40,889.	64,965.
742718109 PROCTER & GAMBLE CO	87,432.	87,432.	95,768.
931142103 WAL-MART STORES INC	60,553.	60,553.	47,998.
00817Y108 AETNA INC NEW COM			
018490102 ALLERGAN INC COM			
125509109 CIGNA CORP COM			
14149Y108 CARDINAL HEALTH INC			
30219G108 EXPRESS SCRIPTS HLDG			
375558103 GILEAD SCIENCES INC	40,085.	40,085.	58,387.
436440101 HOLOGIC INC COM			
478160104 JOHNSON & JOHNSON CO	68,590.	68,590.	106,623.
58933Y105 MERCK & CO INC NEW C	71,985.	71,985.	63,965.
683399109 ONYX PHARMACEUTICALS			
92532F100 VERTEX PHARMACEUTICA			
942683103 WATSON PHARMACEUTICA			

HAROLD BROOKS FOUNDATION 04-6043983

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
98956P102 ZIMMER HLDGS INC COM			
084670702 BERKSHIRE HATHAWAY I	105,345.	105,345.	97,974.
14040H105 CAPITAL ONE FINL COR			
172967424 CITIGROUP INC NEW CO	70,876.	70,876.	69,035.
354613101 FRANKLIN RES INC COM			
38141G104 GOLDMAN SACHS GROUP	47,963.	47,963.	45,418.
46625H100 J P MORGAN CHASE & C	62,892.	62,892.	104,790.
693475105 PNC FINL SVCS GROUP			
744320102 PRUDENTIAL FINL INC			
92826C839 VISA INC CL A COM	45,128.	45,128.	69,175.
949746101 WELLS FARGO & CO NEW	51,210.	51,210.	110,677.
G1151C101 ACCENTURE PLC CL A C			
Y0486S104 AVAGO TECHNOLOGIES L			
032654105 ANALOG DEVICES INC C			
037833100 APPLE INC COM	138,792.	138,792.	235,467.
17275R102 CISCO SYS INC COM	43,860.	43,860.	65,063.
177376100 CITRIX SYS INC COM			
192446102 COGNIZANT TECHNOLOGY			
268648102 EMC CORP COM			
278642103 EBAY INC COM			
38259P508 GOOGLE INC CL A COM	60,387.		
594918104 MICROSOFT CORP COM	148,162.	148,162.	172,654.
62886E108 NCR CORP NEW COM			
747525103 QUALCOMM INC COM	44,822.		
88076W103 TERADATA CORP DELAWA			
92343V104 VERIZON COMMUNICATIO	82,452.	82,452.	75,708.
92857W209 VODAFONE GROUP PLC S			
748356102 QUESTAR CORP COM			
816851109 SEMPRA ENERGY COM			

HAROLD BROOKS FOUNDATION 04-6043983

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
197199409 COLUMBIA ACORN FUND			
19765N245 COLUMBIA DIVIDEND IN	600,000.	90,678.	126,227.
19765P547 COLUMBIA REAL ESTATE	383,861.	383,861.	266,434.
19765Y688 COLUMBIA SELECT LARG	150,000.	150,000.	194,101.
722005667 PIMCO COMMODITY REAL			
19763T889 COLUMBIA INCOME OPPO	219,841.	167,171.	147,522.
885215566 THORNBURG INTL VALUE			
337997993 MORTGAGE-BACKED SEC			
30231G102 EXXON MOBIL CORP COM	147,663.	147,663.	124,876.
009158106 AIR PRODS & CHEMS IN			
88579Y101 3M CO COM	47,933.	47,933.	65,227.
911312106 UNITED PARCEL SVC IN			
913017109 UNITED TECHNOLOGIES	46,680.	46,680.	47,555.
437076102 HOME DEPOT INC COM	51,421.	51,421.	86,756.
580135101 MCDONALDS CORP COM	62,028.	62,028.	79,508.
855244109 STARBUCKS CORP COM			
872540109 TJX COS INC NEW COM			
87612E106 TARGET CORP COM			
609207105 MONDELEZ INTL INC CO			
832696405 SMUCKER J M CO NEW C			
00287Y109 ABBVIE INC COM	26,639.	26,639.	39,632.
071813109 BAXTER INTL INC COM			
151020104 CELGENE CORP COM			
58155Q103 MCKESSON CORP COM			
09247X101 BLACKROCK INC CL A			
171232101 CHUBB CORP COM			
229899109 CULLEN / FROST BANKE			
H84989104 TE CONNECTIVITY LTD			
053015103 AUTOMATIC DATA PROCE			

HAROLD BROOKS FOUNDATION 04-6043983

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
459200101 INTERNATIONAL BUSINE	74,673.	74,673.	52,020.
00206R102 AT&T INC COM	81,821.	81,821.	78,248.
025537101 AMERICAN ELEC PWR IN			
74253Q747 PRINCIPAL MIDCAP BLE	484,025.	484,025.	499,562.
19765Y852 COLUMBIA EMERGING MA	391,321.	391,321.	375,051.
464287465 ISHARES MSCI EAFE ET	569,860.	700,360.	616,560.
939647103 WASHINGTON PRIME GRO	1,569.		
13057Q107 CALIFORNIA RESOURCES	1,637.		
20825C104 CONOCOPHILLIPS COM	54,139.	54,139.	36,792.
61166W101 MONSANTO CO NEW COM	37,981.	37,981.	33,004.
369550108 GENERAL DYNAMICS COR	41,374.	41,374.	40,384.
907818108 UNION PAC CORP COM	75,139.		
254687106 DISNEY WALT CO COM D	68,259.	68,259.	79,335.
654106103 NIKE INC CL B	38,325.	38,325.	51,000.
90130A101 TWENTY-FIRST CENTY F	35,718.	35,718.	29,197.
191216100 COCA COLA CO COM	75,139.	75,139.	77,113.
031162100 AMGEN INC COM	51,509.	51,509.	52,108.
09062X103 BIOGEN IDEC INC COM	31,905.	31,905.	30,329.
110122108 BRISTOL MYERS SQUIBB	44,021.	44,021.	52,349.
585055106 MEDTRONIC INC COM	54,996.		
717081103 PFIZER INC COM	77,789.	77,789.	82,927.
025816109 AMERICAN EXPRESS CO	54,161.	54,161.	41,243.
026874784 AMERICAN INTL GROUP	60,116.	60,116.	69,716.
57636Q104 MASTERCARD INC CL A	42,682.	42,682.	49,459.
902973304 US BANCORP DEL COM N	74,641.	74,641.	73,819.
38259P706 GOOGLE INC COM CL C	59,678.		
428236103 HEWLETT PACKARD CO C	32,813.		
458140100 INTEL CORP COM	75,196.	75,196.	74,963.
68389X105 ORACLE CORP COM	56,230.	56,230.	52,457.

HAROLD BROOKS FOUNDATION 04-6043983

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
97717X701 WISDOMTREE EUROPE HE		213,478.	172,192.
92939N102 WP GLIMCHER INC REIT		1,569.	923.
247361702 DELTA AIR LINES INC		55,660.	58,294.
G5960L103 MEDTRONIC PLC COM		62,253.	62,228.
00971T101 AKAMAI TECHNOLOGIES		47,292.	40,788.
02079K107 ALPHABET INC CL C CO		59,508.	84,995.
02079K305 ALPHABET INC CL A CO		60,387.	87,137.
30303M102 FACEBOOK INC CL A CO		63,800.	86,345.
40434L105 HP INC COM		15,471.	10,822.
42824C109 HEWLETT PACKARD ENTE		17,342.	13,893.
63872T885 NATIXIS FDS TR II AS		315,000.	279,067.
277911491 EATON VANCE FLTG RAT		150,000.	140,479.
TOTALS	8,811,743.	9,110,970.	9,559,539.

HAROLD BROOKS FOUNDATION 04-6043983

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
172967DE8 CITIGROUP INC SR NT		34,979.	34,979.	35,005.
209111EB5 CONSOLIDATED EDISON		9,942.	9,942.	11,556.
74432QAD7 PRUDENTIAL FINL INC				
931142BF9 WAL MART STORES INC		6,273.	6,231.	7,049.
36208WC84 GNMA POOL #462795 DT				
25156PAC7 DEUTSCHE TELEKOM INT		6,353.	6,310.	6,932.
	TOTALS	57,547.	57,462.	60,542.

HAROLD BROOKS FOUNDATION 04-6043983

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F
991013731 PRIVATE EQUITY PORT	C
TOTALS	

HARCOLD BROOKS FOUNDATION 04-6043983
FORM 990PF, PART XV - LINES 2a - 2d
===================================

RECIPIENT NAME:
BANK OF AMERICA, N.A.
ADDRESS:
225 FRANKLIN STREET
BOSTON, MA 02110
FORM, INFORMATION AND MATERIALS:
https://www.bankofamerica.com/philanthropic/grantmaking.go

FEDERAL FOOTNOTES

THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

HARODL BROOKS FOUNDATION EIN: 04-6043983
12/31/2015

Distribution	Relationship to substantial contributor	Purpose	Foundation Status of Recipient	Amount
NORWELL VISITING NURSE ASSOC	N/A	SUPPORT THE PAT ROCHE HOSPICE HOME	PC	25000
WELLSPRING, INC	N/A	SUPPORT THE INSPIRE SUCCESS CAPITAL CAMPAIGN FOR WELLSPRING	PC	35000
CRADLES TO CRAYONS, INC	N/A	SUPPORT THE READY FOR SCHOOL PROGRAM	PC	10000
PLYMOUTH COALITION FOR HOMELESS	N/A	SUPPORT THE FAMILY SHELTER EXPANSION PROJECT	PC	27000
NORWELL VISITING NURSE ASSOC	N/A	SUPPORT THE PAT ROCHE HOSPICE HOME	PC	25000
SOUTH SHORE STARS	N/A	SUPPORT THE FAMILY SUPPORT PGRM	PC	20000
CATHOLIC CHARITIES SOUTH	N/A	SUPPORT ENGLISH TRANSCULTURAL CENTER	PC	20000
QUINCY ASIAN RESOURCES, INC	N/A	SUPPORT ESOL PROGRAMS	PC	25000
MASSASOIT COMMUNITY COLLEGE FNDN	N/A	SUPPORT THE LATCH PROGRAM FOR EDUCATIONALLY DISADVANTAGED STUDENTS	PC	15000
S.SHORE COMMUNITY ACTION COUNCIL	N/A	SUPPORT THE FOOD RESOURCES PROGRAM AND SENIOR ACCESS SERVICES	PC	20000
QUINCY COMMUNITY ACTION PROGRAMS	N/A	SUPPORT THE EMERGENCY FOOD CENTER	PC	20000
DOVE, INC	N/A	SUPPORT THE EMERGENCY SHELTER AND SUPPORTIVE SERVICES	PC	20000
BOYS & GIRLS CLUB OF BROCKTON	N/A	EDUCATION PROGRAM SUPPORT	PC	10000
BROCKTON NEIGHBORHOOD HEALTH CTR	N/A	SUPPORT THE HEALTHY AGING PGRM	PC	10000
FATHER BILL'S & MAINSPRING	N/A	SUPPORT THE STABLE AT HOME PGRM	PC	15000
HOMEOWNER OPTIONS FOR MA ELDERS	N/A	SUPPORT ELDER HOMEOWNER DISPLACEMENT PREVENTION	PC	15000
INTERFAITH SOCIAL SERVICES, INC.	N/A	SUPPORT HOMESAFE - HOMELESSNESS PREVENTION AND BUDGET COUNSELING PROGRAM	PC	15000
SCHOOL ON WHEELS OF MASSACHUSETT	N/A	SUPPORT EDUCATING CHILDREN AND YOUTH IMPACTED BY HOMELESSNESS	PC	20000
OLD COLONY YMCA	N/A	SUPPORT SOAR (SEARCH OUT ANOTHER ROAD)	PC	15000
TOTAL				$362,000