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EXTENDED TO NOVEMBER 15, 2016

Return of Private Foundation

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

OMB No 1545-0052

2015

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue ServiceDo 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.

For calendar year 2015 or tax year beginning

, and ending

Name of foundation J.M.R. BARKER FOUNDATION C/O BALLENTINE PARTNERS, LLC		A Employer identification number 13-6268289
Number and street (or P.O. box number if mail is not delivered to street address) 230 3RD AVENUE, 6TH FLOOR	Room/suite	B Telephone number (781) 314-1300
City or town, state or province, country, and ZIP or foreign postal code WALTHAM, MA 02451		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) \$ 71,440,968. (Part I, column (d) must be on cash basis)	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		259,022.	259,022.		STATEMENT 1
4 Dividends and interest from securities		746,506.	746,506.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,738,895.			
b Gross sales price for all assets on line 6a 10,853,312.					
7 Capital gain net income (from Part IV, line 2)			1,738,895.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		4,697.	360.		STATEMENT 3
12 Total. Add lines 1 through 11		2,749,120.	2,744,783.		
13 Compensation of officers, directors, trustees, etc		125,000.	125,000.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 4		6,105.	1,221.		4,884.
b Accounting fees STMT 5		51,623.	10,325.		41,298.
c Other professional fees STMT 6		142,449.	55,877.		86,572.
17 Interest					
18 Taxes STMT 7		63,383.	40,595.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		36,757.	5,643.		31,114.
22 Printing and publications					
23 Other expenses STMT 8		269,884.	265,855.		4,029.
24 Total operating and administrative expenses. Add lines 13 through 23		695,201.	504,516.		167,897.
25 Contributions, gifts, grants paid		6,189,710.			3,290,820.
26 Total expenses and disbursements. Add lines 24 and 25		6,884,911.	504,516.		3,458,717.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<4,135,791.>			
b Net investment income (if negative, enter -0-)			2,240,267.		
c Adjusted net income (if negative, enter -0-)				N/A	

523501 11-24-15 LHA For Paperwork Reduction Act Notice, see instructions. Form 990-PF (2015)

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2015.04030 J.M.R. BARKER FOUNDATION C/ B1696.01

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	14,874,924.	20,300,244.	20,300,244.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	18,073.	38,785.	38,785.
	10a Investments - U.S. and state government obligations STMT 11	9,448,934.	9,292,705.	9,292,705.
	b Investments - corporate stock			
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 12		51,067,626.	41,680,176.	41,680,176.
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶ STATEMENT 13)		135,043.	129,058.	129,058.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		75,544,600.	71,440,968.	71,440,968.
17 Accounts payable and accrued expenses		34,500.	38,800.	
18 Grants payable		630,000.	3,528,890.	
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 14)	179,894.	123,080.	
	23 Total liabilities (add lines 17 through 22)	844,394.	3,690,770.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted	74,700,206.	67,750,198.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds			
28 Paid-in or capital surplus, or land, bldg., and equipment fund				
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances	74,700,206.	67,750,198.		
31 Total liabilities and net assets/fund balances	75,544,600.	71,440,968.		

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	74,700,206.
2 Enter amount from Part I, line 27a	2	<4,135,791.>
3 Other increases not included in line 2 (itemize) ▶ DEFERRED TAX BENEFIT ON BOOKS	3	56,814.
4 Add lines 1, 2, and 3	4	70,621,229.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	2,871,031.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	67,750,198.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 10,853,312.		10,006,652.	1,738,895.

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			
b			
c			
d			
e			1,738,895.

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	1,738,895.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	3,563,307.	74,429,444.	.047875
2013	2,642,991.	70,591,425.	.037441
2012	2,893,295.	70,301,840.	.041155
2011	2,952,260.	70,941,318.	.041616
2010	2,527,152.	63,904,105.	.039546

2 Total of line 1, column (d)	2	.207633
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	.041527
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	73,280,631.
5 Multiply line 4 by line 3	5	3,043,125.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	22,403.
7 Add lines 5 and 6	7	3,065,528.
8 Enter qualifying distributions from Part XII, line 4	8	3,458,717.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	22,403.
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	22,403.
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	22,403.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	58,520.	
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	58,520.	
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	36,117.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax	11	36,117.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) NY, MA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► C/O BALLENTINE PARTNERS, LLC Telephone no. ► (781) 314-1300 Located at ► 230 3RD AVENUE, 6TH FLOOR, WALTHAM, MA ZIP+4 ► 02451		
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 N/A		
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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes <input 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 ► <input type="checkbox"/>		X
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?		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? If "Yes," list the years ► , , ,	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► , , ,		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 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.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

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?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

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?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		125,000.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
BALLENTINE PARTNERS 230 3RD AVENUE, 6TH FLOOR, WALTHAM, MA 02451	FINANCIAL ADVISORS/MANAGEMENT	141,762.
KAHN, LITWIN, RENZA & CO - 800 SOUTH STREET, 3RD FLOOR, WALTHAM, MA 02451	ACCOUNTING	51,623.

Total number of others receiving over \$50,000 for professional services **0**

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	66,802,334.
b	Average of monthly cash balances	1b	7,594,246.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	74,396,580.
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	74,396,580.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,115,949.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	73,280,631.
6	Minimum investment return. Enter 5% of line 5	6	3,664,032.

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	3,664,032.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	22,403.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	501.
c	Add lines 2a and 2b	2c	22,904.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,641,128.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	3,641,128.
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	3,641,128.

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	3,458,717.
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	3,458,717.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	22,403.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,436,314.

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.

Form 990-PF (2015)

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				3,641,128.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			3,225,052.	
b Total for prior years.		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 3,458,717.				
a Applied to 2014, but not more than line 2a			3,225,052.	
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 2015 distributable amount				233,665.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2015 (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 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				3,407,463.
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 2010 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

N/A

☐ 4942(j)(3) or ☐ 4942(j)(5)

(4) Gross investment income

[illegible]

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				
ADDISON GILBERT HOSPITAL 298 WASHINGTON STREET GLOUCESTER, MA 01930	NONE	PUBLIC CHARITY	SPECIAL PROJECT	30,000.
APPALACHIAN MOUNTAIN CLUB 5 JOY STREET BOSTON, MA 02108	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
AUSTIN PARTNERS IN EDUCATION 1601 RIO GRANDE STREET #300A AUSTIN, TX 78701	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
BOSTON LYRIC OPERA 11 AVE DE LAFAYETTE BOSTON, MA 02111	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
BRIDGE FUND OF NY, INC. 271 MADISON AVE # 907 NEW YORK, NY 10016	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
Total			SEE CONTINUATION SHEET(S)	3a 3,290,820.
b Approved for future payment				
ST ANSELM COLLEGE 100 SAINT ANSELM DRIVE MANCHESTER, NH 03102	NONE	PUBLIC CHARITY	SPECIAL PROJECT	600,000.
UT HEALTH SCIENCE CENTER SAN ANTONIO 7703 FLOYD CURL DRIVE SAN ANTONIO, TX 78229-3900	NONE	PUBLIC CHARITY	DR JACKSON'S ALS CENTER	3,200,000.
Total			3b	3,800,000.



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. | | |

[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
N/A		

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.				May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
	 Signature of officer or trustee		11/4/16 Date		TREASURER Title	
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	
	DEBORAH A. HOPKINS				11/2/16	
	Firm's name ▶ KAHN, LITWIN, RENZA & CO., LTD.		Check <input type="checkbox"/> if self-employed		PTIN P00167843	
	Firm's address ▶ 800 SOUTH STREET, SUITE 300 WALTHAM, MA 02453				Firm's EIN ▶ 05-0409384 Phone no. 781-547-8800	

Form **990-PF** (2015)

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	FIDELITY INVESTMENTS (2466) - AVAILABLE UPON REQU	P	VARIOUS	12/31/15
b	BASIS ADJUSTMENTS		VARIOUS	12/31/15
c	PARTNERSHIP FLOW THROUGH S/T CAP GAIN		VARIOUS	12/31/15
d	PARTNERSHIP FLOW THROUGH L/T CAP GAIN		VARIOUS	12/31/15
e	FIDELITY INVESTMENTS (2466) - AVAILABLE UPON REQU	P	VARIOUS	12/31/15
f	PARTNERSHIP FLOW THROUGH SEC 1231 GAIN		VARIOUS	12/31/15
g	CAPITAL GAINS DIVIDENDS			
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 614,264.		630,099.	<15,835.>
b			<584,507.>
c			340,393.
d			1,147,056.
e 9,496,267.		9,376,553.	119,714.
f			<10,707.>
g 742,781.			742,781.
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<15,835.>
b			<584,507.>
c			340,393.
d			1,147,056.
e			119,714.
f			<10,707.>
g			742,781.
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	1,738,895.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

**J.M.R. BARKER FOUNDATION
C/O BALLENTINE PARTNERS, LLC**

13-6268289

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
COLLEGE FORWARD 312 MURRAY STREET MANOR, TX 78653	NONE	PUBLIC CHARITY	GENERAL & IT PROJECT	130,820.
CONCERNED CITIZENS OF MONTAUK P.O. BOX 915 MONTAUK, NY 11954	NONE	PUBLIC CHARITY	GENERAL SUPPORT	25,000.
COTTONWOOD GULCH FOUNDATION 9223 4TH ST NW ALBUQUERQUE, NM 87114	NONE	PUBLIC CHARITY	GENERAL SUPPORT & SPECIAL PROJECTS	30,000.
E3 ALLIANCE 5930 MIDDLE FISKVILLE ROAD, SUITE 507 AUSTIN, TX 78752	NONE	PUBLIC CHARITY	GENERAL SUPPORT & SPECIAL PROJECTS	60,000.
GLOUCESTER EDUCATION FOUNDATION 122 MAIN STREET GLOUCESTER, MA 01930	NONE	PUBLIC CHARITY	GENERAL SUPPORT, DATING VIOLENCE PROGRAM AND GRANT PROPOSAL VOLUNTEER COORDINATOR & GRANT	40,000.
HAVEN FOR HOPE 1 HAVEN FOR HOPE WAY SAN ANTONIO, TX 78207	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
KIMBALL UNION ACADEMY 7 CAMPUS CENTER DRIVE MERIDEN, NH 03770	NONE	PUBLIC CHARITY	GENERAL SUPPORT	20,000.
LOCAL FOOD HUB P.O. BOX 4647 CHARLOTTESVILLE, VA 22905	NONE	PUBLIC CHARITY	GENERAL SUPPORT & SPECIAL PROJECT	140,000.
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVENUE CAMBRIDGE, MA 02139	NONE	PUBLIC CHARITY	SPECIAL PROJECT	385,000.
NEWTON - WELLESLEY HOSPITAL CHARITY FOUNDATION 2014 WASHINGTON STREET NEWTON, MA 02462	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
Total from continuation sheets				3,220,820.

**J.M.R. BARKER FOUNDATION
C/O BALLENTINE PARTNERS, LLC**

13-6268289

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NEXT STAGE ARTS PROJECT 15 KIMBALL HILL PUTNEY, VT 05346	NONE	PUBLIC CHARITY	SPECIAL PROJECT	50,000.
NORTHFIELD MOUNT HERMON SCHOOL ONE LAMPLIGHTER WAY NORTHFIELD, MA 01354	NONE	PUBLIC CHARITY	GENERAL SUPPORT & FACULTY PROFESSIONAL DEVELOPMENT	60,000.
OPEN DOOR (CAPE ANN FOOD PANTRY) 28 EMERSON AVENUE GLOUCESTER, MA 01930	NONE	PUBLIC CHARITY	GENERAL SUPPORT & FEEDING SUCCESS PROGRAM	10,000.
POETS AND WRITERS P.O. BOX 422460 PALM COAST, FL 32142	NONE	PUBLIC CHARITY	SPECIAL PROJECT	50,000.
PRISON UNIVERSITY PROJECT P.O. BOX 492 SAN QUENTIN, CA 94964	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
RED GATE FARM EDUCATION CENTER PO BOX 300 BUCKLAND, MA 01338	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
ROCKPORT CHAMBER MUSIC FESTIVAL 35 MAIN STREET ROCKPORT, MA 01966	NONE	PUBLIC CHARITY	GENERAL SUPPORT	15,000.
SOLI CHAMBER ENSEMBLE P.O. BOX 6062 SAN ANTONIO, TX 78209	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
ST ANSELM COLLEGE 100 SAINT ANSELM DRIVE MANCHESTER, NH 03102	NONE	PUBLIC CHARITY	GENERAL SUPPORT & SCHOLARSHIPS	425,000.
SUMMER SEARCH BOSTON 3840 WASHINGTON STREET BOSTON, MA 02130	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
Total from continuation sheets				

**J.M.R. BARKER FOUNDATION
C/O BALLENTINE PARTNERS, LLC**

13-6268289

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE RESET FOUNDATION 1500 MISSION STREET SAN FRANCISCO, CA 94103	NONE	PUBLIC CHARITY	SPECIAL PROJECT	150,000.
THINKERY 1830 SIMOND AVENUE AUSTIN, TX 78723	NONE	PUBLIC CHARITY	SPECIAL PROJECT	155,000.
UT HEALTH SCIENCE CENTER SAN ANTONIO 7703 FLOYD CURL DRIVE SAN ANTONIO, TX 78229-3900	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,425,000.
WHEELCHAIR SPORTS AND RECREATION 906 HIGHWAY 98 E. DESTIN, FL 32541	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
Total from continuation sheets				

Part XV **Supplementary Information**

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - GLOUCESTER EDUCATION FOUNDATION

GENERAL SUPPORT, DATING VIOLENCE PROGRAM AND GRANT PROPOSAL VOLUNTEER

COORDINATOR & GRANT PROPOSAL WRITER

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BOND AMORTIZATION	<33,213.>	<33,213.>	
PARTNERSHIP FLOW THROUGH INTEREST	1,380.	1,380.	
VARIOUS ACCOUNTS	290,855.	290,855.	
TOTAL TO PART I, LINE 3	259,022.	259,022.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP FLOW THROUGH DIVIDENDS	268,298.	0.	268,298.	268,298.	
VARIOUS ACCOUNTS	1,220,989.	742,781.	478,208.	478,208.	
TO PART I, LINE 4	1,489,287.	742,781.	746,506.	746,506.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS	360.	360.	
UBIT FROM PARTNERSHIPS	4,337.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	4,697.	360.	

FORM 990-PF	LEGAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	6,105.	1,221.		4,884.
TO FM 990-PF, PG 1, LN 16A	6,105.	1,221.		4,884.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	51,623.	10,325.		41,298.
TO FORM 990-PF, PG 1, LN 16B	51,623.	10,325.		41,298.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOUNDATION ADVISORS	141,762.	55,190.		86,572.
PAYROLL SERVICE FEES	687.	687.		0.
TO FORM 990-PF, PG 1, LN 16C	142,449.	55,877.		86,572.

FORM 990-PF	TAXES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	22,788.	0.		0.
FOREIGN TAXES	31,286.	31,286.		0.
PAYROLL TAXES	9,309.	9,309.		0.
TO FORM 990-PF, PG 1, LN 18	63,383.	40,595.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	4,029.	0.		4,029.
PRECIOUS METALS STORAGE EXPENSE	20,739.	20,739.		0.
INVESTMENT EXPENSES	245,116.	245,116.		0.
TO FORM 990-PF, PG 1, LN 23	269,884.	265,855.		4,029.

FOOTNOTES		STATEMENT 9
GRANTS PAID OUT DURING THE YEAR		3,290,820.
LESS PY GRANTS PAYABLE		<630,000.>
ADD CY GRANTS PAYABLE		3,800,000.
LESS CY DISCOUNT ON FUTURE GRANTS PAYABLE		<271,110.>
GRANT EXPENSE PER BOOKS		6,189,710.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 10
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DESCRIPTION	AMOUNT
BOOK-TAX DIFFERENCE IN ACTIVITY FROM FLOW-THROUGHS	25,967.
UNREALIZED DEPRECIATION ON INVESTMENTS	2,840,727.
UBIT FROM PARTNERSHIPS	4,337.
TOTAL TO FORM 990-PF, PART III, LINE 5	2,871,031.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT 11
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US TREASURY BONDS	X		9,292,705.	9,292,705.
TOTAL U.S. GOVERNMENT OBLIGATIONS			9,292,705.	9,292,705.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			9,292,705.	9,292,705.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 12
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ALTERNATIVE INVESTMENTS	COST	21,489,614.	21,489,614.
AUSTRALIAN GOVERNMENT BONDS	COST	1,900,154.	1,900,154.
MUTUAL FUNDS	COST	18,290,408.	18,290,408.
TOTAL TO FORM 990-PF, PART II, LINE 13		41,680,176.	41,680,176.

FORM 990-PF	OTHER ASSETS	STATEMENT 13
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INTEREST RECEIVABLES	135,043.	129,058.	129,058.
TO FORM 990-PF, PART II, LINE 15	135,043.	129,058.	129,058.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 14
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED TAX LIABILITY	179,894.	123,080.
TOTAL TO FORM 990-PF, PART II, LINE 22	179,894.	123,080.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 15
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JAMES R. BARKER 10 NAOMI DRIVE GLOUCESTER, MA 01930	VP, CIO & DIRECTOR 20.00	125,000.	0.	0.
RICHARD D. KAHN 224 WEST LAKE DRIVE MONTAUK, NY 11954	DIRECTOR 0.50	0.	0.	0.
W.B. BARKER 23910 NORTH LINE CAMP SAN ANTONIO, TX 78255	VP & DIRECTOR 0.50	0.	0.	0.
MARGARET BARKER CLARK P.O. BOX 743 SAXTONS RIVER, VT 05154	PRESIDENT & DIRECTOR 0.50	0.	0.	0.
JOHN W. HOLMAN, JR. HINTZ, HOLMAN & ROBILLARD, INC, 400 CONNELL DRIVE, SUITE 5100 BERKELEY HTS, NJ 07922	DIRECTOR 0.50	0.	0.	0.

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ROBERT P. CONNOR 1 RAILROAD VINE AMELIA ISLAND, FL 32034	TR/ ASST 0.50	SECR & DIRECTOR 0.	0.	0.
MARGARET S. BARKER MOORE 1933 ANTONE STREET AUSTIN, TX 78723	DIRECTOR 0.50	0.	0.	0.
WILLIAM S. BARKER 6 GRIST MILL ROAD ACTON, MA 01720	DIRECTOR 0.50	0.	0.	0.
TROY Y. MURRAY 47 WINGATE ROAD WELLESLEY, MA 02481	DIRECTOR 0.50	0.	0.	0.
KATHRYN E. BARKER 11411 ALBANO ROAD BARBOURSVILLE, VA 22923	DIRECTOR 0.50	0.	0.	0.
GREGORY D. BARKER 2140 OREGON STREET BERKELEY, CA 94705	DIRECTOR 0.50	0.	0.	0.
J. BARRY TUBMAN 230 3RD AVENUE, 6TH FLOOR WALTHAM, MA 02451	SECRETARY 10.00	0.	0.	0.

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

125,000.	0.	0.
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