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: TBL CHARITABLE FOUNDATION

A Employer identification number: 20-3982689

Number and street (or P O box number if mail is not delivered to street address): 15 CHARLESDEN PARK

Room/suite:

B Telephone number (see instructions): (617) 332-0705

City or town, state or province, country, and ZIP or foreign postal code: NEWTONVILLE, MA 02460

C If exemption application is pending check here ▶ ☐

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

D 1 Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 15,735,946.

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

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

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)	4,207,992.			
	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	259,222.	259,222.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	982,415.			
	b Gross sales price for all assets on line 6a 7,212,877.				
	7 Capital gain net income (from Part IV, line 2)		982,415.		
	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) ATCH 2	2,163.	555.		
	12 **Total.** Add lines 1 through 11	5,451,792.	1,242,192.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 3	22,250.	11,125.		11,125.
	c Other professional fees (attach schedule) [4]	82,339.	82,339.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) [5]	8,669.	6,669.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 6	125.			125.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	113,383.	100,133.		11,250.
	25 Contributions, gifts, grants paid	1,191,525.			1,191,525.
	26 Total expenses and disbursements Add lines 24 and 25	1,304,908.	100,133.	0.	1,202,775.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	4,146,884.			
	b **Net investment income** (if negative, enter -0-)		1,142,059.		
	c **Adjusted net income** (if negative, enter -0-)				

RECEIVED APR 26 2016 IRS-OSC OGDEN, UT

SCANNED MAY 05 2016

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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	163,942.	119,802.	119,802.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 7	6,971,755.	6,935,435.	9,567,169.
	c Investments - corporate bonds (attach schedule) ATCH 8	4,055,722.	5,601,376.	5,524,234.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶ ATCH 9)		573,916.	524,741.
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	11,191,419.	13,230,529.	15,735,946.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ X **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	11,191,419.	13,230,529.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here 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 (see instructions)	11,191,419.	13,230,529.	
	31 Total liabilities and net assets/fund balances (see instructions)	11,191,419.	13,230,529.	

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	11,191,419.
2	Enter amount from Part I, line 27a	2	4,146,884.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	15,338,303.
5	Decreases not included in line 2 (itemize) ▶ ATCH 10	5	2,107,774.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,230,529.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				
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	982,415.
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	0.

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	1,341,598.	12,552,262.	0.106881
2013	551,125.	10,363,300.	0.053180
2012	578,670.	8,688,802.	0.066600
2011	254,000.	4,612,533.	0.055067
2010		2,795.	

2	**Total** of line 1, column (d)	2	0.281728
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	0.056346
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	12,040,809.
5	Multiply line 4 by line 3	5	678,451.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	11,421.
7	Add lines 5 and 6	7	689,872.
8	Enter qualifying distributions from Part XII, line 4	8	1,202,775.

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 ▶ [X] and enter 1% of Part I, line 27b	1	11,421.
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	11,421.
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	11,421.
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a: 15,027.		
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	15,027.
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	3,606.
11	Enter the amount of line 10 to be **Credited to 2016 estimated tax** ▶ 3,606. **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		N/A
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		N/A
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 ▶ F. THOMSON LEIGHTON Telephone no ▶ 617-332-0705

Located at ▶ 15 CHARLESDEN PARK NEWTONVILLE, MA ZIP+4 ▶ 02460

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 ▶			N/A

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		N/A
	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		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? ☐ 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		N/A
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)*

			Yes	No
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**		N/A
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**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?	**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
ATCH 11		0.	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				

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

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		0.

Total number of others receiving over $50,000 for professional services ▶

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 (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	12,042,470.
b	Average of monthly cash balances	1b	181,702.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	12,224,172.
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	
3	Subtract line 2 from line 1d	3	12,224,172.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	183,363.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	12,040,809.
6	**Minimum investment return.** Enter 5% of line 5	6	602,040.

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	602,040.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	11,421.		
b	Income tax for 2015 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	11,421.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	590,619.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	590,619.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	590,619.

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	1,202,775.
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	
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	1,202,775.
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	11,421.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,191,354.

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				590,619.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only				
b Total for prior years 20 13 ,20 12 ,20 11				
3 Excess distributions carryover, if any, to 2015				
a From 2010				
b From 2011 — 24,577.				
c From 2012 — 149,827.				
d From 2013 — 44,408.				
e From 2014 — 729,789.				
f Total of lines 3a through e	948,601.			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 1,202,775.				
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2015 distributable amount				590,619.
e Remaining amount distributed out of corpus	612,156.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,560,757.			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				
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)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	1,560,757.			
10 Analysis of line 9				
a Excess from 2011 — 24,577.				
b Excess from 2012 — 149,827.				
c Excess from 2013 — 44,408.				
d Excess from 2014 — 729,789.				
e Excess from 2015 — 612,156.				

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))

F. THOMSON LEIGHTON

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

ATCH 12

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

NO STANDARD FORMAT REQUIRED

c Any submission deadlines

NONE

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

NONE

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*				
ATCH 13				
Total ▶ **3a**				1,191,525.
b *Approved for future payment*				
ATCH 14				
Total ▶ **3b**				2,300,000.

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	259,222.	
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	982,415.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 15				2,163.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				1,243,800.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . . 13 1,243,800.

(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.)

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
	N/A		N/A

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 — Date 4/1/16 — Title

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
JENNIFER D RHODERICK	Jennifer D Rhoderick	03/17/16		P00395735
Firm's name ▶ ERNST & YOUNG U.S. LLP			Firm's EIN ▶ 34-6565596	
Firm's address ▶ 111 MONUMENT CIRCLE, SUITE 4000 INDIANAPOLIS, IN 46204			Phone no 317.681.7000	

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www irs gov/form990

OMB No 1545-0047

2015

Name of the organization
TBL CHARITABLE FOUNDATION

Employer identification number
20-3982689

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $______________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization TBL CHARITABLE FOUNDATION

Employer identification number 20-3982689

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	F. THOMSON & BONNIE BERGER LEIGHTON 15 CHARLESDEN PARK NEWTONVILLE, MA 02460	$ 2,100,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
2	F. THOMSON & BONNIE BERGER LEIGHTON 15 CHARLESDEN PARK NEWTONVILLE, MA 02460	$ 2,107,992.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization TBL CHARITABLE FOUNDATION

Employer identification number 20-3982689

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	AKAMAI TECHNOLOGIES INC STOCK WITH COST BASIS OF $218, 12/30/15 FMV OF $2,107,992	$ 2,107,992.	12/30/2015

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization TBL CHARITABLE FOUNDATION

Employer identification number 20-3982689

Part III ***Exclusively*** **religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor.** Complete columns **(a)** through **(e) and** the following line entry For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year. (Enter this information once See instructions) ▶ $ ____________
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

ATTACHMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GOLDMAN SACHS 010-46618-3	92,755.	92,755.
GOLDMAN SACHS 010-74932-3	92,345.	92,345.
GOLDMAN SACHS 010-74933-1	28,552.	28,552.
GOLDMAN SACHS 010-74936-4	15,869.	15,869.
GOLDMAN SACHS 010-74944-8	29,666.	29,666.
GOLDMAN SACHS 010-66896-0	35.	35.
TOTAL	259,222.	259,222.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MISCELLANEOUS INCOME	555.	555.
NON-DIVIDEND DISTRIBUTIONS	1,608.	
TOTALS	2,163.	555.

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP FEE		22,250.	11,125.		11,125.
	TOTALS	22,250.	11,125.		11,125.

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GOLDMAN SACHS 010-46618-3	10,572.	10,572.
GOLDMAN SACHS 010-74932-3	24,027.	24,027.
GOLDMAN SACHS 010-74933-1	16,839.	16,839.
GOLDMAN SACHS 010-74936-4	26,327.	26,327.
GOLDMAN SACHS 010-74944-8	4,574.	4,574.
TOTALS	82,339.	82,339.

ATTACHMENT 5

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES PAID	6,669.	6,669.
FEDERAL TAXES	2,000.	
TOTALS	8,669.	6,669.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
MA FILING FEE	125.	125.
TOTALS	125.	125.

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
GOLDMAN SACHS		6,971,755.	6,935,435.	9,567,169.
	TOTALS	6,971,755.	6,935,435.	9,567,169.

TBL CHARITABLE FOUNDATION 20-3982689

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					21,492.	
		GOLDMAN SACHS 010-46618-3					VAR	VAR
322,964.		310,666.					13,014.	
		GOLDMAN SACHS 010-74932-3					VAR	VAR
70,785.		70,416.					391.	
		GOLDMAN SACHS 010-74932-3					VAR	VAR
666,651.		599,318.					69,402.	
		GOLDMAN SACHS 010-74933-1					VAR	VAR
1,191,284.		1,276,960.					-67,882.	
		GOLDMAN SACHS 010-74933-1					VAR	VAR
1,611,814.		1,087,691.					526,702.	
		GOLDMAN SACHS 010-74936-4					VAR	VAR
811,255.		813,697.					-2,442.	
		GOLDMAN SACHS 010-74936-4					VAR	VAR
1,358,936.		954,225.					404,711.	
		GOLDMAN SACHS 010-74944-8					VAR	VAR
155,064.		154,696.					368.	
		GOLDMAN SACHS 010-74944-8					VAR	VAR
1,002,632.		985,973.					16,659.	
TOTAL GAIN(LOSS)							982,415.	

CASH, DEPOSITS & MONEY MARKET FUNDS

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
CASH								
U S DOLLAR	(2,099,996 46)	1 0000	(2,099,996 46)		(2,099,996 46)			
DEPOSITS & MONEY MARKET FUNDS								
MONEY MARKET FUNDS								
GS FINANCIAL SQUARE TREASURY SOLUTIONS FUND - FST SHARES Moody's Aaa	2,172,868 730	1 0000	2,172,868 73	1 0000	2,172,868 73	0 00	0 0100	217 29
TOTAL CASH, DEPOSITS & MONEY MARKET FUNDS			**72,872.27**		**72,872.27**			**217.29**

FIXED INCOME

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
INVESTMENT GRADE FIXED INCOME								
GS SHORT DURATION GOVERNMENT FUND								
GS SHORT-DURATION GOVERNMENT FUND INSTITUTIONAL SHARES	210,210 210	9 9900	2,100,000 00	9 9900	2,100,000 00			25,855 86

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized / Economic Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
OTHER FIXED INCOME								
GS HIGH YIELD FLOATING RATE FUND								
GS HIGH YIELD FLOATING RATE FUND INSTITUTIONAL SHARES	142,179 123	9 3900	1,335,061 96	10 0632	1,430,772 18	(95,710 22) 29,012 01		52,606 28
TOTAL FIXED INCOME			**3,435,061.96**		**3,530,772.18**	**(95,710.22)**		**78,462.13**

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
US EQUITY STRUCTURED PRODUCTS								
CREDIT SUISSE AG LINKED TO S&P 500 INDEX UPSIDE LEVERED CAPPED W BUFFER STRUCTURED NOTE DUE 06/01/2017 (OCSPXE18)	1,295,000 00	96 0900	1,244,365 50	100 0000	1,295,000 00	(50,634 50)		
NON-US EQUITY								
WISDOMTREE EUROPE HEDGED EQUITY INDEX FUND (WISDOMTREE)								
WISDOMTREE EUR HDGD EQ FD CMN (HEDJ)	5,660 00	53 8100	304,564 60	52 9398	299,639 27	4,925 33	2 3780	7,242 59
NON-US EQUITY STRUCTURED PRODUCTS								
CREDIT SUISSE AG LINKED TO BASKET OF INDICES UPSIDE LEVERED CAPPED W BUFFER STRUCTURED NOTE DUE 06/01/2017 (OCIDEE17)	400,000 00	91 0000	364,000 00	100 0000	400,000 00	(36,000 00)		
TOTAL NON-US EQUITY			**668,564.60**		**699,639.27**	**(31,074.67)**	**2.3780**	**7,242.59**
TOTAL PUBLIC EQUITY			**1,912,930.10**		**1,994,639.27**	**(81,709.17)**	**2.3780**	**7,242.59**

OTHER INVESTMENTS

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
ASSET ALLOCATION INVESTMENTS								
GS TACTICAL TILT IMPLEMENTATION FUND								
GS TACTICAL TILT IMPLEMENTATION FUND INST (TTIFX)	54,264 874	9 6700	524,741 33	10 5762	573,916 20	(49,174 87)		

	Market Value	Adjusted Cost / [6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**5,945,605.66**	**6,172,199.92**	**(226,594.26)**	**85,922.01**

[6] Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments if applicable Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
NON-US EQUITY								
INVESCO NON-US EQUITY								
U S DOLLAR	169 08	1 0000	169 08		169 08			
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)[14]	182,690 14	1 0000	182,690 14	1 0000	182,690 14		0 2522	460 73

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
CK HUTCHISON HLDGS LTD ADR CMN (CKHUY)	3,492 00	13 4400	46,932 48	15 6265	54,567 70	(7,635 22)	0 5380	252 50
WH GROUP LTD ADR CMN (WGHPY)	3,506 00	11 2200	39,337 32	13 8269	48,477 24	(9,139 92)		
ABERDEEN ASSET MANAGEMENT PLC ADR CMN (ABDNY)	2,242 00	8 4700	18,989 74	14 2919	32,042 47	(13,052 73)	6 3607	1,207 88
ALLIANZ SE ADR CMN (AZSEY)	2,180 00	17 7660	38,729 88	15 9024	34,667 28	4,062 60	3 1902	1,235 55
AMADEUS IT HLDG S A ADR CMN (AMADY)	570 00	44 1960	25,191 72	25 1628	14,342 78	10,848 94	1 2696	319 84
AMCOR LTD ADR (NEW) ADR CMN (AMCRY)	1,072 00	39 1130	41,929 14	38 6434	41,425 77	503 37	3 9972	1,675 98
AVAGO TECHNOLOGIES LTD CMN (AVGO)	281 00	145 1500	40,787 15	39 1112	10,990 24	29,796 91	1 2125	494 56
BAIDU, INC SPONSORED ADR CMN (BIDU)	116 00	189 0400	21,928 64	137 8334	15,988 67	5,939 97		
BRAMBLES LIMITED SPONSORED ADR CMN (BXBLY)	1,000 00	16 8360	16,836 00	15 0464	15,046 37	1,789 63	2 1983	370 11
BRF SA SPONSORED ADR CMN (BRFS)	1,035 00	13 8200	14,303 70 135 43	21 1833	21,924 74	(7,621 04)	1 7530	250 75
BRITISH AMERICAN TOBACCO PLC SPONS ADR (BTI)	411 00	110 4500	45,394 95	99 6029	40,936 81	4,458 14	4 1055	1,863 69
BUNZL PLC SPONSORED ADR CMN (BZLFY)	652 00	27 7830	18,114 52 105 96	19 7762	12,894 10	5,220 41	1 8883	342 05
CANADIAN NATIONAL RAILWAY CO CMN (CNI)	419 00	55 8800	23,413 72	39 5539	16,573 10	6,840 62	1 6164	378 47
CARLSBERG AS SPONSORED ADR CMN (CABGY)	2,078 00	17 8320	37,054 90	19 7226	40,983 56	(3,928 66)	0 9456	350 40
CENOVUS ENERGY INC CMN (CVE)	1,130 00	12 6200	14,260 60	23 4842	26,537 18	(12,276 58)	3 6646	522 59
CGI GROUP INC CMN CLASS A (GIB)	1,186 00	40 0300	47,475 58	29 0989	34,511 32	12,964 26		
CIELO S A SPONSORED ADR CMN (CIOXY)	1,974 00	8 4900	16,759 26	10 0268	19,792 96	(3,033 70)	1 9336	324 06
COCA-COLA AMATIL LIMITED SPONSORED ADR CMN (CCLAY)	1,450 00	6 7660	9,810 70	12 0515	17,474 70	(7,664 00)	4 1464	406 79
COMPAGNIE FINANCIERE RICHEMONT UNSPONSORED ADR CMN (CFRUY)	2,991 00	7 2030	21,544 17	7 4414	22,257 35	(713 18)	1 3036	280 84
COMPASS GROUP PLC SPONSORED ADR CMN (CMPGY)	1,974 00	17 3180	34,185 73	11 6347	22,966 86	11,218 87	2 3259	795 14
DENSO CORP ADR ADR CMN (DNZOY)	630 00	24 1820	15,234 66	18 4319	11,612 10	3,622 56	1 7966	273 70

[14] This represents a bank deposit of an affiliated bank reflected here for your convenience and is not cash held in your brokerage or custody account Please see the enclosed Bank Statement page(s) for specific information related to your bank deposit

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
NON-US EQUITY								
INVESCO NON-US EQUITY								
DEUTSCHE BOERSE AG UNPOSNORED ADR CMN (DBOEY)	4,227 00	8 8410	37,370 91	6 9826	29,515 44	7,855 47	1 7476	653 11
DEUTSCHE POST AG SPONSORED ADR CMN (DPSGY)	771 00	28 1950	21,738 35	26 8502	20,701 48	1,036 86	3 2269	701 47
ERICSSON AMERICAN ADR CMN CLASS B (ERIC)	3,674 00	9 6100	35,307 14	12 0261	44,183 81	(8,876 67)	2 6410	932 47
FANUC CORP UNSPONSORED ADR CMN (FANUY)	573 00	29 2060	16,735 04	27 8502	15,958 19	776 85	2 6468	442 94
FOMENTO ECONOMICO MEXICANO SAB DE C V NEW SPONS ADR REPSTG UNIT 1 SER B SH FOMENTO ECONOMICO MEXICANO (FMX)	156 00	92 3500	14,406 60	77 5897	12,104 00	2,302 60	1 4855	214 01
GETINGE AB UNSPONSORED ADR CMN (GNGBY)	1,286 00	26 3920	33,940 11	24 4730	31,472 24	2,467 87	0 9390	318 71
GREAT WALL MOTOR COMPANY LTD ADR CMN (GWLLY)	2,241 00	11 6510	26,109 89	14 4445	32,370 02	(6,260 13)	4 7097	1,229 71
GRUPO TELEVISA, S A GDS REP 5 CPO'S REP 1 L SHARE, 1 A SHARE AND 1 D SHARE (TV)	1,224 00	27 2100	33,305 04	24 3865	29,849 10	3,455 94	0 3788	126 18
INDUSTRIAL AND COMMERCIAL BANK ADR CMN (IDCBY)	1,565 00	12 0770	18,900 51	13 3622	20,911 87	(2,011 36)	5 8143	1,098 94
JAPAN TOBACCO INC ADR CMN (JAPAY)	1,825 00	18 5840	33,915 80	15 9952	29,191 28	4,724 52	1 7618	597 53
JULIUS BAER GROUP LTD ADR CMN (JBAXY)	2,615 00	9 7220	25,423 03	7 8714	20,583 71	4,839 32		
KASIKORNBANK PUB CO LTD ADR CMN (KPCPY)	1,479 00	16 7290	24,742 19	24 3930	36,077 27	(11,335 08)	2 2350	552 98
KINGFISHER PLC SPONSORED ADR CMN (KGFHY)	3,097 00	9 7130	30,081 16	9 9325	30,761 08	(679 92)	2 8520	857 91
KOMATSU LTD ADR (NEW) SPONSORED GDS CMN (KMTUY)	1,187 00	16 5590	19,655 53	24 1482	28,663 87	(9,008 34)	2 2509	442 42
LLOYDS BANKING GROUP PLC SPONSORED ADR CMN (LYG)	6,021 00	4 3600	26,251 56	4 9580	29,852 02	(3,600 46)	2 1102	553 96
NOVARTIS AG-ADR SPONSORED ADR CMN (NVS)	232 00	86 0400	19,961 28	63 1231	14,644 56	5,316 72	2 6250	523 98
NOVO-NORDISK A/S ADR ADR CMN (NVO)	353 00	58 0800	20,502 24	27 6253	9,751 74	10,750 50	0 9175	188 11
PRADA S P A ADR CMN (PRDSY)	1,575 00	6 2190	9,794 93	14 6009	22,996 46	(13,201 53)	2 4933	244 22
PROSIEBENSAT 1 MEDIA SE UNSPONSORED ADR CMN (PBSFY)	2,059 00	12 7000	26,149 30	10 1781	20,956 74	5,192 56	2 2467	587 50
PT BANK MANDIRI (PERSERO) ADR CMN (PPERY)	2,386 00	6 7100	16,010 06	7 3285	17,485 74	(1,475 68)	1 7324	277 35
PUBLICIS GROUPE S A SPONSORED ADR CMN (PUBGY)	2,372 00	16 6690	39,538 87	15 6056	37,016 44	2,522 43	1 5187	600 48
REED ELSEVIER PLC SPONSORED ADR CMN (RELX)	3,065 00	17 8300	54,648 95	10 9946	33,698 42	20,950 53	2 2848	1,248 61

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
NON-US EQUITY								
INVESCO NON-US EQUITY								
ROCHE HOLDING AG ADR B SHS(NOM CHF 100) VAL 224 184 (RHHBY)	1,332 00	34 5160	45,975 31	28 7128	38,245 42	7,729 89	2 3925	1,099 96
ROYAL DUTCH SHELL PLC SPONSORED ADR CMN SERIES B (RDSB)	566 00	46 0400	26,058 64	68 6111	38,833 89	(12,775 25)	8 1668	2,128 16
SAP SE (SPON ADR) (SAP)	522 00	79 1000	41,290 20	65 6231	34,255 28	7,034 92	1 1115	458 94
SCHNEIDER ELECTRIC SE UNSPONSORED ADR (FRANCE) SCHNEIDER ELECTRIC SE UNSPONSO (SBGSY)	3,206 00	11 4190	36,609 31	14 0770	45,130 93	(8,521 61)	0 5322	194 84
SKY PLC SPONSORED ADR CMN (SKYAY)	1,057 00	65 5590	69,295 86	54 6532	57,768 41	11,527 45	3 0280	2,098 30
SMITH & NEPHEW PLC ADR CMN (SNN)	980 00	35 6000	34,888 00	28 0921	27,530 21	7,357 79	2 2416	782 04
SUNCOR ENERGY INC CMN (SU)	1,151 00	25 8000	29,695 80	32 7592	37,705 89	(8,010 09)	3 2480	964 52
SWATCH GROUP SA (THE) ADR CMN (SWGAY)	989 00	17 4930	17,300 58	21 5698	21,332 51	(4,031 93)	1 3039	225 59
SYNGENTA AG SPONSORED ADR CMN (SYT)	439 00	78 7300	34,562 47	67 2958	29,542 85	5,019 62	2 5042	865 51
TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS 5ORDS (TSM)	1,746 00	22 7500	39,721 50	16 9889	29,662 56	10,058 94	2 5419	1,009 68
TEVA PHARMACEUTICAL IND LTD ADS (TEVA)	1,049 00	65 6400	68,856 36	42 2391	44,308 79	24,547 57	1 7682	1,217 51
TOYOTA MOTOR CORPORATION SPON ADR (TM)	219 00	123 0400	26,945 76	119 2697	26,120 07	825 69	2 6218	706 48
UBS GROUP AG CMN (UBS)	1,814 00	19 3700	35,137 18	18 7153	33,949 49	1,187 69	2 7728	974 30
UNILEVER N V NY SHS (NEW) ADR CMN (UN)	587 00	43 3200	25,428 84	34 3407	20,157 98	5,270 86	2 7026	687 23
UNITED OVERSEAS BK LTD SPONSORED ADR CMN (UOVEY)	989 00	27 6460	27,341 89	36 0538	35,657 22	(8,315 33)	4 5121	1,233 69
WPP PLC ADR CMN (WPPGY)	454 00	114 7400	52,091 96	77 2996	35,094 03	16,997 93	2 8595	1,489 59
YAHOO JAPAN CORPORATION UNSPONSORED ADR CMN (YAHOY)	4,807 00	8 2130	39,479 89	7 1435	34,339 01	5,140 88	1 2593	497 17
TOTAL INVESCO NON-US EQUITY			2,006,241 82 241 39		1,897,252 54	108,989 27	2 1813	40,831 70

	Market Value	Adjusted Cost / [6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**2,006,483.21**	**1,897,252.54**	**108,989.27**	**40,831.70**

[6] Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments, if applicable Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
US EQUITY								
HERNDON CAPITAL LARGE CAP VALUE								
U S DOLLAR	133 64	1 0000	133 64		133 64			
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)[14]	23,342 25	1 0000	23,342 25	1 0000	23,342 25		0 2450	57 20

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
ABBVIE INC CMN (ABBV)	300 00	59 2400	17,772 00	62 1539	18,646 16	(874 16)	3 8488	684 00
ALLIANCE DATA SYSTEMS CORPORAT CMN (ADS)	40 00	276 5700	11,062 80	297 9105	11,916 42	(853 62)		
ALTRIA GROUP, INC CMN (MO)	376 00	58 2100	21,886 96 212 44	35 6501	13,404 43	8,482 53	3 8825	849 76
AMERICAN EXPRESS CO CMN (AXP)	249 00	69 5500	17,317 95	78 4667	19,538 20	(2,220 25)	1 6679	288 84
APACHE CORP CMN (APA)	237 00	44 4700	10,539 39	59 4874	14,098 51	(3,559 12)	2 2487	237 00
APPLE, INC CMN (AAPL)	170 00	105 2600	17,894 20	75 1536	12,776 12	5,118 08	1 9761	353 60
CAMPBELL SOUP CO CMN (CPB)	99 00	52 5500	5,202 45	46 8560	4,638 74	563 71	2 3749	123 55
CBOE HOLDINGS, INC CMN (CBOE)	374 00	64 9000	24,272 60	48 6499	18,195 07	6,077 53	1 4176	344 08
CF INDUSTRIES HOLDINGS, INC CMN (CF)	243 00	40 8100	9,916 83	47 6268	11,573 31	(1,656 48)	2 9405	291 60
DISCOVER FINANCIAL SERVICES CMN (DFS)	315 00	53 6200	16,890 30	53 4851	16,847 82	42 48	2 0888	352 80
EATON VANCE CORP (NON-VTG) CMN (EV)	439 00	32 4300	14,236 77	39 4303	17,309 90	(3,073 13)	3 2686	465 34
FRANKLIN RESOURCES INC CMN (BEN)	353 00	36 8200	12,997 46 63 54	40 1558	14,174 98	(1,177 52)	1 9555	254 16
GILEAD SCIENCES CMN (GILD)	125 00	101 1900	12,648 75	93 0389	11,629 86	1,018 89	1 6998	215 00
HALLIBURTON COMPANY CMN (HAL)	114 00	34 0400	3,880 56	41 9519	4,782 52	(901 96)	2 1152	82 08
HARRIS CORP CMN (HRS)	162 00	86 9000	14,077 80	77 5562	12,564 10	1,513 70	2 3015	324 00
HEWLETT PACKARD ENTERPRISE CO CMN (HPE)	214 00	15 2000	3,252 80 11 77	15 8969	3,401 93	(149 13)	1 4474	47 08

[14] This represents a bank deposit of an affiliated bank reflected here for your convenience and is not cash held in your brokerage or custody account Please see the enclosed Bank Statement page(s) for specific information related to your bank deposit

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
HERNDON CAPITAL LARGE CAP VALUE								
HP INC CMN (HPQ)	214 00	11 8400	2,533 76 26 54	14 4621	3,094 89	(561 13)		
LOCKHEED MARTIN CORPORATION CMN (LMT)	112 00	217 1500	24,320 80	139 5384	15,628 30	8,692 50	3 0394	739 20
MARATHON PETROLEUM CORPORATION CMN (MPC)	402 00	51 8400	20,839 68	34 3549	13,810 68	7,029 00	2 4691	514 56
MASTERCARD INCORPORATED CMN CLASS A (MA)	131 00	97 3600	12,754 16	92 8163	12,158 94	595 22	0 7806	99 56
MCGRAW-HILL COMPANIES INC CMN (MHFI)	188 00	98 5800	18,533 04	66 9177	12,580 52	5,952 52	1 3390	248 16
MOODYS CORP CMN (MCO)	170 00	100 3400	17,057 80	92 1712	15,669 10	1,388 70	1 4750	251 60
MYLAN NV CMN (MYL)	116 00	54 0700	6,272 12	48 9058	5,673 07	599 05		
NEWMARKET CORP CMN (NEU)	36 00	380 7300	13,706 28 57 60	303 8711	10,939 36	2,766 92	1 6810	230 40
PHILIP MORRIS INTL INC CMN (PM)	217 00	87 9100	19,076 47 221 34	83 4669	18,112 32	964 15	4 6411	885 36
ROCKWELL COLLINS, INC CMN (COL)	151 00	92 3000	13,937 30	77 5079	11,703 70	2,233 60	1 4301	199 32
ROSS STORES,INC CMN (ROST)	78 00	53 8100	4,197 18	32 9185	2,567 64	1,629 54	0 8734	36 66
SM ENERGY COMPANY CMN (SM)	325 00	19 6600	6,389 50	83 0560	26,993 21	(20,603 71)	0 5086	32 50
TESORO CORPORATION CMN (TSO)	135 00	105 3700	14,224 95	94 8868	12,809 72	1,415 23	1 8981	270 00
TJX COMPANIES INC (NEW) CMN (TJX)	310 00	70 9100	21,982 10	55 0361	17,061 18	4,920 92	1 1846	260 40
UNITED PARCEL SERVICE, INC CLASS B COMMON STOCK (UPS)	191 00	96 2300	18,379 93	97 4395	18,610 95	(231 02)	3 0344	557 72
UNITED RENTALS, INC CMN (URI)	81 00	72 5400	5,875 74	75 1551	6,087 56	(211 82)		
VALERO ENERGY CORPORATION CMN (VLO)	271 00	70 7100	19,162 41	48 4670	13,134 57	6,027 84	2 8285	542 00
VERISK ANALYTICS, INC CMN (VRSK)	203 00	76 8800	15,606 64	72 6727	14,752 55	854 09		
WADDELL & REED FIN , INC CLASS A COMMON (WDR)	552 00	28 6600	15,820 32	46 9556	25,919 48	(10,099 16)	6 4201	1,015 68
WESTERN DIGITAL CORPORATION CMN (WDC)	196 00	60 0500	11,769 80 98 00	66 7917	13,091 17	(1,321 37)	3 3306	392 00
WESTERN UNION COMPANY (THE) CMN (WU)	803 00	17 9100	14,381 73	16 4748	13,229 28	1,152 45	3 4618	497 86
YUM BRANDS, INC CMN (YUM)	77 00	73 0500	5,624 85	72 9497	5,617 13	7 72	2 5188	141 68
ACCENTURE PLC CMN (ACN)	121 00	104 5000	12,644 50	101 9007	12,329 98	314 52	2 1053	266 20
JAZZ PHARMACEUTICALS PLC CMN (JAZZ)	123 00	140 5600	17,288 88	150 7610	18,543 60	(1,254 72)		
LYONDELLBASELL INDUSTRIES N V CMN CLASS A (LYB)	154 00	86 9000	13,382 60	87 3979	13,459 28	(76 68)	3 5903	480 48

TBL FOUNDATION HERNDON CAPITAL: LCV

Holdings (Continued)

Period Ended December 31, 2015

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
HERNDON CAPITAL LARGE CAP VALUE								
NOBLE CORPORATION PLC CMN (NE)	1,394 00	10 5500	14,706 70	13 3052	18,547 48	(3,840 78)	12 0853	1,777 35
TOTAL HERNDON CAPITAL LARGE CAP VALUE			597,794 75 691 23		581,099 62	16,695 13	2 6731	14,408 78

	Market Value	Adjusted Cost / [6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**598,485.98**	**581,099.62**	**16,695.13**	**14,408.78**

[6] Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments if applicable Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
US EQUITY								
DSM LARGE CAP GROWTH								
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)[14]	50,791 46	1 0000	50,791 46	1 0000	50,791 46		0 2518	127 91

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
ADOBE SYSTEMS INC CMN (ADBE)	1,338 00	93 9400	125,691 72	81 7770	109,417 57	16,274 15		
AFFILIATED MANAGERS GROUP INC CMN (AMG)	563 00	159 7600	89,944 88	197 2574	111,055 94	(21,111 06)		
ALEXION PHARMACEUTICALS INC CMN (ALXN)	708 00	190 7500	135,051 00	139 4581	98,736 33	36,314 67		
ALPHABET INC CMN CLASS A (GOOGL)	146 00	778 0100	113,589 46	414 2475	60,480 14	53,109 32		
ALPHABET INC CMN CLASS C (GOOG)	89 00	758 8800	67,540 32	348 0724	30,978 44	36,561 88		
BRISTOL-MYERS SQUIBB COMPANY CMN (BMY)	917 00	68 7900	63,080 43 348 46	60 3358	55,327 93	7,752 50	2 2096	1,393 84
CELGENE CORPORATION CMN (CELG)	1,115 00	119 7600	133,532 40	51 8951	57,863 06	75,669 34		
CERNER CORP CMN (CERN)	1,006 00	60 1700	60,531 02	67 6225	68,028 21	(7,497 19)		
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (CTSH)	2,439 00	60 0200	146,388 78	48 2657	117,720 05	28,668 73		
DOLLAR GENERAL CORPORATION CMN (DG)	1,350 00	71 8700	97,024 50 297 00	66 6050	89,916 73	7,107 77	1 2244	1,188 00
FACEBOOK, INC CMN CLASS A (FB)	1,386 00	104 6600	145,058 76	82 2382	113,982 14	31,076 62		
FLEETCOR TECHNOLOGIES, INC CMN (FLT)	417 00	142 9300	59,601 81	153 5250	64,019 91	(4,418 10)		
INTUITIVE SURGICAL, INC CMN (ISRG)	147 00	546 1600	80,285 52	484 4068	71,207 80	9,077 72		
INVESCO LTD CMN (IVZ)	2,416 00	33 4800	80,887 68	36 0110	87,002 68	(6,115 00)	3 2258	2,609 28
MASTERCARD INCORPORATED CMN CLASS A (MA)	806 00	97 3600	78,472 16	66 2044	53,360 74	25,111 42	0 7806	612 56
MONSTER BEVERAGE CORPORATION CMN (MNST)	544 00	148 9600	81,034 24	99 4157	54,082 15	26,952 09		
NEWELL RUBBERMAID INC CMN (NWL)	1,666 00	44 0800	73,437 28	44 3832	73,942 47	(505 19)	1 7241	1,266 16
PRICELINE GROUP INC/THE CMN (PCLN)	124 00	1,274 9500	158,093 80	1,134 8585	140,722 45	17,371 35		
REGENERON PHARMACEUTICAL INC CMN (REGN)	100 00	542 8700	54,287 00	287 3890	28,738 90	25,548 10		
SHIRE LIMITED SPONSORED ADR CMN (SHPG)	500 00	205 0000	102,500 00	245 1727	122,586 36	(20,086 36)	0 3410	349 50
STARBUCKS CORP CMN (SBUX)	957 00	60 0300	57,448 71	44 0396	42,145 91	15,302 80	1 3327	765 60
STERICYCLE INC CMN (SRCL)	467 00	120 6000	56,320 20	131 8128	61,556 58	(5,236 38)		

[14] This represents a bank deposit of an affiliated bank reflected here for your convenience and is not cash held in your brokerage or custody account Please see the enclosed Bank Statement page(s) for specific information related to your bank deposit

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
DSM LARGE CAP GROWTH								
TENCENT HOLDINGS LIMITED UNSPONSORED ADR CMN ADD ADR REL 19358779 (TCEHY)	6,984 00	19 6770	137,424 17	8 4477	58,998 58	78,425 59	0 2076	285 32
VISA INC CMN CLASS A (V)	1,189 00	77 5500	92,206 95	39 8097	47,333 70	44,873 25	0 7221	665 84
ALIBABA GROUP HOLDING LIMITED SPONSORED ADR CMN (BABA)	1,506 00	81 2700	122,392 62	87 4045	131,631 23	(9,238 61)		
ALLERGAN PLC CMN (AGN)	535 00	312 5000	167,187 50	283 6913	151,774 86	15,412 64		
NIELSEN HLDGS PLC CMN (NLSN)	1,852 00	46 6000	86,303 20	45 5337	84,328 32	1,974 88	2 4034	2,074 24
NXP SEMICONDUCTORS N V CMN (NXPI)	706 00	84 2500	59,480 50	78 7479	55,596 04	3,884 46		
PERRIGO CO PLC CMN (PRGO)	602 00	144 7000	87,109 40	152 4355	91,766 19	(4,656 79)	0 3455	301 00
ROYAL CARIBBEAN CRUISES LTD ISIN LR0008862868 (RCL)	976 00	101 2100	98,780 96 366 00	79 0287	77,132 02	21,648 94	1 4821	1,464 00
TOTAL DSM LARGE CAP GROWTH			2,961,478 43 1,011 46		2,462,224 89	499,253 54	1 1853	13,103 25

	Market Value	Adjusted Cost / [6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**2,962,489.89**	**2,462,224.89**	**499,253.54**	**13,103.25**

[6] Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments if applicable Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions

Period Ended December 31, 2015

CASH, DEPOSITS & MONEY MARKET FUNDS

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
DEPOSITS & MONEY MARKET FUNDS								
DEPOSITS								
GOLDMAN SACHS BANK DEPOSIT (BDA)[14]	9,329 50	1 0000	9,329 50	1 0000	9,329 50	0 00	0 2502	23 34

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
US STOCKS								
AKAMAI TECHNOLOGIES INC CMN (AKAM)	39,650 00	52 6300	2,086,779 50	0 0055	218 07	2,086,561 43		

	Market Value	Adjusted Cost /[6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**2,096,109.00**	**9,547.57**	**2,086,561.43**	**23.34**

[6] Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments, if applicable Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions

[14] This represents a bank deposit of an affiliated bank reflected here for your convenience and is not cash held in your brokerage or custody account Please see the enclosed Bank Statement page(s) for specific information related to your bank deposit

Not a Deposit Not FDIC Insured May Lose Value (Excluding Goldman Sachs Bank Deposit Account, Term Deposits and Certificates of Deposit)

Brokerage and securities services provided by Goldman, Sachs & Co Bank Deposit Account, Certificates of Deposit and Term Deposits offered by Goldman Sachs Bank USA Member FDIC

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
GOLDMAN SACHS	4,055,722.	5,601,376.	5,524,234.
TOTALS	4,055,722.	5,601,376.	5,524,234.

CASH, DEPOSITS & MONEY MARKET FUNDS

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
CASH								
U S DOLLAR	(2,099,996 46)	1 0000	(2,099,996 46)		(2,099,996 46)			
DEPOSITS & MONEY MARKET FUNDS								
MONEY MARKET FUNDS								
GS FINANCIAL SQUARE TREASURY SOLUTIONS FUND - FST SHARES Moody's Aaa	2,172,868 730	1 0000	2,172,868 73	1 0000	2,172,868 73	0 00	0 0100	217 29
TOTAL CASH, DEPOSITS & MONEY MARKET FUNDS			**72,872.27**		**72,872.27**			**217.29**

FIXED INCOME

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
INVESTMENT GRADE FIXED INCOME								
GS SHORT DURATION GOVERNMENT FUND								
GS SHORT-DURATION GOVERNMENT FUND INSTITUTIONAL SHARES	210,210 210	9 9900	2,100,000 00	9 9900	2,100,000 00			25,855 86

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized / Economic Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
OTHER FIXED INCOME								
GS HIGH YIELD FLOATING RATE FUND								
GS HIGH YIELD FLOATING RATE FUND INSTITUTIONAL SHARES	142,179 123	9 3900	1,335,061 96	10 0632	1,430,772 18	(95,710 22) 29,012 01		52,606 28
TOTAL FIXED INCOME			**3,435,061.96**		**3,530,772.18**	**(95,710.22)**		**78,462.13**

TBL FOUNDATION GS CORPORATE FIXED INCOME

Holdings

Period Ended December 31, 2015

FIXED INCOME

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
INVESTMENT GRADE FIXED INCOME								
GS CORPORATE FIXED INCOME								
GOLDMAN SACHS BANK DEPOSIT (BDA)[14]	27,760 63	1 0000	27,760 63	1 0000	27,760 63		0 2194	60 91

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
BOTTLING GROUP, LLC 5 5% 04/01/2016 SR LIEN S&P A /Moody's A1	100,000 00	101 1240	101,124 00 1,375 00	100 9739 116 66	100,973 87 116,660 00	150 13 (15,536 00)	1 5948	5,500 00
RIO TINTO FINANCE (USA) PLC 1 375% 06/17/2016 SR LIEN S&P A- /Moody's A3	100,000 00	99 9420	99,942 00 53 47	100 0298 100 17	100,029 82 100,171 00	(87 82) (229 00)	1 3100	1,375 00
GENERAL ELECTRIC CAPITAL CORP FRN MTN 02/15/2017 SER A USLIB 3MO +17 00BP SR LIEN CPN 08/15/11-11/14/11 0 456170 S&P AA+ /Moody's A1	125,000 00	99 8930	124,866 25 84 77	95 1340	118,917 50	5,948 75		664 50
AMERICAN EXPRESS BANK, FSB FRN 06/12/2017 SER BKNT USLIB 1MO +30 00BP SR LIEN CPN 11/13/07-12/11/07 4 95938% S&P A- /Moody's A2	100,000 00	99 3850	99,385 00 31 89	94 9850	94,985 00	4,400 00		617 00
WACHOVIA CORPORATION FRN 06/15/2017 USLIB 3MO +27 00BP SR LIEN CPN 9/15/08-12/14/08 3 08875% S&P A /Moody's A2	125,000 00	99 6940	124,617 50 38 01	94 9270	118,658 75	5,958 75		977 50
PEPSICO, INC 1 125% 07/17/2017 SR LIEN S&P A /Moody's A1	100,000 00	99 9930	99,993 00 512 50	99 9680	99,968 00	25 00	1 1412	1,125 00
CATERPILLAR FINANCIAL SERVICES MTN 1 25% 11/06/2017 USD SER G SR LIEN S&P A /Moody's A2	50,000 00	99 6140	49,807 00 95 49	99 7360	49,868 00	(61 00)	1 3731	625 00
WYNDHAM WORLDWIDE CORP 2 5% 03/01/2018 USD SR LIEN Next Call Dt 02 01 18 S&P BBB- /Moody's Baa3	75,000 00	99 5790	74,684 25 625 00	100 3995 100 89	75,299 64 75,666 75	(615 39) (982 50)	2 3099	1,875 00
PFIZER INC FRN 06/15/2018 USD USLIB 3MO +30 00BP SR LIEN CPN 12/15/15-03/14/16 0 812% S&P AA /Moody's A1	125,000 00	99 6350	124,543 75 42 29	100 0000	125,000 00	(456 25)		1,015 00

[14] This represents a bank deposit of an affiliated bank reflected here for your convenience and is not cash held in your brokerage or custody account Please see the enclosed Bank Statement page(s) for specific information related to your bank deposit

FIXED INCOME (Continued)

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
INVESTMENT GRADE FIXED INCOME								
GS CORPORATE FIXED INCOME								
VERIZON COMMUNICATIONS INC FRN 09/14/2018 USD USLIB 3MO +175 00BP SR LIEN CPN 12/14/15-03/13/16 2 252% S&P BBB+ /Moody's Baa1	100,000 00	102 3940	102,394 00 106 34	105 3660	105,366 00	(2,972 00)		2,252 00
EDWARDS LIFESCIENCES CORP 2 875% 10/15/2018 USD SR LIEN S&P BBB- /Moody's Baa3	50,000 00	101 1600	50,580 00 303 47	100 8157 101 32	50,407 85 50,658 50	172 15 (78 50)	2 5700	1,437 50
STX 3 75% 11/15/2018 USD SER B SR LIEN S&P BBB- /Moody's Baa3	50,000 00	99 2500	49,625 00 239 58	103 1272 103 48	51,563 59 51,740 00	(1,938 59) (2,115 00)	2 6131	1,875 00
AT&T INC FRN 11/27/2018 USD USLIB 3MO +91 00BP 1 0*#US3MLI CPN 11/27/15-02/28/16 1 3167% S&P BBB+ /Moody's Baa1	75,000 00	100 0870	75,065 25 93 27	100 0000	75,000 00	65 25		987 53
AIR LEASE CORPORATION 3 375% 01/15/2019 USD SR LIEN Next Call Dt 12 15 18 S&P BBB-	100,000 00	100 5000	100,500 00 1,556 25	102 1585 103 14	102,158 51 103,137 00	(1,658 51) (2,637 00)	2 6316	3,375 00
JPMORGAN CHASE & CO FRN 01/28/2019 USD SER 1 USLIB 3MO +63 00BP SR LIEN CPN 10/28/15-01/27/16 0 95315% S&P A- /Moody's A3	100,000 00	99 2600	99,260 00 169 45	100 0000	100,000 00	(740 00)		953 15
MATTEL INC 2 35% 05/06/2019 USD SR LIEN S&P BBB /Moody's Baa1	100,000 00	99 1530	99,153 00 359 03	99 9250	99,925 00	(772 00)	2 3660	2,350 00
LEGG MASON, INC 2 7% 07/15/2019 USD SR LIEN S&P BBB /Moody's Baa1	100,000 00	99 7200	99,720 00 1,245 00	100 6497 100 84	100,649 66 100,843 00	(929 66) (1,123 00)	2 5071	2,700 00
BB&T CORPORATION FRN MTN 01/15/2020 USD USLIB 3MO +71 50BP SR LIEN CPN 01/15/16-04/14/16 1 337% Next Call Dt 12 15 19 S&P A- /Moody's A2	50,000 00	99 1370	49,568 50 110 74	100 0000	50,000 00	(431 50)		517 75
CA, INC 3 6% 08/01/2020 SR LIEN Next Call Dt 07 01 20 S&P BBB+ /Moody's Baa2	75,000 00	102 1620	76,621 50 1,102 50	99 9010	74,925 75	1,695 75	3 6219	2,700 00
CELGENE CORPORATION 2 875% 08/15/2020 SR LIEN S&P BBB+ /Moody's Baa2	50,000 00	99 2460	49,623 00 555 03	99 8190	49,909 50	(286 50)	2 9141	1,437 50
BANK OF AMERICA CORPORATION MTN 2 625% 10/19/2020 SR LIEN S&P BBB+ /Moody's Baa1	75,000 00	98 7420	74,056 50 393 75	99 1300	74,347 50	(291 00)	2 8179	1,968 75
CITIGROUP INC FRN 10/26/2020 USLIB 3MO +131 00BP SR LIEN CPN 10/26/15-01/25/16 1 6299% S&P BBB+	100,000 00	100 8580	100,858 00 298 82	100 0000	100,000 00	858 00		1,629 90
UNITEDHEALTH GROUP INCORPORATE 2 875% 12/15/2021 USD SR LIEN S&P A+ /Moody's A3	75,000 00	101 3870	76,040 25 95 83	100 3648 100 38	75,273 59 75,286 50	766 66 753 75	2 8081	2,156 25

TBL FOUNDATION GS CORPORATE FIXED INCOME

Holdings (Continued)

Period Ended December 31, 2015

FIXED INCOME (Continued)

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
INVESTMENT GRADE FIXED INCOME								
GS CORPORATE FIXED INCOME								
TD AMERITRADE HOLDING CO 2 95% 04/01/2022 USD SR LIEN Next Call Dt 02 01 22 S&P A /Moody's A3	50,000 00	99 0540	49,527 00 368 75	99 2310	49,615 50	(88 50)	3 0850	1,475 00
TOTAL GS CORPORATE FIXED INCOME			2,079,315 38 9,856 23		2,070,603 66 2,088,409 88	8,711 72 (9,094 50)	2 3050	41,650 23

	Market Value	Adjusted Cost / Original Cost [6]	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**2,089,171.61**	**2,070,603.66** **2,088,409.88**	**8,711.72** **(9,094.50)**	**41,650.23**

[6] Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments, if applicable Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions

ATTACHMENT 9

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
GOLDMAN SACHS	NONE.	573,916.	524,741.
TOTALS		573,916.	524,741.

Period Ended December 31, 2015

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
US EQUITY STRUCTURED PRODUCTS								
CREDIT SUISSE AG LINKED TO S&P 500 INDEX UPSIDE LEVERED CAPPED W BUFFER STRUCTURED NOTE DUE 06/01/2017 (OCSPXE18)	1,295,000 00	96 0900	1,244,365 50	100 0000	1,295,000 00	(50,634 50)		
NON-US EQUITY								
WISDOMTREE EUROPE HEDGED EQUITY INDEX FUND (WISDOMTREE)								
WISDOMTREE EUR HDGD EQ FD CMN (HEDJ)	5,660 00	53 8100	304,564 60	52 9398	299,639 27	4,925 33	2 3780	7,242 59
NON-US EQUITY STRUCTURED PRODUCTS								
CREDIT SUISSE AG LINKED TO BASKET OF INDICES UPSIDE LEVERED CAPPED W BUFFER STRUCTURED NOTE DUE 06/01/2017 (OCIDEE17)	400,000 00	91 0000	364,000 00	100 0000	400,000 00	(36,000 00)		
TOTAL NON-US EQUITY			**668,564.60**		**699,639.27**	**(31,074.67)**	**2.3780**	**7,242.59**
TOTAL PUBLIC EQUITY			**1,912,930.10**		**1,994,639.27**	**(81,709.17)**	**2.3780**	**7,242.59**

OTHER INVESTMENTS

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
ASSET ALLOCATION INVESTMENTS								
GS TACTICAL TILT IMPLEMENTATION FUND								
GS TACTICAL TILT IMPLEMENTATION FUND INST (TTIFX)	54,264 874	9 6700	524,741 33	10 5762	573,916 20	(49,174 87)		

	Market Value	Adjusted Cost / [6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**5,945,605.66**	**6,172,199.92**	**(226,594.26)**	**85,922.01**

[6] Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments, if applicable Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions

ATTACHMENT 10

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
ADJUSTMENT TO BASIS OF CONTRIBUTED STOCK	2,107,774.
TOTAL	2,107,774.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 11

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION
F. THOMSON LEIGHTON 15 CHARLESDEN PARK NEWTONVILLE, MA 02460	TRUSTEE 1.00

ATTACHMENT 12

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

F. THOMSON LEIGHTON
15 CHARLESDEN PARK
NEWTONVILLE, MA 02460
617-332-0705

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 13

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SWIM ACROSS AMERICA ONE INTERNATIONAL PLACE SUITE 4600 BOSTON, MA 02110	NO RELATIONSHIP PC	DEDICATED TO RAISING MONEY AND AWARENESS FOR CANCER RESEARCH, PREVENTION AND TREATMENT THROUGH SWIMMING-RELATED EVENTS WITH THE HELP OF HUNDREDS OF VOLUNTEERS NATIONWIDE AND PAST AND CURRENT OLYMPIANS, SAA IS HELPING TO FIND A CURE FOR CANCER THROUGH ATHLETICISM, COMMUNITY OUTREACH AND DIRECT SERVICE	5,000
MUSEUM OF SCIENCE 1 SCIENCE PARK BOSTON, MA 02114	NO RELATIONSHIP PC	TO PLAY A LEADING ROLE IN TRANSFORMING THE NATION'S RELATIONSHIP WITH SCIENCE AND TECHNOLOGY THIS ROLE BECOMES EVER MORE IMPORTANT AS SCIENCE AND TECHNOLOGY SHAPE AND RESHAPE OUR LIVES AND WORLD	10,000
BEACON ACADEMY 477 LONGWOOD AVENUE BOSTON, MA 02215	NO RELATIONSHIP PC	TO PROVIDE A TRANSFORMATIONAL YEAR BETWEEN 8TH AND 9TH GRADES TO PROMISING, MOTIVATED AND HARD-WORKING STUDENTS FROM BOSTON AND SURROUNDING URBAN AREAS INSPIRED BY A CHALLENGING CURRICULUM AND STIMULATING CO-CURRICULAR EXPERIENCES, STUDENTS LEARN VITAL ACADEMIC SKILLS AND DEVELOP HABITS OF MIND THAT EMPOWER THEM TO CHANGE THE TRAJECTORY OF THEIR LIVES THEY EMERGE AS ACTIVE LEARNERS WITH INCREASED CONFIDENCE, CRITICAL THINKING SKILLS, AND BROADER VISION, PREPARED TO THRIVE AT COMPETITIVE INDEPENDENT HIGH SCHOOLS THAT SHARE OUR COMMITMENT TO THEIR SUCCESS BEACON ACADEMY SUPPORTS ITS ALUMNI AS THEY CONTINUE THEIR JOURNEYS THE SCHOOL WELCOMES OPPORTUNITIES TO WORK IN PARTNERSHIP WITH TEACHERS AND SCHOOLS TO HELP CREATE AND MAINTAIN INCLUSIVE COMMUNITIES FOR ALL	22,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CENTER FOR EXCELLENCE IN EDUCATION 8201 GREENSBORO DRIVE SUITE 215 MCLEAN, VA 22102	NO RELATIONSHIP PC	THE CENTER SEEKS HIGH ACHIEVING HIGH SCHOOL AND UNIVERSITY STUDENTS FROM DIVERSE ECONOMIC AND CULTURAL BACKGROUNDS TO FURTHER DEVELOP THEIR MATHEMATICAL AND SCIENTIFIC SKILLS	25,000
MATHEMATICAL SCIENCES RESEARCH INSTITUTE 1000 CENTENNIAL DRIVE BERKELEY, CA 94720	NO RELATIONSHIP PC	FURTHER THE ADVANCEMENT AND COMMUNICATION OF FUNDAMENTAL KNOWLEDGE IN MATHEMATICS AND THE MATHEMATICAL SCIENCES, THE DEVELOPMENT OF HUMAN CAPITAL FOR THE GROWTH AND USE OF SUCH KNOWLEDGE, AND THE CULTIVATION IN THE LARGER SOCIETY OF AWARENESS AND APPRECIATION OF THE BEAUTY, POWER AND IMPORTANCE OF MATHEMATICAL IDEAS AND WAYS OF UNDERSTANDING THE WORLD	25,000
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 600 MEMORIAL DRIVE, W98-200 CAMBRIDGE, MA 02139-4822	NO RELATIONSHIP PC	TO ADVANCE KNOWLEDGE AND EDUCATE STUDENTS IN SCIENCE, TECHNOLOGY, AND OTHER AREAS OF SCHOLARSHIP THAT WILL BEST SERVE THE NATION AND THE WORLD IN THE 21ST CENTURY	825,000
SOCIETY FOR SCIENCE 1719 N STREET, N W WASHINGTON, DC 20036	NO RELATIONSHIP PC	TO PROMOTE THE UNDERSTANDING AND APPRECIATION OF SCIENCE AND THE VITAL ROLE IT PLAYS IN HUMAN ADVANCEMENT TO INFORM, EDUCATE AND INSPIRE THE WORLD IN THE 21 ST CENTURY	200,000
MIT MUSEUM 265 MASSACHUSETTS AVENUE BUILDING N51 CAMBRIDGE, MA 02139	NO RELATIONSHIP PC	TO COLLECT AND PRESERVE ARTIFACTS THAT ARE SIGNIFICANT, HELP CREATE EXHIBITS THAT ARE BOTH STIMULATING AND FIRMLY ROOTED IN MIT'S AREAS OF ENDEAVOR, AND FURTHER HELP ENGAGE MIT FACULTY, STAFF AND STUDENTS WITH THE WIDER COMMUNITY	52,500

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AMERICAN ACADEMY OF ARTS & SCIENCES 136 IRVING STREET CAMBRIDGE, MA 02138	NO RELATIONSHIP PC	TO SPONSOR INTERDISCIPLINARY STUDIES ON TOPICS IN THE PUBLIC INTEREST RE PORTS OF SUCH PROJECTS APPEAR IN THE ACADEMY'S QUARTERLY JOURNAL, "DAEDALUS", AND IN OTHER PUBLICATIONS	10,000
BRIDGE BOSTON FOUNDATION 2 MCLELLAN STREET DORCHESTER, MA 02121-4011	NO RELATIONSHIP PC	TO PROMOTE THE FINANCIAL WELL-BEING OF BRIDGE BOSTON CHARTER SCHOOL, BY SOLICITING, RECEIVING AND ADMINISTERING FUNDS FOR THE OPERATIONS OF THE SCHOOL	1,000
DECIBELS CHARITY CORPORATION 2 CLOCK TOWER PLACE, SUITE 418 MAYNARD, MA 01754	NO RELATIONSHIP PC	TO ENSURE THAT CHILDREN WITH HEARING LOSS AND THEIR FAMILIES RECEIVE SPECIALIZED EARLY INTERVENTION SERVICES AND HAVE ACCESS TO NECESSARY TECHNOLOGY AND EQUIPMENT AND THAT PROFESSIONALS ARE KNOWLEDGEABLE ABOUT THE CHALLENGES THESE CHILDREN FACE AND ARE SUPPORTED IN HELPING THEM SUCCEED ACADEMICALLY AND SOCIALLY	5,000
TRUSTEES OF PRINCETON UNIVERSITY 701 CARNEGIE CENTER, STE 442 PRINCETON, NJ 08540	NO RELATIONSHIP PC	PRIVATELY ENDOWED NON-SECTARIAN INSTITUTION OF HIGHER LEARNING AND A WORLD-RENOWNED RESEARCH INSTITUION - SEEKS TO ACHIEVE THE HIGHEST LEVELS OF DISTINCTION IN THE DISCOVERY AND TRANSMISSION OF KNOWLEDGE AND UNDERSTANDING AT THE SAME TIME	1,000
NEWTON FIREFIGHTERS ASSOCIATION 411 WATERTOWN STREET NEWTON, MA 02458	NO RELATIONSHIP PC	TO SERVE ITS MEMBERSHIP WITH INTEGRITY BY PROVIDING THE HIGHEST QUALITY OF REPRESENTATION, SAFETY EDUCATION, TO ADVANCE AND PROTECT WAGES, HOURS AND WORKING CONDITIONS AND TO IMPROVE PUBLIC AND FIREFIGHTER SAFETY THROUGH MAINTAINING A COOPERATIVE LABOR MANAGEMENT RELATIONSHIP WITH NEWTON'S ADMINISTRATORS AND ELECTED OFFICIALS	25

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SCIENCE FROM SCIENTISTS INC 515 BEACON STREET BOSTON, MA 02215	NO RELATIONSHIP PC	TO SPARK STUDENT INTEREST IN MATHEMATICS AND THE SCIENCES BY BRINGING THE HANDS-ON ASPECTS OF THESE SUBJECTS TO THE STUDENTS SO THAT THEY CAN LEARN THE DIRECT REAL-LIFE APPLICATION OF MATH AND SCIENCE	10,000
		TOTAL CONTRIBUTIONS PAID	1,191,525

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 14

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SOCIETY FOR SCIENCE 1719 N STREET, N W WASHINGTON, DC 20036	NO RELATIONSHIP PC	TO PROMOTE THE UNDERSTANDING AND APPRECIATION OF SCIENCE AND THE VITAL ROLE IT PLAYS IN HUMAN ADVANCEMENT TO INFORM, EDUCATE AND INSPIRE THE WORLD IN THE 21 ST CENTURY	200,000
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 600 MEMORIAL DRIVE, W98-200 CAMBRIDGE, MA 02139-4822	NO RELATIONSHIP PC	TO ADVANCE KNOWLEDGE AND EDUCATE STUDENTS IN SCIENCE, TECHNOLOGY, AND OTHER AREAS OF SCHOLARSHIP THAT WILL BEST SERVE THE NATION AND THE WORLD IN THE 21ST CENTURY	2,100,000
		TOTAL CONTRIBUTIONS APPROVED	2,300,000

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 15

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
OTHER INVESTMENT INCOME			18	2,163.	
TOTALS				2,163.	