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## Return of Private Foundation

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

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

, and ending

Name of foundation <b>HIGH MEADOWS FOUNDATION C/O CARL FERENBACH</b>		A Employer identification number <b>20-8521462</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>160 COMMONWEALTH AVE.</b>	Room/suite <b>L5</b>	B Telephone number <b>617-536-1910</b>
City or town, state or province, country, and ZIP or foreign postal code <b>BOSTON, MA 02116</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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) <b>\$ 8,888,206.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input 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		7,007,951.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		90.			STATEMENT 1
4 Dividends and interest from securities		234,484.	234,484.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		3,539,081.			
b Gross sales price for all assets on line 6a	11,779,426.				
7 Capital gain net income (from Part IV, line 2)			3,539,081.		
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					
12 Total. Add lines 1 through 11		10,781,606.	3,773,565.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 3	3,750.	1,875.		0.
c Other professional fees	STMT 4	49,720.	24,860.		0.
17 Interest					
18 Taxes	STMT 5	80,020.	3,020.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 6	92,530.	200.		92,330.
24 Total operating and administrative expenses. Add lines 13 through 23		226,020.	29,955.		92,330.
25 Contributions, gifts, grants paid		10,295,000.			10,295,000.
26 Total expenses and disbursements. Add lines 24 and 25		10,521,020.	29,955.		10,387,330.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		260,586.			
b Net investment income (if negative, enter -0-)			3,743,610.		
c Adjusted net income (if negative, enter -0-)				N/A	

# HIGH MEADOWS FOUNDATION

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## Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

Beginning of year

End of year

(a) Book Value

(b) Book Value

(c) Fair Market Value

Assets

1 Cash - non-interest-bearing

2 Savings and temporary cash investments

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

10a Investments - U.S. and state government obligations

b Investments - corporate stock

c Investments - corporate bonds

11 Investments - land, buildings, and equipment basis

Less accumulated depreciation

12 Investments - mortgage loans

13 Investments - other

STMT 8

14 Land, buildings, and equipment: basis

Less accumulated depreciation

15 Other assets (describe)

16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)

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

22 Other liabilities (describe)

23 Total liabilities (add lines 17 through 22)

Net Assets or Fund Balances

Foundations that follow SFAS 117, check here

24 Unrestricted

25 Temporarily restricted

26 Permanently restricted

Foundations that do not follow SFAS 117, check here

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

31 Total liabilities and net assets/fund balances

## 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)

2 Enter amount from Part I, line 27a

3 Other increases not included in line 2 (itemize)

4 Add lines 1, 2, and 3

5 Decreases not included in line 2 (itemize)

SEE STATEMENT 7

6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30

1 8,246,421.

2 260,586.

3 0.

4 8,507,007.

5 1,097,895.

6 7,409,112.

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## 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 11,779,426.		8,240,345.	3,539,081.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			3,539,081.

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	3,539,081.
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	9,865,430.	10,648,430.	.926468
2013	8,712,881.	8,417,829.	1.035051
2012	7,912,070.	1,433,096.	5.520963
2011	6,697,503.	244,181.	27.428436
2010	7,117,865.	523,784.	13.589314

2 Total of line 1, column (d)	2	48.500232
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	9.700046
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	10,885,074.
5 Multiply line 4 by line 3	5	105,585,719.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	37,436.
7 Add lines 5 and 6	7	105,623,155.
8 Enter qualifying distributions from Part XII, line 4	8	10,387,330.

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 type="checkbox"/> and enter 1% of Part I, line 27b		1	74,872.
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	74,872.
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	74,872.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	85,716.	
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	85,716.	
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	10,844.	
11 Enter the amount of line 10 to be Credited to 2016 estimated tax <input type="checkbox"/> 10,844. Refunded <input type="checkbox"/>	11	0.	

**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
b 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. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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?		
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) <input type="checkbox"/> MA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? 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)	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? Website address ► <u>WWW.HIGHMEADOWSFOUNDATION.ORG</u>	13	X
14 The books are in care of ► <u>LYNNE BALL, SECRETARY/TREASURER</u> Telephone no. ► <u>617-536-1910</u> Located at ► <u>160 COMMONWEALTH AVE, SUITE L5, BOSTON, MA</u> ZIP+4 ► <u>02116</u>		
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 ►	16	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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	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?	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? 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 <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to <b>any</b> 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	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	X

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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

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?

If "Yes" to 6b, file Form 8870.

6b

X

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 9		0.	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."**

[illegible]

**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		

<b>Part IX-B</b>	<b>Summary of Program-Related Investments</b>
------------------	---

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		
3	All other program-related investments. See instructions.	

**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	8,477,730.
b	Average of monthly cash balances	1b	2,573,107.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	11,050,837.
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	11,050,837.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	165,763.
5	<b>Net value of noncharitable-use assets</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,885,074.
6	<b>Minimum investment return</b> Enter 5% of line 5	6	544,254.

**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	544,254.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	74,872.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	74,872.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	469,382.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	469,382.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	469,382.

**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	10,387,330.
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	<b>Qualifying distributions</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	10,387,330.
5	<b>Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income</b> Enter 1% of Part I, line 27b	5	0.
6	<b>Adjusted qualifying distributions</b> Subtract line 5 from line 4	6	10,387,330.

**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.

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**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				469,382.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011	3,116.			
c From 2012	7,886,589.			
d From 2013	8,335,475.			
e From 2014	9,422,981.			
f Total of lines 3a through e	25,648,161.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 10,387,330.				
a Applied to 2014, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions) **	10,387,330.			
d Applied to 2015 distributable amount				0.
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).)	469,382.			469,382.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	35,566,109.			
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				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	7,010,000.			
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	28,556,109.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012	410,323.			
c Excess from 2013	8,335,475.			
d Excess from 2014	9,422,981.			
e Excess from 2015	10,387,330.			

\*\* SEE STATEMENT 10

Form 990-PF (2015)



## HIGH MEADOWS FOUNDATION

Form 990-PF (2015)

C/O CARL FERENBACH

20-8521462 Page 11

**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				
AH HAA SCHOOL FOR THE ARTS P.O. BOX 1590 TELLURIDE, CO 81435	NONE	501(C)(3)	PAYMENT TO CARRY ON CHARITABLE ACTIVITIES	200,000.
CAF AMERICA 1800 DIAGONAL ROAD, SUITE 150 ALEXANDRIA, VA 22314	NONE	501(C)(3)	PAYMENT TO CARRY ON CHARITABLE ACTIVITIES	275,000.
CLIMATE CENTRAL, INC. ONE PALMER SQUARE, SUITE 330 PRINCETON, NJ 08542	NONE	501(C)(3)	PAYMENT TO CARRY ON CHARITABLE ACITITIES	250,000.
CONSERVATION LAW FOUNDATION 62 SUMMER STREET BOSTON, MA 02110	NONE	501(C)(3)	PAYMENT TO CARRY ON CHARITABLE ACTIVITIES	30,000.
ENVIRONMENTAL DEFENSE FUND 257 PARK AVENUE SOUTH NEW YORK, NY 10010	NONE	501(C)(3)	PAYMENT FOR CONTINUING SUPPORT OF ENVIRONMENTAL RESEARCH	3,000,000.
Total	SEE CONTINUATION SHEET(S)			10,295,000.
b Approved for future payment				
NONE				
Total				0.



## Part XVII


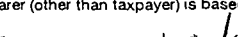
## Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

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

<b>Sign Here</b>	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. 1)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer or trustee 	Date 6/6/16	Title TRUSTEE		
<b>Paid Preparer Use Only</b>	Print/Type preparer's name DOUGLAS THEOBALD	Preparer's signature 	Date 6/3/16	Check <input type="checkbox"/> if self-employed	PTIN P00368792
	Firm's name ▶ MORIARTY & PRIMACK, P.C.				Firm's EIN ▶ 04-3191789
	Firm's address ▶ ONE MONARCH PLACE, STE 900 SPRINGFIELD, MA 01144-4011				Phone no. (413) 739-1800

Form **990-PF** (2015)

**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](http://www.irs.gov/form990).

OMB No 1545-0047

**2015**

Name of the organization

HIGH MEADOWS FOUNDATION  
C/O CARL FERENBACH

Employer identification number

20-8521462

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 foundationCheck 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).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2015)

Name of organization <b>HIGH MEADOWS FOUNDATION</b> <b>C/O CARL FERENBACH</b>	Employer identification number <b>20-8521462</b>
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**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	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 213,373.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
2	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 203,211.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
3	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 224,746.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
4	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 245,882.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
5	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 275,904.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
6	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 226,873.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)



Name of organization <b>HIGH MEADOWS FOUNDATION</b> <b>C/O CARL FERENBACH</b>	Employer identification number <b>20-8521462</b>
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**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
7	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 196,408.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
8	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 243,229.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
9	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 272,287.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
10	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 257,827.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
11	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 246,776.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
12	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 207,476.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)

## Name of organization

HIGH MEADOWS FOUNDATION  
C/O CARL FERENBACH

## Employer identification number

20-8521462

**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
13	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 232,495.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
14	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 270,654.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
15	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 215,608.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
16	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 254,228.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
17	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 245,115.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
18	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 237,212.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)

## Name of organization

HIGH MEADOWS FOUNDATION  
C/O CARL FERENBACH

## Employer identification number

20-8521462

**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
19	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 193,420.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
20	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 281,400.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
21	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 246,077.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
22	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 2,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
23	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 14,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
24	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 3,750.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization <b>HIGH MEADOWS FOUNDATION C/O CARL FERENBACH</b>	Employer identification number <b>20-8521462</b>
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**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
<u>1</u>	<u>2,231.00 SHS OF ACCENTURE \$95.64 PER SHARE</u>  	\$ <u>213,373.</u>	<u>05/08/15</u>
<u>2</u>	<u>2,328.00 SHS OF AUTOMATIC DATE PROCESSING \$87.29 PER SHARE</u>  	\$ <u>203,211.</u>	<u>05/08/15</u>
<u>3</u>	<u>5,782.00 SHS OF BB&amp;T \$38.87 PER SHARE</u>  	\$ <u>224,746.</u>	<u>05/08/15</u>
<u>4</u>	<u>3,530.00 SHS OF BAXTER INTERNATIONAL \$69.66 PER SHARE</u>  	\$ <u>245,882.</u>	<u>05/08/15</u>
<u>5</u>	<u>4,039.00 SHS OF COLGATE PALMOLIVE \$68.31 PER SHARE</u>  	\$ <u>275,904.</u>	<u>05/08/15</u>
<u>6</u>	<u>3,393.00 SHS OF CONOCO PHILLIPS \$66.87 PER SHARE</u>  	\$ <u>226,873.</u>	<u>05/08/15</u>

Name of organization

HIGH MEADOWS FOUNDATION  
C/O CARL FERENBACH

Employer identification number

20-8521462

**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
7	12,550.00 SHS OF FORD \$15.65 PER SHARE	\$ 196,408.	05/08/15
8	4,326.00 SHS OF GENERAL MILLS \$56.23 PER SHARE	\$ 243,229.	05/08/15
9	2,414.00 SHS OF HOME DEPOT \$112.80 PER SHARE	\$ 272,287.	05/08/15
10	2,685.00 SHS OF ILLINOIS TOOL \$96.03 PER SHARE	\$ 257,827.	05/08/15
11	2,442.00 SHS OF JOHNSON & JOHNSON \$101.06 PER SHARE	\$ 246,776.	05/08/15
12	2,107.00 SHS OF MCDONALD'S \$98.47 PER SHARE	\$ 207,476.	05/08/15

Name of organization <b>HIGH MEADOWS FOUNDATION C/O CARL FERENBACH</b>	Employer identification number <b>20-8521462</b>
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**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
13	4,869.00 SHS OF MICROSOFT \$47.75 PER SHARE	\$ 232,495.	05/08/15
14	2,663.00 SHS OF NEXTERA \$101.64 PER SHARE	\$ 270,654.	05/08/15
15	2,315.00 SHS OF PNC \$93.14 PER SHARE	\$ 215,608.	05/08/15
16	2,646.00 SHS OF PEPSICO \$96.08 PER SHARE	\$ 254,228.	05/08/15
17	3,040.00 SHS OF PHILLIPS 66 \$80.63 PER SHARE	\$ 245,115.	05/08/15
18	2,928.00 SHS OF PROCTOR & GAMBLE \$81.02 PER SHARE	\$ 237,212.	05/08/15

Name of organization

HIGH MEADOWS FOUNDATION  
C/O CARL FERENBACH

Employer identification number

20-8521462

**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
19	2,804.00 SHS OF QUALCOMM INC \$68.98 PER SHARE	\$ 193,420.	05/08/15
20	3,476.00 SHS OF TARGET \$80.96 PER SHARE	\$ 281,400.	05/08/15
21	2,441.00 SHS OF UNITED PARCEL SERVICE \$100.81 PER SHARE	\$ 246,077.	05/08/15
		\$	
		\$	
		\$	

Name of organization

HIGH MEADOWS FOUNDATION

C/O CARL FERENBACH

Employer identification number

20-8521462

**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 info once) ▶ \$

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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee



**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 11036 SHS OF TRANSDIGM GROUP INC		P	12/15/14	03/09/15
b JP MORGAN - #1 - STATEMENT AVAILABLE UPON REQUEST		P	01/01/14	07/01/15
c JP MORGAN - #1 - STATEMENT AVAILABLE UPON REQUEST		P	01/01/15	07/01/15
d JP MORGAN - #2 - STATEMENT AVAILABLE UPON REQUEST		P	01/01/14	07/01/15
e JP MORGAN - #2 - STATEMENT AVAILABLE UPON REQUEST		P	01/01/15	07/01/15
f				
g				
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 2,358,882.			2,358,882.
b 6,073,366.		4,902,152.	1,171,214.
c 3,263,114.		3,258,954.	4,160.
d 82,225.		77,111.	5,114.
e 1,839.		2,128.	-289.
f			
g			
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			2,358,882.
b			1,171,214.
c			4,160.
d			5,114.
e			-289.
f			
g			
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	3,539,081.
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

HIGH MEADOWS FOUNDATION  
C/O CARL FERENBACH

20-8521462

**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
FOUNDATION FOR TEACHING ECONOMICS 260 RUSSELL BLVD, SUITE B DAVIS, CA 95616	NONE	501(C)(3)	PAYMENT TO CARRY ON CHARITABLE ACTIVITIES	40,000.
GRACE COTTAGE FOUNDATION 185 GRAFTON RD TOWNSEND, VT 05353	NONE	501(C)(3)	PAYMENT TO CARRY ON CHARITABLE ACTIVITIES	50,000.
HARVARD BUSINESS SCHOOL 124 MOUNT AUBURN STREET CAMBRIDGE, MA 02138	NONE	501(C)(3)	PAYMENT FOR CONTINUING SUPPORT OF THE BAKER LIBRARY	250,000.
HIGH MEADOWS FELLOWS INSTITUTE 129 NEWBURY STREET, SUITE 400 BOSTON, MA 02116	NONE	501(C)(3)	PAYMENT TO CARRY ON CHARITABLE ACTIVITIES	750,000.
HIGH MEADOWS PRECEPTORSHIP FUND AT PRINCETON 330 ALEXANDER STREET PRINCETON, NJ 08540	NONE	501(C)(3)	PAYMENT FOR CONTINUING SUPPORT FROM THE HIGH MEADOWS FOUNDATION	1,100,000.
ISLES, INC 10 WOOD STREET TRENTON, NJ 08618	NONE	501(C)(3)	PAYMENT FOR SUPPORT FOR THEIR EDUCATIONAL PROGRAMS	150,000.
NORTH BENNET STREET SCHOOL 39 NORTH BENNET ST. BOSTON, MA 02113	NONE	501(C)(3)	PAYMENT FOR SUPPORT OF THEIR EDUCATIONAL PROGRAMS	375,000.
PACE CENTER AT PRINCETON UNIVERSITY 330 ALEXANDER STREET PRINCETON, NJ 08540	NONE	501(C)(3)	PAYMENT FOR CONTINUING SUPPORT FROM THE HIGH MEADOWS FOUNDATION	400,000.
PERMANENT FUND FOR THE WELL-BEING OF VERMONT CHILDREN AT VCF P.O. BOX 216 MONTPELIER, VT 05601	NONE	501(C)(3)	PAYMENT TO SUPPORT HEALTHY & HAPPY CHILDREN AND FAMILIES	450,000.
PRINCETON UNIVERSITY ANDLINGER CENTER 330 ALEXANDER STREET PRINCETON, NJ 08540	NONE	501(C)(3)	PAYMENT FOR CONTINUING SUPPORT FROM THE HIGH MEADOWS FOUNDATION	200,000.
<b>Total from continuation sheets</b>				<b>6,540,000.</b>

HIGH MEADOWS FOUNDATION  
C/O CARL FERENBACH

20-8521462

**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
PRINCETON UNIVERSITY ANNUAL GIVING FUND 330 ALEXANDER STREET PRINCETON, NJ 08540	NONE	501(C)(3)	PAYMENT FOR CONTINUING SUPPORT FROM THE HIGH MEADOWS FOUNDATION	225,000.
PRINCETON UNIVERSITY STEP PROGRAM WITH WWS 330 ALEXANDER STREET PRINCETON, NJ 08540	NONE	501(C)(3)	PAYMENT FOR CONTINUING SUPPORT FROM THE HIGH MEADOWS FOUNDATION	300,000.
REAL FOOD CHALLENGE 555 DUDLEY STREET BOSTON, MA 02119	NONE	501(C)(3)	PAYMENT TO CARRY ON CHARITABLE ACTIVITIES	90,000.
SHEEP MOUNTAIN ALLIANCE P.O. BOX 389 TELLURIDE, CO 81435	NONE	501(C)(3)	PAYMENT FOR GENERAL SUPPORT OF THEIR OUTREACH PROGRAM	25,000.
TEACH FOR AMERICA 60 CANAL STREET, 3RD FLOOR BOSTON, MA 02114	NONE	501(C)(3)	PAYMENT TO SUPPORT TEACH FOR AMERICA	200,000.
TELLURIDE FOUNDATION 220 E. COLORADO AVENUE, SUITE 106 TELLURIDE, CO 81435	NONE	501(C)(3)	PAYMENT TO CARRY ON CHARITABLE ACTIVITIES	100,000.
THE FOOD PROJECT 10 LEWIS STREET LINCOLN, MA 01773	NONE	501(C)(3)	PAYMENT FOR SUPPORT OF PROGRAM TO GROW HEALTHY CROPS	250,000.
THE FOUNDATION FOR STUDENT COMMUNICATION, INC 48 UNIVERSITY PLACE STE 305 PRINCETON, NJ 08540	NONE	501(C)(3)	PAYMENT FOR SUPPORT FOR THEIR EDUCATIONAL PROGRAMS	15,000.
THE HILL SCHOOL 717 EAST HIGH STREET POTTSTOWN, PA 19464	NONE	501(C)(3)	PAYMENT TO CARRY ON CHARITABLE ACTIVITIES	250,000.
THE WILDERNESS SOCIETY 1615 M STREET, NW WASHINGTON, DC 20036	NONE	501(C)(3)	PAYMENT TO CARRY ON CHARITABLE ACTIVITIES	250,000.
Total from continuation sheets				

20-8521462

**3 Grants and Contributions Paid During the Year (Continuation)****Total from continuation sheets**

## 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
J.P. MORGAN #1	83.	0.	
J.P. MORGAN #2	7.	0.	
TOTAL TO PART I, LINE 3	90.	0.	

## 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
J.P. MORGAN #1	210,060.	0.	210,060.	210,060.	
J.P. MORGAN #2	24,424.	0.	24,424.	24,424.	
TO PART I, LINE 4	234,484.	0.	234,484.	234,484.	

## FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP FEES	3,750.	1,875.		0.
TO FORM 990-PF, PG 1, LN 16B	3,750.	1,875.		0.

## FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	49,720.	24,860.		0.
TO FORM 990-PF, PG 1, LN 16C	49,720.	24,860.		0.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAXES	77,000.	0.		0.	
FOREIGN TAXES	3,020.	3,020.		0.	
TO FORM 990-PF, PG 1, LN 18	80,020.	3,020.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK FEES	200.	200.		0.	
MA PC FILING FEE	1,000.	0.		1,000.	
TRAVEL REIMBURSEMENT	7,624.	0.		7,624.	
WEBMASTER FEES	8,400.	0.		8,400.	
MAGAZINE EXPENSE	175.	0.		175.	
GRANT MONITORING	75,131.	0.		75,131.	
TO FORM 990-PF, PG 1, LN 23	92,530.	200.		92,330.	

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES			STATEMENT	7
DESCRIPTION	AMOUNT				
UNREALIZED APPRECIATION ON CONTRIBUTION OF MARKETABLE SECURITIES	1,097,895.				
TOTAL TO FORM 990-PF, PART III, LINE 5	1,097,895.				

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
EQUITIES	COST	6,401,220.	7,880,314.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,401,220.	7,880,314.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	9
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
CARL FERENBACH 160 COMMONWEALTH AVE, SUITE L5 BOSTON, MA 02116	TRUSTEE 20.00	0.	0.	0.
JEFFREY BERENSON 160 COMMONWEALTH AVE, SUITE L5 BOSTON, MA 02116	TRUSTEE 1.00	0.	0.	0.
DANIEL P. CARBONNEAU C/O CASTLE ROCK ADVISORS 200 CLARENDON STREET BOSTON, MA 02116	TRUSTEE 1.00	0.	0.	0.
JANE BROCK-WILSON C/O BERKSHIRE PTRS 200 CLARENDON STREET BOSTON, MA 02116	TRUSTEE 1.00	0.	0.	0.
LYNNE BALL 160 COMMONWEALTH AVE, SUITE L5 BOSTON, MA 02116	SECRETARY / TREASURER 20.00	0.	0.	0.
ELIZABETH BANKOWSKI 160 COMMONWEALTH AVE, SUITE L5 BOSTON, MA 02116	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

ELECTION UNDER REGULATIONS SECTION  
53.4942(A)-3(D)(2) TO TREAT  
EXCESS QUALIFYING DISTRIBUTIONS  
AS DISTRIBUTIONS OUT OF CORPUS

STATEMENT 10

PURSUANT TO IRC SECS. 170(B)(1)(A)(VII) & 4942(H)(2) & REGS. SECS. 1.170A-9(G) & REG 53.4942(A)-(3)(D)(2), HIGH MEADOWS FOUNDATION HEREBY ELECTS TO TREAT ALL CONTRIBUTIONS RECEIVED IN 2015 AS BEING DISTRIBUTED OUT OF CORPUS IN ACCORDANCE WITH IRC SEC. 4942. IN 2015 THE FOUNDATION RECEIVED CONTRIBUTIONS OF CASH & APPRECIATED SECURITIES TOTALING \$7,007,951. THE SECURITIES WERE SOLD WITHIN 30 DAYS OF RECEIPT. GROSS PROCEEDS OF SALE LESS REASONABLE SELLING EXPENSES PLUS CASH TOTALED \$10,781,606. OF THAT AMOUNT, \$7,010,000 HAS BEEN TREATED AS A QUALIFYING DISTRIBUTION FROM CORPUS AS NOTED ABOVE AND WAS DISTRIBUTED BY DECEMBER 31, 2015. THE FOUNDATION'S 2015 MINIMUM DISTRIBUTION REQUIREMENT HAS BEEN SATISFIED IN FULL, AND IT HAD NO UNDISTRIBUTED INCOME FOR PURPOSES OF IRC SECTION 4942(C).



HIGH MEADOWS FOUNDATIONResignation of Trustee

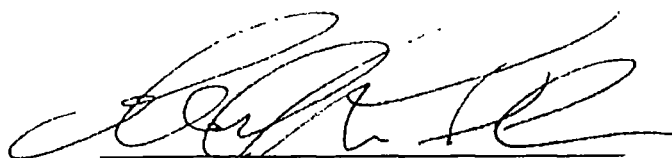
Pursuant to the provisions of Article FOURTH of the High Meadows Foundation established January 17, 2007 by declaration of trust, of which Carl Ferenbach, Judy Ferenbach, Jeffrey L. Berenson, Daniel P. Carbonneau, Jane Brock-Wilson and Elizabeth A. Bankowski are the current trustees, the undersigned hereby resigns as a trustee thereof.

SIGNED and SEALED this 6<sup>th</sup> day of April, 2015.

  
\_\_\_\_\_  
Judy Ferenbach, Trustee

Acknowledgement of Receipt

The undersigned hereby acknowledges receipt of the foregoing Resignation, as of the date last above written.

  
\_\_\_\_\_  
Carl Ferenbach, Trustee

## Realized Gain/Loss

**TIP** We display transactions on the Realized Gain Loss report if we have complete cost basis information. [Learn more](#)

Selected View **HIGH MEADOWS FOUNDATION-OAP FDG**

Show **Details** from **Prior Calendar Year** ☐ View Tax Lots

Description	Security ID	Quantity	Proceeds	Cost Basis <sup>1</sup>	Short Term Realized Gain/Loss	Long-Term Realized Gain/Loss <sup>2</sup>	FY Realized Gain/Loss	Ordinary Income Gain	Total Realized Gain/Loss Amount	Total Realized Gain/Loss %
<b>HIGH MEADOWS FOUNDATION-OAP FDG</b>										
ACCENTURE PLC CL A	ACN	-3,914.00	338,434.24	293,627.54	44,806.70	0.00	0.00	0.00	44,806.70	15.26
AUTOMATIC DATA PROCESSING	ADP	3,820.00	331,139.40	178,106.69	0.00	153,032.71	0.00	0.00	153,032.71	55.92
BAXTER INTERNATIONAL INC BB&T	BAX	-9,453.00	630,611.88	508,559.98	0.00	122,051.90	0.00	0.00	122,051.90	24.00
CORP	BBT	-6,942.00	270,844.08	253,689.15	17,154.93	0.00	0.00	0.00	17,154.93	6.78
CATERPILLAR INC	CAI	-4,223.00	333,266.37	349,750.24	0.00	16,483.87	0.00	0.00	16,483.87	-4.71
COLGATE-PALMOLIVE CO	CL	-4,862.00	328,373.52	280,518.52	6,450.40	39,299.50	0.00	0.00	45,750.00	17.42
CONOCOPHILLIPS	COP	9,057.00	567,628.40	495,454.33	0.00	72,364.07	0.00	0.00	72,364.07	14.61
FIFTH THIRD BANCORP	FITB	15,223.00	291,678.01	325,373.87	33,695.86	0.00	0.00	0.00	33,695.86	10.36
FORD MOTOR CO	F	33,325.00	489,366.38	544,073.71	54,707.33	0.00	0.00	0.00	54,707.33	-10.06
GENERAL MILLS INC	GIS	5,248.00	295,254.39	215,203.43	0.00	80,050.96	0.00	0.00	80,050.96	27.20
HOME DEPOT INC	HD	3,171.00	354,954.29	256,181.34	92,570.74	6,202.61	0.00	0.00	98,773.35	38.56
ILLINOIS TOOL WORKS JOHNSON & JOHNSON MCDONALD S CORP	ITW	-3,260.00	313,719.99	168,940.24	0.00	144,779.75	0.00	0.00	144,779.75	55.70
MERCK & CO INC	JNJ	2,954.00	300,420.90	194,657.19	0.00	105,763.71	0.00	0.00	105,763.71	54.33
MICROSOFT CORP	MCO	2,545.00	249,512.54	242,333.77	7,178.77	574.074	0.00	0.00	7,752.84	2.98
NEXTERA ENERGY INC	MRK	5,447.00	281,798.06	318,584.31	36,786.25	0.00	0.00	0.00	36,786.25	-11.55
PEPSICO INC	MSF	5,865.00	277,879.11	246,267.93	2,611.18	0.00	0.00	0.00	2,611.18	12.84
PHILLIPS 66	NEE	4,234.00	423,929.76	256,142.19	0.00	167,787.57	0.00	0.00	167,787.57	55.51
PNC FINANCIAL SERVICES GROUP	FFP	3,212.00	310,164.16	223,441.44	0.00	86,722.72	0.00	0.00	86,722.72	38.81
PRAXAIR INC	PRY	-3,715.00	300,252.39	295,685.94	4,566.45	0.00	0.00	0.00	4,566.45	1.54
PROCTER & GAMBLE CO/THE	PG	-2,600.00	258,120.93	233,419.02	24,701.91	0.00	0.00	0.00	24,701.91	10.58
QUALCOMM INC	FX	2,398.00	265,297.11	294,768.01	-29,470.90	0.00	0.00	0.00	-29,470.90	-10.00
TARGET CORP	PG	-7,779.00	607,889.28	527,719.27	8,169.38	98,380.33	0.00	0.00	106,549.71	15.19
UNITED PARCEL SERVICE-CL B	QCOM	7,449.00	488,443.81	548,838.92	59,395.11	0.00	0.00	0.00	59,395.11	-10.62
	TGT	4,816.00	390,869.98	307,831.48	0.00	83,038.50	0.00	0.00	83,038.50	21.48
	UPS	-6,484.00	634,431.14	601,927.13	0.00	32,504.01	0.00	0.00	32,504.01	5.00
<b>Total in USD</b>			<b>\$9,338,480.12</b>	<b>\$8,181,105.64</b>	<b>\$4,160.15</b>	<b>\$1,171,214.33</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$1,175,374.48</b>	

Showing **Details** from the **Prior Calendar Year**

<sup>1</sup> Note: Cost basis for certain fixed income instruments may not reflect adjustments for amortization or accretion.

<sup>2</sup> We will not display short and long term realized gain/loss values when the acquisition date is not available. These values may also reflect special calculations for gifted securities.

These figures are not official for income tax reporting purposes and should not be relied upon for such purposes, including the determination of income, cost basis, or gain/loss. Such information, which may be inaccurate, incomplete, or subject to updating, should be confirmed with your records and your tax advisor.

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## Realized Gain/Loss

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Selected View **HIGH MEADOWS FDN- SCHAFER CULLEN**

Show **Details** from **Prior Calendar Year** ☐ View Tax Lots

Description	Security ID	Quantity	Proceeds	Cost Basis	Short-Term Realized Gain/Loss	Long-Term Realized Gain/Loss <sup>1</sup>	FX Realized Gain/Loss	Ordinary Income Gain	Total Realized Gain/Loss Amount <sup>2</sup>	Total Realized Gain/Loss %
<b>HIGH MEADOWS FDN-</b>										
<b>SCHAFER CULLEN</b>										
ABB LTD SPON ADR	ABB	110.00	2,127.87	2,575.25	0.00	-447.38	0.00	0.00	-447.38	17.37
DEUTSCHE POST AG-SPON ADR ENGIE	CPSGY	160.00	4,438.31	5,188.61	0.00	-750.30	0.00	0.00	-750.30	14.46
INDIVIOR PLC-SPON ADR	ENGIN	350.00	6,140.85	9,163.70	0.00	3,022.75	0.00	0.00	3,022.75	-32.99
KIRIN HOLDINGS CO-SPON ADR	IRNAVY	46.00	701.45	429.21	0.00	272.24	0.00	0.00	272.24	63.43
MTN GROUP LTD-SPONS ADR	KNSW*	735.00	10,093.75	10,754.18	0.00	-660.41	0.00	0.00	-660.41	6.14
NIPPON-TELEGRAPH & TELE-ADR	MTINDY	200.00	3,622.15	4,036.00	0.00	-413.85	0.00	0.00	-413.85	11.25
NOVARTIS AG-SPONSORED ADR ORKLA	NTT	-230.00	8,766.93	6,223.09	0.00	2,543.84	0.00	0.00	2,543.84	40.88
ASA SPON ADR	TVS	-45.00	4,371.74	3,372.10	0.00	999.64	0.00	0.00	999.64	29.64
RECKITT BENCKISER SPON ADR	ORRLY	240.00	1,838.78	2,127.91	289.13	0.00	0.00	0.00	289.13	13.56
RIOCAN REAL ESTATE INVST TR ROCHE	RBGLY	1,230.00	21,469.15	16,835.69	0.00	4,633.46	0.00	0.00	4,633.46	21.54
HOLDINGS LTD-SPONS ADR	RIOCF	120.00	2,869.88	2,822.40	0.00	47.48	0.00	0.00	47.48	1.68
SINGAPORE TELECOMMUNICAT-ADR	RHHBY	10.00	333.25	328.70	0.00	4.55	0.00	0.00	4.55	1.38
TELEKOMUNIK INDONESIA-SP ADR	SGAPY	95.00	3,069.86	2,866.29	0.00	203.57	0.00	0.00	203.57	6.70
ZURICH INSURANCE GROUP-ADR	TLF	75.00	3,354.88	3,034.74	0.00	320.14	0.00	0.00	320.14	10.75
	ZURV	-365.00	10,864.48	9,481.35	0.00	1,383.13	0.00	0.00	1,383.13	14.59
<b>Total in USD</b>			<b>\$84,063.43</b>	<b>\$79,239.20</b>	<b>-\$289.13</b>	<b>\$5,113.36</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$4,824.23</b>	

Showing Details from the **Prior Calendar Year**

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