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EXTENDED TO NOVEMBER 15, 2017

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.

OMB No 1545-0052

2016

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2016 or tax year beginning

, and ending

Name of foundation

LOTTA AGRICULTURAL FUND #0711001
NUTTER, MCCLENNEN & FISH LLP

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

POST OFFICE BOX 51400

Room/suite

City or town, state or province, country, and ZIP or foreign postal code

BOSTON, MA 02205

A Employer identification number

04-2610674

B Telephone number

617-439-2000

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test,
check here and attach computation ☐E If private foundation status was terminated
under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)

\$ 4143214. (Part I, column (d) must be on cash basis.)

Part I

Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

(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				
	2	Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	285.	285.		
	4	Dividends and interest from securities	71737.	71737.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	17124.			
	b	Gross sales price for all assets on line 6a	203806.			
	7	Capital gain net income (from Part IV, line 2)		17124.		
	8	Net short-term capital gain			N/A	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
Operating and Administrative Expenses	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	3381.	3381.		
	12	Total. Add lines 1 through 11	92527.	92527.	0.	
	13	Compensation of officers, directors, trustees, etc.	5750.	2875.	0.	2875.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees STMT 2	30829.	4253.	0.	26576.
	b	Accounting fees STMT 3	5000.	0.	0.	5000.
	c	Other professional fees STMT 4	23002.	11501.	0.	11501.
	17	Interest				
	18	Taxes STMT 5	2576.	1076.	0.	0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 6	4252.	144.	0.	4108.
	24	Total operating and administrative expenses. Add lines 13 through 23	71409.	19849.	0.	50060.
	25	Contributions, gifts, grants paid	239850.			239850.
	26	Total expenses and disbursements. Add lines 24 and 25	311259.	19849.	0.	289910.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	-218732.			
	b	Net investment income (if negative, enter -0-)		72678.		
	c	Adjusted net income (if negative, enter -0-)			0.	

923 3

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STATEMENT 1

LOTTA AGRICULTURAL FUND #0711001

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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			4510.	1000.	1000.
	2	Savings and temporary cash investments			430731.	395837.	395837.
	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 ▶	1188728.				
		Less: allowance for doubtful accounts ▶	0.		1285783.	1188728.	1188728.
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments - U.S. and state government obligations	STMT 7		650.	489.	4604.
	b	Investments - corporate stock	STMT 8		975733.	980070.	2195017.
	c	Investments - corporate bonds	STMT 9		293152.	208701.	203196.
	Liabilities	11	Investments - land, buildings, and equipment: basis ▶				
		Less accumulated depreciation ▶					
12		Investments - mortgage loans					
13		Investments - other	STMT 10		157685.	157839.	154832.
14		Land, buildings, and equipment: basis ▶					
		Less accumulated depreciation ▶					
15		Other assets (describe ▶)	STATEMENT 11)		3375.	0.	0.
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)			3151619.	2932664.	4143214.
17		Accounts payable and accrued expenses					
18		Grants payable					
Net Assets or Fund Balances	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable					
	22	Other liabilities (describe ▶)					
	23	Total liabilities (add lines 17 through 22)			0.	0.	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>					
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds			0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds			3151619.	2932664.	
	30	Total net assets or fund balances			3151619.	2932664.	
	31	Total liabilities and net assets/fund balances			3151619.	2932664.	

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	3151619.
2	Enter amount from Part I, line 27a	2	-218732.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2932887.
5	Decreases not included in line 2 (itemize) ▶ BASIS DIFFERENCES	5	223.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2932664.

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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 STATEMENTS			
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 203806.		186682.	17124.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			17124.

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	17124.
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	154.

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))
2015	241936.	4214706.	.057403
2014	436609.	2766796.	.157803
2013	333488.	2882181.	.115707
2012	462839.	2756115.	.167932
2011	326801.	2875513.	.113650

2 Total of line 1, column (d)	2	.612495
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	.122499
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	4135191.
5 Multiply line 4 by line 3	5	506557.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	727.
7 Add lines 5 and 6	7	507284.
8 Enter qualifying distributions from Part XII, line 4	8	389755.

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)		1	1454.
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			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	1454.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	1454.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1122.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	2000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	3122.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	1668.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax	11	1668.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		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.		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) 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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address N/A		
14 The books are in care of ELIZABETH F. POTTER Telephone no. 617-439-2000		
Located at NUTTER 155 SEAPORT BLVD., BOSTON, MA		ZIP+4 02210-2604
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year	15	N/A
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country		

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	1b	N/A
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 2016?	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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2016 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 2016.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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 2016?	4b	X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

N/A

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? ☐ Yes ☒ No

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? ☐ Yes ☒ No

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
ELIZABETH F. POTTER	TRUSTEE			
NUTTER 155 SEAPORT BLVD				
BOSTON, MA 02210-2604	1.25	0.	0.	0.
NANCY T. HARMON	TRUSTEE			
P.O. BOX N184				
WESTPORT, MA 02790	0.35	5750.	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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 UNIVERSITY OF MASSACHUSETTS	
	239850.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 FARM LOANS TO THE UNIVERSITY OF MASSACHUSETTS SCHOOL OF AGRICULTURE GRADUATES IN ACCORDANCE WITH THE TERMS OF THE TRUST AGREEMENT	
	99845.
2	
3 All other program-related investments. See instructions.	

Total. Add lines 1 through 3

99845.

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	3712965.
b	Average of monthly cash balances	1b	485198.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4198163.
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	4198163.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	62972.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4135191.
6	Minimum investment return. Enter 5% of line 5	6	206760.

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	206760.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	1454.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1454.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	205306.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	205306.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	205306.

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	289910.
b	Program-related investments - total from Part IX-B	1b	99845.
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	389755.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	389755.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				205306.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012	103644.			
c From 2013	37112.			
d From 2014	154186.			
e From 2015	32001.			
f Total of lines 3a through e	326943.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$	389755.			
a Applied to 2015, 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)	0.			
d Applied to 2016 distributable amount				205306.
e Remaining amount distributed out of corpus	184449.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	511392.			
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 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				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)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	511392.			
10 Analysis of line 9:				
a Excess from 2012	103644.			
b Excess from 2013	37112.			
c Excess from 2014	154186.			
d Excess from 2015	32001.			
e Excess from 2016	184449.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, 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)

	Prior 3 years				(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2 a 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)(ii)					
(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).)

NONE

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.

NONE

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:

ELIZABETH F. POTTER, ESQ., 617-439-2000, EPOTTER@NUTTER.COM
NUTTER 155 SEAPORT BLVD, BOSTON, MA 02210

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

SPECIFIC APPLICATIONS MUST BE OBTAINED

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:

UNIV OF MASSACHUSETTS SCHOOL OF AGRICULTURE STUDENTS &/OR GRADUATES

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				
UNIVERSITY OF MASSACHUSETTS 113 STOCKBRIDGE HALL 80 CAMPUS CTR WAY AMHERST, MA 01003	NONE	PC	GENERAL	239850.
Total			3a	239850.
b Approved for future payment				
NONE				
Total			3b	0.

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
		14	285.	
		14	71737.	
				3381.
		18	17124.	
	0.		89146.	3381.
				92527.

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).
---------------	---

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees		1c	X
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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

Signature of officer or trustee

6/7/17
Date

TRUSTEE
Title

May the IRS discuss this return with the preparer shown below (see instr Y)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ self-employed

PTIN

Post f. Licht.

Paul Henry

4/2/17

P00567473

Firm's name ► **NUTTER MCLENNEN & FISH LLP**

Firm's EIN ▶ 04-2106505

Firm's address ► SEAPORT WEST 155 SEAPORT BLVD.
BOSTON, MA 02210-2604

Phone no. (617) 439-2503

Form **990-PF** (2016)

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	CHUBB CORP - 300 SHS	P	04/20/10	01/15/16
b	RR DONNELLY & SONS COMPANY - 400 SHS	P	10/28/03	12/09/16
c	DONNELLEY FINANCIAL SOLUTIONS, INC. - 150 SHS	P	10/28/03	12/09/16
d	DOW CHEMICAL - 800 SHS	P	02/26/02	01/19/16
e	GNMA MAE PASS THRU POOL #002716 7% - 19.01 UNITS	P	10/16/01	10/20/16
f	GNMA MAE PASS THRU POOL #003120 6 1/2% - 19.93 UN	P	10/05/01	09/20/16
g	GNMA MAE PASS THRU POOL #003160 6 1/2% - 17.29 UN	P	10/16/01	09/20/16
h	KEYSIGHT TECHNOLOGIES INC. - 200 SHS	P	06/29/12	01/19/16
i	GNMA MAE PASS THRU POOL #001429 7 1/2% - 35 UNITS	P	11/22/93	12/20/16
j	GNMA MAE PASS THRU POOL #002716 7% - 145.5 UNITS	P	10/16/01	12/20/16
k	GNMA MAE PASS THRU POOL #00318 7% - 136.02 UNITS	P	10/16/01	12/20/16
l	GNMA MAE PASS THRU POOL #00312 6 1/2% - 190.72 UN	P	10/05/01	12/20/16
m	GNMA MAE PASS THRU POOL #00315 6 1/2% - 277.31 UN	P	10/16/01	12/20/16
n	JOHN DEERE CAPITAL CORP 2.25% - 30,000 UNITS	P	01/11/13	06/07/16
o	WELLS FARGO & CO 2 5/8% - 50,000 UNITS	P	01/11/13	12/15/16

(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 38937.		15844.	23093.
b 6934.		14793.	-7859.
c 2997.		7227.	-4230.
d 34209.		24825.	9384.
e 19.		1.	18.
f 20.		2.	18.
g 17.		2.	15.
h 4671.		4316.	355.
i 35.		4.	31.
j 146.		29.	117.
k 136.		25.	111.
l 191.		45.	146.
m 277.		53.	224.
n 30000.		31490.	-1490.
o 50000.		52963.	-2963.

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			23093.
b			-7859.
c			-4230.
d			9384.
e			18.
f			18.
g			15.
h			355.
i			31.
j			117.
k			111.
l			146.
m			224.
n			-1490.
o			-2963.

 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 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

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	STCGD - VANGUARD S/T INVEST GRADE FUND	P	12/27/16	12/27/16
b	CHUBB LTD - .57 SHS	P	01/15/16	01/21/16
c	FEDERAL HOME LOAN BANK NOTES - 35,000 UNITS	P	03/29/16	09/30/16
d				
e				
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 154.			154.
b 63.		63.	0.
c 35000.		35000.	0.
d			
e			
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			** 154.
b			** 0.
c			** 0.
d			
e			
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	17124.
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	154.

FORM 990-PF OTHER INCOME STATEMENT 1

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MAINE FIDUCIARY TAX REFUND 2015	3375.	3375.	0.
FEDERAL PENALTY REFUND 2015	6.	6.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	3381.	3381.	0.

FORM 990-PF LEGAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DONALD MARION - LOAN REVIEW & EVALUATION	1479.	0.	0.	1479.
HARMON & ROBERTSON GRANTMAKING	3779.	0.	0.	3779.
HARMON & ROBERTSON LEGAL	1260.	630.	0.	630.
NUTTER - GRANTMAKING FEES	17066.	0.	0.	17066.
NUTTER - LEGAL FEES	7245.	3623.	0.	3622.
TO FM 990-PF, PG 1, LN 16A	30829.	4253.	0.	26576.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NUTTER ACCOUNTING	5000.	0.	0.	5000.
TO FORM 990-PF, PG 1, LN 16B	5000.	0.	0.	5000.

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
NUTTER - PROFESSIONAL FEES	23002.	11501.	0.	11501.
TO FORM 990-PF, PG 1, LN 16C	23002.	11501.	0.	11501.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	1076.	1076.	0.	0.
FEDERAL EXCISE TAX 12/31/15 YEAR END	1500.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	2576.	1076.	0.	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
SURETY BOND PREMIUM	968.	0.	0.	968.
FILING FEES - FORM MA PC 2015	35.	0.	0.	35.
RECORDING FEES RE LOAN	240.	0.	0.	240.
TITLE FEES RE LOAN	915.	0.	0.	915.
FILING FEES - REGISTER OF PROBATE COUNTY OF SUFFOLK	1950.	0.	0.	1950.
ADR FEES	144.	144.	0.	0.
TO FORM 990-PF, PG 1, LN 23	4252.	144.	0.	4108.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
GNMA 7.5%	X		6.	103.
GNMA 7%	X		40.	617.
GNMA 7%	X		118.	981.
GNMA 6.5%	X		157.	1451.
GNMA 6.5%	X		168.	1452.
TOTAL U.S. GOVERNMENT OBLIGATIONS			489.	4604.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			489.	4604.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT ATTACHED	980070.	2195017.
TOTAL TO FORM 990-PF, PART II, LINE 10B	980070.	2195017.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT ATTACHED	208701.	203196.
TOTAL TO FORM 990-PF, PART II, LINE 10C	208701.	203196.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VANGUARD SHORT TERM INVESTMENT GRADE FUND	COST	157839.	154832.
TOTAL TO FORM 990-PF, PART II, LINE 13		157839.	154832.

FORM 990-PF OTHER ASSETS STATEMENT 11

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
MAINE WITHHOLDING TAX ON REAL ESTATE SALE 1/7/2015	3375.	0.	0.
TO FORM 990-PF, PART II, LINE 15	3375.	0.	0.

LOTTA AGRICULTURAL FUND
 EIN 04-2610674
 FEDERAL FORM 990-PF, PART II, LINE 7
 CALENDAR YEAR 2016

Federal Form 990-PF
 Part II, Line 7 Other Notes and Loans Receivable

	2016 Beginning of Year Net Balance <u>Due</u>	2016 End of Year Net Balance <u>Due</u>	2016 End of Year Fair Market Value
BARSTOW	16,667	6,667	6,667
BROWN	13,500	5,100	5,100
CESARIO	91,297	86,024	86,024
COMPAGNONE	62,500	38,500	38,500
COOK	44,985	37,485	37,485
DUFFY	10,450	5,350	5,350
EMERSON	41,625	41,625	41,625
FELDMAN	14,500	11,600	11,600
FLACCUS	26,000	9,750	9,750
FOPEMIMA	834	0	0
GROCOTT	16,524	13,478	13,478
HASTINGS	66,000	66,000	66,000
HUBBARD	31,458	28,983	28,983
KINCHLA	146,437	128,432	128,432
PADUCH, J	10,000	7,000	7,000
SATZ	80,555	73,889	73,889
SHEPHERD	62,333	52,333	52,333
SMIAROWS	62,499	54,166	54,166
SWARTZ	23,200	17,350	17,350
WHITNEY	95,000	87,500	87,500
LYNCH	12,917	8,584	8,584
BOYLE	79,167	69,167	69,167
DOUBLEDAY	28,912	26,416	26,416
PORTH	49,292	42,792	42,792
BISKUP	35,250	30,750	30,750
CONNER	7,917	6,917	6,917
JEKANOWSKI	88,333	77,500	77,500
LOCKE	21,464	19,170	19,170
LEDoux	40,000	30,000	30,000
CROSBY	6,167	3,700	3,700
ABBASOV	0	10,000	10,000
KOKOSKI	0	92,500	92,500
TOTALS	<u>1,285,783</u>	<u>1,188,728</u>	<u>1,188,728</u>

LOTTA AGRICULTURAL FUND

EIN 04-2610674

FEDERAL FORM 990-PF, PART II, LINE 10a, 10b and Line 13
CALENDAR YEAR 2016

Part II, Line 10a - Investments - U.S. and State Government Obligations

	<u>Units</u>	<u>2016</u> <u>Beginning of Year</u> <u>Book Value</u>	<u>2016</u> <u>End of Year</u> <u>Book Value</u>	<u>2016</u> <u>End of Year</u> <u>Fair Market Value</u>
GNMA 7.5%	95.11	10	6	103
GNMA 7%	537.16	70	40	617
GNMA 7%	824.39	143	118	981
GNMA 6.5%	1,250.05	204	157	1,451
GNMA 6.5%	1,266.56	223	168	1,452
Totals		<u>650</u>	<u>489</u>	<u>4,604</u>

Part II, Line 10c - Investments - Corporate Bonds

	<u>Interest</u> <u>Rate</u>	<u>Maturity</u> <u>Date</u>	<u>2016</u> <u>Beginning of Year</u> <u>Book Value</u>	<u>2016</u> <u>End of Year</u> <u>Book Value</u>	<u>2016</u> <u>End of Year</u> <u>Fair Market Value</u>
ANHEUSER BUSCH	1.38%	7/15/2017	50,563	50,563	50,043
COCA COLA	1.65%	3/14/2018	51,525	51,525	50,170
JOHN DEERE CAPITAL	2.25%	6/7/2016	31,489	0	0
JP MORGAN CHASE	4.25%	10/15/2020	55,626	55,626	52,912
US BANCORP	1.65%	5/15/2017	50,987	50,987	50,071
WELLS FARGO	2.63%	12/15/2016	52,962	0	0
			<u>293,152</u>	<u>208,701</u>	<u>203,196</u>

Part II, Line 13 - Investments - Other

	<u>Number</u> <u>of Shares</u>	<u>2016</u> <u>Beginning of Year</u> <u>Book Value</u>	<u>2016</u> <u>End of Year</u> <u>Book Value</u>	<u>2016</u> <u>End of Year</u> <u>Fair Market Value</u>
VANGUARD SHORT TERM INVESTMENT GRADE FUND	14,551.078	<u>157,685</u>	<u>157,839</u>	<u>154,832</u>

LOTTA AGRICULTURAL FUND
 EIN 04-2610674
 FEDERAL FORM 990-PF, PART II, LINE 10b
 CALENDAR YEAR 2016

	2016 Number of Shares	2016 Beginning of Year Book Value	2016 End of Year Book Value	2016 End of Year Fair Market Value
<u>Federal Form 990-PF</u>				
<u>Part II, Line 10b - Investments - Corporate Stock</u>				
ACCENTURE, PLC	400	22,352	22,352	46,852
BOEING	450	24,704	24,704	70,056
CATERPILLAR	400	18,619	18,619	37,096
CHEVRON CORP	800	27,781	27,781	94,160
CISCO SYSTEMS	1,000	17,287	17,287	30,220
CONSOLIDATED EDISON	500	20,528	20,528	36,840
CROWN CASTLE INT'L CORP	600	0	51,348	52,062
DEERE	500	21,730	21,730	51,520
DOMINION RESOURCES	1,400	42,961	42,961	107,226
DONNELLY RR	0	31,341	0	0
DOW CHEMICAL	0	24,825	0	0
EXXONMOBIL	1,500	23,607	23,607	135,390
GENERAL ELECTRIC	3,600	13,076	13,076	113,760
INTEL	900	24,107	24,107	32,643
HERSHEY	280	26,679	26,679	28,960
JPMORGAN CHASE	1,538	48,886	48,886	132,714
KINDER MORGAN	1,000	35,403	35,403	20,710
LSC COMMUNICATIONS, INC.	150	0	9,321	4,452
MERCK	1,400	37,228	37,228	82,418
MICROSOFT	1,500	45,973	45,973	93,210
PAYCHEX	1,500	51,021	51,021	91,320
PROCTER & GAMBLE	1,400	61,459	61,459	117,712
RAYTHEON	921	28,087	28,087	130,782
ROCHE HOLDING	1,200	26,334	26,334	34,236
SCHLUMBERGER	1,000	21,239	21,239	83,950
UNION PACIFIC	2,000	30,927	30,927	207,360
UNITED TECHNOLOGIES	500	32,925	32,925	54,810
WAL-MART STORES	200	11,331	11,331	13,824
WELLS FARGO	500	14,254	14,254	27,555
CHUBB	0	15,844	0	0
CHUBB LTD	180	0	19,994	23,782
MCDONALDS	275	26,052	26,052	33,473
AGILENT TECHNOLOGIES	400	11,315	11,315	18,224
ANHEUSER-BUSCH INBEV ADR	600	46,864	46,864	63,264
NEXTERA ENERGY	525	36,144	36,144	62,716
KEYSIGHT TECHNOLOGIES INC	0	4,316	0	0
VERIZON COMMUNICATIONS	315	14,562	14,562	16,815
MICROCHIP TECHNOLOGY INC.	700	35,972	35,972	44,905
TOTALS		<u>975,733</u>	<u>980,070</u>	<u>2,195,017</u>