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Form 990-PF

Department of the Treasury
Internal Revenue Service

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

Do not enter social security numbers on this form as it may be made public.
Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016

Name of foundation
RICHARD K & NANCY L DONAHUE CHAR FDTN

A Employer identification number
04-3133049

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

Room/suite

B Telephone number (see instructions)
(207) 883-9813

City or town, state or province, country, and ZIP or foreign postal code
LOWELL, MA 01852

C If exemption application is pending, check here

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

D 1. Foreign organizations, check here

D 2. Foreign organizations meeting the 85% test, check here and attach computation

H Check type of organization

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16)

J Accounting method

\$ 5,949,980

☒ Cash

☐ Accrual

☐ Other (specify)

(Part I, column (d) must be on cash basis)

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

Part I

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	3,648		
	2 Check if the foundation is not required to attach Sch B			
	3 Interest on savings and temporary cash investments	38	38	
	4 Dividends and interest from securities	143,950	143,950	
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10	230,215		
	b Gross sales price for all assets on line 6a			
	7 Capital gain net income (from Part IV, line 2)		230,215	
	8 Net short-term capital gain			
	9 Income modifications			
	10a Gross sales less returns and allowances			
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	377,851	374,203		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	5,000	5,000	0
	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16a Legal fees (attach schedule)			
	b Accounting fees (attach schedule)			
	c Other professional fees (attach schedule)	16,976	16,976	0
	17 Interest			
	18 Taxes (attach schedule) (see instructions)	20,177	1,416	0
	19 Depreciation (attach schedule) and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings			
	22 Printing and publications			
	23 Other expenses (attach schedule)	545	545	0
	24 Total operating and administrative expenses. Add lines 13 through 23	42,698	23,937	0
	25 Contributions, gifts, grants paid	3,191,000		3,191,000
	26 Total expenses and disbursements. Add lines 24 and 25	3,233,698	23,937	3,191,000
	27 Subtract line 26 from line 12			
	a Excess of revenue over expenses and disbursements	-2,855,847		
	b Net investment income (if negative, enter -0-)		350,266	
c Adjusted net income(if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2016)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	1,277,629	226,341	226,341
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	6,877,285	5,072,327	5,387,726
	c	Investments—corporate bonds (attach schedule)	322,719	322,719	335,913
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	8,477,633	5,621,387	5,949,980	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
	Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
24		Unrestricted			
25		Temporarily restricted			
26		Permanently restricted			
Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.					
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	8,477,633	5,621,387	
30		Total net assets or fund balances (see instructions)	8,477,633	5,621,387	
31		Total liabilities and net assets/fund balances (see instructions) .	8,477,633	5,621,387	

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	8,477,633
2	Enter amount from Part I, line 27a	2	-2,855,847
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	5,621,786
5	Decreases not included in line 2 (itemize) ▶ _____	5	399
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	5,621,387

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)
1 a PUBLICLY TRADED SECURITIES			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,047,925		1,817,710	230,215
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			230,215
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	230,215
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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



Yes



No

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

1 Enter the appropriate amount in each column for each year, see 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	1,785,459	3,769,344	0 473679
2014	764,247	2,978,412	0 256595
2013	813,240	3,390,290	0 239873
2012	1,403,772	4,012,785	0 349825
2011	1,094,027	4,880,886	0 224145
2 Total of line 1, column (d)			1 544117
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			0 308823
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			7,059,735
5 Multiply line 4 by line 3			2,180,209
6 Enter 1% of net investment income (1% of Part I, line 27b)			3,503
7 Add lines 5 and 6			2,183,712
8 Enter qualifying distributions from Part XII, line 4			3,191,000

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	3,503
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	3,503
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	3,503
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	5,000
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	5,000
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	1,497
11	Enter the amount of line 10 to be Credited to 2017 estimated tax <input type="checkbox"/> 1,497 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?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>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</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
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? <i>If "Yes," attach a detailed description of the activities</i>	2	No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
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? <i>If "No," attach explanation</i> .	8b	Yes
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)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of NANCY L DONAHUE Telephone no (207) 883-9813			

Located at **52 BELMONT AVENUE LOWELL MA** ZIP+4 **01852**

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			
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? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ▶	16	Yes	No

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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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"/> 1b			
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? <input type="checkbox"/> 1c			No
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 ▶ 20____, 20____, 20____, 20____			
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"/> 2b			
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
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			
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a			No
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			No

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))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d)	5b		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870	6b		No
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NANCY L DONAHUE 52 BELMONT AVENUE LOWELL, MA 01852	TRUSTEE AS NEEDED 0 00	0	0	0
DAVID W DONAHUE 111 DEVONSHIRE STREET BOSTON, MA 02109	TRUSTEE AS NEEDED 1 00	5,000	0	0
DANIEL J DONAHUE 52 BELMONT AVENUE LOWELL, MA 01852	TRUSTEE AS NEEDED 0 00	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) 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 (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

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	6,929,569
b	Average of monthly cash balances.	1b	237,675
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	7,167,244
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	7,167,244
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	107,509
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	7,059,735
6	Minimum investment return. Enter 5% of line 5.	6	352,987

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	352,987
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	3,503
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,503
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	349,484
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	349,484
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	349,484

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	3,191,000
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	3,191,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	3,503
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	3,187,497

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				349,484
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.	855,129			
b From 2012.	1,214,189			
c From 2013.	653,245			
d From 2014.	621,832			
e From 2015.	1,631,074			
f Total of lines 3a through e.	4,975,469			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>3,191,000</u>				
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.				349,484
e Remaining amount distributed out of corpus	2,841,516			
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	7,816,985			
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 instructions			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 (see instructions).	855,129			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	6,961,856			
10 Analysis of line 9				
a Excess from 2012.	1,214,189			
b Excess from 2013.	653,245			
c Excess from 2014.	621,832			
d Excess from 2015.	1,631,074			
e Excess from 2016.	2,841,516			

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

1a 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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization 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))

NANCY L DONAHUE

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

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 email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				3,191,000
b <i>Approved for future payment</i>				
Total ▶ 3b				0

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	38	
4 Dividends and interest from securities.			14	143,950	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	230,215	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e). . .		0		374,203	0
13 Total. Add line 12, columns (b), (d), and (e).			13		374,203

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

- | | Yes | No |
|-------|-----|----|
| 1a(1) | | No |
| 1a(2) | | No |
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |
| 1c | | No |

[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

Form **990-PF** (2016)

Form 990FPF Part XV Line 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				
ADOLESCENT CONSULTATION SERVICES 110 MOUNT WAYTE AVE FRAMINGHAM, MA 01702	NONE	PUBLIC	UNRESTRICTED	10,000
ALTERNATIVE HOUSE PO BOX 2100 LOWELL, MA 01851	NONE	PUBLIC	UNRESTRICTED	5,000
BOYS & GIRLS CLUB OF GREATER LOWELL 657 MIDDLESEX STREET LOWELL, MA 01851	NONE	PUBLIC	UNRESTRICTED	5,000
CAMBODIAN MUTUAL ASSISTANCE ASSOCIATION OF GREATER LOWELL 465 SCHOOL ST LOWELL, MA 01851	NONE	PUBLIC	UNRESTRICTED	5,000
CULTURAL ORGANIZATION OF LOWELL 50 ARCAND DRIVE LOWELL, MA 01852	NONE	PUBLIC	UNRESTRICTED	40,000
D'YOUVILLE FOUNDATION 981 VARNUM AVENUE LOWELL, MA 01854	NONE	PUBLIC	UNRESTRICTED	5,000
FOOD FOR THE POOR 6401 LYONS ROAD COCONUT CREEK, FL 33073	NONE	PUBLIC	UNRESTRICTED	5,000
GREATER LOWELL COMMUNITY FOUNDATION 100 MERRIMACK STREET SUITE 202 LOWELL, MA 01852	NONE	PUBLIC	UNRESTRICTED	20,000
HABITAT FOR HUMANITY 124 MAIN STREET WESTFORD, MA 01886	NONE	PUBLIC	UNRESTRICTED	2,500
INNER CITY SCHOLARSHIP FUND 260 FRANKLIN STREET SUITE 630 BOSTON, MA 02110	NONE	PUBLIC	UNRESTRICTED	5,000
IRELAND FUND 10 POST OFFICE SQUARE SUITE 1205 BOSTON, MA 02109	NONE	PUBLIC	UNRESTRICTED	20,000
IRONSTONE FARM 450 LOWELL STREET ANDOVER, MA 01810	NONE	PUBLIC	UNRESTRICTED	15,000
JFK LIBRARY FOUNDATION COLUMBIA POINT BOSTON, MA 02125	NONE	PUBLIC	UNRESTRICTED	100,000
LASELL COLLEGE 1844 COMMONWEALTH AVENUE NEWTON, MA 02466	NONE	PUBLIC	UNRESTRICTED	1,025,000
LOADING DOCKS ARTS 122 WESTERN AVENUE LOWELL, MA 01851	NONE	PUBLIC	UNRESTRICTED	1,000
Total ►				3,191,000
3a				

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
LOWELL CATHOLIC HIGH SCHOOL 530 STEVENS STREET LOWELL, MA 01851	NONE	PUBLIC	UNRESTRICTED	160,000
LOWELL COMMUNITY HEALTH CENTER 161 JACKSON STREET LOWELL, MA 01854	NONE	PUBLIC	UNRESTRICTED	25,000
LOWELL FESTIVAL FOUNDATION 67 KIRK STREET LOWELL, MA 01852	NONE	PUBLIC	UNRESTRICTED	15,000
LOWELL HOUSE INC 555 MERRIMACK STREET LOWELL, MA 01852	NONE	PUBLIC	UNRESTRICTED	150,000
LOWELL PARKS AND CONSERVATION PO BOX 7162 LOWELL, MA 01852	NONE	PUBLIC	UNRESTRICTED	2,500
LOWELL PHILHARMONIC ORCHESTRA PO BOX 1403 LOWELL, MA 01853	NONE	PUBLIC	UNRESTRICTED	3,500
LOWELL SUMMER MUSIC SERIES 67 KIRK STREET LOWELL, MA 01852	NONE	PUBLIC	UNRESTRICTED	5,000
MASSACHUSETTS DOWN SYNDROME CONGRESS 20 BURLINGTON MALL ROAD SUITE 261 BURLINGTON, MA 01803	NONE	PUBLIC	UNRESTRICTED	25,000
MEGAN'S HOUSE 32 BERRY RD LOWELL, MA 01854	NONE	PUBLIC	UNRESTRICTED	15,000
MERRIMACK COMMUNITY COLLEGE FOUNDATION 315 TURNPIKE STREET NORTH ANDOVER, MA 01845	NONE	PUBLIC	UNRESTRICTED	10,000
MERRIMACK REPERTORY THEATER 132 WARREN ST LOWELL, MA 01852	NONE	PUBLIC	UNRESTRICTED	280,000
MERRIMACK VALLEY HOUSING PO BOX 1042 LOWELL, MA 018531042	NONE	PUBLIC	UNRESTRICTED	5,000
MILL CITY GROWS C/O YWCA OF LOWELL 97 CENTRAL STREET UNIT 302 LOWELL, MA 01852	NONE	PUBLIC	UNRESTRICTED	15,000
NASHUA RIVER WATERSHED ASSOC 592 MAIN STREET GROTON, MA 01450	NONE	PUBLIC	UNRESTRICTED	5,000
NEW ENGLAND QUILT MUSEUM 18 SHATTUCK STREET LOWELL, MA 01852	NONE	PUBLIC	UNRESTRICTED	40,000
Total ► 3a				3,191,000

Form 990FP Part XV Line 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 <i>Paid during the year</i>				
NEW ENGLAND VETERANS LIBERTY HOUSE 599 CANAL ST 6 EAST SUITE 17 LAWRENCE, MA 01841	NONE	PUBLIC	UNRESTRICTED	5,000
NORTHERN ESSEX COMMUNITY COLLEGE 100 ELLIOTT STREET HAVERHILL, MA 01830	NONE	PUBLIC	UNRESTRICTED	1,000
POLLARD MEMORIAL LIBRARY 401 MERRIMACK STREET LOWELL, MA 01850	NONE	PUBLIC	UNRESTRICTED	1,500
RAISING A READER 9B HAMILTON PLACE 3RD FLOOR BOSTON, MA 02108	NONE	PUBLIC	UNRESTRICTED	2,500
REAL NEWS PROJECT PO BOX 1103 NEW YORK, NY 10276	NONE	PUBLIC	UNRESTRICTED	100,000
UNITED WAY OF MASS BAY 51 SLEEPER ST BOSTON, MA 02210	NONE	PUBLIC	UNRESTRICTED	20,000
UNIVERSITY OF MASS LOWELL ONE UNIVERSITY AVENUE LOWELL, MA 01854	NONE	PUBLIC	UNRESTRICTED	1,029,000
VERMONT PUBLIC RADIO 365 TROY AVENUE COLCHESTER, VT 05446	NONE	PUBLIC	UNRESTRICTED	5,000
WHISTLER HOUSE MUSEUM OF ART 243 WORTHEN STREET LOWELL, MA 01852	NONE	PUBLIC	UNRESTRICTED	7,500
Total ▶ 3a				3,191,000

TY 2016 Investments Corporate Bonds Schedule**Name:** RICHARD K & NANCY L DONAHUE CHAR FDTN**EIN:** 04-3133049

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ALLY FINANCIAL INC 2.45% 7/15/17 - 125000 PAR	125,000	124,813
ALLY FINANCIAL INC 3.30% 9/15/18 - 50000 PAR	50,000	49,850
WILLIAMS COS 7.625% 7/15/19 - 150000 PAR	147,719	161,250

TY 2016 Investments Corporate Stock Schedule

Name: RICHARD K & NANCY L DONAHUE CHAR FDTN
EIN: 04-3133049

Name of Stock	End of Year Book Value	End of Year Fair Market Value
APACHE CORP - 700 SH	20,698	44,429
BOEING CO - 1000 SH	145,560	155,680
HOME DEPOT - 700 SH	30,355	93,856
HONEYWELL INTERNATIONAL - 400 SH	11,680	46,340
INTEL CORP - 4500 SH	150,993	163,215
JP MORGAN CHASE - 3000 SH	170,608	258,870
NESTLE SA - 3100 SH	161,509	222,394
NIKE INC - 45000 SH	2,529,900	2,287,350
STARBUCKS - 2000 SH	0	0
MICROSOFT CORP - 3200 SHS	136,093	198,848
CATERPILLAR INC - 1000 SHS	0	0
MERCK & CO INC - 1500 SHS	0	0
UNITED PARCEL SERVICE - 1200 SHS	94,885	137,568
LOWE'S - 500 SHS	13,348	35,560
ABBVIE INC - 1000 SHS	56,380	62,620
AIR PRODUCTS & CHEMICALS - 700 SHS	83,423	100,674
ALLISON TRANSMISSION HLDGS - 1400 SHS	0	0
BANCO SANTANDER CENT HISP - 11302 SHS	0	0
BECTON DICKINSON & CO - 1000 SHS	155,910	165,550
CAPITAL ONE FINANCIAL CORP - 1000 SHS	74,380	87,240
CERNER CORP - 1000 SHS	60,380	47,370
EMERSON ELECTRIC CO - 2000 SHS	90,000	111,500
ENTERPRISE BANCORP - 3251 SHS	76,724	122,108
EXXON MOBIL CORP - 1300 SHS	101,348	117,338
FEDERATED INVTS INC - 1500 SHS	43,275	42,420
FIREEYE INC - 1000 SHS	0	0
GEOSPACE TECHNOLOGIES - 1200 SHS	0	0
GILEAD SCIENCES INC - 700 SHS	71,652	50,127
ICICI BANK LTD - 12500 SHS	0	0
INTERNATIONAL BUSINESS MACHINE CORP - 500 SHS	68,375	82,995

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MGIC INVESTMENTS CORP - 10000 SHS	84,830	101,900
PRAXAIR INC - 1000 SHS	102,920	117,190
PROCTER & GAMBLE - 2000 SHS	160,580	168,160
SCHLUMBERGER LTD - 1600 SHS	110,720	134,320
STERICYCLE INC - 1500 SHS	177,990	115,560
WASTE MGMT INC - 1500 SHS	79,920	106,365
ADVANSIX INC - 16 SHS	62	354
VERSUM MATERIALS INC - 350 SHS	7,829	9,825

TY 2016 Other Decreases Schedule

Name: RICHARD K & NANCY L DONAHUE CHAR FDTN

EIN: 04-3133049

Description	Amount
COST BASIS ADJUSTMENT ON STOCK SALE	399

TY 2016 Other Expenses Schedule**Name:** RICHARD K & NANCY L DONAHUE CHAR FDTN**EIN:** 04-3133049**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ANNUAL REPORT FEES	500	500		0
BANK FEES	45	45		0

TY 2016 Other Professional Fees Schedule**Name:** RICHARD K & NANCY L DONAHUE CHAR FDTN**EIN:** 04-3133049

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX & FINL ACCTING SERVICES	16,976	16,976		0

TY 2016 Taxes Schedule**Name:** RICHARD K & NANCY L DONAHUE CHAR FDTN**EIN:** 04-3133049

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES WITHHELD	1,416	1,416		0
FEDERAL EXCISE TAX	18,761	0		0