

Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation

THAYER PAULINE REVERE PEN FD U IND

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

Room/suite

P O BOX 1802

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

PROVIDENCE, RI 02901-1802

G Check all that apply:

☐ Initial return☐ Final return☐ Address change☐ Initial return of a former public charity☐ Amended return☐ 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) \$ 539,214.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify)

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

A Employer identification number

04-6096055

B Telephone number (see instructions)

888-866-3275

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 ☐**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)

1 Contributions, gifts, grants, etc., received (attach schedule)

2,018.

2 Check ☐ if the foundation is not required to
attach Sch. B.

3 Interest on savings and temporary cash investments.

4 Dividends and interest from securities

11,536.

11,238.

STMT 1

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all
assets on line 6a 199,818.

7 Capital gain net income (from Part IV, line 2)

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

12,610.

11,263.

STMT 2

13 Compensation of officers, directors, trustees, etc

7,474.

4,484.

2,990.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach schedule) STMT. 3

1,250.

750.

NONE

500.

c Other professional fees (attach schedule)

17 Interest

18 Taxes (attach schedule) (see instructions) STMT. 4

673.

338.

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule) STMT. 5

169.

208.

35.

24 Total operating and administrative expenses.

Add lines 13 through 23.

9,566.

5,780.

NONE

3,525.

25 Contributions, gifts, grants paid

22,000.

22,000.

26 Total expenses and disbursements Add lines 24 and 25

31,566.

5,780.

NONE

25,525.

27 Subtract line 26 from line 12.

a Excess of revenue over expenses and disbursements

-18,956.

b Net investment income (if negative, enter -0-)

5,483.

c Adjusted net income (if negative, enter -0-)

SCANNED JUN 30 2017

Operating and Administrative Expenses

1346



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	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		11,693.	10,731.	10,731.
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶	NONE			
	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) . STMT 6		502,360.	480,463.	528,483.
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶ (attach schedule)					
12	Investments - mortgage loans					
13	Investments - other (attach schedule) STMT 8					
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)		514,053.	491,194.	539,214.	
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)			NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ 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 and complete lines 27 through 31. ▶ ☒					
	27	Capital stock, trust principal, or current funds		514,053.	491,194.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)		514,053.	491,194.	
	31	Total liabilities and net assets/fund balances (see instructions)		514,053.	491,194.	

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	514,053.
2	Enter amount from Part I, line 27a	2	-18,956.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	495,097.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	3,903.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	491,194.

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 OTHER GAINS AND LOSSES					
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 135,234.		144,603.	-9,369.		
b 64,584.		56,159.	8,425.		
c					
d					
e					
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) FMV. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			-9,369.		
b			8,425.		
c					
d					
e					
2 Capital gain net income or (net capital loss)			If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-944.
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.

(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	24,406.	550,956.	0.044298
2014	26,435.	569,033.	0.046456
2013	30,468.	551,229.	0.055273
2012	22,460.	528,688.	0.042483
2011	17,512.	533,036.	0.032853
2 Total of line 1, column (d)			2 0.221363
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years.			3 0.044273
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 530,286.
5 Multiply line 4 by line 3.			5 23,477.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 55.
7 Add lines 5 and 6.			7 23,532.
8 Enter qualifying distributions from Part XII, line 4.			8 25,525.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		1	55.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ 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 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2		3	55.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	55.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	284.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	284.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	229.	
11 Enter the amount of line 10 to be Credited to 2017 estimated tax 56. Refunded 173.	11	173.	

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 ► \$ (2) On foundation managers ► \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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) ► 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

**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 ► N/A	13	X
14 The books are in care of ► US TRUST FIDUCIARY TAX SERVICES Telephone no ► (888) 866-3275 Located at ► PO BOX 1802, PROVIDENCE, RI ZIP+4 ► 02901-1802		
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		
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 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?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes	☐ No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes	☒ No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 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 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? If "Yes," list the years ►	☐ Yes	☒ No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	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 ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No
b If "Yes," did it have excess business holdings in 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)	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 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)? ☐ **5b** ☒ X

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 **STMT. 12**

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **6b** ☒ X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BANK OF AMERICA	TRUSTEE			
1FINANCIAL PLAZA, PROVIDENCE, RI 02903	1	7,474.	-0-	-0-

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

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

Total number of other employees paid over \$50,000 ☐ **NONE**


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		NONE
Total number of others receiving over \$50,000 for professional services		NONE

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 NONE

2

3

4

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

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

Amount

1 NONE

2

All other program-related investments See instructions

3 NONE

Total. Add lines 1 through 3

Form **990-PF** (2016)

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	522,091.
b	Average of monthly cash balances	1b	16,270.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	538,361.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	538,361.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	8,075.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	530,286.
6	Minimum investment return. Enter 5% of line 5	6	26,514.

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	26,514.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	55.
b	Income tax for 2016. (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b	2c	55.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	26,459.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	26,459.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	26,459.

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	25,525.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	25,525.
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	55.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	25,470.

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				26,459.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			1,227.	
b Total for prior years 20 <u>14</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2016.				
a From 2011	NONE			
b From 2012	NONE			
c From 2013	NONE			
d From 2014	NONE			
e From 2015	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ <u>25,525.</u>				
a Applied to 2015, but not more than line 2a . . .			1,227.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2016 distributable amount				24,298.
e Remaining amount distributed out of corpus. . .	NONE			
5 Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b.		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017.				2,161.
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)	NONE			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . .	NONE			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2012 . . .	NONE			
b Excess from 2013 . . .	NONE			
c Excess from 2014 . . .	NONE			
d Excess from 2015 . . .	NONE			
e Excess from 2016 . . .	NONE			

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

NOT APPLICABLE

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(1)(3) or

4942(1)(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.

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(a)(3)(B)(i).

b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . .

C "Support" alternative test - enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).

(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization. . . .

(4) Gross investment income .

Part XV **Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

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:

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 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				
PLEASE SEE ATTACHED LIST	NONE	N/C	FOR NEEDY RETIRED EMPLOYEES.	22,000.
Total			3a	22,000.
b Approved for future payment				
NONE				
Total			3b	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
USGI REPORTED AS NONQUALIFIED DIVIDENDS	167.	167.
FOREIGN DIVIDENDS	1,979.	1,979.
NONDIVIDEND DISTRIBUTIONS	395.	
DOMESTIC DIVIDENDS	3,744.	3,744.
OTHER INTEREST	1,581.	1,581.
FOREIGN INTEREST	65.	65.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE	498.	498.
NON-TAXABLE FOREIGN INCOME	-97.	
NONDISTRIBUTIVE DIVIDENDS	17.	17.
NONQUALIFIED FOREIGN DIVIDENDS	674.	674.
NONQUALIFIED DOMESTIC DIVIDENDS	2,513.	2,513.
	-----	-----
TOTAL	11,536.	11,238.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
PARTNERSHIP INCOME		25.
	-----	-----
TOTALS	=====	=====
		25.
		=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE - BOA	1,250.	750.		500.
TOTALS	1,250.	750.	NONE	500.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES	250.	250.
EXCISE TAX - PRIOR YEAR	51.	
EXCISE TAX ESTIMATES	284.	
FOREIGN TAXES ON QUALIFIED FOR	55.	55.
FOREIGN TAXES ON NONQUALIFIED	33.	33.
	-----	-----
TOTALS	673.	338.
	=====	=====

THAYER PAULINE REVERE PEN FD U IND

04-6096055

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----

OTHER ALLOCABLE EXPENSE-PRINCI	67.	67.	
OTHER ALLOCABLE EXPENSE-INCOME	67.	67.	
STATE FILING FEE	35.		35.
PARTNERSHIP EXPENSES		74.	

TOTALS	169.	208.	35.
	=====	=====	=====

THAYER PAULINE REVERE PEN FD U IND

04-6096055

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
PLEASE SEE ATTACHED			
464287507 ISHARES CORE S&P MID	13,850.	10,580.	17,526.
464287614 ISHARES RUSSELL 1000	7,856.	7,856.	13,080.
464287655 ISHARES RUSSELL 2000	12,924.	15,186.	16,260.
921943858 VANGUARD FTSE DEVELO		19,461.	20,824.
922042858 VANGUARD FTSE EMERGI	24,459.	20,331.	26,740.
922908553 VANGUARD REIT ETF	25,122.		
466001864 IVY ASSET STRATEGY F	11,483.	11,194.	11,093.
693390841 PIMCO HIGH YIELD FD			
714199106 PERMANENT PORTFOLIO			
72200Q182 PIMCO ALL ASSET ALL			
202671913 AGGREGATE BOND CTF	100,561.	96,734.	94,647.
207543877 SMALL CAP GROWTH LEA	9,347.	4,427.	5,689.
29099J109 EMERGING MARKETS STO	24,221.	27,214.	29,833.
302993993 MID CAP VALUE CTF	10,386.	7,625.	8,764.
303995997 SMALL CAP VALUE CTF	9,911.	5,123.	6,763.
323991307 MID CAP GROWTH CTF	10,803.	7,693.	7,789.
45399C107 DIVIDEND INCOME COMM	40,166.	39,505.	47,025.
99Z466163 HIGH QUALITY CORE CO	17,997.	7,485.	8,599.
99Z466197 INTERNATIONAL FOCUSE	38,149.	26,815.	31,004.
880208400 TEMPLETON GLOBAL BD			
99Z501647 STRATEGIC GROWTH COM	42,041.	36,603.	44,764.
73935S105 POWERSHARES DB COMMO	16,132.	15,551.	11,468.
742718109 PROCTER & GAMBLE CO		2,023.	2,018.
38145C646 GOLDMAN SACHS STRATE	37,664.	15,092.	13,687.
464287200 ISHARES CORE S&P 500	32,187.		
92203J407 VANGUARD TOTAL INTL	2,855.		
97717X701 WISDOMTREE EUROPE HE	11,391.		
693390882 PIMCO FOREIGN BD US\$	2,855.		

THAYER PAULINE REVERE PEN FD U IND

04-6096055

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV -----
464287226 ISHARES CORE US AGGR		20,955.	20,639.
922908363 VANGUARD S&P 500 ETF		48,867.	56,460.
00203H859 AQR MANAGED FUTURES		7,930.	6,998.
09256H286 BLACKROCK STRATEGIC		13,225.	13,334.
94987W737 WELLS FARGO ABSOLUTE		7,699.	8,115.
589509108 THE MERGER FD		5,289.	5,364.
TOTALS	502,360.	480,463.	528,483.
	=====	=====	=====

THAYER PAULINE REVERE PEN FD U IND

04-6096055

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV	C OR F
-----	-----	-----

73935S105 POWERSHARES DB COMMO		C
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TOTALS

THAYER PAULINE REVERE PEN FD U IND

04-6096055

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

=====

DESCRIPTION

AMOUNT

TYE INCOME ADJUSTMENT

2,660.

PARTNERSHIP ADJ

1,243.

TOTAL

3,903.

=====

THAYER PAULINE REVERE PEN FD U IND
Schedule D Detail of Long-term Capital Gains and Losses

04-6096055

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term, Gain/Loss
OTHER GAINS AND LOSSES					
152.111 AGGREGATE BOND CTF	08/31/2012	01/08/2016	2,555.00	2,621.00	-66.00
114.971 AGGREGATE BOND CTF	08/31/2012	06/30/2016	1,990.00	1,980.00	10.00
119.983 SMALL CAP GROWTH LEADERS CTF	11/30/2012	01/08/2016	2,422.00	2,089.00	333.00
84.266 SMALL CAP GROWTH LEADERS CTF	08/31/2012	01/08/2016	1,701.00	1,455.00	246.00
83.47 SMALL CAP GROWTH LEADERS CTF	08/31/2012	05/31/2016	1,843.00	1,482.00	361.00
27.583 SMALL CAP GROWTH LEADERS CTF	08/31/2012	09/30/2016	663.00	528.00	135.00
101.959 MID CAP VALUE CTF	04/20/2012	01/08/2016	2,727.00	2,849.00	-122.00
94.235 SMALL CAP VALUE CTF	11/30/2012	01/08/2016	2,037.00	1,960.00	77.00
59.505 SMALL CAP VALUE CTF	08/31/2012	01/08/2016	1,286.00	1,224.00	62.00
103.981 SMALL CAP VALUE CTF	08/31/2012	05/31/2016	2,569.00	2,121.00	448.00
120.166 MID CAP GROWTH CTF	08/31/2012	01/08/2016	3,166.00	3,323.00	-157.00
19.473 DIVIDEND INCOME COMMON TRUST	08/31/2012	05/31/2016	1,039.00	892.00	147.00
40.85 DIVIDEND INCOME COMMON TRUST	08/31/2012	09/30/2016	2,229.00	1,920.00	309.00
199. POWERSHARES DB COMMODITY INDEX	06/30/2014	01/08/2016	2,542.00	2,680.00	-138.00
409.613 HIGH QUALITY CORE COMMON TRUST FUND	02/28/2013	01/08/2016	5,212.00	4,959.00	253.00
203.579 HIGH QUALITY CORE COMMON TRUST FUND	08/31/2012	01/08/2016	2,590.00	2,328.00	262.00
338.762 HIGH QUALITY CORE COMMON TRUST FUND	08/31/2012	05/31/2016	4,681.00	3,966.00	715.00
85.616 INTERNATIONAL FOCUSED EQUITY	03/31/2015	05/31/2016	951.00	1,055.00	-104.00
295.623 INTERNATIONAL FOCUSED EQUITY	09/30/2013	05/31/2016	3,285.00	3,292.00	-7.00
57.488 INTERNATIONAL FOCUSED EQUITY	02/28/2013	05/31/2016	639.00	586.00	53.00
19.332 INTERNATIONAL FOCUSED EQUITY	02/28/2013	09/30/2016	222.00	196.00	26.00
601.064 INTERNATIONAL FOCUSED EQUITY	02/28/2013	10/14/2016	6,746.00	6,115.00	631.00
603.778 STRATEGIC GROWTH COMMON TRUST FUND	04/30/2013	01/08/2016	7,391.00	6,538.00	853.00
TOTAL OTHER GAINS AND LOSSES			60,486.00	56,159.00	4,327.00
Totals			60,486.00	56,159.00	4,327.00

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THAYER PAULINE REVERE PEN FD U IND

04-6096055

GAINS AND LOSSES FROM PASS-THRU ENTITIES
=====NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS

-1,955.00

TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)

-1,955.00
=====NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS

4,810.00

PARTNERSHIPS, TRUSTS, S CORPORATIONS

1,243.00

TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)

6,053.00
=====



THAYER PAULINE REVERE PEN FD U IND

04-6096055

FORM 990PF, PART VII-B, LN 5(c) EXPENDITURE RESPONSIBILITY STATEMENT

=====

NAME:

SEE ATTACHED LIST OF RETIRED EMPLO

ADDRESS:

, MA

GRANT DATE: 12/31/2016

GRANT AMOUNT 22,000.

GRANT PURPOSE:

VARIOUS MEDICAL/NEEDY/EDUC. REQUESTS PER RETIRED EMPLOYEES
INCLUDED IN THE TRUST DOCUMENT

AMOUNT EXPENDED BY GRANTEE 22,000.

Grants Paid attachment to return.

THAYER PAULINE REVERE PEN FD.

Posting Date	Amount	Distribution	Relationship to substantial contributor	Purpose	Foundation Status of Recipient
01/04/2016	\$ (1,000 00)	ALICE MCGUIRE	N/A	QUARTERLY PAYMENT TO RETIRED EMPLOYEE	NC
04/01/2016	\$ (1,000 00)	ALICE MCGUIRE	N/A	QUARTERLY PAYMENT TO RETIRED EMPLOYEE	NC
07/12/2016	\$ (1,000 00)	JED PEARLSTEIN	N/A	FOR NEW HOUSE EXPENSES	NC
07/12/2016	\$ (1,000 00)	ETHAN PEARLSTEIN	N/A	FOR NEW HOUSE EXPENSES	NC
07/12/2016	\$ (1,000 00)	DARLENE MONKMAN	N/A	FOR FAMILY MEDICAL ASSISTANCE	NC
07/12/2016	\$ (1,500 00)	RUTH LYNCH	N/A	FOR ASSISTANCE WITH MEDICAL	NC
07/12/2016	\$ (500 00)	NICHELLE CROSBY MCDONOUGH	N/A	FOR ASSISTANCE WITH EDUCATIONAL	NC
10/03/2016	\$ (1,000 00)	ALICE MCGUIRE	N/A	QUARTERLY PAYMENT TO RETIRED EMPLOYEE	NC
11/07/2016	\$ (1,000 00)	ALICE MCGUIRE	N/A	QUARTERLY PAYMENT TO RETIRED EMPLOYEE	NC
11/07/2016	\$ (500 00)	TAMENE TADESSE	N/A	QUARTERLY PAYMENT TO RETIRED EMPLOYEE	NC
11/30/2016	\$ (1,000 00)	ALICE MCGUIRE	N/A	LAST CHRISTMAS GIFT FROM THE	NC
11/30/2016	\$ (2,000 00)	RUTH LYNCH	N/A	FOR ASSISTANCE WITH FAMILY HOUSING	NC
11/30/2016	\$ (2,000 00)	DARLENE MONKMAN	N/A	FOR FAMILY MEDICAL EXPENSES	NC
11/30/2016	\$ (3,000 00)	JOHN BASILE	N/A	FOR ASSISTANCE WITH FAMILY EDUCATIONAL	NC
11/30/2016	\$ (2,000 00)	CYNTHIA MIRANDA	N/A	FOR ASSISTANCE WITH FAMILY HOUSING	NC
11/30/2016	\$ (1,500 00)	BRYAN RODRIGUEZ	N/A	FOR ASSISTANCE WITH LEGAL EXPENSES	NC
11/30/2016	\$ (1,000 00)	NIKO DHIMITRI	N/A	A GIFT FOR YOUR NEW BABY	NC
TOTAL	\$ (22,000 00)				