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EXTENDED TO NOVEMBER 15, 2017 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

Internal Revenue Service For calendar year 2016 or tax year beginning , and ending Name of foundation A Employer identification number THE FLETCHER FOUNDATION 04-6470890 Number and street (or P O box number if mail is not delivered to street address) Room/suite B Telephone number 370 MAIN STREET, 12TH FLOOR 508-459-8000 City or town, state or province, country, and ZIP or foreign postal code C If exemption application is pending, check here WORCESTER, MA 01608 G Check all that apply: Initial return Initial return of a former public charity D 1. Foreign organizations, check here Final return Amended return 2 Foreign organizations meeting the 85% test, check here and attach computation Address change Name change X Section 501(c)(3) exempt private foundation H Check type of organization: E If private foundation status was terminated Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation under section 507(b)(1)(A), check here I Fair market value of all assets at end of year | J Accounting method: X Cash Accrual F If the foundation is in a 60-month termination Other (specify) (from Part II, col. (c), line 16) under section 507(b)(1)(B), check here 203 28, 232, 978. (Part I, column (d) must be on cash basis) _▶\$ Part I Analysis of Revenue and Expenses (d) Disbursements (a) Revenue and (b) Net investment (c) Adjusted net (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) for charitable purposes (cash basis only) expenses per books income ıncome N/A Contributions, gifts, grants, etc., received Check X If the foundation is not required to attach Sch. B Interest on savings and temporary cash investments 301 241 STATEMENT 942,050. 916,005 Dividends and interest from securities STATEMENT 5a Gross rents b Net rental income or (loss) 206,783 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 2,262,550. RECEIVEE 206,783 7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain Income modifications 10a Gross sales less returns and allowances OGDEN: b Less Cost of goods sold c Gross profit or (loss) STATEMENT 11 Other income 51,601 31,816 200,735 154,845 12 Total Add lines 1 through 11 0. 0. 0. Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits Expenses 16a Legal fees 146,000. STMT 73,000. 73,000. b Accounting fees STMT 5 23,122. 23,122. c Other professional fees 0. 2,707. 17 Interest 2,707. 0 . and Administrative 8,798 5,570 18 Taxes STMT 6 0. 19 Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications STMT 7 2,844 1,395 866. 23 Other expenses 24 Total operating and administrative expenses. Add lines 13 through 23 183,471 105,794. 73,866. 1,363,084 25 Contributions, gifts, grants paid 1,363,084. 26 Total expenses and disbursements. 1,436,950. 105,794 Add lines 24 and 25 <u>1,546,555</u> 27 Subtract line 26 from line 12: <345,820. a Excess of revenue over expenses and disbursements 1,049,051 b Net investment income (if negative, enter -0-) N/A c Adjusted net income (if negative, enter -0-)

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Form **990-PF** (2016)

623501 11-23-18 LHA For Paperwork Reduction Act Notice, see instructions

16) V

Part II Balance Sheets Accounts received souther for end-dispasa amounts on the description column should be for end-dispasa amounts on the description (a) Book Value (b) Book Value (c) Fair Market Value	age 2
1 Cash - non-interest-bearing 2 Savings and temporary cash investments 459,175 737,756 737,756 737,755 3 Accounts receivable Less: allowance for doubtful accounts Less: allowance for dou	
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20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable	
21 Mortgages and other notes payable	
22 Other liabilities (describe >)	
23 Total liabilities (add lines 17 through 22) 0. 0.	
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 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 19,947,325. 19,947,325. 19,947,325. 21,351,188.> <1,574,287.> 22,351,188.> <1,574,287.> 23,30 Total net assets or fund balances	
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26 Permanently restricted Foundations that do not follow SFAS 117, check here	
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28 Paid-in or capital surplus, or land, bldg., and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 21, 351, 188. > <1, 574, 287.	
30 Total net assets or fund balances 18,596,137. 18,373,038.	
2 30 10tal litt assets of faile balances	
31 Total liabilities and net assets/fund balances 18,596,137. 18,373,038.	
Part III Analysis of Changes in Net Assets or Fund Balances	
Part III Analysis of Ondriges in Not Associated and Educations	
1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30	
(must agree with end-of-year figure reported on prior year's return)	
2 Enter amount from Part I, line 27a 2 <345,821	
3 Other increases not included in line 2 (itemize) ▶ 3 122,72	
4 Add lines 1, 2, and 3 4 18, 373, 03	
10 272 02	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 [6] 18, 373, U38 Form 990-PF (20	

Part IV Capital Gains a	and Losses for Tax on	Investmen	t Income						
	ibe the kind(s) of property sold (erehouse; or common stock, 200 s			(b) I	low aco - Purch - Dona	quired (nase tion	c) Date acquire (mo., day, yr.)	ed ((d) Date sold mo., day, yr.)
1a				<u>_</u>					
b SEE ATTACHED	STATEMENT								
<u>C</u>				_					
_d				-					
_e				١					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	1 10/	st or other basis expense of sale				(h) Gain or ((e) plus (f) mi		
<u>a</u>		<u> </u>							
<u>b</u>									
<u>c</u>									
e 2,262,550.			2,096,78	2					206 702
Complete only for assets showin	o dain in column (h) and owned h			3.			Counc (Col. (b)		<u>206,783.</u>
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) E>	cess of col. (i)			col. (Gains (Col. (h) k), but not less Losses (from d	than -0-)	
a									
b							 .		
C				\neg					
d									
e									206,783.
	(If nam, also an	iter in Part I, line	7	$\overline{}$					
2 Capital gain net income or (net ca	pital loss) { If (loss), enter	-0- ın Part I, line	7)	2	<u> </u>			206,783.
3 Net short-term capital gain or (los if gain, also enter in Part I, line 8, if (loss), enter -0- in Part I, line 8		and (6):		}	3		N	/A	
	nder Section 4940(e) fo	or Reduced	Tax on Net	Inv	estm	ent Inco	me	<u> </u>	
If section 4940(d)(2) applies, leave the Was the foundation liable for the sect If "Yes," the foundation does not qualificate the appropriate amount in expression of the section of the s	ion 4942 tax on the distributable	complete this pa	art.						Yes X No
(a)	(b)	o mon donono bo	Toro making any c					(d)	
Base periód years Calendar year (or tax year beginnir	ng in) Adjusted qualifying o		Net value of no		ıtable-ι		(col. (b	ıstrıbütiör	by col. (c))
2015		40,728.				2,175.			.050231
2014		34,741. 53,583.				8,385. 7,714.	ļ		.049415 .049614
2013		79,202.	<u> </u>			$\frac{7,714}{2,535}$.050368
2012		10,439.	<u> </u>			6,837.			.052342
2011		: <u>+0,+0,</u>	<u> </u>	20	, , , 4 (0,057.	 		032342
2 Total of line 1, column (d)	. was been period, duilde the tet	al an line O by E	or hu the guarker	-f			2		.251970
3 Average distribution ratio for the 5 the foundation has been in exister		ai oii iiile 2 by 5,	or by the humber	or ye	ais		3		.050394
4 Enter the net value of noncharitab	le-use assets for 2016 from Part	X, line 5					4	27,	406,106.
5 Multiply line 4 by line 3							5	1,	381,103.
6 Enter 1% of net investment incom	e (1% of Part I, line 27b)						6		10,491.
7 Add lines 5 and 6							7	1,:	391,594.
8 Enter qualifying distributions from	ı Part XII, line 4						8		436,950.
If line 8 is equal to or greater than See the Part VI instructions.		ine 1b, and comp	plete that part usin	g a 1'	% tax ra	ate.	- 		
623521 11-23-16			<u>-</u>	_				Form	990-PF (2016)

04-6470890

Page 3

Form 990-PF (2016)

THE FLETCHER FOUNDATION

	990-PF (2016) THE FLETCHER FOUNDATION IT VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or	04-	-64708	90 tru	ction	age 4
	Exempt operating foundations described in section 4940(d)(2), check here \to \textsq and enter "N/A" on line 1.	1040	1 300 1113		,,,,,,	
	Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)	}				
	Domestic foundations that meet the section 4940(e) requirements in Part V, check here X and enter 1%	1		1 (1.4	91.
	of Part I, line 27b	<u> </u>			, , =	<u> </u>
	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).					
	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2				0.
	Add lines 1 and 2	3		10	, 4	91.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4				0.
	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		10),4	91.
	Credits/Payments:					
a	2016 estimated tax payments and 2015 overpayment credited to 2016 6a 24,520	•	,			
b	Exempt foreign organizations - tax withheld at source 6b	_				*
C	Tax paid with application for extension of time to file (Form 8868)					
d	Backup withholding erroneously withheld 6d 6d		7	3		
	Total credits and payments. Add lines 6a through 6d	7	ļ	24	1,5	<u> 20.</u>
8	Enter any penalty for underpayment of estimated tax. Check here X if Form 2220 is attached	8_	ļ			
	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	· <u> 9</u>	ļ			
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		<u> 14</u>	1,0	29.
	Enter the amount of line 10 to be: Credited to 2017 estimated tax 14,029 . Refunded	· <u> 11</u>				<u>0.</u>
	rt VII-A Statements Regarding Activities			,, L		
	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or interve	ne in	-		Yes	No
	any political campaign?			1a		X
	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definit		<u></u> -	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials public	ished o	r			
	distributed by the foundation in connection with the activities			.		77
	Did the foundation file Form 1120-POL for this year?		-	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:				·,	1
	\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\	•				1
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation					,
_	managers. > \$ 0.					X
	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		-	2		
	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation	ı or				
3	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	i, 0i		3		x
40	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		⊢	4a	X	
	If "Yes," has it filed a tax return on Form 990-T for this year?		<u> </u>	4b	X	
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		<u> </u>	5	-	Х
J	If "Yes," attach the statement required by General Instruction T			1		
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:			Ì		
Ū	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 of the state	ate law				
	remain in the governing instrument?			6	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part	ΧV		7	Х	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)					
	MA					ĺ
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate)					
	of each state as required by General Instruction G? If "No," attach explanation			8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for continuous claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for continuous claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for continuous claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for continuous claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for continuous claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for continuous claiming status as a private operating status as a private operating status as a private operating status as a section of the continuous claiming status as a section of the continu	alendar				
	year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV			9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses			10		Х

Pa	art 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			1					
	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?		ļ						
	If "Yes," attach statement (see instructions)	12		X					
13		_13_	X	L					
	Website address ► N/A	450							
14	The books are in care of FLETCHER TILTON PC Telephone no. (508)								
4-	Located at ► 370 MAIN STREET 12TH FLOOR, WORCESTER, MA ZIP+4 ►0	1008	<u>-1/</u>	79					
15	5 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here								
16	and enter the amount of tax-exempt interest received or accrued during the year At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank,	N	/A Yes	No					
10	securities, or other financial account in a foreign country?	10	162	l					
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the	16	l	X					
	foreign country								
Pá	art 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.	T	Yes	No					
18	a 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?								
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)								
	a disqualified person?								
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?								
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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)?								
	(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			۸					
	termination of government service, if terminating within 90 days.)								
ı	b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations								
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X					
	Organizations relying on a current notice regarding disaster assistance check here								
•	c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected								
_	before the first day of the tax year beginning in 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? Yes X No								
ł	If "Yes," list the years \(\bigcup_{ \text{in}} \), \(\text{in} \),								
	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.) N/A	2ь							
c	: If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.								
	>								
38	a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time	1	: I						
	during the year?								
t	o 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,	1							
	Form 4720, to determine if the foundation had excess business holdings in 2016) N/A	3b							
	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		_ <u>X</u> _					
t	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	\ DE	<u>X</u>					
	Fo	rm 99 0	ノーピト((2016)					

Form 990-PF (2016) THE FLETCHER FOUNDATION			04-64708	90	Page 6
Part VII-B Statements Regarding Activities for Which	1 Form 4/20 May Be F	Required (continu	ued)		
 5a During the year did the foundation pay or incur any amount to: (1) Carry on propaganda, or otherwise attempt to influence legislation (section) (2) Influence the outcome of any specific public election (see section 4955) 	` ''	ectly,	es X No	į	
any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purpos			es X No		
(4) Provide a grant to an organization other than a charitable, etc., organiza 4945(d)(4)(A)? (see instructions)			s X No		
(5) Provide for any purpose other than religious, charitable, scientific, litera the prevention of cruelty to children or animals?		Ye	s X No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify is section 53.4945 or in a current notice regarding disaster assistance (see instance). Organizations relying on a current notice regarding disaster assistance chec.	structions)?	n Regulations	N/A	5b	
c If the answer is "Yes" to question 5a(4), does the foundation claim exemptio expenditure responsibility for the grant?	n from the tax because it maintai	. —	es No		
If "Yes," attach the statement required by Regulations section 53 48	945-5(d).	., 41			3 (*)
6a Did the foundation, during the year, receive any funds, directly or indirectly, a personal benefit contract?		Ye	es X No	01	v
b Did the foundation, during the year, pay premiums, directly or indirectly, on 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 ta b if "Yes," did the foundation receive any proceeds or have any net income attribute.	ributable to the transaction?	·		7b	
Part VIII Information About Officers, Directors, True Paid Employees, and Contractors		nagers, Highly	/		
1 List all officers, directors, trustees, foundation managers and the	· · · · · · · · · · · · · · · · · · ·	(a) Companyation	(d) Contributions to		<u></u>
(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	acco allo	Expense ount, other owances
ALLEN W. FLETCHER 53 ELM STREET	TRUSTEE/CHAIR 				
WORCESTER, MA 01609 WARNER S. FLETCHER	4.00 TTEE/TREAS/SE	0. C	0.	1	0.
370 MAIN STREET WORCESTER, MA 01608	4.00	0.	0.		0.
MARY F. FLETCHER 11 MONMOUTH ROAD	TRUSTEE				
WORCESTER, MA 01609 PATRICIA A. FLETCHER	1.00 TRUSTEE	0.	0.		0.
80 SALISBURY STREET WORCESTER, MA 01609	1.00	0.	0.		0.
2 Compensation of five highest-paid employees (other than those i		enter "NONE."	(-1) 0		
(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	acco	Expense ount, other owances
NONE					
			<u> </u>		
Total number of other employees paid over \$50,000					0

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Form 990-PF (2016) THE FLETCHER FOUNDATION	04-647	0890 Page 7
Part VIII Information About Officers, Directors, Trustees, Found Paid Employees, and Contractors (continued)		
3 Five highest-paid independent contractors for professional services. If none, enter	er "NONE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
FLETCHER TILTON PC - 370 MAIN STREET, 12TH		
FLOOR, WORCESTER, MA 01608	TRUST & ACCOUNTING	146,000.
NIXON PEABODY		
100 SUMMER STREET, BOSTON, MA 02110	CUSTODIAL FEES	23,122.
Total number of others receiving over \$50,000 for professional services Part IX-A Summary of Direct Charitable Activities		• 0
List the foundation's four largest direct charitable activities during the tax year. Include relevant stati number of organizations and other beneficiaries served, conferences convened, research papers pro		Expenses
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 of	n lines 1 and 2.	Amount
1 N/A		
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3	—	0.

For	m 990-PF (2016) THE FLETCHER FOUNDATION	04-	<u>6470890</u>	Page 8
P	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign fou	ndations, s	ee instructions)	
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
а	Average monthly fair market value of securities	1a	26,829	<u>,811.</u>
b	Average of monthly cash balances	1b	993	,647.
C	Fair market value of all other assets	1c		
d	Total (add lines 1a, b, and c)	1d	27,823	<u>,458.</u>
е	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	27,823	<u>,458.</u>
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4		<u>,352.</u>
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	27,406	
6	Minimum investment return Enter 5% of line 5	6	<u>1,370</u>	<u>,305.</u>
<u>P</u>	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations check here ▶ ☐ and do not complete this part.)	nd certain		
1	Minimum investment return from Part X, line 6	1	1,370	<u>,305.</u>
2a	Tax on investment income for 2016 from Part VI, line 5			
b	Income tax for 2016. (This does not include the tax from Part VI.)]		
C	Add lines 2a and 2b	2c		<u>,491.</u>
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,359	,814.
4	Recoveries of amounts treated as qualifying distributions	4		0.
5	Add lines 3 and 4	5	1,359	,814.
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	1,359	,814.
P	art XII Qualifying Distributions (see instructions)	·		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	Ţ		
	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	1,436	
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:			
а	Suitability test (prior IRS approval required)	3a		
b	Cash distribution test (attach the required schedule)	3b		
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,436	,950.
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		<u>,491.</u>
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,426	,459.
	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	

Form **990-PF** (2016)

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,	·		2010	
line 7 2 Undistributed income, if any, as of the end of 2018				1,359,814.
2 Undistributed income, if any, as of the end of 2016 a Enter amount for 2015 only				
b Total for prior years:			0.	
,		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	,			
b From 2012				
c From 2013				
d From 2014 1,564.				· ,
e From 2015 39,242.				
f Total of lines 3a through e	40,806.	ļ		£
4 Qualifying distributions for 2016 from				
Part XII, line 4: \triangleright \$ 1,436,950.				*
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.			4
d Applied to 2016 distributable amount	^			1,359,814.
e Remaining amount distributed out of corpus	77,136.			<u> </u>
5 Excess distributions carryover applied to 2018 (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	117,942.			
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				
d Subtract line 6c from line 6b. Taxable		0.		
amount - see instructions		_		
e Undistributed income for 2015. Subtract line		0.		
4a from line 2a. Taxable amount - see instr.				
f Undistributed income for 2016. Subtract			0.	
lines 4d and 5 from line 1. This amount must				
be distributed in 2017				0
7 Amounts treated as distributions out of				<u> </u>
corpus to satisfy requirements imposed by		1		
section 170(b)(1)(F) or 4942(g)(3) (Election				
may be required - see instructions)	0.	1	İ	
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	117,942.			
O Analysis of line 9.	111,042.			
a Excess from 2012				
b Excess from 2013				
c Excess from 2014 1,564.				
d Excess from 2015 39, 242.				
e Excess from 2016 77, 136.				
20524 44 22 42				

Part XIV Private Operating For	oundations (see inst		I-A. guestion 9)	N/A	10690 Page N
1 a If the foundation has received a ruling of				N/A	
foundation, and the ruling is effective for					
b Check box to indicate whether the found	•	-	in section	4942(j)(3) or 49	42(j)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years		.=0/\-7
income from Part I or the minimum	(a) 2016	(b) 2015	(c) 2014	(d) 2013	(e) Total
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			ļ <u>.</u>		
(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	ı]	
and 5 or more exempt organizations as provided in					
section 4942(j)(3)(B)(III)	<u> </u>				
(3) Largest amount of support from	,				
an exempt organization				ļ	
(4) Gross investment income		a Alain mant amb.	if Alba farradadian	h = d &E 000 = = ===	
Part XV Supplementary Info at any time during t			if the foundation	nad \$5,000 or mo	ore in assets
1 Information Regarding Foundatio	•	OO/ -fibe t-t-l		face det an hefe e the elec-	
a List any managers of the foundation who year (but only if they have contributed in			tributions received by the	toundation before the clos	se of any tax
NONE					
b List any managers of the foundation who	o own 10% or more of the	stock of a corporation	(or an equally large ports	on of the ownership of a pa	ertnershin or
other entity) of which the foundation has			to an educing in go porti	on an order of the period of t	
NONE					
2 Information Regarding Contributi	on, Grant, Gift, Loan,	Scholarship, etc., P	rograms:		
Check here ▶ ☐ If the foundation o				not accept unsolicited requ	ests for funds. If
the foundation makes gifts, grants, etc.					
a The name, address, and telephone numl	per or e-mail address of th	e person to whom appl	ications should be addre	ssed:	
SEE STATEMENT 10					
b The form in which applications should b	e submitted and informati	on and materials they s	hould include:		
c Any submission deadlines:					
d Any restrictions or limitations on awards	e such as hy generanhical	areas charitable fields	kinds of institutions or	other factors:	
u Any resulctions of inflittations on awards	, such as by yeographical	arcas, criarnavit htilos	, หมานอ บา มาอนเนนเบมอ, 01 เ	ouisi lautulõ.	

Part XV

3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Purpose of grant or contribution Foundation show any relationship to Amount any foundation manager or substantial contributor status of Name and address (home or business) recipient a Paid during the year NONE FROM MULTIPLE MLP K-1'S PUBLIC 84. SEE SCHEDULE ATTACHED NONE PUBLIC SEE SCHEDULE 1,363,000. ▶ 3a Total 1 363 084 b Approved for future payment SEE SCHEDULE ATTACHED NONE PUBLIC SEE SCHEDULE 875,000. Total **▶** 3b 875,000.

Analysis of Income-Producing Activities Part XVI-A

	s amounts unless otherwise indicated	Unrelate	d business income		ded by section 512, 513, or 514	(e)
		(a) Business code	(b) Amount	Exclu- sion code	(d) Amount	Related or exempt function income
_	n service revenue:	code		code		
f						
g Fee:	s and contracts from government agencies					
-	rship dues and assessments					
3 Interest	on savings and temporary cash					
ınvestn	nents			14		
4 Dividen	ds and interest from securities		·	14	942,050.	
	tal income or (loss) from real estate:					. >
	t-financed property					
	debt-financed property			ļ	L	
6 Net ren	tal income or (loss) from personal			İ		
propert		· — — —		4.4		
	nvestment income			14	31,816.	
	(loss) from sales of assets other			1.0	206 702	
than in	-			18	206,783.	
	ome or (loss) from special events			 		
10 Gross p 11 Other r	profit or (loss) from sales of inventory			 		
	ARTNERSHIP K-1'S	523000	<63,213.			
	ASS STATE REFUND	323000	705,215.			25,000.
	DERAL REFUND			†		57,998.
						3.7550.
е —						
12 Subtota	al. Add columns (b), (d), and (e)		<63,213.		1,180,950.	82,998.
13 Total.	Add line 12, columns (b), (d), and (e)				13	
(See works	sheet in line 13 instructions to verify calculations.)					
Part X	VI-B Relationship of Activities t	o the Acco	omplishment of Ex	emp	t Purposes	
Line No ▼	Explain below how each activity for which incomplete the foundation's exempt purposes (other than			contrib	uted importantly to the accom	plishment of
11B	MASS STATE REFUND					
11C	FEDERAL REFUND					
						.
		·				
						
						
						
						
	 					
						

Form 990-PF (2016) THE FLETCHER FOUNDATION 04-6470890 Page 13 Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

	e organization directly or indir			· · · · · · · · · · · · · · · · · · ·		on 501(c) of		Yes	No
	de (other than section 501(c)			- · · · ·	izations?				1
	ers from the reporting founda	ition to a noncharital	ble exempt or	ganization of:			1 1		l
(1) C							1a(1)		X
	ther assets						1a(2)		X
•	transactions:	_							_
	ales of assets to a noncharitat						1b(1)		X
	urchases of assets from a nor	•	organization				1b(2)		<u>X</u>
	ental of facilities, equipment, (or other assets					1b(3)		X
	eimbursement arrangements						1b(4)		<u>X</u>
	oans or loan guarantees						1b(5)		<u>X</u>
٠,	erformance of services or me	•	-				1b(6)		X X X X X
	ig of facilities, equipment, mai						1c		<u>X</u>
	answer to any of the above is							ets,	
	vices given by the reporting fo			ed less than fair market valu	e in any transaction	or sharing arrangement, sh	IOW IN		
	n (d) the value of the goods, (a avament arganization	(4) -				
a) Line no	(b) Amount involved	(c) Name of		e exempt organization	(0) Description	of transfers, transactions, and si	haring arr	angeme	nts
			N/A						
					- 				
		<u> </u>			- 				
	· _ · · · · · · · · · · · · · · · · · ·	ļ			 				
		 							
									
									
	foundation directly or indirect	lly affiliated with or r	elated to one	or more tax-exempt organiz	zations described				
	tion 501(c) of the Code (other				Editorio docorio d	Г	Yes	Γx	No
	," complete the following sche	• •	(0)) 01 111 0001	1011 027		L		-43	7 140
U 11 163	(a) Name of org			(b) Type of organization		(c) Description of relationsh	ın.		
	N/A			(-) //		(0)	· <u>P</u>		
	N/A_								
		— _							
									
10	nder penalties of perjury declare t	that I have examined the	s return includin	II ng accompanying schedules and	statements and to the	hest of my knowledge			
	nd belief, it is true, dorrect, and con					han any knowledge May	the IRS o	iscuss t	his er
Here	More			11/10.17	mpriame	show	n below		<u>tr</u>)?
				1///3 1/	TRUSTE	E LX	_ Yes		J No I
	Signature of officer or trustee		D	Date	Title	Chook DTIN			
	Print/Typle preparer's na	rne	Preparer's s	ignature	Date	Check if PTIN			
Deid			1	1 1 - 1		self- employed			
Paid	SANDRA ZDO		Hud	a soncy	11 /15/17		<u>178</u>		
Prepare		TCHER TAL	TON PC			Firm's EIN ► 04-26	286	01	
Use On	·								
	Firm's address ► 37								
	WO	RCESTER,	MA 016	08-1779		Phone no. (508)4	<u> 59-</u>	<u>800</u>	0
					- 	For	m 990	PF	(2016)

Capital Gaille and Lt	Dages tol Tax on mivestinent income	<u> </u>			
(a) List an 2-story b	d describe the kind(s) of property so crick warehouse; or common stock, 2	old, e.g., real estate, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED -			P	 	
	FUND M		P		
c SEE ATTACHED -			P	<u> </u>	
d SEE ATTACHED -			P	1	
	Y PARTNERS - ORI	OINARY GAIN			
f FROM MULTIPLE		l LOSS			
g FROM MULTIPLE					
h FROM MULTIPLE	K-1'S - L/T				
CAPITAL GAINS	DIVIDENDS				
<u> </u>					
<u>k</u>					
1					
m		· · · · · · · · · · · · · · · · · · ·			
n				ļ	
0					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(e)) Gain or (loss) plus (f) minus (g)	
a 530,876.	,	591,721.			<60,845.
b 762,348.		639,164.			123,184.
c 40,186.		109,279.			<69,093.
d 831,636.		756,619.			75,017.
е					48,695.
<u>f</u>	<u> </u>				<16,737.
9					780.
h	_				8,278.
97,504.	·				97,504.
<u> </u>	 				
<u>k</u>		 			
1	<u> </u>	 			
<u>m</u>	 	 			
<u>n</u>					
Complete only for assets show	ing gain in column (h) and owned by	the foundation on 12/31/69	/N10	near (from cal. (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	Gains (excess	sses (from col. (h)) of col. (h) gaın over not less than "-0-")	col. (k),
		(I), II - II			<60,845.
ab	 		 _		123,184.
C	 	 	 		<69,093.
d					75,017.
e	 				48,695
f					< 16,737.
g	ļ				780
h	 				8,278.
1					97,504.
1					<u> </u>
k					
1					
m					
n					
0					
	If any also sate	or in Port I line 7			
2 Capital gain net income or (net c	apital loss) { if gain, also enter "-	er in Part I, line 7 -0-" in Part I, line 7			206,783.
3 Net short-term capital dain or (lo	ess) as defined in sections 1222(5) a	5			
If gain, also enter in Part I, line 8		}			
If (loss), enter "-0-" in Part I, line) 3		NJ / A	

FORM 990-PF INTERE	ST ON SAVING	S AND TEMPOR	ARY CASH IN	VESTMENTS	STATEMENT 1
SOURCE	(A) REVENUE PER BOOK	NET IN	(B) VESTMENT COME	(C) ADJUSTED NET INCOME	
FTW&CO FUND M - T/E FTW&CO FUND P - T/E K-1 - TAX EXEMPT MASS DOR		20. 17. 23. 41.	0. 0. 0. 241.		
TOTAL TO PART I, LINE 3		3	01.	241.	
FORM 990-PF	DIVIDENDS	AND INTEREST	FROM SECUR	ITIES	STATEMENT 2
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVES MENT INCO	
FROM MULTIPLE K-1'S DIVIDENDS FROM MULTIPLE	5,132.	0.	5,132.		
K-1'S INTEREST FTW&CO CGD FUND M FTW&CO CGD FUND P FTW&CO DIVIDENDS	7,741. 9,221. 88,283.	0. 9,221. 88,283.	7,741. 0. 0.	·	0.
FUND M FTW&CO DIVIDENDS FUND P	517,549. 379,080.	0.	517,549. 379,080.		
FTW&CO FUND M - US OBL FTW&CO FUND P -	1,933.	0.	1,933.	•	
INTEREST FTW&CO FUND P - US OB	3,772. 798.	0.	3,772. 798.	3,77 79	
FTW&CO NON TAX DIVIDENDS - FUND P	7,033.	0.	7,033.		0.
FTW&CO NON TAX DIVIDENDS - FUND M	19,012.	0.	19,012.		0.
TO PART I, LINE 4	1,039,554.	97,504.	942,050.	916,00	5. ====================================

FORM 990-PF	OTHER :	INCOME		STATEMENT	
SCRIPTION		(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
FROM MULTIPLE K-1'S - ROYALTIES FTW&CO FUND P FROM MULTIPLE K-1'S OTHER INCOME RENTAL INCOME - MERCANTILE LITIGATION SETTLEMENT PARTNERSHIP K-1'S MASS STATE REFUND FEDERAL REFUND TOTAL TO FORM 990-PF, PART I, LINE 11		2,616. 4,300. 3,242. 14,557. 7,101. <63,213. 25,000. 57,998.	2,616, 4,300, 3,242, 14,557, 7,101, 0,00, 0,00,	•	
FORM 990-PF	ACCOUNT	ING FEES		STATEMENT	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABI PURPOSES	
TRUST AND ACCOUNTING FEES	146,000	73,000	•	73,000	
TO FORM 990-PF, PG 1, LN 16B	146,000	73,000	•	73,000	
FORM 990-PF C	OTHER PROFES	SSIONAL FEES		STATEMENT	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME		
INVESTMENT FEES	23,122	23,122	•	0	
TO FORM 990-PF, PG 1, LN 16C	23,122	23,122	•		

FORM 990-PF	TAX	ES		STATEMENT 6		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME				
FOREIGN TAXES PAID FEDERAL ESTIMATES	5,570. 3,228.				0.	
TO FORM 990-PF, PG 1, LN 18	8,798.	5,570.		0.		
FORM 990-PF	OTHER E	XPENSES		STATEMENT	7	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTEI NET INCOM			
COMMMONWEALTH OF MASS MICROEDGE SOFTWARE K-1 EXPENSES ADR FEES FROM K-1'S - DEPLETION FROM K-1'S - NON-DEDUCTIBLE	250. 616. 1,223. 105. 67. 583.	0. 1,223. 105. 67.		61	0. 0. 0.	
TO FORM 990-PF, PG 1, LN 23	2,844.	1,395.			6.	
ORM 990-PF CORPORATE STOCK				STATEMENT	8	
DESCRIPTION		ВС	OK VALUE	FAIR MARKET VALUE	•	
FTW&CO EQUITIES FTW&CO EQUITIES PFD STOCK	1	1,970,669. 615,267.	20,677,72 565,81			
TOTAL TO FORM 990-PF, PART II, LINE 10B			12,585,936. 21,		3.	

FORM 990-PF	OTHER	INVESTMENTS		STATEMENT	9
DESCRIPTION		VALUATION METHOD	BOOK VALUE	FAIR MARKET	ľ
FTW&CO MUTUAL FUNDS FTW&CO FIXED INCOME		COST	3,553,681. 130,575.	3,648,85	
MERCANTILE CAPITAL		COST	312,115.	312,11	
PUBLICLY TRADED PARTNERSHIPS		COST	1,052,975.	2,160,13	
TOTAL TO FORM 990-PF, PART II,	LINE 3	13	5,049,346.	6,251,67	79.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 10 PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

WARNER S. FLETCHER 370 MAIN STREET, 12TH FLOOR WORCESTER, MA 01608

FORM AND CONTENT OF APPLICATIONS

APPLICATIONS SHOULD BE MADE BY LETTER IN QUINTUPLICATE SUMMARIZING A REQUEST TOGETHER WITH BACKGROUND INFORMATION. INCLUDE A COPY OF THE IRS TAX EXEMPTION LETTER.

ANY SUBMISSION DEADLINES

GRANT REQUESTS SHOULD BE RECEIVED TWO WEEKS PRIOR TO DISTRIBUTION MEETINGS HELD IN JUNE AND IN DECEMBER.

RESTRICTIONS AND LIMITATIONS ON AWARDS

GIVING IS FOCUSED IN THE SOCIAL SERVICE AREA PRIMARILY IN THE CITY OF WORCESTER.