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Return of Private Foundation

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

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

2016

For calendar year 2016 or tax year beginning

, and ending

Name of foundation

The Taylor Foundation
c/o Taylor, Ganson & Perrin, LLP

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

160 Federal Street

A Employer identification number

04-6855950

B Telephone number

617-951-2777

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

G Check all that apply:

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

H Check type of organization:

<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation	<input type="checkbox"/> Other taxable private foundation
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust	<input type="checkbox"/> Other taxable private foundation

I Fair market value of all assets at end of year **J Accounting method:** Cash Accrual
(from Part II, col (c), line 16) Other (specify) **► \$ 2,681,237.** (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses		(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received					
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
	Interest on savings and temporary cash investments		551.	551.	551.	Statement 1
	4 Dividends and interest from securities		85,400.	85,400.	85,400.	Statement 2
	5a Gross rents					
	b Net rental income or (loss)					
	6a Net gain or (loss) from sale of assets not on line 10		2,659.			
	b Gross sales price for all assets on line 6a	130,868.				
	7 Capital gain net income (from Part IV, line 2)					
	8 Net short-term capital gain					
	9 Income modifications					
	Gross sales less returns and allowances					
	b Less Cost of goods sold					
	c Gross profit or (loss)					
	11 Other income		618.	618.	618.	Statement 3
	12 Total. Add lines 1 through 11		89,228.	89,228.	86,569.	
	13 Compensation of officers, directors, trustees, etc		30,000.	30,000.	0.	0.
	14 Other employee salaries and wages					
	15 Pension plans, employee benefits					
	16a Legal fees Stmt 4		5,649.	5,649.	0.	0.
	b Accounting fees Stmt 5		4,324.	4,324.	0.	0.
	c Other professional fees Stmt 6		12,793.	12,793.	0.	0.
	17 Interest Stmt 7		1,887.	0.	0.	0.
	18 Taxes					
	19 Depreciation and depletion					
	20 Occupancy					
	21 Travel, conferences, and meetings					
	22 Printing and publications					
	23 Other expenses Stmt 8		68.	0.	0.	0.
	24 Total operating and administrative expenses Add lines 13 through 23		54,721.	52,766.	0.	0.
	25 Contributions, gifts, grants paid		88,500.			88,500.
	26 Total expenses and disbursements. Add lines 24 and 25		143,221.	52,766.	0.	88,500.
	27 Subtract line 26 from line 12:					
	a Excess of revenue over expenses and disbursements		<53,993. >			
	b Net investment income (if negative, enter -0-)			36,462.		
	c Adjusted net income (if negative, enter -0-)				86,569.	

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Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
1	1 Cash - non-interest-bearing				
2	2 Savings and temporary cash investments		7,853.	66,569.	66,571.
3	3 Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
4	4 Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
5	5 Grants receivable				
6	6 Receivables due from officers, directors, trustees, and other disqualified persons				
7	7 Other notes and loans receivable ►				
	Less: allowance for doubtful accounts ►				
8	8 Inventories for sale or use				
9	9 Prepaid expenses and deferred charges				
10a	10a Investments - U.S. and state government obligations Stmt 10		25,000.	24,688.	24,176.
b	b Investments - corporate stock Stmt 11		1,460,278.	1,434,772.	2,486,226.
c	c Investments - corporate bonds				
11	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
12	12 Investments - mortgage loans				
13	13 Investments - other Stmt 12		250,591.	173,792.	104,264.
14	14 Land, buildings, and equipment: basis ►				
	Less accumulated depreciation ►				
15	15 Other assets (describe ►)				
16	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item l)		1,743,722.	1,699,821.	2,681,237.
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ►)				
23	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	24 Unrestricted				
25	25 Temporarily restricted				
26	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31				
27	27 Capital stock, trust principal, or current funds		67,984.	78,076.	
28	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29	29 Retained earnings, accumulated income, endowment, or other funds		1,675,738.	1,621,745.	
30	30 Total net assets or fund balances		1,743,722.	1,699,821.	
31	31 Total liabilities and net assets/fund balances		1,743,722.	1,699,821.	

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	1,743,722.
2	Enter amount from Part I, line 27a	2	<53,993.>
3	Other increases not included in line 2 (itemize) ►	3	10,092.
4	Add lines 1, 2, and 3	4	1,699,821.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,699,821.

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Part V Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b	See Attached Statements				
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e	130,868.	128,209.	2,659.		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a					
b					
c					
d					
e			2,659.		
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	2,659.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }		3	6.	

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

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

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

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

Yes No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	147,679.	2,691,887.	.054861
2014	137,500.	2,744,723.	.050096
2013	125,500.	2,506,190.	.050076
2012	124,061.	2,287,907.	.054225
2011	112,234.	2,250,909.	.049862

2 Total of line 1, column (d)

2 .259120

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 .051824

4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5

4 2,642,774.

5 Multiply line 4 by line 3

5 136,959.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 365.

7 Add lines 5 and 6

7 137,324.

8 Enter qualifying distributions from Part XII, line 4

8 88,500.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ► 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 ► 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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2016 estimated tax payments and 2015 overpayment credited to 2016

6a 900.

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

7 900.

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

10 171.

11 Enter the amount of line 10 to be: Credited to 2017 estimated tax ►

11 Refunded

11 0.

Part VII-A Statements Regarding Activities

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?

Yes **No**

1a

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

1b

c Did the foundation file Form 1120-POL for this year?

1c

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

If "Yes," attach a detailed description of the activities

2

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*

3

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a

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?

5

If "Yes," attach the statement required by General Instruction T

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

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*

7

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► **None**

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

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*

9

10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

10

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Part V **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 Yes 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 Yes No

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 Yes No

Website address ► **N/A**

14 The books are in care of ► **Taylor, Ganson & Perrin, LLP** Telephone no. ► **(617) 951-2777**
 Located at ► **160 Federal Street, Boston, Massachusetts** ZIP+4 ► **02110**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► **15** N/A Yes No

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 ►

Part VI **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):

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? 1a(1) Yes No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? 1a(2) Yes No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? 1a(3) Yes No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? 1a(4) 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)? 1a(5) 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.) 1a(6) 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 ► **N/A** 1b Yes No

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 Yes 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? 2a Yes No
 If "Yes," list the years ► _____, _____, _____, _____

b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) 2b Yes No

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? 3a 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 Yes No

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a Yes 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 Yes No

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here

N/A



c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

 Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

 Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

 Yes No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

 Yes No

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

N/A



7b



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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Jonathan V. Taylor 4 Newcourt Lane Dedham, MA 02026	Trustee 3.00	0.	0.	0.
William F. Taylor 251 Concord Street Gloucester, MA 09130	Trustee 3.00	0.	0.	0.
Sarah V. Harrison 20 Richards Street Dedham, MA 02026	Trustee 3.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000



0

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Part VIII

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

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

(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	N/A	
2		
3		
4		

Part IX-B Summary of Program-Related Investments

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

Amount

1	N/A	
2		

All other program-related investments. See instructions.

3		

Total. Add lines 1 through 3



0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:

a Average monthly fair market value of securities

b Average of monthly cash balances

c Fair market value of all other assets

d **Total** (add lines 1a, b, and c)

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

3 Subtract line 2 from line 1d

4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)

5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4

6 **Minimum investment return.** Enter 5% of line 5

1a	2,650,473.
1b	32,546.
1c	
1d	2,683,019.
1e	0.
2	0.
3	2,683,019.
4	40,245.
5	2,642,774.
6	132,139.

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

1 132,139.

2a Tax on investment income for 2016 from Part VI, line 5

2a 729.

b Income tax for 2016. (This does not include the tax from Part VI.)

c Add lines 2a and 2b

2c 729.

3 Distributable amount before adjustments. Subtract line 2c from line 1

3 131,410.

4 Recoveries of amounts treated as qualifying distributions

4 0.

5 Add lines 3 and 4

5 131,410.

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

7 131,410.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:

1a 88,500.

a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26

1b 0.

b Program-related investments - total from Part IX-B

2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes

3 Amounts set aside for specific charitable projects that satisfy the:

a Suitability test (prior IRS approval required)

b Cash distribution test (attach the required schedule)

4 **Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4

4 88,500.

5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment

income. Enter 1% of Part I, line 27b

5 0.

6 **Adjusted qualifying distributions.** Subtract line 5 from line 4

6 88,500.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				131,410.
2 Undistributed income, if any, as of the end of 2018			0.	
a Enter amount for 2015 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	221.			
b From 2012	10,544.			
c From 2013	1,109.			
d From 2014	2,221.			
e From 2015	14,727.			
f Total of lines 3a through e	28,822.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 88,500.			0.	
a Applied to 2015, but not more than line 2a				
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				88,500.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	28,822.			28,822.
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				14,088.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

N/A

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

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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:

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Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Boston Medical Center- Reach Out & Read 801 Massachusetts Avenue <u>Boston, MA 02118</u>	None	Charity	Educational	<u>5,000.</u>
Camp Sunshine 35 Arcadia Road <u>Casco, ME 04015</u>	None	Charity	Charitable	<u>5,000.</u>
Cape Ann Business Incubator 33 Commercial Street, Suite 5 <u>Gloucester, MA 01930</u>	None	Charity	Charitable	<u>1,000.</u>
Cape Ann Vernal Pond P. O. Box 12 <u>Rockport, MA 01966</u>	none	charity	charitable	<u>1,000.</u>
Christa McAuliffe Charter School 139 Newbury St <u>Framingham, MA 01701</u>	None	Charity	Charitable	<u>5,000.</u>
Total	See continuation sheet(s)			► 3a <u>88,500.</u>
b Approved for future payment				
None				
Total				► 3b <u>0.</u>

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Part XVL-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	Related or exempt function income
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	551.	
4 Dividends and interest from securities			14	85,400.	
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			18	618.	
8 Gain or (loss) from sales of assets other than inventory					2,659.
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.		86,569.	2,659.
13 Total Add line 12, columns (b), (d), and (e)				13	89,228.
(See worksheet in line 13 instructions to verify calculations.)					

Relationship of Activities to the Accomplishment of Exempt Purposes

	(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.)
a	sale of 25,000 Fed Farm Credit Bank 2.23%	11/02/2	P	11/03/15
b	sale of 0.80 shs of Adient PLC		P	10/31/16
c	sale of 53.12 shs ADT Corp		P	04/27/00
d	sale of 71.88 shs ADT Corp		P	12/20/00
e	sale of 69.67 shs Alcatel Sponsored ADRS		P	05/18/99
f	sale of 27.33 shs Alcatel Sponsored ADRS		P	08/31/00
g	sale of 4,000 shs Blackrock Income Trust Inc		P	05/18/05
h	sale of 1,800 shs Blackrock Income Trust Inc		P	08/25/05
i	sale of 290 shs Duke Energy Corp New		P	11/28/00
j	sale of 515 shs Public Service Enterprise Group		P	12/25/95
k	sale of 458 shs Southern Company		P	12/25/95
l	sale of 0.75 shs Johnson Ctls Intl PLC		P	12/20/00
m	sale of 119 shs General Motors Co Warrant	7/10/16	P	01/01/15
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 25,000.		25,000.	0.
b 43.		37.	6.
c 2,231.		2,503.	<272. >
d 3,019.		3,595.	<576. >
e 186.		16,357.	<16,171. >
f 73.		4,487.	<4,414. >
g 24,894.		29,055.	<4,161. >
h 11,202.		11,308.	<106. >
i 21,361.		13,769.	7,592.
j 21,377.		7,966.	13,411.
k 21,448.		7,117.	14,331.
l 34.		30.	4.
m		6,985.	<6,985. >
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			** 0.
b			** 6.
c			<272. >
d			<576. >
e			<16,171. >
f			<4,414. >
g			<4,161. >
h			<106. >
i			7,592.
j			13,411.
k			14,331.
l			4.
m			<6,985. >
n			
o			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	2,659.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	}	3	6.

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Doctors without Borders 333 7th Avenue, <u>New York, NY 10001</u>	None	Charity	Charitable	<u>4,000.</u>
Essex Bay Sailing Club P.O. Box 141 <u>Essex, MA 01929</u>	None	Charity	Charitable	<u>1,000.</u>
Essex County Greenbelt 82 Eastern Avenue <u>Essex, MA 01929</u>	none	charity	charitable	<u>2,000.</u>
Essex Shipbuilding Museum 66 Main Street <u>Essex, MA 01929</u>	None	Charity	charitable	<u>2,000.</u>
First Book 1319 F St. NW Suite 1000 <u>Washington, DC 20004</u>	None	Charity	Educational	<u>5,000.</u>
G.O.A.L., GOAL Com. North America 83 Walnut Street <u>Wellesley, MA 02481</u>	None	Charity	Charitable Charitable	<u>4,000.</u>
Generous Gardeners 5 Broadway <u>Gloucester, MA 01930</u>	None	Charity	Charitable	<u>8,000.</u>
Gloucester Civic & Garden Council 3 Fuller Street <u>Gloucester, MA 01930</u>	None	Charity	charitable	<u>2,000.</u>
Gloucester Maine Genomics Institute 6 Rowe Square <u>Gloucester, MA 01930</u>	None	Charity	Charitable	<u>1,000.</u>
Gloucester Stage Company 267 East Main Street <u>Gloucester, MA 01930</u>	None	Charity	Charitable	<u>5,500.</u>
Total from continuation sheets				<u>71,500.</u>

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
Gloucester Writers Center 162 East Main Street <u>Gloucester, MA 01930</u>	none	charity	charitable	<u>2,000.</u>
Kestrel Educational Adventures 11 Highland Ter, Ste 2 <u>Beverly, MA 01915</u>	None	Charity	Charitable	<u>1,500.</u>
Loyola University Maryland 4501 N. Charles Street <u>Baltimore, MD 21210</u>	none	charity	Educational	<u>15,000.</u>
Maritime Gloucester Sea Scouts 23 Harbor Loop <u>Gloucester, MA 01930</u>	none	charity	charitable	<u>13,000.</u>
MBACC 123 High Street <u>Dedham, MA 02027</u>	None	Charity	Charitable	<u>2,000.</u>
Revels Inc 80 Mt. Auburn Street <u>Watertown, MA 02472</u>	none	charity	charitable	<u>1,000.</u>
Town of Essex 30 Martin Street <u>Essex, MA 01929</u>	None	Charity	Charitable	<u>1,000.</u>
Trustees of Reservation 572 Essex Street <u>Beverly, MA 01915</u>	None	Charity	Charitable	<u>1,000.</u>
Wenham Museum 132 Main Street <u>Wenham, MA 01984</u>	None	Charity	Charitable	<u>500.</u>
Total from continuation sheets				

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Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
US Treasury Interest	551.	551.	551.
Total to Part I, line 3	551.	551.	551.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Non-Qualified Div. (US Obligations)	342.	0.	342.	342.	342.
Non-Qualified Domestic Dividends	11,836.	0.	11,836.	11,836.	11,836.
Qualified Dividends US Obligations	28.	0.	28.	28.	28.
Qualified Domestic Dividends	62,781.	0.	62,781.	62,781.	62,781.
Qualified Foreign Dividends	10,413.	0.	10,413.	10,413.	10,413.
Total to Part I, line 4	85,400.	0.	85,400.	85,400.	85,400.

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Non dividend distribution Capital gain distribution	605. 13.	605. 13.	605. 13.
Total to Form 990-PF, Part I, line 11	618.	618.	618.

Form 990-PF

Legal Fees

Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Administration expenses-for legal fees	5,649.	5,649.	0.	0.
To Fm 990-PF, Pg 1, ln 16a	5,649.	5,649.	0.	0.

Form 990-PF

Accounting Fees

Statement 5

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Taylor, Ganson & Perrin, LLP - accounting/tax fee	4,324.	4,324.	0.	0.
To Form 990-PF, Pg 1, ln 16b	4,324.	4,324.	0.	0.

Form 990-PF

Other Professional Fees

Statement 6

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Trust investment fees	12,793.	12,793.	0.	0.
To Form 990-PF, Pg 1, ln 16c	12,793.	12,793.	0.	0.

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Taxes

Statement 7

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign tax withheld at source (various countries)	987.	0.	0.	0.
Estimated excise taxes paid	900.	0.	0.	0.
To Form 990-PF, Pg 1, ln 18	1,887.	0.	0.	0.

Form 990-PF	Other Expenses	Statement	8
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Form PC filing fee	35.	0.	0.	0.
ADR Fees	33.	0.	0.	0.
To Form 990-PF, Pg 1, ln 23	68.	0.	0.	0.

Form 990-PF	Other Increases in Net Assets or Fund Balances	Statement	9
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Description	Amount
Basis adjustments to book value	92.
Return of Lutheran Church grant	10,000.
Total to Form 990-PF, Part III, line 3	10,092.

Form 990-PF	U.S. and State/City Government Obligations	Statement	10
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Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
25,000 shs Federal Farm Credit 11/16/16 2% 11/16/23	X		24,688.	24,176.
Total U.S. Government Obligations			24,688.	24,176.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			24,688.	24,176.

Description	Book Value	Fair Market Value
270 shs Citigroup Inc.	76,867.	16,046.
585 shs Procter & Gamble Co.	24,786.	49,187.
1,500 shs Analog Devices Inc.	21,223.	108,930.
1,139 shs American Elec Pwr Inc.	48,763.	71,711.
700 shs Bristol Myers Squibb Co.	42,138.	40,908.
1,000 shs AT & T Inc.	48,748.	42,530.
1,000 shs Intel Corp	36,248.	36,270.
200 shs IBM	22,415.	33,198.
600 shs United Parcel Service	36,749.	68,784.
1,400 shs Coca-Cola	39,286.	58,044.
2,000 shs Boston Scientific Corp	24,935.	43,260.
1000 shs Wells Fargo & Co	26,499.	55,110.
1000 shs Schlumberger Ltd	30,675.	83,950.
776 shs Bank of America Corp	27,313.	17,150.
500 shs Pfizer Inc.	17,906.	16,240.
1,000 shs General Electric	43,171.	31,600.
383 shs Northrop Grumman Corp	18,768.	89,078.
500 shs Royal Dutch Pete Co. Par N Gldr 1.25	21,805.	27,190.
500 shs Becton Dickinson & Co.	18,172.	82,775.
435 shs State Street Corp Cvt PFD	19,783.	33,808.
73 shs Teck Resources LTD Class B	775.	1,462.
250 shs Frontline Ltd	10,488.	356.
1,000 shs Korea Elec Power Corp Sponsored ADR	14,550.	18,480.
38 shs Ship Finance International	910.	564.
500 shs United Nat Foods Inc.	17,175.	23,860.
400 shs Novartis AG Sponsored ADR	21,786.	29,136.
250 shs T E Connectivity Limited	14,097.	17,320.
400 shs Zimmer Hldgs Inc.	27,622.	41,280.
600 shs Paychex Inc.	21,504.	36,528.
200 shs Deere & Co	14,248.	20,608.
1,547 shs Merck & Co. Inc.	64,330.	91,072.
727 shs AGNC Invt Corporation	16,167.	13,181.
400 shs Verizon Communications	10,619.	21,352.
400 shs Toronto Dominion Bank	13,984.	19,736.
400 shs Accenture PLC	24,480.	46,852.
300 shs General Mills	11,136.	18,531.
142 shs Motorola Solutions Inc.	9,590.	11,770.
130 shs Hartford Financial Svcs Group Inc.	9,802.	6,195.
63 shs Huntington Ingalls Industries Inc.	1,983.	11,604.
300 shs Sanofi-Aventis	706.	114.
820 shs Phillipis 66	10,151.	70,856.
425 shs Seadrill Ltd	17,216.	1,449.
600 shs Agilent Technologies Inc	18,636.	27,336.
1,536 Conocophillips	30,150.	77,015.
133 shs General Motors Co.	10,854.	4,634.
1,530 shs Gilead Sciences	34,972.	109,563.
1,985 shs Lowe's Companies Inc	31,031.	141,173.

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300 shs Keysight Technologies	7,188.	10,971.
1,294 shs Banco Santander SA	15,255.	6,703.
155 shs Simon Property Group Inc. Reit	13,093.	27,539.
119 shs General Motors Co Warrant 2019	5,384.	2,042.
1,000 shs Spectra Energy Corp	17,419.	41,090.
239 shs Medtronic PLC	17,776.	17,024.
500 shs H P Inc	12,214.	7,420.
500 shs Hewlett Packard	13,426.	11,570.
250 shs Texas Instruments	13,899.	18,243.
77 shs W P Glimcher, Inc.	820.	802.
5,800 shs Blackrock Income Tr	36,437.	36,714.
238 shs Johnson Ctls Intl PLC	9,328.	9,803.
1,680 shs Duke Energy Corp	67,829.	130,402.
2,957 shs Public Svc Enterprise Group	45,741.	129,753.
3,390 shs Southern Co	52,680.	166,754.
23 shs Adient PLC	1,071.	1,348.
30 shs Motors Liq. Co Guc TR	0.	252.
Total to Form 990-PF, Part II, line 10b	1,434,772.	2,486,226.

Form 990-PF	Other Investments	Statement 12	
Description	Valuation Method	Book Value	Fair Market Value
190 shs Korea FD Inc.	COST	16,123.	6,057.
5085 shs Allianzgi Convertible & Income Fund	COST	78,376.	32,442.
4,800 Blackrock Core Bonds Trust	COST	67,413.	62,448.
59 shs Pentair Ltd	COST	3,555.	3,308.
6 shs W M I Hldgs Corpcontra	COST	8,325.	9.
Total to Form 990-PF, Part II, line 13	173,792.	104,264.	