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: THE SALEM FOUNDATION

A Employer identification number: 13-7196668

Number and street (or P O box number if mail is not delivered to street address): 50 KENNEDY PLAZA, 18TH FLOOR | Room/suite

B Telephone number (see instructions): (401) 457-1700

City or town, state or province, country, and ZIP or foreign postal code: PROVIDENCE, RI 02903

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 29,675,042.

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	3,187,922.			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	9,015.	9,015.		ATCH 1
	4 Dividends and interest from securities	352,403.	352,403.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	5,049,860.			
	b Gross sales price for all assets on line 6a 9,588,365.				
	7 Capital gain net income (from Part IV, line 2)		5,049,860.		
	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) ATCH 3	6,460.	960.		
	12 **Total.** Add lines 1 through 11	8,605,660.	5,412,238.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) [4]	10,029.	10,029.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)[5]	101,328.	43.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 6	50.			50.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	111,407.	10,072.		50.
	25 Contributions, gifts, grants paid	3,476,700.			3,476,700.
	26 Total expenses and disbursements Add lines 24 and 25	3,588,107.	10,072.		3,476,750.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	5,017,553.			
	b **Net investment income** (if negative, enter -0-)		5,402,166.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	139,578.	8,484,050.	8,484,050.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 7	10,162,507.	6,274,509.	20,414,640.
	c Investments - corporate bonds (attach schedule) ATCH 8	1,280,221.	775,038.	776,352.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) ATCH 9	9,332.		
	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)	11,591,638.	15,533,597.	29,675,042.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ X **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	11,591,638.	15,533,597.	
	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** (see instructions)	11,591,638.	15,533,597.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	11,591,638.	15,533,597.	

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	11,591,638.
2	Enter amount from Part I, line 27a	2	5,017,553.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	16,609,191.
5	Decreases not included in line 2 (itemize) ▶ ATCH 10	5	1,075,594.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,533,597.

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	SEE PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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	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	5,049,860.
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	0.

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	2,031,550.	19,107,106.	0.106324
2014	2,808,800.	12,265,329.	0.229003
2013	498,250.	6,450,642.	0.077240
2012	1,361,312.	2,889,746.	0.471084
2011	1,082,204.	3,299,400.	0.328000

2	Total of line 1, column (d)	2	1.211651
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	0.242330
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	25,171,125.
5	Multiply line 4 by line 3	5	6,099,719.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	54,022.
7	Add lines 5 and 6	7	6,153,741.
8	Enter qualifying distributions from Part XII, line 4	8	3,476,750.

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 . . . 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	1	108,043.
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	108,043.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	108,043.
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a: 112,416.		
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	112,416.
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	4,373.
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 4,373. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*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*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		N/A
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*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		N/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	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 XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ RI,			
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 calendar 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		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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ KRISTINE HARTY Telephone no ▶ 401-457-1700

Located at ▶ 50 KENNEDY PLAZA 18TH FLOOR PROVIDENCE, RI ZIP+4 ▶ 02903

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

			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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			N/A

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)?	1b		N/A
	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 ☒ 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		N/A
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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		N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . . [ ] Yes [X] 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 [X] No

(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . . . [ ] Yes [X] No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions) . . . . . . [ ] Yes [X] 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 [X] 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** N/A

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? . . . . . . 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 [X] 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 [X] No

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

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
ATCH 11		0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(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 . . . . . . ▶

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		0.

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

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** (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 . . . . ▶

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	22,875,168.
b	Average of monthly cash balances	1b	2,679,274.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	25,554,442.
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	
3	Subtract line 2 from line 1d	3	25,554,442.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	383,317.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	25,171,125.
6	**Minimum investment return.** Enter 5% of line 5	6	1,258,556.

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	1,258,556.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	108,043.		
b	Income tax for 2016 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	108,043.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,150,513.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,150,513.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	1,150,513.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	3,476,750.
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	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	3,476,750.
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	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	3,476,750.

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					1,150,513.
2 Undistributed income, if any, as of the end of 2016					
a Enter amount for 2015 only					
b Total for prior years 20 14 ,20 13 ,20 12					
3 Excess distributions carryover, if any, to 2016					
a From 2011	919,186.				
b From 2012	1,237,521.				
c From 2013	221,306.				
d From 2014	2,220,481.				
e From 2015	1,082,896.				
f Total of lines 3a through e		5,681,390.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 3,476,750.					
a Applied to 2015, but not more than line 2a					
b Applied to undistributed income of prior years (Election required - see instructions)					
c Treated as distributions out of corpus (Election required - see instructions)					
d Applied to 2016 distributable amount					1,150,513.
e Remaining amount distributed out of corpus		2,326,237.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		8,007,627.			
b Prior years' undistributed income Subtract line 4b from line 2b					
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 amount - see instructions					
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					
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)					
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)		919,186.			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a		7,088,441.			
10 Analysis of line 9					
a Excess from 2012	1,237,521.				
b Excess from 2013	221,306.				
c Excess from 2014	2,220,481.				
d Excess from 2015	1,082,896.				
e Excess from 2016	2,326,237.				

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(j)(3) or [ ] 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	(e) Total
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(j)(3)(B)(i)					
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

PAUL J SALEM

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

N/A

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

ATCH 12

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

NO STANDARD FORMAT REQUIRED

c Any submission deadlines

NONE

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

NONE

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*				
ATCH 13				3,476,700.
Total ▶ **3a**				3,476,700.
b *Approved for future payment*				
ATCH 14				
Total ▶ **3b**				10,453,599.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	9,015.	
4 Dividends and interest from securities			14	352,403.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	5,049,860.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a OTHER INCOME			18	960.	
b OTHER INCOME			01	5,500.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				5,417,738.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 5,417,738.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
			N/A

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

Signature of officer or trustee | Date: 8/8/17 | Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JENNIFER D RHODERICK	Jennifer D Rhoderick	08/01/17		P00395735

Firm's name ▶ ERNST & YOUNG U.S. LLP — Firm's EIN ▶ 34-6565596

Firm's address ▶ 111 MONUMENT CIRCLE, SUITE 400 INDIANAPOLIS, IN 46204 — Phone no 317-681-7000

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990.*

OMB No 1545-0047

2016

Name of the organization
THE SALEM FOUNDATION

Employer identification number
13-7196668

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ ____________

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization THE SALEM FOUNDATION

Employer identification number

Part I **Contributors** (See instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	PAUL SALEM 50 KENNEDY PLAZA 18TH FLOOR PROVIDENCE, RI 02903	$ 1,600,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
2	PAUL SALEM 50 KENNEDY PLAZA 18TH FLOOR PROVIDENCE, RI 02903	$ 1,587,922.	Person [X] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization THE SALEM FOUNDATION

Employer identification number

Part II **Noncash Property** (See instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
2	BANK OF AMERICA STOCK WITH COST BASIS OF $145,425, 12/19/16 FMV OF $600,021; CDW CORPORATION STOCK WITH COST BASIS OF $366,903,08/08/16 FMV OF $987,901	$ 1,587,922.	VAR

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

Name of organization THE SALEM FOUNDATION

Employer identification number

Part III ***Exclusively*** **religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor.** Complete columns **(a)** through **(e)** and the following line entry For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions.) ▶ $

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		GOLDAMN (SALEM FOUNDATION WESTFIELD) ST PROPERTY TYPE: SECURITIES				P	VAR	VAR
209,737.		211,545.					-1,519.	
		GOLDMAN (SALEM FOUNDATION WESTFIELD) ST PROPERTY TYPE: SECURITIES				P	VAR	VAR
10,389.		8,593.					1,796.	
		GOLDMAN (SALEM FOUNDATION WESTFIELD) LT PROPERTY TYPE: SECURITIES				P	VAR	VAR
221,367.		166,092.					55,275.	
		GOLDMAN (SALEM FOUNDATION WESTFIELD) LT PROPERTY TYPE: SECURITIES				P	VAR	VAR
3,272.		813.					2,459.	
		GOLDMAN (SALEM FOUNDATION) ST PROPERTY TYPE: SECURITIES				P	VAR	VAR
79,158.		24,821.					54,337.	
		GOLDMAN (SALEM FOUNDATION) LT PROPERTY TYPE: SECURITIES				P	VAR	01/21/2016
452,708.		510,922.					-58,214.	
		GOLDMAN (SALEM FOUNDATION) LT PROPERTY TYPE: SECURITIES				P	VAR	VAR
8,601,514.		3,607,542.					4,993,972.	
		DISPOSITION NON-US EQUITY MANAGERS: PORT PROPERTY TYPE: SECURITIES				P	VAR	VAR
10,220.		8,466.					1,754.	
TOTAL GAIN(LOSS)							5,049,860.	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GOLDMAN		9,015.	9,015.
	TOTAL	9,015.	9,015.

ATTACHMENT 2

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GOLDMAN	352,377.	352,377.
NON-US EQUITY MANAGERS: PORT 2	26.	26.
TOTAL	352,403.	352,403.

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GOLDMAN	960.	960.
REIMBURSEMENT OF 2015 TAXABLE EXPENDITURE TO CHILDREN IN THE WILDERNESS TRUST AND MISSION HIMALAYA	5,500.	NONE
TOTALS	6,460.	960.

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GOLDMAN	9,137.	9,137.
NON-US EQUITY MANAGERS: PORT 2	892.	892.
TOTALS	10,029.	10,029.

ATTACHMENT 5

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES:		
GOLDMAN	43.	43.
FEDERAL & STATE TAXES:		
GOLDMAN	101,285.	NONE
TOTALS	101,328.	43.

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
RI STATE FILING FEE		50.	50.
	TOTALS	50.	50.

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
GOLDMAN	6,274,509.	20,414,640.
TOTALS	6,274,509.	20,414,640.

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
GOLDMAN SACHS	775,038.	776,352.
TOTALS	775,038.	776,352.

ATTACHMENT 9

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING FMV
NON-US EQUITY MANAGERS: PORT 2	NONE
TOTALS	NONE

ATTACHMENT 10

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

DESCRIPTION		AMOUNT
ADJUSTMENT FOR FMV OF CONTRIBUTIONS		1,075,594.
	TOTAL	1,075,594.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 11

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
PAUL J. SALEM 41 NAYATT RD BARRINGTON, RI 02806	TRUSTEE 5.00	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

ATTACHMENT 12

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

PAUL J SALEM
C/O PROVIDENCE EQUITY PARTNERS, INC
50 KENNEDY PLAZA, PROV, RI 02903
401-457-1700

The Salem Foundation
12/31/2016

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR & FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AMERICA SCORES 29 GERMANIA STREET JAMAICA PLAIN, MA 02130	NONE PC	TO INSPIRE URBAN YOUTH TO LEAD HEALTHY LIVES, BE ENGAGED STUDENTS, AND HAVE THE CONFIDENCE AND CHARACTER TO MAKE A DIFFERENCE IN THE WORLD	3,500
AMERICAN CANCER SOCIETY P O BOX 22718 OKLAHOMA CITY OK 72123-1718	NONE PC	TO ELIMINATE CANCER AS A MAJOR HEALTH PROBLEM THROUGH RESEARCH, EDUCATION, ADVOCACY, AND SERVICE	1,000
ARTS ALIVE P O BOX 678 BARRINGTON, RI 02806	NONE PC	TO PROVIDE OPPORTUNITIES FOR CHILDREN AND TEENS TO EXPERIENCE THE PERFORMING ARTS THROUGH PROGRAMS OFFERED AT THEIR LOCAL SCHOOLS AND IN THEIR COMMUNITY	1,000
BARRINGTON EDUCATION FOUNDATION 283 COUNTY ROAD BARRINGTON, RI 02806	NONE PC	FUNDING SUPPORTS A WIDE RANGE OF PROGRAMS, TECHNOLOGY, AND MATERIALS TO THE BARRINGTON PUBLIC SCHOOL SYSTEM	500
BARRINGTON PUBLIC LIBRARY 281 COUNTY RD BARRINGTON, RI 02806	NONE PC	THE ORGANIZATION PROVIDES ASSISTANCE TO THE BARRINGTON PUBLIC LIBRARY BY PROVIDING FINANCIAL AIDS FROM VARIOUS SOURCES IN DOING SO, THE LIBRARY IS ABLE TO BROADEN AND ENHANCE THE SERVICES THAT IT OFFERS	125,000
BEAUTIFUL DAY RHODE ISLAND 73 GOVERNOR STREET PROVIDENCE, RI 02906	NONE PC	MOBILIZES REFUGEE EMPLOYMENT BY PROVIDING ON-THE-JOB TRAINING IN A SOCIAL VENTURE, PILOTING A TRANSFERABLE MODEL FOR ON RAMPING REFUGEE EMPLOYMENT, AND EDUCATING OUR COMMUNITY TO BE	20,000
BIG BROTHERS BIG SISTERS OF MASSACHUSETTS BAY INC 75 FEDERAL STREET NO 8TH FLOOR BOSTON, MA 02110	NONE PC	TO PROMOTE THE HEALTHY DEVELOPMENT OF CHILDREN THROUGH THE NURTURING OF CONTINUING, ONE-TO-ONE FRIENDSHIPS WITH CARING, RESPONSIBLE ADULTS, SUPPORTED BY TRAINED PROFESSIONAL STAFF	25,000
BROWN UNIVERSITY SPORTS FOUNDATION 110 ELM STREET, BOX 1893 PROVIDENCE, RI 02912	NONE PC	PROVIDES FINANCIAL SUPPORT TO ENSURE A QUALITY ATHLETIC EXPERIENCE FOR THE BROWN STUDENT-ATHLETE AND THE ENTIRE BROWN COMMUNITY	200,000
CROSS ROADS 160 BROAD STREET PROVIDENCE, RI 02903	NONE PC	ASSIST THE HOMELESS ON THEIR JOURNEY TOWARD A BETTER QUALITY OF LIFE BY PROVIDING BASIC EMERGENCY NEEDS, SHELTER, & HOUSING	50,000
CONNECTICUT VALLEY SYMPHONY ORCHESTRA 14 VINLEN DRIVE WINDSOR, CT 06095	NONE PC	TO OFFER A UNIQUE MUSICAL EXPERIENCE FOR THE HARTFORD COMMUNITY BY PERFORMING WORKS FROM ALL PERIODS IN A WIDE RANGE OF MUSICAL STYLES	1,000
CYSTIC FIBROSIS FOUNDATION - GREAT STRIDES 6931 ARLINGTON ROAD BETHESDA MD 20814	NONE PC	TO CURE CYSTIC FIBROSIS AND TO PROVIDE ALL PEOPLE WITH THE DISEASE THE OPPORTUNITY TO LEAD FULL, PRODUCT LIVES BY FUNDING RESEARCH AND DRUG DEVELOPMENT, PROMOTING INDIVIDUALIZED TREATMENT, AND ENSURING ACCESS TO HIGH QUALITY SPECIALIZED CARE	1,000
DANA-FARBER CANCER INSTITUTE INC THE QUINN AMSLER FUND 450 BROOKLINE AVENUE BP418 BOSTON, MA 02215	NONE PC	TO PROVIDE EXPERT COMPASSIONATE CARE TO CHILDREN AND ADULTS WITH CANCER & ADVANCE THE TREATMENT, CURE, AND PREVENTION OF CANCER & RELATED DISEASES	10,000
EDESIA INC 88 ROYAL LITTLE DRIVE PROVIDENCE, RI 02904	NONE PC	TO TREAT AND PREVENT MALNUTRITION FOR THE MOST VULNERABLE CHILDREN IN THE DEVELOPING WORLD	500,000

ATTACHMENT 13

FOUNDATION OF WEST AFRICA 219 WASHINGTON ROAD BARRINGTON RI 02806	NONE PC	SUPPORT FOR THE PEOPLE OF WEST AFRICA IN THEIR ENDEAVOR TO ACHIEVE LASTING PEACE AND PROSPERITY	2,500
FRIENDS OF SHELTER ASSOCIATES 15 SURREY ROAD BARRINGTON, RI 02806	NONE PC	TO PROMOTE AWARENESS ABOUT GLOBAL POVERTY AND LACK OF SANITATION IN SLUMS AND RAISE FUNDS TO BUILD TOILETS AND BRING DIGNITY TO THOSE IN NEED	10,000
GOOD SPORTS ORGANIZATION 1515 HANCOCK STREET, SUITE 301 QUINCY MA 02169	NONE PC	TO SUPPORT A VARIETY OF OPPORTUNITIES THAT INCREASE YOUTH PARTICIPATION IN SPORTS, FITNESS, AND RECREATIONAL PROGRAMS BY PROVIDING SPORTS EQUIPMENT	2,000
HARVARD BUSINESS SCHOOL TEELE HALL 429 BOSTON, MA 02163	NONE PC	EDUCATIONAL - TO SUPPORT STUDENT NEEDS	250,000
INSTITUTE OF CONTEMPORARY ART INC 100 NORTHERN AVENUE BOSTON, MA 02210	NONE PC	THE INSTITUTE OF CONTEMPORARY ART STRIVES TO SHARE THE PLEASURES OF REFLECTION, INSPIRATION, PROVOCATION, AND IMAGINATION THAT CONTEMPORARY ART OFFERS THROUGH PUBLIC ACCESS TO ART, ARTISTS, AND THE CREATIVE PROCESS	15,000
JEANNE JUGAN RESIDENCE OF THE LITTLE SISTERS OF THE POOR INC 964 MAIN STREET PAWTUCKET, RI 02860-4842	NONE PC	ELDER CARE FOR THE POOR AND INFIRMED	10,000
MAKE-A-WISH FOUNDATION OF MA & RI RHODE ISLAND REGIONAL OFFICE 20 HEMINGWAY DRIVE EAST PROVIDENCE, RI 02915	NONE PC	SUPPORT HELPS GRANT THE WISHES OF CHILDREN WITH LIFE-THREATENING MEDICAL CONDITIONS TO ENRICH THE HUMAN EXPERIENCE WITH HOPE, STRENGTH AND JOY	5,000
MATT LIGHT FOUNDATION 7650 RIVERS EDGE DRIVE, SUITE 220 COLUMBUS, OH 43235	NONE PC	TO EMPOWER YOUNG PEOPLE TO REACH THEIR HIGHEST POTENTIAL BY INITIATING AND SUPPORTING HANDS ON PROGRAMS AND EVENTS THAT PROMOTE THE DEVELOPMENT OF RATIONAL MORAL VALUES AND PERSONAL FINANCIAL ACUMEN SO AS TO INSTILL A SENSE OF SELF-RELIANCE, SUFFICIENCY AND INDEPENDENCE	5,000
MICHAEL FLANAGAN FOUNDATION PO BOX 708 BARRINGTON, RI 02806	NONE PC	HELPS SUPPORT FAMILIES AND PATIENTS OF LEUKEMIA AND BONE-MARROW TRANSPLANTS	500
MOSES BROWN SCHOOL 250 LLOYD AVENUE PROVIDENCE RI 02906	NONE PC	SUPPORTS CHILDREN'S EDUCATIONAL NEEDS	255,000
NANTUCKET GOLF CLUB FOUNDATION PO BOX 313 SIASCONSET MA 02464	NONE PC	SUPPORT LOCAL CHARITABLE ORGANIZATIONS AND SUPPORT PROGRAMS THAT AWARD SCHOLARSHIP GRANTS IN THE FIELD OF EDUCATION	5,000
NARRAGANSETT COUNCIL - BOY SCOUTS OF AMERICA P O BOX 14777 10 RISHO AVENUE EAST PROVIDENCE, RI 02914	NONE PC	TO PROMOTE THE ABILITY OF BOYS AND YOUNG MEN AND WOMEN TO DO THINGS FOR THEMSELVES AND OTHERS, TRAINING THEM IN SCOUTCRAFT, AND TEACHING THEM PATRIOTISM, COURAGE SELF-RELIANCE, AND KINDRED USING THE METHODS WHICH ARE NOW IN COMMON USE BY BOY SCOUTS OF AMERICA	5,000
NEW ENGLAND YEARLY MEETING OF FRIENDS 901 PLEASANT STREET WORCESTER MA 01602	NONE PC	TO NOURISH STRENGTHEN AND EXPAND QUAKER MOVEMENT ACROSS NEW ENGLAND	1,000
PAN-MASS CHALLENGE 77 4TH AVE NEEDHAM, MA 02494	NONE PC	RAISES MONEY FOR LIFE-SAVING CANCER RESEARCH AND TREATMENT AT DANA-FARBER CANCER INSTITUTE	50,000
RISING STARS INC 657 COMMERCIAL AVE GARDEN CITY NY 11530	NONE PC	TO PROMOTE EDUCATION AND REINFORCE VALUES WE USE THE POWER OF TEAMS AS A CONDUIT TO TEACH LIFE SKILLS AND PROVIDE ACADEMIC AND ATHLETIC SUPPORT TO THE CHILDREN IN OUR COMMUNITY	5,000
RHODE ISLAND FOUNDATION ONE UNION STREET	NONE PC	TO SUPPORT A PROACTIVE COMMUNITY AND PHILANTHROPIC LEADER DEDICATED TO MEETING THE NEEDS OF THE PEOPLE OF RHODE ISLAND	5,000

PROVIDENCE RI 02903			
RHODE ISLAND HOSPITAL FOUNDATION 167 POINT STREET PROVIDENCE , RI 02903	NONE PC	TO ENGAGE IN PHILANTHROPIC ACTIVITIES FOR THE PURPOSE OF SUPPORTING AND OTHERWISE BENEFITING AND BEING RESPONSIVE TO THE NEEDS OF LIFESPAN CORPORATION AND ITS AFFILIATES, IN PARTICULAR, RHODE ISLAND HOSPITAL	200,000
RHODE ISLAND PUBLIC RADIO ONE UNION STATION PROVIDENCE, RI 02903	NONE PC	TO PROVIDE QUALITY JOURNALISM AND COMPELLING STORY-TELLING THAT INFORMS, EDUCATES, AND INSPIRES COMMUNITY	1,000
SAVE THE BAY 100 SAVE THE BAY DRIVE PROVIDENCE, RI 02905	NONE PC	TO PRESERVE AND PROTECT THE WATER QUALITY OF NARRAGANSETT BAY AND ITS ECOLOGICAL INTEGRITY	50,000
SECOND MILE MINISTRIES 5251 W DESERT FALCON LANE TUCSON, AZ 85742	NONE PC	DEDICATED TO ASSISTING, EDUCATING, AND EMPOWERING PARENTS SECOND MILE HAITI IS A COMMUNITY SITE WHERE MOTHERS AND CAREGIVERS OF MALNOURISHED CHILDREN CAN PARTAKE IN HEALTH EDUCATION AND LIVELIHOODS TRAINING	25,000
SOCIAL VENTURES PARTNERS RI 10 DAVOL SQUARE, STE 100 PROVIDENCE, RI 02909	NONE PC	PARTNERSHIP OF PHILANTHROPISTS WHO CONTRIBUTE THEIR SKILLS AND FUNDS TO HELP NON-PROFIT ORGANIZATIONS ESTABLISH AND SCALE SOCIAL ENTERPRISES	2,500
ST LUKE'S CHURCH 108 WASHINGTON ROAD BARRINGTON, RI 02806	NONE PC	TO PROVIDE FUNDS FOR THE CHURCH'S OPERATIONS	500
THE FEINSTEIN INSTITUTE FOR MEDICAL RESEARCH NORTHWELL HEALTH FOUNDATION 972 BRUSH HOLLOW RD 5TH FL WESTBURY, NY 11590	NONE PC	TO BRIDGE THE GAP BETWEEN BIOMEDICAL RESEARCH AND PATIENT CARE, ACCESSING HUNDREDS OF THOUSANDS OF PATIENTS IN THE HEALTH SYSTEM'S 15 HOSPITALS, FOUR LONG-TERM CARE FACILITIES THREE TRAUMA CENTERS, SIX HOME HEALTH AGENCIES AND DOZENS OF OUTPATIENT FACILITIES	5,000
THE HAITIAN PROJECT P O BOX 6891 PROVIDENCE, RI 02940	NONE PC	TO SUPPORT THE CO-EDUCATIONAL BOARDING SCHOOL IN HAITI BY EDUCATING AND NUTURING ACADEMICALLY TALENTED AND MOTIVATED STUDENTS FROM HAITIAN FAMILIES WHO CANNOT AFFORD THE COST OF THEIR CHILDREN'S EDUCATION	1,600
THE MUSEUM ASSOCIATES RISD 224 BENEFIT ST PROVIDENCE , RI 02903	NONE PC	TO STIMULATE PUBLIC INTEREST IN AND SUPPORT OF THE RHODE ISLAND SCHOOL OF DESIGN MUSEUM, TO FOSTER GROWTH OF ITS COLLECTIONS, AND TO INCREASE PUBLIC AWARENESS AND USE OF THE MUSEUM FACILITIES	1,000
THE TRAVELING SCHOOL PO BOX 7058 BOZEMAN, MT 59771	NONE PC	EMPOWERS YOUNG WOMEN ACADEMICALLY, PHYSICALLY, AND CULTURALLY THROUGH AN EXPERIENTIAL OVERSEAS HIGH SCHOOL SEMESTER	500
TOYS FOR TOTS OF PROVIDENCE 38 HAWLEY STEET BINGHAMTON, NY 13901	NONE PC	COLLECTION AND DISTRIBUTION OF TOYS TO NEEDY CHILDREN WITHIN THE TRIPLE-CITIES (BINGHAMTON, ENDICOTT JOHNSON CITY, NY) AND SURROUNDING AREAS	500
UNIVERSITY OF NOTRE DAME 1100 GRACE HALL NOTRE DAME, IN 46556	NONE PC	PROVIDE HIGHER EDUCATION TO STUDENTS AND SCHOLARS	600,000
YEAR UP BOSTON 45 MILK STREET BOSTON, MA 02109	NONE PC	FURTHER YOUNG ADULTS TECHNICAL & PROFESSIONAL SKILLS THAT WILL EMPOWER THEM TO REACH THEIR POTENTIAL THROUGH PROFESSIONAL CAREERS AND HIGHER EDUCATION	1,015,000
YEAR UP PROVIDENCE 40 FOUNTAIN STREET, 7TH FLOOR PROVIDENCE, RI 02903	NONE PC	TO FURTHER YOUNG ADULTS TECHNICAL & PROFESSIONAL SKILLS	10,100
		TOTAL CHARITABLE DISBURSEMENTS MADE DURING 2016	3,476,700

ATTACHMENT 13

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 13

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ST JOHN'S HIGH SCHOOL 378 MAIN STREET SHREWSBURY, MA 01545	NONE PC	SUPPORT ST JOHN'S "VISION FOR TOMORROW CAMPAIGN"	540,859
BOSTON COLLEGE 140 COMMONWEALTH AVE CHESTNUT HILL, MA 02467	NONE PC	EDUCATIONAL - TO SUPPORT STUDENT NEEDS	587,740
UNIVERSITY OF NOTRE DAME 1100 GRACE HALL NOTRE DAME, IN 46556	NONE PC	SUPPORTS THE CAMPUS CROSSROADS PROJECT	1,800,000
RHODE ISLAND HOSPITAL 167 POINT STREET PROVIDENCE, RI 02903	NONE PC	SUPPORTS THE PRESIDENT'S FUND	800,000
BROWN UNIVERSITY 110 ELM STREET PROVIDENCE, RI 0291[illegible]	NONE PC	EDUCATIONAL - TO SUPPORT STUDENT'S NEEDS	600,000
MOSES BROWN SCHOOL 250 LLOYD AVENUE PROVIDENCE, RI 02906	NONE PC	SUPPORTS CHILDREN'S EDUCATIONAL NEEDS	1,000,000

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BARRINGTON LIBRARY CORPORATION 281 COUNTY ROAD BARRINGTON, RI 02806	NONE PC	FUNDING SUPPORTS A WIDE RANGE OF PROGRAMS, TECHNOLOGY, AND MATERIALS TO THE BARRINGTON PUBLIC SCHOOL SYSTEM	125,000
HARVARD BUSINESS SCHOOL TEELE HALL 429 BOSTON, MA 02163	NONE PC	EDUCATIONAL - TO SUPPORT STUDENT NEEDS	1,000,000
YEAR UP - BOSTON 45 MILK STREET BOSTON, MA 02109	NONE PC	FURTHER YOUNG ADULTS TECHNICAL & PROFESSIONAL SKILLS THAT WILL EMPOWER THEM TO REACH THEIR POTENTIAL THROUGH PROFESSIONAL CAREERS AND HIGHER EDUCATION	4,000,000
		TOTAL CONTRIBUTIONS APPROVED	10,453,599

ATTACHMENT 14