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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	573,961	521,762	521,762
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	169,543	154,436	150,459
	b	Investments—corporate stock (attach schedule)	8,810,166	9,422,468	11,343,947
	c	Investments—corporate bonds (attach schedule)	4,229,775	3,706,030	3,824,871
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	13,783,445	13,804,696	15,841,039	
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	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	13,723,447	13,783,445	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	59,998	21,251	
30	Total net assets or fund balances (see instructions)	13,783,445	13,804,696		
31	Total liabilities and net assets/fund balances (see instructions) .	13,783,445	13,804,696		

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	13,783,445
2	Enter amount from Part I, line 27a	2	21,251
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	13,804,696
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	13,804,696

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)
1a			

(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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			
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	19,998
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 { }	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	1,030,285	14,383,504	0 071630
2014	954,736	15,855,271	0 060216
2013	994,222	15,352,328	0 064760
2012	942,979	14,589,055	0 064636
2011	659,583	14,182,200	0 046508

2 Total of line 1, column (d)	2	0 307750
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 061550
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	13,842,986
5 Multiply line 4 by line 3	5	852,036
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,950
7 Add lines 5 and 6	7	858,986
8 Enter qualifying distributions from Part XII, line 4 ,	8	792,365

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	13,899
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	13,899
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	13,899
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	8,321
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	8,321
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	18
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	5,596
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 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	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	
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? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		
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		
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	Yes	
14	The books are in care of ► <u>ELIZABETH L HUGHES</u> Telephone no ► <u>(413) 458-9260</u>			

Located at ► PO BOX 147 WILLIAMSTOWN MA ZIP+4 ► 01267

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here	<input type="checkbox"/>		
	and enter the amount of tax-exempt interest received or accrued during the year	► 15		
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes," enter the name of the foreign country ►			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here. ► <input type="checkbox"/>			
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		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		No

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

5a During the year did the foundation pay or incur any amount to <ul style="list-style-type: none"> (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	5b		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <input type="checkbox"/> Yes <input type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b		No
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
ANDREW R LAITMAN 2-B CLOVER PATH MAPLE SHADE, NJ 08052	TRUSTEE 000 00	31,730	0	0
CATHERINE L BURKE 23 BELLE AVENUE SAN RAFAEL, CA 94901	TRUSTEE 000 00	31,731	0	0
ELIZABETH L HUGHES 9320 HARVEY ROAD SILVER SPRING, MD 20910	TRUSTEE 000 00	31,731	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				
Total number of other employees paid over \$50,000.				▶

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 	
2 	
3 	
4 	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
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	13,522,505
b	Average of monthly cash balances.	1b	531,288
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	14,053,793
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	14,053,793
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	210,807
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	13,842,986
6	Minimum investment return. Enter 5% of line 5.	6	692,149

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	692,149
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	13,899
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	13,899
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	678,250
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	678,250
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	678,250

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	792,365
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	792,365
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	792,365

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				678,250
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012. 228,279				
c From 2013. 240,826				
d From 2014. 180,193				
e From 2015. 330,916				
f Total of lines 3a through e.	980,214			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 792,365				
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.				678,250
e Remaining amount distributed out of corpus	114,115			
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	1,094,329			
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	1,094,329			
10 Analysis of line 9				
a Excess from 2012. 228,279				
b Excess from 2013. 240,826				
c Excess from 2014. 180,193				
d Excess from 2015. 330,916				
e Excess from 2016. 114,115				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
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 organization had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	690,000
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	100	
4 Dividends and interest from securities. . . .			14	752,977	
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.			14	24,264	
8 Gain or (loss) from sales of assets other than inventory			14	33,524	2,751
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). .				810,865	2,751
13 Total. Add line 12, columns (b), (d), and (e).			13		813,616

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

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

[illegible]

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

- b** If "Yes," complete the following schedule

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

**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.

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

**Paid
Preparer
Use Only**

Print/Type preparer's name JULIE P ARNOLD CPA	Preparer's Signature	Date 2017-02-07	Check if self-employed <input type="checkbox"/>	PTIN P00420848
Firm's name ▶ GAJDA ARNOLD & MCCONNELL PC				Firm's EIN ▶ 27-4359547
Firm's address ▶ 1 BANK ST WILLIAMSTOWN, MA 012672856				Phone no (413) 458-5722

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
A WIDER CIRCLE 4808 MOORLAND LANE BETHESDA, MD 20814			CHARITABLE	10,000
ART OF YOGA PROJECT 555 BRYANT ST 232 PALO ALTO, CA 94301			CHARITABLE	5,000
BATSTO CITIZENS COMMITTEE INC 31 BATSTO RD HAMMONTON, NJ 08037			CHARITABLE	5,000
CAMDEN CENTER FOR LAW 126 N BROADWAY CAMDEN, NJ 08103			CHARITABLE	5,000
CANAL ALLIANCE 91 LARKSPUR ST SAN RAFAEL, CA 94901			CHARITABLE	30,000
CAPE MAY ZOO 707 N RTE 9 CAPE MAY, NJ 08210			CHARITABLE	5,000
CENTER FOR DOMESTIC PEACE 734 A STREET SAN RAFAEL, CA 94901			CHARITABLE	10,000
CHILDRENS COTTAGE COOP 2900 LARKSPUR LANDING CIR LARKSPUR, CA 94939			CHARITABLE	10,000
CHILDRENS FUTURE 1031 3RD ST-172 DENVER, CO 80205			CHARITABLE	10,000
CHILDRENS HOSPITAL FOUNDATION 111 MICHIGAN AVE NW WASHINGTON, DC 20010			CHARITABLE	10,000
COMMON GOOD CITY FARM PO BOX 26030 WASHINGTON, DC 20001			CHARITABLE	10,000
DAVIDSON PTA 280 WOODLAND AVE SAN RAFAEL, CA 94901			CHARITABLE	20,000
DC CENTRAL KITCHEN 452 2ND STREET NW WASHINGTON, DC 20001			CHARITABLE	10,000
DESTINATION WILLIAMSTOWN PO BOX 536 WILLIAMSTOWN, MA 01267			CHARITABLE	5,000
DOWNTOWN STREET SWEEPS 1671 THE ALAMEDA STE 306 SAN JOSE, CA 95126			CHARITABLE	10,000
Total ► 3a				690,000

Form 990FPF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
DRESS FOR SUCCESS 101 Q STREET NE WASHINGTON, DC 20002			CHARITABLE	10,000
FIRST BOOK 1319 F STREET NW WASHINGTON, DC 20004			CHARITABLE	20,000
FRIENDS OF CAMDEN ANIMAL SHELTER 501 N BERLIN RD LINDENWOLD, NJ 08021			CHARITABLE	1,000
GIRLS & BOYS CLUB 400 CRAIG ST SCHENECTADY, NY 12307			CHARITABLE	5,000
GIRLS INC 962 ALBANY ST SCHENECTADY, NY 12307			CHARITABLE	5,000
GUIDE DOGS FOR THE BLIND 350 LOS RANCHITOS RD SAN RAFAEL, CA 94903			CHARITABLE	5,000
HADDONFIELD PUBLIC LIBRARY 123 KINGS HWY HADDONFIELD, NJ 08033			CHARITABLE	5,000
HADDON HEIGHTS HISTORICAL SOCIETY PO BOX 118 HADDON HEIGHTS, NJ 08035			CHARITABLE	1,000
HADDON HEIGHTS PUBLIC LIBRARY 608 STATION AVE HADDON HEIGHTS, NJ 08035			CHARITABLE	10,000
HEADS UP FOUNDATION 310 ALBION WAY SA RAFAEL, CA 94903			CHARITABLE	30,000
HERIO INITIATIVE 1301 OLYMPIC BLVD 587 LOS ANGELES, CA 90064			CHARITABLE	5,000
HOSPICE BY THE BAY 17 EAST SIR FRANCIS DRAKE LARKSPUR, CA 94939			CHARITABLE	10,000
HOMeward BOUND MARIN 1385 HAMILYON PARKWAY NOVATO, CA 94949			CHARITABLE	10,000
HOUSE OF RUTH MARYLAND 221 ARGONNE DR BALTIMORE, MD 21218			CHARITABLE	15,000
HUCKLEBERRY YOUTH PROGRAM 361 THIRD ST STE G SA RAFAEL, CA 94901			CHARITABLE	10,000
Total ► 3a				690,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
JEWISH FED OF GREATER WASHINGTON 6101 EXECUTIVE BLVD NORTH BETHESDA, MD 20852			CHARITABLE	5,000
LANSDOWNE SYMPHONY 28 N LANSDOWNE AVE LANSDOWNE, PA 19050			CHARITABLE	5,000
LEND A HAND 8105 CAPWELL DR OAKLAND, CA 94960			CHARITABLE	10,000
MANNA FOOD CENTER 9311 GAITHER RD GAITHERSBURG, MD 20873			CHARITABLE	15,000
MARIN FOOD BANK 75 DIGITAL DR NOVATO, CA 94941			CHARITABLE	10,000
MARIN HUMANE SOCIETY 171 BEL MARIN KEYES BLVD NOVATO, CA 94949			CHARITABLE	10,000
MARIN SEARCH & RESCUE 1600 LOS GAMOS DR-STE 200 SAN RAFAEL, CA 94903			CHARITABLE	10,000
MARINE MAMMAL CENTER 2000 BUNKER RD SAUSALITO, CA 94965			CHARITABLE	10,000
MONTGOMERY HOUSING PARTNERSHIP 12200 TECH RD-STE 250 SILVER SPRING, MD 20904			CHARITABLE	10,000
MT GREYLOCK RHS-GETTYSBURG 560 NORTH HOOSAC RD WILLIAMSTOWN, MA 01267			CHARITABLE	5,000
MT OLIVE TRAPNEWTER & RELEASE PO BOX 116 BUDD LAKE, NJ 07828			CHARITABLE	1,000
ONE CIRCLE FOUNDATION 734 A STREET SAN RAFAEL, CA 94901			CHARITABLE	10,000
OPPORTUNITY NETWORK 55 EXCHANGE PLACE-STE 503 NEW YORK, NY 10005			CHARITABLE	10,000
PINE COBBLE SCHOOL 163 GALE RD WILLIAMSTOWN, MA 01267			CHARITABLE	20,000
PODCASTS FOR PEACE 6 SUNVIEW AVE SAN ANSELMO, CA 94960			CHARITABLE	5,000
Total ► 3a				690,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
POTOMAC CONSERVANCY 8601 GEORGIA AVE SILVER SPRING, MD 20910			CHARITABLE	10,000
PROJECT AVERY PO BOX 150088 SAN RAFAEL, CA 94915			CHARITABLE	5,000
PROVINCETOWN JAZZ FESTIVAL 501 COMMERCIAL ST PROVINCETOWN, MA 02657			CHARITABLE	10,000
PUBLIC RADIO EXCHANGE PO BOX 382234 CAMBRIDGE, MA 02238			CHARITABLE	5,000
RED PAW EMERGENCY RELIEF TEAM 1328 S 24TH ST PHILADELPHIA, PA 19146			CHARITABLE	1,000
RITTER HOUSE 16 RITTER DR SAN RAFAEL, CA 94901			CHARITABLE	10,000
SO OTHERS MIGHT EAT 60 O STREET NW WASHINGTON, DC 20001			CHARITABLE	10,000
SPIRIT OPEN EQUESTRIAN PROGRAM PO BOX 1342 GREAT FALLS, VA 22066			CHARITABLE	10,000
ST VINCENT DE PAUL PO BOX 150527 SAN RAFAEL, CA 94915			CHARITABLE	10,000
STEPPING STONES SHELTER PO BOX 712 ROCKVILLE, MD 20848			CHARITABLE	10,000
SUNSHINE FOUNDATION PO BOX 55130 TRENTON, NJ 08638			CHARITABLE	5,000
THE HEALTH WAGON PO BOX 7070 WISE, VA 24293			CHARITABLE	10,000
THE PEACE CAMP INITIATIVE 6155 HICKORY RIDGE RD SPOTSYLVANIA, VA 22551			CHARITABLE	10,000
THROW AWAY DOGS 232 BARNSLEY AVE HUNTINGDON VALLEY, PA 19006			CHARITABLE	5,000
VILLAGE AMBULANCE 30 WATER ST WILLIAMSTOWN, MA 01267			CHARITABLE	10,000
Total ▶ 3a				690,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
VOORHEES ANIMAL ORPHANAGE 421 COOPER RD VOORHEES TOWNSHIP, NJ 08043			CHARITABLE	5,000
WE ARE SR 185 MISSION AVE SAN RAFAEL, CA 94901			CHARITABLE	25,000
WEDNESDAY'S GIFT PO BOX 2668 SAN RAFAEL, CA 94912			CHARITABLE	30,000
WHISTLESTOP DEVELOPMENT 930 TAMALPAIS AVE SA RAFAEL, CA 94901			CHARITABLE	20,000
WHYY INC 150 N 6TH ST PHILADELPHIA, PA 19106			CHARITABLE	1,000
WILDCARE 76 ALBERT PARK LANE SA RAFAEL, CA 94901			CHARITABLE	10,000
WILLIAMSTOWN GARDEN CLUB 271 MAIN ST WILLIAMSTOWN, MA 01267			CHARITABLE	5,000
WILLIAMSTOWN THEATRE FESTIVAL PO BOX 517 WILLIAMSTOWN, MA 01267			CHARITABLE	25,000
WRITE TO READ 2450 STEVENSON BLVD FREMONT, CA 94538			CHARITABLE	5,000
YOUTH IN ARTS 917 C STREET SAN RAFAEL, CA 94901			CHARITABLE	10,000
Total ▶ 3a				690,000

TY 2016 Accounting Fees Schedule**Name:** ALICE SHAVER FOUNDATION**EIN:** 13-7483764

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	6,200	6,200		6,200

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2016 Gain/Loss from Sale of Other Assets Schedule

Name: ALICE SHAVER FOUNDATION

EIN: 13-7483764

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
COLGATE PALMOLIVE	2006-05	PURCHASE	2016-01		25,326	11,800			13,526	
COMCAST	2006-05	PURCHASE	2016-01		15,677	6,288			9,389	
OWENS CORNING	2007-01	PURCHASE	2016-01		104,832	69,558			35,274	
GE	2012-08	PURCHASE	2016-01		912				912	
GE	2012-08	PURCHASE	2016-01		2,460				2,460	
BARCLAYS BANK PLC	2007-11	PURCHASE	2016-02		101,473	100,000			1,473	
BRISTOL MYERS SQUIBB	2012-09	PURCHASE	2016-03		31,969	17,230			14,739	
COLGATE PALMOLIVE	2006-05	PURCHASE	2016-03		40,471	17,700			22,771	
PPG INDUSTRIES	2006-05	PURCHASE	2016-03		52,010	17,114			34,896	
3M CO	2006-05	PURCHASE	2016-03		80,435	43,605			36,830	
LEHMAN BROS HOLDINGS	2012-08	PURCHASE	2016-06		681	681				
B&G FOODS	2015-08	PURCHASE	2016-04		96,163	83,548			12,615	
DONALDSON CO	2016-01	PURCHASE	2016-06		37,186	31,000			6,186	
LEHMAN BROS HOLDINGS	2012-08	PURCHASE	2016-06		998	998				
WHITEWAVE FOODS	2016-05	PURCHASE	2016-07		55,568	44,690			10,878	
ANADARKO PETROLEUM	2006-05	PURCHASE	2016-09		34,877	32,867			2,010	
WOODWARD INC	2015-04	PURCHASE	2016-10		29,282	24,738			4,544	
WOODWARD INC	2016-01	PURCHASE	2016-10		29,282	23,517			5,765	
LORD ABBETT BOND FD	2009-08	PURCHASE	2016-11		50,000	43,470			6,530	
HEXCEL CORP	2014-12	PURCHASE	2016-12		76,481	59,124			17,357	
CENTERPOINT ENERGY	2009-12	PURCHASE	2016-12		106,873	105,511			1,362	
US STEEL CORP	2012-07	PURCHASE	2016-01		22,370	49,882			-27,512	
BARCLAYS BANK PLC	2006-05	PURCHASE	2016-02		97,754	99,320			-1,566	
US STEEL CORP	2013-03	PURCHASE	2016-02		21,370	51,625			-30,255	
BLACKROCK CAPITAL	2015-06	PURCHASE	2016-03		120,111	125,448			-5,337	
PEABODY ENERGY	2010-12	PURCHASE	2016-03		3,455	110,500			-107,045	
US STEEL CORP	2013-03	PURCHASE	2016-03		62,995	103,250			-40,255	
METRO TRANS AUTH 5 625%	2006-05	PURCHASE	2016-07		15,000	15,106			-106	
VORNADO REALTY	2013-09	PURCHASE	2016-09		100,000	102,127			-2,127	
OWENS CORNING	2009-10	PURCHASE	2016-09		101,298	101,300			-2	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
Q WEST CORP	2011-10	PURCHASE	2016-09		100,000	102,120			-2,120	
SOTHERLY HOTELS	2014-08	PURCHASE	2016-09		151,500	158,415			-6,915	

TY 2016 Investments Corporate Bonds Schedule

Name: ALICE SHAVER FOUNDATION

EIN: 13-7483764

Name of Bond	End of Year Book Value	End of Year Fair Market Value
STIFEL/ VANGUARD	3,706,030	3,824,871

TY 2016 Investments Corporate Stock Schedule

Name: ALICE SHAVER FOUNDATION

EIN: 13-7483764

Name of Stock	End of Year Book Value	End of Year Fair Market Value
STIFEL / VANGUARD	9,422,468	11,343,947

TY 2016 Investments Government Obligations Schedule**Name:** ALICE SHAVER FOUNDATION**EIN:** 13-7483764**US Government Securities - End
of Year Book Value:****US Government Securities - End
of Year Fair Market Value:****State & Local Government
Securities - End of Year Book
Value:**

154,436

**State & Local Government
Securities - End of Year Fair
Market Value:**

150,459

TY 2016 Other Expenses Schedule**Name:** ALICE SHAVER FOUNDATION**EIN:** 13-7483764**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
WIRE & BANK FEES	90	90		90
STIFEL - OTHER FEES	87	87		87
NYS FILING FEE	750	750		750

TY 2016 Other Income Schedule**Name:** ALICE SHAVER FOUNDATION**EIN:** 13-7483764**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
STIFEL - OTHER INCOME	4,264	4,264	
PRIOR CHECKS VOIDED	20,000	20,000	

TY 2016 Taxes Schedule**Name:** ALICE SHAVER FOUNDATION**EIN:** 13-7483764

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX ESTIMATES				
FOREIGN TAXES PAID	46	46		46