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Return of Private Foundation

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

OMB No. 1545-0052

2016

Open to Public Inspection

Department of the Treasury
Internal Revenue ServiceDo 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.

For calendar year 2016 or tax year beginning

, and ending

Name of foundation HIGH MEADOWS FOUNDATION C/O CARL FERENBACH		A Employer identification number 20-8521462
Number and street (or P.O. box number if mail is not delivered to street address) 160 COMMONWEALTH AVE.	Room/suite L5	B Telephone number 617-536-1910
City or town, state or province, country, and ZIP or foreign postal code BOSTON, MA 02116		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 9,373,134. (Part I, column (d) must be on cash basis.)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		9,636,500.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		396.	216.		STATEMENT 1
4 Dividends and interest from securities		232,335.	232,335.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		137,497.			
b Gross sales price for all assets on line 6a		2,823,261.			
7 Capital gain net income (from Part IV, line 2)			137,497.		
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)					
11 Other income					
12 Total. Add lines 1 through 11		10,006,728.	370,048.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		6,500.	3,250.		0.
c Other professional fees STMT 4		48,512.	24,256.		0.
17 Interest					
18 Taxes STMT 5		2,975.	2,975.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		106,374.	160.		105,864.
24 Total operating and administrative expenses. Add lines 13 through 23		164,361.	30,641.		105,864.
25 Contributions, gifts, grants paid		9,850,000.			9,850,000.
26 Total expenses and disbursements. Add lines 24 and 25		10,014,361.	30,641.		9,955,864.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-7,633.			
b Net investment income (if negative, enter -0-)			339,407.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		1,007,892.	646,396.	646,396.
	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				
	7	Other notes and loans receivable ▶				
		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				
	b	Investments - corporate stock				
	c	Investments - corporate bonds				
	Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶				
12		Investments - mortgage loans				
13		Investments - other STMT 7	6,401,220.	6,755,083.	8,726,738.	
14		Land, buildings, and equipment: basis ▶				
		Less: accumulated depreciation ▶				
15		Other assets (describe ▶)				
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	7,409,112.	7,401,479.	9,373,134.	
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	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 ▶ <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	0.	0.		
28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.			
29	Retained earnings, accumulated income, endowment, or other funds	7,409,112.	7,401,479.			
30	Total net assets or fund balances	7,409,112.	7,401,479.			
31	Total liabilities and net assets/fund balances	7,409,112.	7,401,479.			

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	7,409,112.
2	Enter amount from Part I, line 27a	2	-7,633.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	7,401,479.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,401,479.

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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					
b SEE ATTACHED STATEMENT					
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 2,823,261.		2,685,764.	137,497.		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) 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			137,497.		
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	137,497.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	N/A	

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	10,387,330.	10,885,074.	.954273
2014	9,865,430.	10,648,430.	.926468
2013	8,712,881.	8,417,829.	1.035051
2012	7,912,070.	1,433,096.	5.520963
2011	6,697,503.	244,181.	27.428436

2 Total of line 1, column (d)	2	35.865191
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	7.173038
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	8,853,115.
5 Multiply line 4 by line 3	5	63,503,730.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,394.
7 Add lines 5 and 6	7	63,507,124.
8 Enter qualifying distributions from Part XII, line 4 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.	8	9,955,864.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <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	6,788.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).	2	0.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	3	6,788.
3	Add lines 1 and 2	4	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	5	6,788.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		
6	Credits/Payments:		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	10,844.
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	10,844.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	4,056.
11	Enter the amount of line 10 to be: Credited to 2017 estimated tax <input type="checkbox"/> 4,056. Refunded <input type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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)		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)	X	
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address ► <u>WWW.HIGHMEADOWSFOUNDATION.ORG</u>		
14 The books are in care of ► <u>LYNNE BALL, SECRETARY/TREASURER</u> Telephone no. ► <u>617-536-1910</u>		
Located at ► <u>160 COMMONWEALTH AVE, SUITE L5, BOSTON, MA</u> ZIP+4 ► <u>02116</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A
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 ►		

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?	<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 checked="" type="checkbox"/> Yes <input 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)?		X
Organizations relying on a current notice regarding disaster assistance check here		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?		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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	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?	<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.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No **5b**

Organizations relying on a current notice regarding disaster assistance check here ☒ **N/A**

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No **N/A**

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **X**

If "Yes" to 6b, file Form 8870.

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **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.

(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
SEE STATEMENT 8		0.	0.	0.

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

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

Total number of other employees paid over \$50,000 0

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Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
KELSEY LEAHY 160 COMMONWEALTH AVE. L5, BOSTON, MA 02116	GRANT MONITORING	69,770.
KNL CONSULTING 160 COMMONWEALTH AVE. L5, BOSTON, MA 02116	GRANT MONITORING	28,340.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	8,209,013.
b	Average of monthly cash balances	1b	778,921.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	8,987,934.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	8,987,934.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	134,819.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,853,115.
6	Minimum investment return. Enter 5% of line 5	6	442,656.

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	442,656.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	6,788.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,788.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	435,868.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	435,868.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	435,868.

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	9,955,864.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
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	9,955,864.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	9,955,864.

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				435,868.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012	410,323.			
c From 2013	8,335,475.			
d From 2014	9,422,981.			
e From 2015	10,387,330.			
f Total of lines 3a through e	28,556,109.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 9,955,864.				
a Applied to 2015, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions) **	9,955,864.			
d Applied to 2016 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	435,868.			435,868.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	38,076,105.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				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)	9,636,500.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017 Subtract lines 7 and 8 from line 6a	28,439,605.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014	8,096,411.			
d Excess from 2015	10,387,330.			
e Excess from 2016	9,955,864.			

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

[illegible]

HIGH MEADOWS FOUNDATION

Form 990-PF (2016)

C/O CARL FERENBACH

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AH HAA SCHOOL FOR THE ARTS P.O. BOX 1590 TELLURIDE, CO 81435	NONE	501(C)(3)	PAYMENT TO CARRY ON CHARITABLE ACTIVITIES	200,000.
CAF AMERICA 1800 DIAGONAL ROAD, SUITE 150 ALEXANDRIA, VA 22314	NONE	501(C)(3)	PAYMENT TO CARRY ON CHARITABLE ACTIVITIES	225,000.
CLIMATE CENTRAL, INC. ONE PALMER SQUARE, SUITE 330 PRINCETON, NJ 08542	NONE	501(C)(3)	PAYMENT TO CARRY ON CHARITABLE ACITITIES	350,000.
CONSERVATION LAW FOUNDATION 62 SUMMER STREET BOSTON, MA 02110	NONE	501(C)(3)	PAYMENT TO CARRY ON CHARITABLE ACTIVITIES	25,000.
ENVIRONMENTAL DEFENSE FUND 257 PARK AVENUE SOUTH NEW YORK, NY 10010	NONE	501(C)(3)	PAYMENT FOR CONTINUING SUPPORT OF ENVIRONMENTAL RESEARCH	3,000,000.
Total			SEE CONTINUATION SHEET(S) ▶ 3a	9,850,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Form 990-PF (2016)

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations.)

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).

[illegible]

Part XVII

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

- | 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? | | Yes |
|--|--|-------|
| a Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| (1) Cash | | 1a(1) |
| (2) Other assets | | 1a(2) |
| b Other transactions: | | |
| (1) Sales of assets to a noncharitable exempt organization | | 1b(1) |
| (2) Purchases of assets from a noncharitable exempt organization | | 1b(2) |
| (3) Rental of facilities, equipment, or other assets | | 1b(3) |
| (4) Reimbursement arrangements | | 1b(4) |
| (5) Loans or loan guarantees | | 1b(5) |
| (6) Performance of services or membership or fundraising solicitations | | 1b(6) |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | 1c |
| 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. | | |

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

[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
N/A		

**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 _____

► TRUSTEE

Title

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if
self-employed

PTIN

DOUGLAS THEOBALD

Firm's name ► **MORIARTY & PRIMACK, P.C.**

Firm's address ► ONE MONARCH PLACE, STE 900
SPRINGFIELD, MA 01144-4011

P00368792

Firm's EIN ► 04-3191789

Phone no. (413) 739-1800

Form **990-PF** (2016)

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

HIGH MEADOWS FOUNDATION
C/O CARL FERENBACH

Employer identification number

20-8521462

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 foundationCheck 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).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization

HIGH MEADOWS FOUNDATION
C/O CARL FERENBACH

Employer identification number

20-8521462

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	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 2,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 4,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
3	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 3,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
4	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 100,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
5	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 50,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
6	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 480,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization HIGH MEADOWS FOUNDATION C/O CARL FERENBACH	Employer identification number 20-8521462
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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
7	CARL FERENBACH 160 COMMONWEALTH AVE. L5 BOSTON, MA 02116	\$ 6,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

Employer identification number

HIGH MEADOWS FOUNDATION
C/O CARL FERENBACH

20-8521462

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
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

HIGH MEADOWS FOUNDATION
C/O CARL FERENBACH

Employer identification number

20-8521462

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 info once) ▶ \$

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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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 JP MORGAN #1 - STATEMENT AVAILABLE UPON REQUEST		P	01/01/16	07/01/16
b JP MORGAN #2 - STATEMENT AVAILABLE UPON REQUEST		P	01/01/16	07/01/16
c JP MORGAN #1 - STATEMENT AVAILABLE UPON REQUEST		P	01/01/15	07/01/16
d JP MORGAN #2 - STATEMENT AVAILABLE UPON REQUEST		P	01/01/15	07/01/16
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,821,761.		2,055,604.	-233,843.
b 2,798.		2,558.	240.
c 937,813.		551,787.	386,026.
d 60,889.		75,815.	-14,926.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-233,843.
b			240.
c			386,026.
d			-14,926.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }		2	137,497.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }		3	N/A

HIGH MEADOWS FOUNDATION
C/O CARL FERENBACH

20-8521462

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
GRACE COTTAGE FOUNDATION 185 GRAFTON RD TOWNSEND, VT 05353	NONE	501(C)(3)	PAYMENT TO CARRY ON CHARITABLE ACTIVITIES	50,000.
HARVARD BUSINESS SCHOOL 124 MOUNT AUBURN STREET CAMBRIDGE, MA 02138	NONE	501(C)(3)	PAYMENT FOR CONTINUING SUPPORT OF THE BAKER LIBRARY	250,000.
HIGH MEADOWS FELLOWS INSTITUTE 129 NEWBURY STREET, SUITE 400 BOSTON, MA 02116	NONE	501(C)(3)	PAYMENT TO CARRY ON CHARITABLE ACTIVITIES	750,000.
HIGH MEADOWS FELLOWS PROGRAM AT PRINCETON THREE COURT STREET PO BOX 30 MIDDLEBURY, VT 05753	NONE	501(C)(3)	PAYMENT FOR CONTINUING SUPPORT FROM THE HIGH MEADOWS FOUNDATION	300,000.
HIGH MEADOWS FUND AT VCF THREE COURT STREET PO BOX 30 MIDDLEBURY, VT 05753	NONE	501(C)(3)	PAYMENT TO CARRY ON CHARITABLE ACTIVITIES	500,000.
HIGH MEADOWS PRECEPTORSHIP FUND AT PRINCETON 330 ALEXANDER STREET PRINCETON, NJ 08540	NONE	501(C)(3)	PAYMENT FOR CONTINUING SUPPORT FROM THE HIGH MEADOWS FOUNDATION	1,100,000.
ISLES, INC 10 WOOD STREET TRENTON, NJ 08618	NONE	501(C)(3)	PAYMENT FOR SUPPORT FOR THEIR EDUCATIONAL PROGRAMS	50,000.
NORTH BENNET STREET SCHOOL 39 NORTH BENNET ST. BOSTON, MA 02113	NONE	501(C)(3)	PAYMENT FOR SUPPORT OF THEIR EDUCATIONAL PROGRAMS	375,000.
PACE CENTER AT PRINCETON UNIVERSITY 330 ALEXANDER STREET PRINCETON, NJ 08540	NONE	501(C)(3)	PAYMENT FOR CONTINUING SUPPORT FROM THE HIGH MEADOWS FOUNDATION	100,000.
PERMANENT FUND FOR THE WELL-BEING OF VERMONT CHILDREN AT VCF P.O. BOX 216 MONTPELIER, VT 05601	NONE	501(C)(3)	PAYMENT TO SUPPORT HEALTHY & HAPPY CHILDREN AND FAMILIES	300,000.
Total from continuation sheets				6,050,000.

**HIGH MEADOWS FOUNDATION
C/O CARL FERENBACH**

20-8521462

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PRINCETON UNIVERSITY ANDLINGER CENTER 330 ALEXANDER STREET PRINCETON, NJ 08540	NONE	501(C)(3)	PAYMENT FOR CONTINUING SUPPORT FROM THE HIGH MEADOWS FOUNDATION	200,000.
PRINCETON UNIVERSITY ANNUAL GIVING FUND 330 ALEXANDER STREET PRINCETON, NJ 08540	NONE	501(C)(3)	PAYMENT FOR CONTINUING SUPPORT FROM THE HIGH MEADOWS FOUNDATION	200,000.
PRINCETON UNIVERSITY STEP PROGRAM WITH WWS 330 ALEXANDER STREET PRINCETON, NJ 08540	NONE	501(C)(3)	PAYMENT FOR CONTINUING SUPPORT FROM THE HIGH MEADOWS FOUNDATION	300,000.
REAL FOOD CHALLENGE 555 DUDLEY STREET BOSTON, MA 02119	NONE	501(C)(3)	PAYMENT TO CARRY ON CHARITABLE ACTIVITIES	100,000.
SHEEP MOUNTAIN ALLIANCE P.O. BOX 389 TELLURIDE, CO 81435	NONE	501(C)(3)	PAYMENT FOR GENERAL SUPPORT OF THEIR OUTREACH PROGRAM	25,000.
SUSTAINABLE ENDOWMENT INSTITUTE 18 TREMONT STREET BOSTON, MA 02108	NONE	501(C)(3)	PAYMENT TO CARRY ON CHARITABLE ACTIVITIES	80,000.
TEACH FOR AMERICA 60 CANAL STREET, 3RD FLOOR BOSTON, MA 02114	NONE	501(C)(3)	PAYMENT TO SUPPORT TEACH FOR AMERICA	200,000.
TELLURIDE FOUNDATION 220 E. COLORADO AVENUE, SUITE 106 TELLURIDE, CO 81435	NONE	501(C)(3)	PAYMENT TO CARRY ON CHARITABLE ACTIVITIES	100,000.
THE FOOD PROJECT 10 LEWIS STREET LINCOLN, MA 01773	NONE	501(C)(3)	PAYMENT FOR SUPPORT OF PROGRAM TO GROW HEALTHY CROPS	250,000.
THE FOUNDATION FOR STUDENT COMMUNICATION, INC 48 UNIVERSITY PLACE STE 305 PRINCETON, NJ 08540	NONE	501(C)(3)	PAYMENT FOR SUPPORT FOR THEIR EDUCATIONAL PROGRAMS	20,000.
Total from continuation sheets				

HIGH MEADOWS FOUNDATION
C/O CARL FERENBACH

20-8521462

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE HILL SCHOOL 717 EAST HIGH STREET POTTSTOWN, PA 19464	NONE	501(C)(3)	PAYMENT TO CARRY ON CHARITABLE ACTIVITIES	250,000.
THE WILDERNESS SOCIETY 1615 M STREET, NW WASHINGTON, DC 20036	NONE	501(C)(3)	PAYMENT TO CARRY ON CHARITABLE ACTIVITIES	250,000.
THE WOODROW WILSON NATIONAL FELLOWSHIP FOUNDATION 5 VAUGHN DRIVE, SUITE 300 PRINCETON, NJ 08540	NONE	501(C)(3)	PAYMENT FOR CONTINUING SUPPORT FROM THE HIGH MEADOWS FOUNDATION	250,000.
TRUMAN NATIONAL SECURITY PROJECT 1050 17TH STREET WASHINGTON, DC 20036	NONE	501(C)(3)	PAYMENT TO CARRY ON CHARITABLE ACTIVITIES	50,000.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
J.P. MORGAN #1	350.	193.	
J.P. MORGAN #2	46.	23.	
TOTAL TO PART I, LINE 3	396.	216.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
J.P. MORGAN #1	207,271.	0.	207,271.	207,271.	
J.P. MORGAN #2	25,064.	0.	25,064.	25,064.	
TO PART I, LINE 4	232,335.	0.	232,335.	232,335.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP FEES	6,500.	3,250.		0.
TO FORM 990-PF, PG 1, LN 16B	6,500.	3,250.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	48,512.	24,256.		0.
TO FORM 990-PF, PG 1, LN 16C	48,512.	24,256.		0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	2,975.	2,975.		0.
TO FORM 990-PF, PG 1, LN 18	2,975.	2,975.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	160.	160.		0.
MA PC FILING FEE	500.	0.		500.
TRAVEL REIMBURSEMENT	4,906.	0.		4,906.
WEBMASTER FEES	2,100.	0.		2,100.
TICKET EXPENSES	350.	0.		0.
GRANT MONITORING	98,110.	0.		98,110.
MISCELLANEOUS EXPENSE	248.	0.		248.
TO FORM 990-PF, PG 1, LN 23	106,374.	160.		105,864.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	7
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
EQUITIES	COST	6,755,083.	8,726,738.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,755,083.	8,726,738.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 8
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
CARL FERENBACH 160 COMMONWEALTH AVE, SUITE L5 BOSTON, MA 02116	TRUSTEE 40.00	0.	0.	0.
JEFFREY BERENSON 160 COMMONWEALTH AVE, SUITE L5 BOSTON, MA 02116	TRUSTEE 1.00	0.	0.	0.
DANIEL P. CARBONNEAU C/O CASTLE ROCK ADVISORS 200 CLARENDON STREET BOSTON, MA 02116	TRUSTEE 1.00	0.	0.	0.
JANE BROCK-WILSON C/O BERKSHIRE PTRS 200 CLARENDON STREET BOSTON, MA 02116	TRUSTEE 1.00	0.	0.	0.
LYNNE BALL 160 COMMONWEALTH AVE, SUITE L5 BOSTON, MA 02116	SECRETARY / TREASURER 25.00	0.	0.	0.
ELIZABETH BANKOWSKI 160 COMMONWEALTH AVE, SUITE L5 BOSTON, MA 02116	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

GENERAL EXPLANATION

STATEMENT 10

FORM/LINE IDENTIFIER

FORM 990-PF, PART VII-A, LINE 12

EXPLANATION:

THE FOUNDATION TREATED THE DISTRIBUTION AS A QUALIFYING DISTRIBUTION AS
IT WAS USED EXCLUSIVELY FOR THE PURPOSE STIPULATED UNDER IRC
170(C)(2)(B) TO FURTHER BENEFIT A 501(C)(3) ORGANIZATION.

Realized Gain/Loss

TIP We display transactions on the Realized Gain Loss report if we have complete cost basis information. [Learn more](#)

Selected View []

Show from ☐ View Tax Lots

Description	Security ID	Quantity	Proceeds	Cost Basis ¹	Short-Term Realized Gain/Loss ²	Long-Term Realized Gain/Loss ²	FX Realized Gain/Loss	Ordinary Income Gain	Total Realized Gain/Loss Amount	Total Realized Gain/Loss %
HIGH MEADOWS										
ACCENTURE PLC-CL A	ACN	-278 00	32 516 92	22 137 81	0 00	10 379 01	0 00	0 00	10 379 01	46 88
BB&T CORP	BBT	-1 163 00	39 127 70	41 888 31	0 00	2 760 61	0 00	0 00	-2 760 61	-6 59
BOEING CO/TE	BA	-2 128 00	229 879 33	275 628 05	-45 748 72	0 00	0 00	0 00	-45 748 72	-16 80
CARDINAL HEALTH INC	CAH	-3 729 00	293 237 17	325 818 05	-32 580 88	0 00	0 00	0 00	-32 580 88	-10 00
COLGATE-PALMOLIVE CO	CL	-1 629 00	116 702 48	18 313 44	0 00	44 117 10	0 00	0 00	44 117 10	240 90
CVS HEALTH CORP	CVS	-3 738 00	294 378 42	385 443 95	-91 065 53	0 00	0 00	0 00	-91 065 53	-23 53
GENERAL MILLS INC	GIS	-8 238 00	385 885 00	196 544 61	0 00	149 574 27	0 00	0 00	149 574 27	78 10
HOME DEPOT INC	HD	-384 00	51 507 05	30 982 42	0 00	20 524 63	0 00	0 00	20 524 63	68 25
ILLINOIS TOOL WORKS	ITW	-633 00	75 766 44	30 932 62	0 00	44 833 82	0 00	0 00	44 833 82	144 94
JOHNSON & JOHNSON	JNJ	-336 00	39 381 21	21 667 70	0 00	17 713 51	0 00	0 00	17 713 51	81 75
MCDONALD'S CORP	MCD	-552 00	68 172 09	59 351 36	1 658 53	7 162 20	0 00	0 00	8 820 73	14 86
MICROSOFT CORP	MSFT	-561 00	32 304 74	29 134 18	3 170 56	0 00	0 00	0 00	3 170 56	10 88
NEXTERA ENERGY INC	NEE	-875 00	105 628 40	47 289 85	0 00	58 336 55	0 00	0 00	58 336 55	123 36
PEPSICO INC	PEP	-873 00	91 299 14	14 025 41	0 00	36 145 18	0 00	0 00	36 145 18	257 71
PFIZER INC	PFE	-8 718 00	261 382 50	308 750 25	-47 376 75	0 00	0 00	0 00	-47 376 75	-15 34
QUALCOMM INC	QCOM	-727 00	48 738 15	38 743 10	9 993 05	0 00	0 00	0 00	9 993 05	25 79
US BANCORP	USB	-6 532 00	272 718 21	153 481 29	-22 142 70	0 00	0 00	0 00	-22 142 70	-14 43
WELLS FARGO & CO	WFC	-7 025 00	320 952 77	330 703 27	-9 750 50	0 00	0 00	0 00	-9 750 50	-2 95
Total in USD			\$2,759,573 72	\$2,330,844 77	-\$233,842 94	\$386,025 66	\$0 00	\$0 00	\$152,182 72	

Showing Details from the Prior Calendar Year

¹ Note: Cost basis for certain fixed income instruments may not reflect adjustments for amortization or accretion

² We will not display short and long term realized gain/loss values when the acquisition date is not available. These values may also reflect special calculations for gifted securities

These figures are not official for income tax reporting purposes and should not be relied upon for such purposes. Including the determination of income, cost basis, or gain/loss. Such information, which may be inaccurate, incomplete or subject to updating, should be confirmed with your records and your tax advisor.

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Selected View

Show **Details** from **Prior Calendar Year** ☐ View Tax Lots

Description	Security ID	Quantity	Proceeds	Cost Basis ¹	Short-Term Realized Gain/Loss ²	Long-Term Realized Gain/Loss ²	FX Realized Gain/Loss	Ordinary Income Gain	Total Realized Gain/Loss Amount	Total Realized Gain/Loss %
HIGH MEADOWS FDN- SCH/										
BAE SYSTEMS PLC-SPON ADR	BAESY	-5.00	140.32	140.05	0.00	0.27	0.00	0.00	0.27	0.19
BALL CORP	BLL	-33.055	2,797.95	2,427.26	303.67	68.82	0.00	0.00	370.09	15.27
BAYER AG-SPONSORED ADR	BAYRY	-80.00	7,679.97	9,764.59	0.00	-2,084.62	0.00	0.00	-2,084.62	-21.35
DEUTSCHE POST AG-SPON ADR	DPSGY	-225.00	7,196.20	7,296.48	0.00	-100.28	0.00	0.00	-100.28	-1.37
DEUTSCHE TELEKOM AG-SPON ADR	DTEGY	-680.00	11,051.52	10,810.10	0.00	241.42	0.00	0.00	241.42	2.23
HONDA MOTOR CO LTD-SPONS ADR	HMC	-175.00	4,704.05	1,515.49	0.00	1,259.50	0.00	0.00	-1,259.50	-63.11
MTN GROUP LTD-SPONS ADR	MTNOY	-680.00	5,844.87	5,448.60	0.00	-7,877.53	0.00	0.00	-7,877.53	-144.58
REXAM PLC-SPONSORED ADR	REXMY	-168.00	7,294.98	8,328.79	0.00	-1,033.81	0.00	0.00	-1,033.81	-12.41
RIOCAN REAL ESTATE INVST TR	RIOCF	-270.00	5,796.77	6,350.40	0.00	-553.63	0.00	0.00	-553.63	-8.72
SSE PLC-SPN ADR	SSEZY	-420.00	8,222.82	10,677.02	0.00	-2,454.20	0.00	0.00	-2,454.20	-22.99
UNILEVER N.V.-NY SHARES	UN	-75.00	2,957.42	2,827.93	0.00	129.49	0.00	0.00	129.49	4.58
Total in USD			\$63,686.87	\$69,586.71	\$303.67	-\$14,925.57	\$0.00	\$0.00	-\$14,621.70	

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