Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , 2016, and ending , 20

Name of foundation JOSEPHINE AND LOUISE CRANE FOUNDATION C/O W K MACKEY	**A** Employer identification number 20-8970284
Number and street (or P O box number if mail is not delivered to street address) / Room/suite 220 MAIN STREET, SUITE 202	**B** Telephone number (see instructions) (518) 548-1155
City or town, state or province, country, and ZIP or foreign postal code FALMOUTH, MA 02451	**C** If exemption application is pending, check here ▶ ☐
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change	**D** 1 Foreign organizations, check here ▶ ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	**E** If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 76,681,056. **J** Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*	**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	1,581,057.	1,665,918.		ATCH 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	235,924.			
	b	Gross sales price for all assets on line 6a 7,613,161.				
	7	Capital gain net income (from Part IV, line 2)		1,010,210.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) ATCH 2	1,385,096.	78,200.		
	12	**Total.** Add lines 1 through 11	3,202,077.	2,754,328.	0.	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) ATCH 3	5,000.	2,500.		
	c	Other professional fees (attach schedule) [4]	278,153.	397,938.		
	17	Interest ATCH 5		24,318.		
	18	Taxes (attach schedule) (see instructions) [6]	180,649.	44,276.		500.
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 7	366.	250.		81.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	464,168.	469,282.		581.
	25	Contributions, gifts, grants paid	3,732,000.			3,732,000.
	26	**Total expenses and disbursements** Add lines 24 and 25	4,196,168.	469,282.	0.	3,732,581.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-994,091.			
	b	**Net investment income** (if negative, enter -0-)		2,285,046.		
	c	**Adjusted net income** (if negative, enter -0-)			0.	

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Part II Balance Sheets

	Line	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	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	939,085.	1,902,989.	1,902,989.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 8	41,371,295.	39,572,107.	63,413,296.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 9	8,152,663.	8,190,750.	11,364,771.
	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)	50,463,043.	49,665,846.	76,681,056.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ [X] **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	50,463,043.	49,665,846.	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [ ]			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	50,463,043.	49,665,846.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	50,463,043.	49,665,846.	

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	50,463,043.
2	Enter amount from Part I, line 27a	2	-994,091.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	49,468,952.
5	Decreases not included in line 2 (itemize) ▶ ATCH 10	5	-196,894.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	49,665,846.

Form **990-PF** (2016)

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	1,010,210.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0.

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	3,712,226.	76,785,323.	0.048346
2014	3,600,500.	78,751,460.	0.045720
2013	3,390,700.	73,793,479.	0.045949
2012	3,250,517.	68,950,522.	0.047143
2011	3,300,502.	68,613,185.	0.048103

2	**Total** of line 1, column (d)	2	0.235261
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	0.047052
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	74,514,367.
5	Multiply line 4 by line 3	5	3,506,050.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	22,850.
7	Add lines 5 and 6	7	3,528,900.
8	Enter qualifying distributions from Part XII, line 4	8	3,732,581.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ____ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b			1	22,850.
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	22,850.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	22,850.
6	Credits/Payments				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	109,400.		
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	109,400.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	86,550.
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 86,550. **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ WILLIAM K. MACKEY, TRUSTEE Telephone no ▶ 508-548-1155

Located at ▶ 220 MAIN STREET, SUITE 202 FALMOUTH, MA ZIP+4 ▶ 02541

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ 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)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** 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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **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	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 11		0.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
ATCH 12		264,292.
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	62,487,059.
b	Average of monthly cash balances	1b	2,051,369.
c	Fair market value of all other assets (see instructions).	1c	11,110,676.
d	**Total** (add lines 1a, b, and c)	1d	75,649,104.
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	75,649,104.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions).	4	1,134,737.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	74,514,367.
6	**Minimum investment return.** Enter 5% of line 5	6	3,725,718.

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	3,725,718.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	22,850.		
b	Income tax for 2016 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	22,850.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	3,702,868.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	3,702,868.
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	3,702,868.

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	3,732,581.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	3,732,581.
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	22,850.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	3,709,731.

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				3,702,868.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			1,787,299.	
b Total for prior years 20 14 ,20 13 ,20 12				
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 3,732,581.				
a Applied to 2015, but not more than line 2a			1,787,299.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2016 distributable amount				1,945,282.
e Remaining amount distributed out of corpus				
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				
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				1,757,586.
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	0.			
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

	Tax year	Prior 3 years			
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 13				
Total . . . . ▶ **3a**				3,732,000.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
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					
4 Dividends and interest from securities			14	1,581,057.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory	900099	95,322.	18	140,602.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 14		-185,019.		1,570,115.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-89,697.		3,291,774.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 3,202,077.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

▶ [signature] | 11/14/17 | ▶ Treasurer

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
THOMAS O CYR	[signature]	11/13/17		P00237951
Firm's name ▶ KPMG LLP			Firm's EIN ▶ 13-5565207	
Firm's address ▶ 60 SOUTH STREET BOSTON, MA 02111			Phone no 617-988-1000	

FORM 990-PF - PART IV

CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		CUSTODY ACCOUNT 72-033-01-8					VAR	VAR
789,910.		886,408.					-96,498.	
		TD WEALTH MANAGEMENT					VAR	VAR
1,298,234.		1,010,218.					288,016.	
		FIDELITY CAPITAL MANAGEMENT					VAR	VAR
4,355,774.		4,010,316.					345,458.	
		PFIZER CLASS ACTION SETTLEMENT					VAR	VAR
265.							265.	
		FUGIO PARTNERS FUND LLC					VAR	VAR
2,218.							2,218.	
		AMPERSAND 2006 LIMITED PARTNERSHIP					VAR	VAR
509,565.							509,565.	
		AW JONES ASSOCIATES LP					VAR	VAR
		3,297.					-3,297.	
		DAVIS INVESTMENT VENTURES VALUE OPP FD I					VAR	VAR
24,154.							24,154.	
		DAVIS INVESTMENT VENTURES FUND II-A LP					VAR	VAR
5,202.							5,202.	
		EAGLE INCOME APPRECIATION II LP					VAR	VAR
		168,502.					-168,502.	
		EXCELSIOR ABS. RETURN LIQUIDATING TRUST					VAR	VAR
		422.					-422.	
		KAYNE ANDERSON ENERGY FUND VI LP					VAR	VAR
232,226.							232,226.	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		MONITOR VENTURE PARTNERS I LP					VAR	VAR
		855.					-855.	
		MONITOR VENTURE PARTNERS I-A LP					VAR	VAR
		927.					-927.	
		RCP FUND X LP					VAR	VAR
632.							632.	
		RCP FUND IX LP					VAR	VAR
1,836.							1,836.	
		WESTVIEW CAPITAL PARTNERS LP					VAR	VAR
35,056.							35,056.	
		WESTVIEW CAPITAL PARTNERS II LP					VAR	VAR
112,830.							112,830.	
		KAYNE ANDERSON ENERGY FUND VII LP					VAR	VAR
870.							870.	
		PRIVET FUND LP					VAR	VAR
		16,880.					-16,880.	
		TRUEBRIDGE-KAUFFMAN FELLOWS ENDOWMENT FU					VAR	VAR
10,624.							10,624.	
		BTG PACTUAL GLOBAL TIMERLAND RESOURCES F					VAR	VAR
32,174.							32,174.	
		TIFF MULTI ASSET FUND					VAR	VAR
39,706.							39,706.	
		TIFF INTERNATIONAL EQUITY FUND					VAR	VAR
160,804.		156,703.					4,101.	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		AVILA FUND LTD					VAR	VAR
1,081.		348,423.					-347,342.	
TOTAL GAIN(LOSS)							1,010,210.	

ATTACHMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
CUSTODY ACCOUNT 0863003760 - DIVIDEND	22.	22.	
TD BANK WEALTH MANAGEMENT - DIVIDEND	421.	421.	
FIDELITY INVESTMENTS ACCOUNT - DIVIDEND	14.	14.	
CUSTODY ACCOUNT 0863003760 - INTEREST	194,949.	194,949.	
TD BANK WEALTH MANAGEMENT - INTEREST	271,490.	271,490.	
FIDELITY INVESTMENTS ACCOUNT - INTEREST	1,087,665.	1,087,665.	
AMPERSAND 2006 LIMITED PARTNERSHIP		5,006.	
AW JONES ASSOCIATES LP		10,081.	
DAVIS INVESTMENT VENTURES VALUE OPP I-A		29,001.	
DAVIS INVESTMENT VENTURES FUND II-A		15,970.	
EAGLE INCOME APPRECIATION II LP		20,189.	
EXCELSIOR ABS. RETURN LIQUIDATING TR. 2		1.	
KAYNE ANDERSON ENERGY FUND VI LP		26.	
MONITORY VENTURE PARTNERS ANNEX LP		844.	
MONITOR VENTURE PARTNERS I LP		497.	
MONITOR VENTURE PARTNERS I-A LP		433.	
RCP FUND X LP		546.	
RCP FUND IX LP		481.	
IVY REALTY FUND IV		4.	
PRIVET FUND LP		1,473.	
TRUEBRIDGE-KAUFFMAN FELLOWS ENDOW FD III		295.	
WHITE OAK PINNACLE FUND LP		3.	
BTG PACTUAL GLOBAL TIMERLAND RESOURCES		11.	
TIFF MULTI ASSET FUND	26,496.	26,496.	
TOTAL	1,581,057.	1,665,918.	

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
AMPERSAND 2006 LP DISTRIBUTION	656,912.		
SECTOR SPDR TR SPIN-OFF DISTRIBUTION	169,955.		
DAVIS VALUE OPP. IA FUND DISTRIBUTION	316,570.		
WESTVIEW CAPITAL PARTNERS DISTRIBUTION	184,627.		
WESTVIEW CAP. PARTNERS II DISTRIBUTION	57,032.		
AW JONES ASSOCIATES LP		2,316.	
DAVIS INVESTMENT VENTURES VALUE OPP I-A		-11,854.	
DAVIS INVESTMENT VENTURES FUND II-A LP		-27,656.	
EAGLE INCOME APPRECIATION II LP		-7,506.	
KAYNE ANDERSON ENERGY FUND VI LP		5,171.	
RCP FUND X LP		2,593.	
RCP FUND IX LP		1,217.	
SJC ONSHORE DIRECT LENDING FUND II LP		16,344.	
WESTVIEW CAPITAL PARTNERS LP		25.	
IVY REALTY FUND IV		3,717.	
KAYNE ANDERSON ENERGY FUND VII LP		310.	
PRIVET FUND LP		470.	
SJC ONSHORE DIRECT LENDING FUND III LP		2,287.	
TRUEBRIDGE-KAUFFMAN FELLOWS ENDOW FD III		109.	
WHITE OAK PINNACLE FUND LP		68,936.	
YORK EUROPEAN OPPORTUNITIES FUND LP		27,717.	
BTG PACTUAL GLOBAL TIMERLAND RESOURCES		-5,996.	
TOTALS	1,385,096.	78,200.	

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES		5,000.	2,500.		
	TOTALS	5,000.	2,500.		

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
CAPE COD 5 CUSTODY	3,861.	3,861.		
TD WEALTH MANAGEMENT	67,253.	67,253.		
BALLENTINE PARTNERS, LLC	197,039.	197,039.		
MACKEY & FOSTER PA	10,000.			
AMPERSAND 2006 LP		5,561.		
AW JONES ASSOCIATES LP		31,457.		
DAVIS INVESTMENT VENTURES I-A		749.		
DAVIS INVESTMENT VENTURES II-A		2,319.		
EAGLE INCOME APPREC. II		14,111.		
EXCELSIOR ABS RET LIQ TR 2		100.		
KAYNE ANDERSON ENERGY FD VI		12,023.		
MONITOR VENTURE PARTS ANNEX		1,145.		
MONITOR VENTURE PARTS I		4,928.		
MONITOR VENTURE PARTS I-A		1,455.		
RCP FUND X LP		13,571.		
RCP FUND IX LP		11,360.		
WESTVIEW CAPITAL PARTNERS LP		1,075.		
WESTVIEW CAPITAL PARTNERS II		4,388.		
MONITORY VENTURE PARTS A ANNEX		1,471.		
KAYNE ANDERSON ENERGY FD VII		4,628.		
PRIVET FUND LP		4,286.		
TRUEBRIDGE-KAUFFMAN FEF III		15,158.		
TOTALS	278,153.	397,938.		

ATTACHMENT 5

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
AW JONES ASSOCIATES LP		13,880.		
DAVIS INVESTMENT VENTURES I-A		50.		
DAVIS INVESTMENT VENTURES II-A		281.		
EAGLE INCOME APPRECIATION II		7,266.		
KAYNE ANDERSON ENERGY FD VI		412.		
RCP FUND X LP		257.		
RCP FUND IX LP		660.		
WESTVIEW CAPITAL PARTNERS II		2.		
KAYNE ANDERSON ENERGY FUND VII		299.		
PRIVET FUND LP		920.		
TRUEBRIDGE-KAUFFMAN ENDOW III		45.		
YORK EUROPEAN OPPORTUNITIES FD		246.		
TOTALS		24,318.		

ATTACHMENT 6

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
US TREASURY FEDERAL TAX	135,000.			
COMMONWEALTH OF MA TAXES	2,158.			500.
TD BANK WEALTH MGMT TAXES PD	3,087.	3,087.		
CUSTODY ACCT 72-033-01-08 TAX	2,116.	2,116.		
FIDELITY TAXES PAID	31,811.	31,811.		
NESTLE - FOREIGN TAXES PAID	539.	539.		
SYNGENTA - FOREIGN TAXES PAID	3,265.	3,265.		
NOVATRIS - FOREIGN TAXES PAID	2,673.	2,673.		
AW JONES ASSOCIATES LP		323.		
EAGLE INCOME APPRECIATION II		388.		
RCP FUND X LP		9.		
RCP FUND IX LP		12.		
YORK EUROPEAN OPP FUND LP		53.		
TOTALS	180,649.	44,276.		500.

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
MA - CERT OF GOOD STANDING FEE	12.			
NOVARTIS - ADR FEES	21.			
SYGENTA - ADR FEES	68.			
TD WEALTH MANAGEMENT FEE	250.	250.		
MA ANNUAL REPORT FEE	15.			
OTHER CHARITABLE CONTRIBUTIONS FROM K-1'S				81.
TOTALS	366.	250.		81.

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHMENT 8A	41,371,295.	39,572,107.	63,413,296.
TOTALS	41,371,295.	39,572,107.	63,413,296.

JOSEPHINE AND LOUISE CRANE FOUNDATION, INC.

FORM 990-PF, PART II - CORPORATE STOCK DETAIL

			Cost		Market Value
Cape Cod 5 Custody Account 7200333018:					
1,800	Abbott Laboratories	$	45,617	$	69,138
1,800	Abbvie Inc.		49,419		112,716
500	Akamai Technologies Inc.		28,055		33,340
100	Alphabet Inc. Cap Stk Cl C		71,808		77,182
500	Apple Inc.		50,205		57,910
2,950	AT&T Inc.		12,955		125,464
1,800	Autoliv Inc.		39,150		203,670
900	Boeing Co.		19,992		140,112
1,800	Coach Inc.		41,301		63,036
3,250	Comcast Corp. CL A		38,754		224,412
4,500	Corning Inc.		51,922		109,215
900	Costco Wholesale Corp.		43,936		144,099
1,800	Deere & Co.		18,071		185,472
1,800	Du Pont E I De Nemours & Co.		54,541		132,120
1,800	Equifax, Inc.		11,633		212,814
1,821	Express Scripts Holding Co.		31,326		125,267
8,100	Exxon Mobil Corp.		33,491		731,106
500	Facebook Inc. Cl A		54,905		57,525
9,500	General Electric Co.		39,550		300,200
4,800	IBM Corp.		38,975		796,752
3,050	J.P. Morgan Chase & Co.		80,397		263,184
900	Johnson & Johnson		65,736		103,689
2,600	Merck & Co.		59,187		153,062
4,500	Microsoft Corp.		118,069		279,630
1,000	Mosaic Co.		28,205		29,330
1,400	Nestle S A Sponsored ADR		95,382		100,625
1,800	Pepsico Inc.		23,159		188,334
6,500	Pfizer Inc.		27,112		211,120
900	Procter & Gamble Co.		62,946		75,672
1,400	Syngenta AG Sponsored ADR		66,687		110,670
1,800	Verizon Communications		31,649		96,084
81,060	Vanguard Sh Term Inv Gr Adm		860,224		861,675

ATTACHMENT 8A

JOSEPHINE AND LOUISE CRANE FOUNDATION, INC.

FORM 990-PF, PART II - CORPORATE STOCK DETAIL

		Cost	Market Value
Cape Cod 5 Custody Account 7200333018:	(cont.)		
5,433	Vanguard FTSE Emerg Mkts Fd	209,118	194,393
20,472	Vanguard Total Intl Stk Ind	497,760	504,241
TD Wealth Management 63-0014-01-7:			
4,190	Abbott Labs	51,120	160,938
4,200	Abbvie Inc.	55,512	263,004
280	Alphabet Inc. Cl. A	81,586	221,886
280	Alphabet Inc. Cl. C	81,147	216,110
3,280	Anadarko Petroleum	190,535	228,714
5,230	Automatic Data Processing	152,663	537,539
4,280	Bemis Inc.	131,619	204,670
2,000	Berkshire Hathaway Inc.	169,133	325,960
1,990	Biotech	104,274	204,632
1,900	CDK Global	22,034	113,411
6,480	Chevron Corporation	517,306	762,696
7,950	Colgate Palmolive Co.	248,279	520,248
2,470	E I DuPont de Nemours Inc.	122,315	181,298
6,660	Emerson Electric Co.	187,937	371,295
2,028	Express Scripts Holding Co.	24,861	139,506
3,330	Home Depot Inc.	91,442	446,486
1,070	IBM Corp.	109,687	177,609
2,250	Intl Flavors & Fragrances Inc.	102,403	265,117
6,203	Ishares Msci Emerging Markets	183,566	217,167
2,050	McDonalds Corp.	97,833	249,526
5,140	Merck & Co. Inc.	229,124	302,592
3,420	Microsoft Corporation	98,539	212,519
2,576	Norfolk Southern Corp.	78,568	278,388
2,670	Novartis A G Sponsored	154,409	194,483
3,950	Pepsico Inc.	163,330	413,289
27,597	Select Sector Spdr Tr - Tech	500,055	1,334,591
3,230	Syngenta Ag ADR	94,663	255,332
48,063	Vanguard Totl Intl Stk Index	701,718	707,962

JOSEPHINE AND LOUISE CRANE FOUNDATION, INC.

FORM 990-PF, PART II - CORPORATE STOCK DETAIL

		Cost	Market Value
TD Wealth Management 63-0014-01-7:			
	(cont.)		
10,943	Vanguard Financial Vipers	267,021	649,467
11,793	Vanguard Ftse Devlp Mkts Etf	443,871	430,916
3,140	Verizon Communications	99,918	167,613
3,810	Walgreen Boots Alliance	59,769	315,316
3,260	Walt Disney Co.	77,034	339,757
3,160	Zimmer Holdings Inc.	148,135	326,112
Face Amount	Bonds & Notes		
10,173	Vanguard LTD Term T/E Fund	113,473	110,268
Fidelity Brokerage Account 674-459429:			
1,883	3M	103,179	336,247
2,688	Abbott Laboratories	59,292	103,246
2,688	Abbvie Inc.	64,236	168,323
232	Alphabet Inc. Cap Stk Cl A	44,881	183,848
189	Alphabet Inc. Cap Stk Cl C	44,902	145,874
4,572	American Express Co.	197,482	338,694
5,805	Anadarko Pete Corp.	104,446	404,783
14,492	Analog Devices	248,630	1,052,409
4,357	Automatic Data Processing	130,052	447,812
1,423	CDK Global Inc.	17,233	84,939
4,265	Chevron Corp.	340,339	501,991
10,093	Cisco Systems Inc.	198,770	305,010
2,688	Coca Cola Co.	79,244	111,444
2,970	Costco Wholesale Corp.	105,992	475,527
26,735	CSX Corp.	144,463	960,589
3,811	CVS Caremark Corp.	88,761	300,726
3,339	EBay Inc.	45,935	99,135
9,961	Exxon Mobil Corp.	295,593	899,080
44,185	General Electric	1,129,929	1,396,246
2,992	Home Depot Inc.	96,933	401,167

JOSEPHINE AND LOUISE CRANE FOUNDATION, INC.

FORM 990-PF, PART II - CORPORATE STOCK DETAIL

		Cost	Market Value
Fidelity Brokerage Account 674-459429:			
	(cont.)		
4,357	IBM Corp.	230,775	723,218
32,448	Intel Corp.	719,862	1,176,889
14,495	Ishares Core S&P Sm Cap	595,674	1,993,352
16,450	Ishares Tr MSCI All Cntry Asia	903,706	903,599
88,176	Ishares Core MSCI Emerg Mkts	3,742,761	3,743,071
9,352	Johnson & Johnson	349,441	1,077,444
6,310	Microsoft Corp.	162,419	392,103
3,339	PayPal Holdings Inc.	67,676	131,790
3,504	Pepsico Inc.	139,801	366,624
6,635	Pfizer Inc.	216,212	215,505
8,272	Procter & Gamble Co.	297,366	695,510
4,609	Quest Diagnostics Inc.	146,316	423,567
10,188	Schlumberger Ltd.	347,352	855,283
38,250	Sector SPDR Tr Shs Ben Intl Finl	514,301	889,313
12,000	Sector SPDR Tr Shs Ben Intl Util	370,425	582,840
1,669	United Parcel Service	101,450	191,334
6,310	Verizon Communications Inc.	196,345	336,828
3,934	Wal Mart Stores Inc.	221,908	271,918
6,002	Walt Disney Co.	163,854	625,528
140,615	Vanguard FTSE Developed Mkt	5,058,592	5,138,072
3,200	Vanguard Index Fds REIT ETF	100,923	264,096
31,475	Vanguard Index Tr Ext Mkt Vipers	1,365,523	3,018,453
14,925	Fidelity Floating Rate High Inc.	150,000	143,881
41,360	DFA Emerg Mkts Sm Cap	727,562	767,246
51,335	DFA Intl Real Estate SEC Port	250,025	241,273
121,493	DFA Intl Small Company Port	1,817,240	2,098,179
26,618	DFA Intl Small Cap Value	360,050	506,278
8,953	DFA US Small Cap Value Prtf	121,520	334,768
77,318	DFA Intl Value Prtf Instl	1,200,000	1,295,849
23,946	Harbor High Yield Bond	250,025	239,464
79,182	Templeton Global Bond Advisor	952,088	947,014

JOSEPHINE AND LOUISE CRANE FOUNDATION, INC.

FORM 990-PF, PART II - CORPORATE STOCK DETAIL

		Cost	Market Value
Fidelity Brokerage Account 674-459429:			
	(cont.)		
18,639	Vanguard ST Infl Prot Sec Adm	463,045	459,272
17,851	Vanguard Infl Procted Sec Adm	416,090	454,855
51,547	Vanguard Intermed Trm Invst Gr Adm	464,479	496,916
319,661	Wasatch Frontier Emg Sm Ctries	824,628	792,757
U.S. Trust:			
2,365	Jones Lang LaSalle Income Property Trust	221,892	158,728
The Investment Fund for Foundations:			
199,980	Multi-Asset Fund	2,844,373	2,823,713
		39,572,107	63,413,296

ATTACHMENT 8A

ATTACHMENT 9

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
A.W. JONES COMPANY	432,000.	357,000.	1,324,607.
PINEHURST INSTITUTIONAL LTD	865,000.	790,000.	1,298,659.
AMPERSAND 2006 LTD PARTNERSHIP			604,206.
MONITOR VENTURE PARTNERS I, LP	843,761.	843,761.	558,833.
MONITOR VENTURE PTNS I-A, LP	249,834.	249,834.	230,076.
MONITOR ANNEX	91,250.	101,250.	141,098.
WESTVIEW CAPITAL II, LP			255,008.
DAVIS VALUE OPP. FUND I-A			293,639.
DAVIS VALUE OPP. FUND II-A	503,194.	743,523.	978,232.
AVILA FUND	348,423.		
KAYNE ANDERSON ENERGY FUND VI	310,000.	258,470.	495,524.
EAGLE INCOME APPRECIATION FUND	1,525,000.	1,525,000.	1,556,072.
SJC ONSHORE DIRECT LENDING II	190,951.	142,061.	182,560.
WHITE OAK PINNACLE FUND	479,602.	450,971.	544,772.
WESTVIEW CAPITAL PARTNERS			16,289.
PRIVET FUND LP	250,000.	250,000.	220,630.
RCP FUND IX, LP	75,000.	150,000.	162,789.
TRUEBRIDGE KAUFMAN FUND III	323,685.	403,685.	412,437.
BTG PACTUAL FUND A	250,000.	250,000.	280,292.
BTG PACTUAL FUND B	437,442.	437,242.	338,675.
FUGIO CAYMAN FUND III LTD	843,761.	257,700.	482,418.
MONITOR ANNEX A	81,411.	81,411.	80,922.
RCP FUND X	5,000.	65,000.	18,891.
IVY REALTY FUND VI	47,349.	125,743.	135,691.
YORK EUROPEAN OPPORTUNITIES FD		500,000.	502,989.
KAYNE ANDERSON ENERGY FUND VII		146,298.	185,376.
SJC ONSHORE DIRECT LENDING III		61,801.	64,086.
TOTALS	8,152,663.	8,190,750.	11,364,771.

ATTACHMENT 10

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

DESCRIPTION	AMOUNT
RETURN OF CAPITAL ON TIFF MULTI-ASSET FD	80,079.
BOOK TO TAX DIFFERENCES	-276,973.
TOTAL	-196,894.

FEDERAL FOOTNOTES

FORM 990-PF, PART VII-B, LINE 1A(3):

WILLIAM K. MACKEY IS A TRUSTEE OF THE FOUNDATION AND ALSO A PRINCIPAL WITH MACKEY & FOSTER, PA. MACKEY & FOSTER, PA PROVIDED ADMINISTRATIVE SERVICES TO THE FOUNDATION DURING 2013 AND WAS PAID $10,000 FOR THESE SERVICES. THE FOUNDATION BELIEVES THE SERVICES PROVIDED WERE REASONABLE AND NECESSARY FOR THE CARRYING OUT OF THE FOUNDATION'S EXEMPT PURPOSE AND THE AMOUNT PAID WAS NOT EXCESSIVE. ACCORDINGLY THE FOUNDATION HAS CONCLUDED THAT THESE PAYMENTS ARE PERMISSIBLE UNDER INTERNAL REVENUE REGULATION 53.4941(D)-3.

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

ATTACHMENT 11

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
DAVIS CRANE GREENE 220 MAIN STREET, SUITE 202 P.O. BOX 901 FALMOUTH, MA 02541	DIRECTOR, PRESIDENT 1.00	0.	0.	0.
WINNIE CRANE MACKEY 220 MAIN STREET, SUITE 202 P.O. BOX 901 FALMOUTH, MA 02541	DIRECTOR, VP 1.00	0.	0.	0.
WILLIAM K. MACKEY 220 MAIN STREET, SUITE 202 P.O. BOX 901 FALMOUTH, MA 02541	DIRECTOR/TREASURER/SECRETARY 1.00	0.	0.	0.
JOSEPHINE B. GREENE 220 MAIN STREET, SUITE 202 P.O. BOX 901 FALMOUTH, MA 02541	DIRECTOR, ASST VP 1.00	0.	0.	0.
CAMERON K. MACKEY 220 MAIN STREET, SUITE 202 P.O. BOX 901 FALMOUTH, MA 02541	ASST, TREASURER 1.00	0.	0.	0.

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

ATTACHMENT 11 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
WINNIE GREENE 220 MAIN STREET, SUITE 202 P.O. BOX 901 FALMOUTH, MA 02541	DIRECTOR 1.00	0.	0.	0.
AMY L. GREENE 220 MAIN STREET, SUITE 202 P.O. BOX 901 FALMOUTH, MA 02541	DIRECTOR 1.00	0.	0.	0.
WILLIAM T. MACKEY 220 MAIN STREET, SUITE 202 P.O. BOX 901 FALMOUTH, MA 02541	DIRECTOR 1.00	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 12

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
BALLENTINE PARTNERS, LLC 230 3RD AVENUE, 5TH FLOOR WALTHAM, MA 02451	INVESTMENT MGMT	197,039.
TD BANKNORTH 495 STATION AVENUE S. YARMOUTH, MA 02664	CUSTODIAN	67,253.
TOTAL COMPENSATION		264,292.

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

ATTACHMENT 13

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE 300 COMMITTEE LAND TRUST, INC 157 LOCUST STREET FALMOUTH, MA 02540	NONE PC	UNRESTRICTED	55,000.
ACLU OF MASSACHUSETTS 211 CONGRESS ST , 3RD FL BOSTON, MA 02110	NONE PC	UNRESTRICTED	10,000
AYNI INSTITUTE, INC 1120 SARATOGA ST , #2 BOSTON, MA 02128	NONE PC	UNRESTRICTED	10,000.
BERKSHIRE CHILDREN & FAMILIES, INC. 480 WEST STREET PITTSFIELD, MA 01201	NONE PC	UNRESTRICTED	75,000.
BERKSHIRE COUNTY HISTORICAL SOCIETY, INC. 780 HOLMES RD PITTSFIELD, MA 01201	NONE PC	UNRESTRICTED	15,000.
BERKSHIRE MEDICAL CENTER, INC 725 NORTH STREET PITTSFIELD, MA 01201	NONE PC	UNRESTRICTED	90,000

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE BERKSHIRE MUSEUM 39 SOUTH STREET PITTSFIELD, MA 01201	NONE PC	UNRESTRICTED	100,000
BERKSHIRE MUSIC SCHOOL, INC 30 WENDELL AVENUE PITTSFIELD, MA 01201	NONE PC	UNRESTRICTED	20,000
BERKSHIRE THEATRE GROUP, INC 111 SOUTH STREET PITTSFIELD, MA 01201	NONE PC	UNRESTRICTED	25,000
BERKSHIRE UNITED WAY, INC 200 SOUTH STREET PITTSFIELD, MA 01201	NONE PC	UNRESTRICTED	300,000.
BOSTON MEDICAL CENTER 801 MASSACHUSETTS AVENUE BOSTON, MA 02118	NONE PC	UNRESTRICTED	15,000
THE BOSTON PRIVATE INDUSTRY COUNCIL 2 OLIVER STREET, 7TH FLOOR BOSTON, MA 02109	NONE PC	UNRESTRICTED	20,000.

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BOSTON UNIVERSITY CENTER FOR PSYCHIATRIC REHABILIT 940 COMMONWEALTH AVENUE WEST BOSTON, MA 02215	NONE PC	UNRESTRICTED	200,000
THE BOTTOM LINE, INC 500 AMORY STREET, SUITE 3 JAMAICA PLAIN, MA 02130	NONE PC	UNRESTRICTED	
BOYS AND GIRLS CLUB OF DORCHESTER, INC 1135 DORCHESTER AVENUE DORCHESTER, MA 02125	NONE PC	UNRESTRICTED	75,000.
BOYS AND GIRLS CLUB OF THE BERKSHIRES, INC 16 MELVILLE STREET PITTSFIELD, MA 01201	NONE PC	UNRESTRICTED	250,000
THE BRIEN CENTER PO BOX 4219 PITTSFIELD, MA 01202	NONE PC	UNRESTRICTED	75,000.
CAPE COD COMMUNITY COLLEGE 2240 IYANNOUGH ROAD WEST BARNSTABLE, MA 02668	NONE PC	UNRESTRICTED	100,000.

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CAPE COD HEALTHCARE FOUNDATION, INC 384C GIFFORD ST. FALMOUTH, MA 02540	NONE PC	UNRESTRICTED	125,000.
THE CENTER FOR TEEN EMPOWERMENT, INC 348 WARREN ST ROXBURY, MA 02119	NONE PC	UNRESTRICTED	20,000
CHILDREN'S ADVOCACY CENTER OF SUFFOLK COUNTY, INC 989 COMMONWEALTH AVENUE BOSTON, MA 02215	NONE PC	UNRESTRICTED	20,000.
CHILDREN'S HOSPITAL CORPORATION 1 AUTUMN STREET, NO 731 BOSTON, MA 02215-5301	NONE PC	UNRESTRICTED	127,000
CHURCH OF THE MESSAIH 13 CHURCH ST. WOODSHOLE, MA 02543	NONE PC	UNRESTRICTED	75,000.
THE COALITION FOR BUZZARDS BAY, INC. 114 FRONT STREET NEW BEDFORD, MA 02740-7264	NONE PC	UNRESTRICTED	30,000.

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CODMAN ACADEMY FOUNDATION 637 WASHINGTON STREET DORCHESTER, MA 02124	NONE PC	UNRESTRICTED	30,000.
COMMUNITY HEALTH CENTER OF CAPE COD, INC 107 COMMERCIAL STREET MASHPEE, MA 02649	NONE PC	UNRESTRICTED	100,000
DORCHESTER YOUTH COLLABORATIVE, INC. 1514A DORCHESTER AVE DORCHESTER, MA 02122	NONE PC	UNRESTRICTED	15,000.
DUFFY HEALTH CENTER, INC 94 MAIN STREET HYANNIS, MA 02601	NONE PC	UNRESTRICTED	12,500.
FALMOUTH HOUSING TRUST, INC. P O. BOX 465 FALMOUTH, MA 02541	NONE PC	UNRESTRICTED	20,000.
FALMOUTH EDUCATION FOUNDATION, INC. P.O BOX 1061 FALMOUTH, MA 02541	NONE PC	UNRESTRICTED	25,000

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE FALMOUTH SERVICE CENTER, INC P O. BOX 208 FALMOUTH, MA 02541	NONE PC	UNRESTRICTED	15,000
FAMILY SERVICE ASSOCIATION OF GREATER BOSTON 31 HEATH STREET JAMAICA PLAIN, MA 02130	NONE PC	UNRESTRICTED	25,000
FRIENDS OF FAIRWINDS, INC. P O BOX 37 FALMOUTH, MA 02541	NONE PC	UNRESTRICTED	100,000.
GOSNOLD, INC 200 TER HEUN DRIVE FALMOUTH, MA 02540	NONE PC	UNRESTRICTED	20,000
GREATER YELLOWSTONE COALITION, INC. 215 SOUTH WALLACE AVE BOZEMAN, MT 59715-4872	NONE PC	UNRESTRICTED	130,000
HANCOCK SHAKER VILLAGE, INC. P O BOX 927 PITTSFIELD, MA 01202	NONE PC	UNRESTRICTED	35,000

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HIGH MOUNTAIN INSTITUTE P O BOX 970 LEADVILLE, CO 80461	NONE PC	UNRESTRICTED	20,000
HISTORIC HIGHFIELD, INC. P O BOX 494 FALMOUTH, MA 02541	NONE PC	UNRESTRICTED	10,000
HURRICANE ISLAND OUTWARD BOUND SCHOOL P.O BOX 800 CAMDEN, ME 04843	NONE PC	UNRESTRICTED	35,000
ISABELLA STEWART GARDNER MUSEUM 25 EVANS WAY BOSTON, MA 02115	NONE PC	UNRESTRICTED	15,000
THE LENNY ZAKIM FUND, INC 33 ARCH ST , 26TH FL BOSTON, MA 02110	NONE PC	UNRESTRICTED	30,000.
THE LOUIS D BROWN PEACE INSTITUTE CORP 15 CHRISTOPHER ST DORCHESTER, MA 02122	NONE PC	UNRESTRICTED	20,000.

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE MARGARET FULLER NEIGHBORHOOD HOUSE, INC. 71 CHERRY STREET CAMBRIDGE, MA 02139	NONE PC	UNRESRICTED	5,000.
MARINE BIOLOGICAL LABORATORY 7 MBL STREET WOODS HOLE, MA 02543-1015	NONE PC	UNRESTRICTED	30,000
MASSACHUSETTS AUDOBON SOCIETY, INC 208 SOUTH GREAT ROAD LINCOLN, MA 01773	NONE PC	UNRESTRICTED	45,000.
MASSACHUSETTS COMMUNITIES ACTION NETWORK 1773 DORCHESTER AVENUE DORCHESTER, MA 02124	NONE PC	UNRESTRICTED	15,000
THE MCLEAN HOSPITAL CORPORATION 115 MILL STREET BELMONT, MA 02478	NONE PC	UNRESTRICTED	40,000
MILTON ACADEMY 170 CENTRE STREET MILTON, MA 02186	NONE PC	UNRESTRICTED	50,000

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PARENT/PROFESSIONAL ADVOCACY LEAGUE, INC 15 COURT SQUARE, SUITE 660 BOSTON, MA 02108	NONE PC	UNRESTRICTED	25,000
PEDIATRIC DEVELOPMENT CENTER 388 COLUMBUS AVE EXTENSION PITTSFIELD, MA 01201	NONE PC	UNRESTRICTED	25,000.
PLANNED PARENTHOOD OF MASSACHUSETTS 1055 COMMONWEALTH AVE BOSTON, MA 02215	NONE PC	UNRESTRICTED	10,000.
SIERRA CLUB FOUNDATION P O BOX 1290 BOZEMAN, MT 59771-1290	NONE PC	UNRESTRICTED	25,000
SMART FROM THE START, INC. 68 ANNUNCIATION ROAD ROXBURY, MA 02120	NONE PC	UNRESTRICTED	75,000.
SOCIAL INNOVATION FORUM 11 AVENUE DE LAFAYETTE BOSTON, MA 02111	NONE PC	UNRESTRICTED	10,000

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVE MONTGOMERY, AL 36104	NONE PC	UNRESTRICTED	20,000
ST MARY'S WOMEN & CHILDREN'S CENTER, INC 90 CUSHING AVENUE DORCHESTER, MA 02125	NONE PC	UNRESTRICTED	80,000
UNION OF MINORITY NEIGHBORHOODS, INC. 42 SEAVERNS AVE JAMAICA PLAIN, MA 02130	NONE PC	UNRESTRICTED	25,000
URBAN IMPROV FREELANCE PLAYERS, INC 8 SAINT JOHN. ST JAMAICA PLAIN, MA 02130	NONE PC	UNRESTRICTED	20,000.
VISIONS, INC 1452 DORCHESTER AVE, 4TH FL DORCHESTER, MA 02122	NONE PC	UNRESTRICTED	25,000.
W. MURRAY CRANE COMMUNITY HOUSE 400 MAIN STREET 8 ST JOHN STREET DALTON, MA 01226	NONE PC	UNRESTRICTED	240,000

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WCAI, THE CAPE AND ISLANDS NPR STATION P O BOX 82 WOODS HOLE, MA 02543	NONE PC	UNRESTRICTED	5,000.
THE WEST END HOUSE, INC 105 ALLSTON ST ALLSTON, MA 02134	NONE PC	UNRESTRICTED	30,000.
TRINITY BOSTON FOUNDATION, INC 206 CLARENDON STREET BOSTON, MA 02116	NONE PC	UNRESTRICTED	20,000
VISITING NURSE ASSOCIATION/CAPE COD HEALTHCARE FO 348C GIFFORD ST FALMOUTH, MA 02540	NONE PC	UNRESTRICTED	60,000
WOODS HOLE COMMUNITY ASSOCIATION P.O BOX 327 WOODS HOLE, MA 02543	NONE PC	UNRESTRICTED	5,000
WOODS HOLE FILM FESTIVAL P.O BOX 624 WOODS HOLE, MA 02543	NONE PC	UNRESTRICTED	5,000.

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WOODS HOLE PUBLIC LIBRARY P O BOX 5 WOODS HOLE, MA 02543	NONE PC	UNRESTRICTED	12,500
WOODS HOLE RESEARCH CENTER, INC 149 WOODS HOLE ROAD WOODS HOLE, MA 02543	NONE PC	UNRESTRICTED	60,000.
ZUMIX, INC 260 SUMMER STREET EAST BOSTON, MA 02128	NONE PC	UNRESTRICTED	30,000
BIKES NOT BOMBS, INC 18 BARTLETT SQUARE JAMAICA PLAIN, MA 02130	NONE PC	UNRESTRICTED	5,000
BOSTON HEALTHCARE FOR THE HOMELESS PROGRAM 780 ALBANY STREET BOSTON, MA 02118	NONE PC	UNRESTRICTED	15,000.
BOSTON YOUTH SERVICE NETWORK 2 OLIVER STREET, 7TH FLOOR BOSTON, MA 02109	NONE PC	UNRESTRICTED	15,000

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CIRCLE OF HOPE 65 ROSEMARY STREET NEEDHAM, MA 02492	NONE PC	UNRESTRICTED	10,000
THE HOLE IN THE WALL GANG FUND, INC. 555 LONG WHARF DRIVE NEW HAVEN, CT 65111	NONE PC	UNRESTRICTED	10,000.
IMMIGRANT FAMILY SERVICES INSTITUTE 575 AMERICAN LEGION HIGHWAY ROSLINDALE, MA 02131	NONE PC	UNRESTRICTED	15,000
MOTHERS AND INFANTS RECOVERY NETWORK, INC. 62 COLERIDGE DRIVE FALMOUTH, MA 02540	NONE PC	UNRESTRICTED	12,500.
PLAN INTERNATIONAL USA 155 PLAN WAY WARWICK, RI 02886	NONE PC	UNRESTRICTED	10,000.
SCHOTT FOUNDATION FOR PUBLIC EDUCATION 675 MASSACHUSETTS AVENUE, 8TH FLOOR CAMBRIDGE, MA 02139	NONE PC	UNRESTRICTED	40,000

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
VERMONT LAND TRUST 8 BAILEY AVENUE MONTPELIER, VT 05602	NONE PC	UNRESTRICTED	10,000.
FAMILY INDEPENDENCE INITIATIVE P O BOX 301764 JAMAICA PLAIN, MA 02130	NONE PC	UNRESTRICTED	35,000
CAPE ARTS AND ENTERTAINMENT, INC 60 HIGHFIELD DR FALMOUTH, MA 02540	NONE PC	UNRESTRICTED	7,500.
CAPE AND ISLANDS UNITED WAY, INC. P O. BOX 2477 HYANNIS, MA 02601	NONE PC	UNRESTRICTED	25,000
HORIZONS STUDENT ENRICHMENT PROGRAM 635 FROGTOWN ROAD NEW CANAAN, CT 06840	NONE PC	UNRESTRICTED	40,000.
		TOTAL CONTRIBUTIONS PAID	3,732,000

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 14

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
MISCELLANEOUS			01	1,570,115.	
INCOME FROM PARTNERSHIP INVESTMENTS	900099	-185,019.			
TOTALS		-185,019.		1,570,115.	