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EXTENDED TO NOVEMBER 15, 2017

Return of Private Foundation

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

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

OMB No 1545-0052

2016

Open to Public Inspection

Form 990-PF

Department of the Treasury

Internal Revenue Service

For calendar year 2016 or tax year beginning

, and ending

Name of foundation THE 1434 FOUNDATION, INC.		A Employer identification number 47-2480352
Number and street (or P.O. box number if mail is not delivered to street address) 160 COMMONWEALTH AVENUE, SUITE L10	Room/suite	B Telephone number 617-589-3865
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) \$ 70,740,620.	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		0.		N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		1,530,835.	1,530,835.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<342,927.>			
b Gross sales price for all assets on line 6a	8,580,748.				
7 Capital gain net income (from Part IV, line 2)			0.		
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		17,456.	17,456.		STATEMENT 2
12 Total. Add lines 1 through 11		1,205,364.	1,548,291.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages		109,047.	0.		109,047.
15 Pension plans, employee benefits		7,229.	0.		7,229.
16a Legal fees	STMT 3	24,334.	0.		24,334.
b Accounting fees	STMT 4	34,403.	20,329.		14,074.
c Other professional fees	STMT 5	361,411.	302,264.		59,147.
17 Interest		515.	515.		0.
18 Taxes	STMT 6	43,059.	27,059.		0.
19 Depreciation and depletion					
20 Occupancy		25,682.	0.		25,682.
21 Travel, conferences, and meetings		3,254.	0.		3,254.
22 Printing and publications		5,006.	0.		5,006.
23 Other expenses	STMT 7	87,186.	32,292.		54,894.
24 Total operating and administrative expenses. Add lines 13 through 23		701,126.	382,459.		302,667.
25 Contributions, gifts, grants paid		3,103,566.			3,103,566.
26 Total expenses and disbursements. Add lines 24 and 25		3,804,692.	382,459.		3,406,233.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<2,599,328.>			
b Net investment income (if negative, enter -0-)			1,165,832.		
c Adjusted net income (if negative, enter -0-)				N/A	

929 17

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	3,226,565.	2,073,976.	2,073,976.
	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 STMT 9	5,820,508.	5,994,034.	5,934,564.
	b	Investments - corporate stock STMT 10	43,613,715.	42,246,396.	44,086,002.
	c	Investments - corporate bonds STMT 11	13,633,562.	11,962,329.	11,795,236.
Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 12	3,488,591.	6,647,628.	6,838,967.
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation ▶			
	15	Other assets (describe ▶ STATEMENT 13)	1,750,000.	11,875.	11,875.
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	71,532,941.	68,936,238.	70,740,620.
	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 ▶ STATEMENT 14)	0.	2,625.	
	23	Total liabilities (add lines 17 through 22)	0.	2,625.	
		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	71,532,941.	68,933,613.	
	30	Total net assets or fund balances	71,532,941.	68,933,613.	
	31	Total liabilities and net assets/fund balances	71,532,941.	68,936,238.	

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	71,532,941.
2	Enter amount from Part I, line 27a	2	<2,599,328.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	68,933,613.
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	68,933,613.

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 8,580,748.		8,923,675.	<342,927.>	
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			<342,927.>	
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 <342,927.>
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		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		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	379,936.	68,234,589.	.005568
2014	13,816.	68,939,211.	.000200
2013			
2012			
2011			
2 Total of line 1, column (d)			2 .005768
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 .002884
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 69,857,132.
5 Multiply line 4 by line 3			5 201,468.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 11,658.
7 Add lines 5 and 6			7 213,126.
8 Enter qualifying distributions from Part XII, line 4			8 3,406,233.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	11,658.
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	0.
3 Add lines 1 and 2		3	11,658.
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	11,658.
6 Credits/Payments.			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	20,990.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	28,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	48,990.	
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	37,332.	
11 Enter the amount of line 10 to be Credited to 2017 estimated tax <input checked="" type="checkbox"/> 37,332. 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 checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" 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 checked="" 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 checked="" 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

N/A

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? Website address ► N/A	13	X
14 The books are in care of ► THOMAS S. FITZPATRICK Telephone no ► 617-589-3865 Located at ► 160 COMMONWEALTH AVENUE, SUITE L10, BOSTON, MA ZIP+4 ► 02116		
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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	X

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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► N/A	1b	
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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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	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?	<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	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)?

N/A

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?

N/A

☐ Yes ☐ No

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

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

a personal benefit contract?

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
FOTENE J. DEMOULAS	PRESIDENT / DIRECTOR			
160 COMMONWEALTH AVENUE, SUITE L10	45.00	0.	0.	0.
BOSTON, MA 02116				
THOMAS S. FITZPATRICK	CLERK / DIRECTOR			
109 BEACON STREET, UNIT 1	2.50	0.	0.	0.
BOSTON, MA 02116				
THOMAS P. COTE	TREASURER / DIRECTOR			
160 COMMONWEALTH AVENUE, SUITE L10	10.00	0.	0.	0.
BOSTON, MA 02116				

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
DERRICK SHALLCROSS - 127 JEFFERSON STREET, DEDHAM, MA 02026	PROGRAM OFFICER			
	40.00	54,920.	0.	0.

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

0

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
BALLENTINE PARTNERS 230 3RD AVE, FL 6, WALTHAM, MA 02451	WEALTH MANAGEMENT	271,465.
KOYA LEADERSHIP PARTNERS 44 MERRIMAC ST, NEWBURYPORT, MA 01950	OTHER	36,053.
DICICCO, GULMAN & COMPANY 150 PRESIDENTIAL WAY, WOBURN, MA 01801	TAX PREPARATION	34,403.
FIDELITY PO BOX 1860, WOLFSBORO, NH 03894	INVESTMENT ADVISORS	30,799.
DAVIS MALM & D'AGOSTINE P.C. ONE BOSTON PLACE, BOSTON, MA 02106	LEGAL	24,334.
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	
3 All other program-related investments See instructions.	
Total. Add lines 1 through 3	0.

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	69,573,771.
b	Average of monthly cash balances	1b	1,347,175.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	70,920,946.
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	70,920,946.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,063,814.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	69,857,132.
6	Minimum investment return Enter 5% of line 5	6	3,492,857.

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	3,492,857.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	11,658.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	11,658.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	3,481,199.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	3,481,199.
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	3,481,199.

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	3,406,233.
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	3,406,233.
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	11,658.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	3,394,575.

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				3,481,199.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			3,257,664.	
b Total for prior years:		0.		
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 ▶ \$ 3,406,233.				
a Applied to 2015, but not more than line 2a			3,257,664.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				148,569.
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))	0.			0.
6 Enter the net total of each column as indicated below	0.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
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				3,332,630.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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				
BOYS & GIRLS CLUB OF BOSTON 200 HIGH STREET, 3RD FLOOR BOSTON, MA 02110	NONE		CHARITABLE	100,000.
CATIE'S CLOSET 19 SCHOOL STREET DRACUT, MA 01826	NONE		CHARITABLE	100,000.
ESPERANZA ACADEMY 198 GARDEN STREET LAWRENCE, MA 01840	NONE		CHARITABLE	100,000.
SCHOOL OF THE MUSEUM OF FINE ARTS 230 FENWAY BOSTON, MA 02115	NONE		CHARITABLE	25,000.
SCULPTURE CENTER 44-19 PURVES STREET LONG ISLAND CITY, NY 11101	NONE		CHARITABLE	25,000.
Total	SEE CONTINUATION SHEET(S)			3a 3,103,566.
b Approved for future payment				
NONE				
Total			3b	0.



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

- | | | | |
|--|-------|-----|----|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | | 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.		<div>May the IRS discuss this return with the preparer shown below (see Instr. 7)? <input checked="checked" type="checkbox"/> Yes <input type="checkbox"/> No</div>
	 Signature of officer or trustee	 Date	

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	STEPHEN COLELLA	<i>Stephen A. Colella</i>	11/13/17		P00538283
	Firm's name ▶ DICICCO, GULMAN & COMPANY, LLP			Firm's EIN ▶ 04-3296226	
	Firm's address ▶ 150 PRESIDENTIAL WAY, SUITE 510 WOBBURN, MA 01801			Phone no. 781-937-5300	

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 FROM K-1: RCP FUND X, LP		P		12/31/16
b FROM K-1: RCP FUND X, LP		P		12/31/15
c FIDELITY - 433897		P		12/31/16
d FIDELITY - 433897		P		12/31/15
e FIDELITY - 377656		P		12/31/15
f FIDELITY - 377656		P		12/31/15
g CAPITAL GAINS DIVIDENDS				
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 639.			639.
b <7.>			<7.>
c 797,694.		799,144.	<1,450.>
d 1,429,207.		1,425,715.	3,492.
e 1,456,813.		1,853,056.	<396,243.>
f 4,715,423.		4,845,760.	<130,337.>
g 180,979.			180,979.
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

(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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			639.
b			<7.>
c			<1,450.>
d			3,492.
e			<396,243.>
f			<130,337.>
g			180,979.
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	<342,927.>
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 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 LEARNING PROJECT 107 MARLBOROUGH STREET BOSTON, MA 02116	NONE		CHARITABLE	5,000.
DECORDOVA SCULPTURE PARK AND MUSEUM 51 SANDY POND ROAD LINCOLN, MA 01773	NONE		CHARITABLE	50,000.
BE LIKE BRIT FOUNDATION 66 PULLMAN STREET WORCESTER, MA 01606	NONE		CHARITABLE	25,000.
ARTISTS FOR HUMANITY 100 W 2ND STREET BOSTON, MA 02127	NONE		CHARITABLE	25,000.
BUDGET BUDDIES, INC 114 TURNPIKE ROAD #2D CHELMSFORD, MA 01824	NONE		CHARITABLE	50,000.
CROPCIRCLE KITCHEN, INC. 31 GERMANIA STREET JAMAICA PLAIN, MA 02130	NONE		CHARITABLE	75,000.
ESPLANADE ASSOCIATION INC 376 BOYLSTON STREET #503 BOSTON, MA 02116	NONE		CHARITABLE	25,000.
THE FOOD PROJECT, INC 40 SHIRLEY STREET BOSTON, MA 02119	NONE		CHARITABLE	100,000.
HORIZONS FOR HOMELESS CHILDREN, INC 1705 COLUMBUS AVENUE ROXBURY, MA 02119	NONE		CHARITABLE	105,000.
MILL CITY GROWS, INC 122 WESTERN AVE LOWELL, MA 01851	NONE		CHARITABLE	45,316.
Total from continuation sheets				2,753,566.

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
SCHOOL THE WORLD, INC 376 BOYLSTON STREET #203 BOSTON, MA 02116	NONE		CHARITABLE	50,000.
SOCIAL INNOVATION FORUM, INC 1 CONGRESS STREET, SUITE 113 BOSTON, MA 02114	NONE		CHARITABLE	20,000.
SQUASHBUSTERS, INC 795 COLUMBUS AVE ROXBURY CROSSING, MA 02120	NONE		CHARITABLE	25,000.
JEFF'S PLACE 34 DELOSS STREET FRAMINGHAM, MA 01702	NONE		CHARITABLE	25,000.
MENTOR: THE NATIONAL MENTORING PARTNERSHIP 201 SOUTH STREET BOSTON, MA 02111	NONE		CHARITABLE	75,000.
FRIENDS OF THE CHILDREN-BOSTON 555 AMORY STREET JAMAICA PLAIN, MA 02130	NONE		CHARITABLE	30,000.
LOVIN' SPOONFULS 367 WESTERN AVE BRIGHTON, MA 02135	NONE		CHARITABLE	50,000.
PARTNERS FOR YOUTH WITH DISABILITIES 95 BERKELEY STREET BOSTON, MA 02116	NONE		CHARITABLE	40,000.
PINE STREET INN 444 HARRISON AVE BOSTON, MA 02118	NONE		CHARITABLE	75,000.
SCIENCE CLUB FOR GIRLS 136 MAGAZINE STREET CAMBRIDGE, MA 02139	NONE		CHARITABLE	45,000.
Total from continuation sheets				

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
SILVER LINING MENTORING 7327 ATLANTIC AVENUE BOSTON, MA 02111	NONE		CHARITABLE	50,000.
THIRD SECTOR NEW ENGLAND 89 SOUTH STREET BOSTON, MA 02110	NONE		CHARITABLE	25,000.
MASS MENTORING PARTNERSHIP, INC 75 KNEELAND STREET BOSTON, MA 02111	NONE		CHARITABLE	50,000.
JUMPSTART FOR YOUNG CHILDREN, INC. 308 CONGRESS STREET BOSTON, MA 02210	NONE		CHARITABLE	50,000.
GENERATIONS INCORPORATED 25 KINGSTON STREET BOSTON, MA 02111	NONE		CHARITABLE	25,000.
FAMILY SERVICES OF THE MERRIMACK VALLEY 430 N CANAL STREET LAWRENCE, MA 01840	NONE		CHARITABLE	50,000.
UTEC, INC. 35 WARREN STREET LOWELL, MA 01852	NONE		CHARITABLE	30,000.
THE BOSTON PUBLIC LIBRARY FOUNDATION 700 BOYLSTON STREET BOSTON, MA 02116	NONE		CHARITABLE	20,000.
CAMP HARBOR VIEW FOUNDATION 1946 WASHINGTON STREET BOSTON, MA 02118	NONE		CHARITABLE	50,000.
BARD COLLEGE 30 CMAPUS ROAD ANNANDALE-ON-HUDSON, NY 12504	NONE		CHARITABLE	50,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
BROOKS SCHOOL 1160 GREAT POND ROAD NORTH ANDOVER, MA 01845	NONE		CHARITABLE	55,000.
EAGLE HILL FOUNDATION OF MASSACHUSETTS 242 OLD PETERSHAM ROAD HARWICH, MA 01037	NONE		CHARITABLE	50,000.
NORTH BENNET STREET SCHOOL 150 NORTH STREET BOSTON, MA 02109	NONE		CHARITABLE	50,000.
SALISBURY SCHOOL, INC 251 CANAAN ROAD SALISBURY, CT 06068	NONE		CHARITABLE	50,000.
CARING PARTNERS, INC 500 CLARK ROAD TEWKSBURY, MA 01876	NONE		CHARITABLE	50,000.
URBAN FOOD INITIATIVE 450 WASHINGTON STREET DORCHESTER CENTER, MA 02124	NONE		CHARITABLE	75,000.
PROJECT BREAD-THE WALK FOR HUNGER INC 145 BORDER STREET BOSTON, MA 02128	NONE		CHARITABLE	25,000.
CITYSPROUTS INC 678 MASSACHUSETTS AVENUE CAMBRIDGE, MA 02139	NONE		CHARITABLE	25,000.
BIG FLUFFY DOG RESCUE 1206 RUSSELL STREET NASHVILLE, TN 37206	NONE		CHARITABLE	5,000.
CARE 2 COMMUNITIES 711 ATLANTIC AVENUE BOSTON, MA 02111	NONE		CHARITABLE	5,000.
Total from continuation sheets				

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
NOTRE DAME ACADEMY HINGHAM 1073 MAIN STREET HINGHAM, MA 02043	NONE		CHARITABLE	5,000.
THE SATO PROJECT 77 FRONT STREET BROOKLYN, NY 11201	NONE		CHARITABLE	5,000.
APPALACHIAN MOUNTAIN CLUB 10 CITY SQUARE CHARLESTOWN, MA 02129	NONE		CHARITABLE	5,000.
BRIGHAM AND WOMEN'S HOSPITAL 75 FRANCIS STREET BOSTON, MA 02115	NONE		CHARITABLE	5,000.
DEDHAM COMMUNITY CENTER 671 HIGH STREET DEDHAM, MA 02026	NONE		CHARITABLE	2,500.
LAKE WENTWORTH FOUNDATION 55 MAIN STREET, SUITE 124 NEWMARKET, NH 03857	NONE		CHARITABLE	2,500.
PLAYWORKS EDUCATION ENERGIZED 380 WASHINGTON STREET OAKLAND, CA 94607	NONE		CHARITABLE	5,000.
BARTON CENTER FOR DIABETES EDUCATION 30 ENNIS ROAD NORTH OXFORD, MA 01537	NONE		CHARITABLE	10,000.
DO IT FOR THE LOVE FOUNDATION 360 GRAND AVENUE #350 OAKLAND, CA 94610	NONE		CHARITABLE	5,000.
YOUTHBUILD BOSTON, INC 27 CENTRE STREET ROXBURY, MA 02119	NONE		CHARITABLE	5,000.
Total from continuation sheets				

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
LOWELL TRANSITIONAL LIVING CENTER, INC 189 MIDDLESEX STREET LOWELL, MA 01852	NONE		CHARITABLE	5,000.
RAIN FOR THE SAHEL AND SAHARA INC 56 MIDDLE STREET PORTSMOUTH, NH 03801	NONE		CHARITABLE	5,000.
SWIM ACROSS AMERICA, INC 11600 N. COMMUNITY HOUSE ROAD, SUITE 100 CHARLOTTE, NC 28277	NONE		CHARITABLE	5,000.
GREEK 4 KIDS, INC 1345 CENTRE STREET NEWTON, MA 02459	NONE		CHARITABLE	5,000.
HELLENIC WOMEN'S CLUB 138 ST JAMES AVENUE BOSTON, MA 02116	NONE		CHARITABLE	5,000.
PERKINS SCHOOL FOR THE BLIND 175 N BEACON STREET WATERTOWN, MA 02472	NONE		CHARITABLE	5,000.
ST. DEMETRIOS PHILPTOCHOS SOCIETY 8 EAST 79TH STREET NEW YORK, NY 10075	NONE		CHARITABLE	5,000.
HERO DOGS, INC PO BOX 64 BROOKEVILLE, MD 20833	NONE		CHARITABLE	5,000.
RAW ART WORKS, INC 37 CENTRAL SQUARE #2 LYNN, MA 01901	NONE		CHARITABLE	45,000.
THE INSTITUTE OF CONTEMPORARY ART 25 HARBOR SHORE DRIVE BOSTON, MA 02210	NONE		CHARITABLE	100,000.
Total from continuation sheets				

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
TRUSTEES OF BOSTON UNIVERSITY 1 SILBER WAY BOSTON, MA 02215	NONE		CHARITABLE	25,000.
NOW AND THERE, INC PO BOX 52557 BOSTON, MA 02205	NONE		CHARITABLE	18,000.
EDESIA 550 ROMANDO VINEYARD WAY NORTH KINGSTOWN, RI 02852	NONE		CHARITABLE	100,000.
THE CHILL FOUNDATION 80 INDUSTRIAL PARKWAY BURLINGTON, VT 05401	NONE		CHARITABLE	25,000.
MASSACHUSETTS COLLEGE OF ART AND DESIGN 621 HUNTINGTON AVENUE BOSTON, MA 02115	NONE		CHARITABLE	75,000.
RON BURTON TRAINING VILLAGE, INC 55 MORGAN ROAD HUBBARDSTON, MA 01452	NONE		CHARITABLE	22,000.
ONE FAMILY INC 800 SOUTH STREET #610 WALTHAM, MA 02453	NONE		CHARITABLE	25,000.
TUFTS UNIVERSITY 419 BOSTON AVE MEDFORD, MA 02155	NONE		CHARITABLE	50,000.
ACE BAILEY CHILDREN'S FOUNDATION 135 LANGDON STREET #401 PROVIDENCE, RI 02904	NONE		CHARITABLE	25,000.
JDRF 60 WALNUT STREET #102 WELLESLEY, MA 02481	NONE		CHARITABLE	25,000.
Total from continuation sheets				

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
URBAN FARMING INSTITUTE OF BOSTON, INC 34 LINWOOD STREET ROXBURY, MA 02119	NONE		CHARITABLE	50,000.
VOICES IN CONTEMPORARY ART 70 WASHINGTON STREET SQUARE S NEW YORK, NY 10012	NONE		CHARITABLE	25,000.
THE BOSTON POLICE FOUNDATION INC 8 FANUEIL HALL MARKETPLACE, 3RD FLOOR BOSTON, MA 02109	NONE		CHARITABLE	50,000.
CROSSROAD FOR KIDS, INC 119 MYRTLE STREET DUXBURY, MA 02332	NONE		CHARITABLE	45,000.
UNIVERSITY OF MASSACHUSETTS FOUNDATION 1 BEACON STREET BOSTON, MA 02108	NONE		CHARITABLE	50,000.
THE LIFE IS GOOD KIDS FOUNDATION 51 MELCHER STREET, 9TH FLOOR BOSTON, MA 02210	NONE		CHARITABLE	25,000.
MACDOWELL COLONY, INC. 100 HIGH STREET PETERSBOROUGH, NH 03458	NONE		CHARITABLE	30,000.
SKOWHEGAN SCHOOL OF PAINTING & SCULPTURE 1 ART SCHOOL ROAD SKOWHEGAN, ME 04950	NONE		CHARITABLE	30,000.
DRACUT SCHOLARSHIP FOUNDATION PO BOX 117 DRACUT, MA 01826	NONE		CHARITABLE	40,000.
WGBH EDUCATIONAL FOUNDATION 1 GUEST STREET BOSTON, MA 02135	NONE		CHARITABLE	50,000.
Total from continuation sheets				

3 Grants and Contributions Paid During the Year (Continuation)**Total from continuation sheets**

FORM 990-PF		DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
BOSTON PRIVATE BANK INTEREST	210.	0.	210.	210.		
FIDELITY DIVIDENDS	1,340,336.	180,979.	1,159,357.	1,159,357.		
FIDELITY INTEREST	365,622.	0.	365,622.	365,622.		
FROM K-1: AVIATOR CAPITAL MID-LIFE OFFSHORE FEEDER	4,988.	0.	4,988.	4,988.		
FROM K-1: DAVIS INVESTMENT VENTURES FUND	105.	0.	105.	105.		
FROM K-1: IVY REALTY FUND IV LP	5.	0.	5.	5.		
FROM K-1: RCP FUND X, LP	546.	0.	546.	546.		
FROM K-1: TRUEBRIDGE-KAUFFMA	2.	0.	2.	2.		
TO PART I, LINE 4	1,711,814.	180,979.	1,530,835.	1,530,835.		

FORM 990-PF		OTHER INCOME		STATEMENT	2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME		
FROM K-1: RCP FUND X, LP	<301.>	<301.>			
FROM K-1: IVY REALTY FUND IV, LP	5,204.	5,204.			
FROM K-1: DAVIS INVESTMENT VENTURES FUND	<8,218.>	<8,218.>			
FROM K-1: SJC ONSHORE DIRECT LENDING FUND III, LP	32,017.	32,017.			
FROM K-1: IVY REALTY FUND IV, LP	<3,447.>	<3,447.>			
FROM K-1: RCP FUND X, LP	<6,937.>	<6,937.>			
FROM K-1: TRUEBRIDGE-KAUFFMAN FELLOWS ENDOWMENT FUND IV (CAYMAN) LP	<862.>	<862.>			
TOTAL TO FORM 990-PF, PART I, LINE 11	17,456.	17,456.			

FORM 990-PF	LEGAL FEES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DAVIS MALM & D'AGOSTINE	24,334.	0.		24,334.
TO FM 990-PF, PG 1, LN 16A	24,334.	0.		24,334.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DGC ACCOUNTANT FEES	34,403.	20,329.		14,074.
TO FORM 990-PF, PG 1, LN 16B	34,403.	20,329.		14,074.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BALLENTINE	271,465.	271,465.		0.
DEBORAH FUNG	23,094.	0.		23,094.
KOYA LEADERSHIP PARTNERS	36,053.	0.		36,053.
FIDELITY ADVISOR FEES	30,799.	30,799.		0.
TO FORM 990-PF, PG 1, LN 16C	361,411.	302,264.		59,147.

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	27,059.	27,059.		0.	
FEDERAL TAXES	16,000.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	43,059.	27,059.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PORTFOLIO DEDUCTIONS FROM PASSTHROUGH ENTITIES	32,292.	32,292.		0.	
OFFICE SUPPLIES AND EXPENSES	27,608.	0.		27,608.	
IT, SOFTWARE & RELATED COMPUTER EXPENSES	27,286.	0.		27,286.	
TO FORM 990-PF, PG 1, LN 23	87,186.	32,292.		54,894.	

FOOTNOTES

STATEMENT 8

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	9
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
MUNI BONDS		X	356,866.	353,016.
US TREASURY	X		5,637,168.	5,581,548.
TOTAL U.S. GOVERNMENT OBLIGATIONS			5,637,168.	5,581,548.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			356,866.	353,016.
TOTAL TO FORM 990-PF, PART II, LINE 10A			5,994,034.	5,934,564.

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITIES	42,246,396.	44,086,002.
TOTAL TO FORM 990-PF, PART II, LINE 10B	42,246,396.	44,086,002.

FORM 990-PF	CORPORATE BONDS	STATEMENT	11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	11,962,329.	11,795,236.
TOTAL TO FORM 990-PF, PART II, LINE 10C	11,962,329.	11,795,236.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	12
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS	COST	6,647,628.	6,838,967.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,647,628.	6,838,967.

FORM 990-PF	OTHER ASSETS	STATEMENT 13
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
CONTRIBUTIONS IN TRANSIT	1,750,000.	0.	0.
OFFICE EQUIPMENT	0.	11,875.	11,875.
TO FORM 990-PF, PART II, LINE 15	1,750,000.	11,875.	11,875.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 14
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
CREDIT CARD PAYABLE	0.	2,625.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	2,625.
