

Extended to November 15, 2019

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.
▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning

, and ending

Name of foundation YAWKEY FOUNDATION II			A Employer identification number 04-2768239						
Number and street (or P.O. box number if mail is not delivered to street address) 990 WASHINGTON STREET		Room/suite 315	B Telephone number (781) 329-7470						
City or town, state or province, country, and ZIP or foreign postal code DEDHAM, MA 02026			C If exemption application is pending, check here ☐ 6						
G Check all that apply: <table border="0"> <tr> <td>Initial return</td> <td>Initial return of a former public charity</td> </tr> <tr> <td>Final return</td> <td>Amended return</td> </tr> <tr> <td>Address change</td> <td>Name change</td> </tr> </table>			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 ☐
Initial return	Initial return of a former public charity								
Final return	Amended return								
Address change	Name change								
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) \$ 404,837,587.		J Accounting method: Cash Accrual ☒ Other (specify) MODIFIED CASH	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))		(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					
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		230,916.	230,916.		Statement 1
4 Dividends and interest from securities		3,271,412.	3,271,412.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		20,279,805.			
b Gross sales price for all assets on line 6a		203,216,108.			
7 Capital gain net income (from Part IV, line 2)			18,061,596.		
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		284,161.	1,853,900.	0.	Statement 3
12 Total. Add lines 1 through 11		24,066,294.	23,417,824.	0.	
13 Compensation of officers, directors, trustees, etc.		296,250.	147,384.	0.	148,866.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees		1,926.	1,133.	0.	793.
b Accounting fees		176,400.	33,859.	0.	88,641.
c Other professional fees		2,308,576.	2,262,355.	0.	20,000.
17 Interest					
18 Taxes		571,499.	154,520.	0.	0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		19,422.	2,279.	0.	17,122.
22 Printing and publications					
23 Other expenses		3,023,450.	1,504,019.	0.	1,519,136.
24 Total operating and administrative expenses. Add lines 13 through 23		6,397,523.	4,105,549.	0.	1,794,558.
25 Contributions, gifts, grants paid		19,371,113.			19,371,113.
26 Total expenses and disbursements. Add lines 24 and 25		25,768,636.	4,105,549.	0.	21,165,671.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-1,702,342.			
b Net investment income (if negative enter -0-)			19,312,275.		
c Adjusted net income (if negative, enter -0-)				0.	

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	1,295,103.	2,892,590.	2,892,590.	
	2 Savings and temporary cash investments	26,343,672.	15,738,370.	15,738,370.	
	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	10,112,031.	12,070,739.	12,070,739.	
	b Investments - corporate stock Stmt 10	270,160,993.	221,741,937.	221,741,937.	
	c Investments - corporate bonds Stmt 11	38,555,090.	35,939,751.	35,939,751.	
	Liabilities	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other Stmt 12		120,089,702.	116,422,098.	116,422,098.	
14 Land, buildings, and equipment, basis ▶					
Less: accumulated depreciation ▶					
15 Other assets (describe ▶ Statement 13)		34,786.	32,102.	32,102.	
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		466,591,377.	404,837,587.	404,837,587.	
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					
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 ▶ ☒ and complete lines 24 through 26, and lines 30 and 31.				
	24 Unrestricted	466,591,377.	404,837,587.		
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶				
	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	466,591,377.	404,837,587.			
31 Total liabilities and net assets/fund balances	466,591,377.	404,837,587.			

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	466,591,377.
2 Enter amount from Part I, line 27a	2	-1,702,342.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	464,889,035.
5 Decreases not included in line 2 (itemize) ▶ Change in Investment Value	5	60,051,448.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	404,837,587.

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Part IV Capital Gains and Losses for Tax on Investment Income See Attached Statements

(a) List and describe the kind(s) of property sold (for example, 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			
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	SEE STATEMENT A		
d			
e	192,903,857.	174,842,261.	18,061,596.

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

(i) FMV 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			18,061,596.

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** 18,061,596.

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** 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 doesn't 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))
2017	21,630,627.	441,573,139.	.048985
2016	18,813,757.	413,667,235.	.045480
2015	21,599,759.	447,034,508.	.048318
2014	22,471,462.	459,717,581.	.048881
2013	21,537,280.	445,422,490.	.048352

2 Total of line 1, column (d)	2	.240016
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.048003
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	444,969,497.
5 Multiply line 4 by line 3	5	21,359,871.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	193,123.
7 Add lines 5 and 6	7	21,552,994.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	21,165,671.

YAWKEY FOUNDATION II

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 1607 Capital Intl Eq Fund	P	06/30/11	Various
b Apollo Natural Resources	P	05/15/16	Various
c Aquiline Financial Svcs Fund II L.P.	P	05/15/11	Various
d Aquiline Financial Svcs Fund Offshore LP	P	02/14/07	Various
e Ayer Capital Partners Fund	P	04/01/11	Various
f Centerbridge Credit Offshore	P	03/01/12	Various
g Convexity Capital Offshore L.P.	P	12/31/14	Various
h DSF Capital Partners IV	P	05/15/13	Various
i Energy Capital Partners II-B, LP	P	05/15/10	Various
j Equity Resource Fund 2013 LP	P	05/15/13	Various
k Fir Tree International Value Fund	P	09/30/10	10/26/18
l Foreign Currency Loss	P	Various	Various
m Highbrook Income Property Fund, LP	P	11/15/12	Various
n Highclere International Investors	P	06/30/20	Various
o Highfields Capital Ltd	P	06/30/10	12/31/18

(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		50,114.	-50,114.
b 8,723.			8,723.
c 627,321.			627,321.
d		354,291.	-354,291.
e 518,098.		70,983.	447,115.
f 173,407.		146,167.	27,240.
g 172,247.		170,645.	1,602.
h 1,258,602.			1,258,602.
i 848,616.			848,616.
j 42,429.			42,429.
k 5,404,927.		5,839,631.	-434,704.
l		1,788.	-1,788.
m 78,510.			78,510.
n		326,563.	-326,563.
o 3,816,000.		2,081,789.	1,734,211.

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			-50,114.
b			8,723.
c			627,321.
d			-354,291.
e			447,115.
f			27,240.
g			1,602.
h			1,258,602.
i			848,616.
j			42,429.
k			-434,704.
l			-1,788.
m			78,510.
n			-326,563.
o			1,734,211.

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

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

YAWKEY FOUNDATION II

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 Highland Consumer Fund	P	02/14/07	Various
b Hoplite Offshore Fund Ltd	P	02/28/11	01/10/18
c IR&M Core Bond Fund II LLC	P	07/01/15	Various
d JOHCM Asia Ex-Japan Equity Fd	P	10/08/14	05/15/18
e Marathon -London Int'l Investment Trust	P	09/30/16	Various
f Natural Gas Partners IX, LP	P	02/14/08	Various
g Peak Rock Capital Credit Fund II-A, LP	P	11/15/17	Various
h Penta Asia Long Short Fund	P	07/01/10	Various
i Publicly Traded Securities	P	Various	Various
j Scopia PX International Limited	P	03/31/14	01/11/18
k SMC Reserve Fund II	P	06/01/07	Various
l TRowe Price	P	06/10/08	11/19/18
m Vanguard iShares Asia Ex Japan	P	Various	Various
n AFSF II AIV-A, L.P.	P	Various	Various
o AFSF II AIV-C, L.P.	P	Various	Various

(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 648,750.		309,077.	339,673.
b 6,493,894.		4,333,469.	2,160,425.
c		247,824.	-247,824.
d 15,228,226.		13,331,631.	1,896,595.
e 1,622,201.			1,622,201.
f 13,399.			13,399.
g 7,185.			7,185.
h 4,933.		32,369.	-27,436.
i 115,117,371.		108,121,093.	6,996,278.
j 6,192,668.		5,427,280.	765,388.
k 218,246.		57,585.	160,661.
l 6,708,346.		6,562,056.	146,290.
m 26,203,336.		26,926,436.	-723,100.
n 94,813.			94,813.
o		12,626.	-12,626.

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			339,673.
b			2,160,425.
c			-247,824.
d			1,896,595.
e			1,622,201.
f			13,399.
g			7,185.
h			-27,436.
i			6,996,278.
j			765,388.
k			160,661.
l			146,290.
m			-723,100.
n			94,813.
o			-12,626.

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

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

YAWKEY FOUNDATION II

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	Centerbridge Special Credit Partners III AIV III	P	Various	Various
b	Centerbridge Special Credit Partners III AIV IV	P	Various	Various
c	Centerbridge Special Credit Partners III, L.P.	P	Various	Various
d	ANRP II (AIV TW), L.P.	P	Various	Various
e	Davidson Kempner Institutional Partners L.P.	P	Various	Various
f	Energy Capital Investors Fund, LLC	P	Various	Various
g	Equity Resource Fund 2017 Holdings LLC Series 3	P	Various	Various
h	Equity Resource Fund 2018, LLC	P	Various	Various
i	Highland Consumer Fund I-B, L.P.	P	Various	Various
j	Parametric Defensive Equity Fund LLC	P	Various	Various
k	Somerset Global Emerging Markets Fund LLC	P	Various	Various
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 12,318.			12,318.
b 8,179.			8,179.
c 10,250.			10,250.
d 221.			221.
e 461,041.			461,041.
f		438,844.	-438,844.
g 69,331.			69,331.
h 419.			419.
i 194,631.			194,631.
j 341,098.			341,098.
k 304,121.			304,121.
l			
m			
n			
o			

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

(i) FMV 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			12,318.
b			8,179.
c			10,250.
d			221.
e			461,041.
f			-438,844.
g			69,331.
h			419.
i			194,631.
j			341,098.
k			304,121.
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	18,061,596.
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	0.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	386,246.
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	386,246.
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	386,246.
6 Credits/Payments:			
a 2018 estimated tax payments and 2017 overpayment credited to 2018	6a	758,706.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments Add lines 6a through 6d	7	758,706.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	0.	
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	372,460.	
11 Enter the amount of line 10 to be: Credited to 2019 estimated tax ☐ 100,000. Refunded ☐	11	272,460.	

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 the 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. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 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?	X	
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 ☐ MA, CA		
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 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions	X	
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>www.yawkeyfoundations.org</u>	X	
14 The books are in care of ► <u>HIRUT M. GEWE, CPA</u> Telephone no ► <u>781-329-7470</u> Located at ► <u>990 WASHINGTON STREET - STE 315, Dedham, MA</u> ZIP+4 ► <u>02026</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A
16 At any time during calendar year 2018, 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 ►		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? 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? Stmt 14A ☒ Yes No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Stmt 14A ☒ 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. Organizations relying on a current notice regarding disaster assistance, check here. ► ☐	1b	X
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 2018?	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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ 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.) 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? Yes ☒ No		
b If "Yes," did it have excess business holdings in 2018 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 2018) 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 2018?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year, did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions

☒ Yes ☐ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

Organizations relying on a current notice regarding disaster assistance, check here

▶ ☐**5b** ☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **See Statement 15**☒ Yes ☐ No

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

6b ☒**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?

If "Yes" to 6b, file Form 8870

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

N/A

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**8** Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?☐ Yes ☒ No**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, and 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
Statement 15A				
	0.00	296,250.	0.	0.

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

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

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

0

Form 990-PF (2018)

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
BOSTON TRUST MANAGEMENT CORPORATION 990 WASHINGTON ST- STE 315, DEDHAM, MA 02026	MGMT SVCS, GRANT MAKING, FISCAL	2978785.
CAMBRIDGE ASSOCIATES LLC 100 SUMMER STREET, BOSTON, MA 02110-2112	INVESTMENT ADVISOR	342,000.
GARDNER RUSSO & GARDNER 223 EAST CHESTNUT STREET, LANCASTER, PA 17602	PORTFOLIO MGR SVCS	209,011.
STATE STREET BANK AND TRUST 1200 CROWN COLONY DRIVE, QUINCY, MA 02169	INVEST CUSTODIAL SVCS	205,323.
IRIDIAN 276 POST ROAD WEST, WESTPORT, CT 06880-4704	PORTFOLIO MGR SVCS	203,579.
Total number of others receiving over \$50,000 for professional services		12

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	328,332,307.
b	Average of monthly cash balances	1b	2,792,736.
c	Fair market value of all other assets	1c	120,620,639.
d	Total (add lines 1a, b, and c)	1d	451,745,682.
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	451,745,682.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	6,776,185.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	444,969,497.
6	Minimum investment return. Enter 5% of line 5	6	22,248,475.

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	22,248,475.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	386,246.
b	Income tax for 2018 (This does not include the tax from Part VI)	2b	639.
c	Add lines 2a and 2b	2c	386,885.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	21,861,590.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	21,861,590.
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	21,861,590.

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	21,165,671.
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	21,165,671.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	21,165,671.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				21,861,590.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013	69,398.			
b From 2014	172,453.			
c From 2015				
d From 2016				
e From 2017				
f Total of lines 3a through e	241,851.			
4 Qualifying distributions for 2018 from Part XII, line 4. ► \$ 21,165,671.				
a Applied to 2017, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2018 distributable amount				21,165,671.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a).)	241,851.			241,851.
6 Enter the net total of each column as indicated below:				
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 2017. Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				454,068.
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 2013 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2014				
b Excess from 2015				
c Excess from 2016				
d Excess from 2017				
e Excess from 2018				

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, 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)

2 a 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))

None

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

None

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

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

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

See Statement 16

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				
See Statement 19			See Statement 19	19,371,113.
Total			▶ 3a	19,371,113.
b Approved for future payment				
See Statement 20			See Statement 20	34,640,000.
Total			▶ 3b	34,640,000.

Form 990-PF (2018)

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

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

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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.					May the IRS discuss this return with the preparer shown below? See instructions. ☒ Yes ☐ No	
	Signature of officer or trustee <i>James C. Healey</i>		Date <i>11/7/19</i>		Title President / Trustee		
Paid Preparer Use Only	Print/Type preparer's name Jennifer Rhoderick		Preparer's signature <i>Jennifer Rhoderick</i>		Date 11/04/19	Check if self-employed	PTIN P00395735
	Firm's name ▶ ERNST & YOUNG US LLP					Firm's EIN ▶ 34-6565596	
	Firm's address ▶ 111 MONUMENT CIRCLE, SUITE 4000 INDIANAPOLIS, IN 46204					Phone no 317-681-7000	

YAWKEY FOUNDATION II
Form 990-PF
Part IV, Line 1

04-2768239
Statement A

As a limited partner in various partnership investments, capital gain and loss details were provided to Yawkey Foundation II as net income (loss) totals per Forms K-1. As details relating to gross sales price and cost basis have not been provided to Yawkey Foundation II, the Foundation has reported income from partnerships that have generated a net capital gain in column (e) and have reported losses from partnerships that have generated a net capital loss in column (g) on Form 990-PF, Part IV.

Statement A

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Interest on savings and temporary invest	230,916.	230,916.	0.
Total to Part I, line 3	230,916.	230,916.	0.

Form 990-PF	Dividends and Interest from Securities				Statement 2
Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Dividend income	2,573,391.	0.	2,573,391.	2,573,391.	0.
Interest income	698,021.	0.	698,021.	698,021.	0.
To Part I, line 4	3,271,412.	0.	3,271,412.	3,271,412.	0.

Form 990-PF

Other Income

Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
1607 Capital International	0.	-682,092.	0.
AFSF II AIV-A LP	0.	-7,475.	0.
AFSF II AIV-C LP	0.	48,321.	0.
AFSF II AIV-D LP	0.	832.	0.
ANRP II (AIV L-CNV), L.P.	0.	11,329.	0.
ANRP II (AIV L-DEE III C), L.P.	0.	16,473.	0.
ANRP II (AIV L-RTE C), LP	0.	803.	0.
ANRP II (AIV L-ZED C), LP	0.	15,374.	0.
ANRP II (AIV TW), L.P.	0.	-3,357.	0.
ANRP II (DE AIV-L I), L.P.	0.	13,555.	0.
ANRP II 892/TE (AIV FS), L.P.	0.	4,684.	0.
ANRP II TE (Conduit AIV III-R), L.P.	0.	4,405.	0.
ANRP II TE (CONDUIT AIV PA-L C), L.P.	0.	3,406.	0.
Apollo Natural Resources Partners II, L.P.	0.	-65,178.	0.
Aquiline Financial Services Fund II LP	0.	-116,072.	0.
Aquiline Financial Services Offshore Fund	0.	-4,436.	0.
Centerbridge Special Credit Partners III AIV I LP	0.	7,071.	0.

YAWKEY FOUNDATION II

04-2768239

Centerbridge Special Credit Partners III AIV III L	0.	29,569.	0.
Centerbridge Special Credit Partners III AIV IV C	0.	2,392.	0.
Centerbridge Special Credit Partners III, L.P.	0.	-8,928.	0.
Davidson Kempner Institutional Partners L.P.	0.	339,105.	0.
DSF Capital Partners IV	0.	56,231.	0.
Energy Capital Investors Fund, LLC	0.	-6,530.	0.
Energy Capital Partners II-B, LP	0.	-28,247.	0.
Equity Resource Fund 2013 LP	0.	54,757.	0.
Equity Resource Fund 2017 Holdings LLC Series 3	0.	-103,176.	0.
Equity Resource Fund 2018, LLC	0.	-39,437.	0.
Highbrook Income Property Fund, LP	0.	153,154.	0.
Highland Consumer Fund I-B, L.P.	0.	-58,180.	0.
IR&M Core Bond Fund II LLC	0.	861,582.	0.
Marathon-London International Investment Trust	0.	625,496.	0.
Natural Gas Partners IX, LP	0.	-9,873.	0.
Parametric Defensive Equity Fund LLC	0.	147,658.	0.
Peak Rock Capital Credit Fund II-A, LP	0.	5,976.	0.
Peak Rock Capital Fund II-A LP	0.	-40,296.	0.
Somerset Global Emerging Markets Fund LLC	0.	218,187.	0.
The Highclere International investors Smaller Comp	0.	137,254.	0.
Natural Resource Income	243,000.	243,000.	0.
Private Eq. Distrib Inc	14,598.	0.	0.
Security Litigation Income	23,316.	23,316.	0.
Bankruptcy Claims	1,434.	1,434.	0.
Foreign Currency Credit	1,474.	1,474.	0.
Other Miscellaneous Income	339.	339.	0.
Total to Form 990-PF, Part I, line 11	284,161.	1,853,900.	0.

Form 990-PF

Legal Fees

Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
MORGAN LEWIS BOCKIUS, LLP	1,578.	785.	0.	793.
SPILLMAN THOMAS & BATTLE	348.	348.	0.	0.
To Fm 990-PF, Pg 1, ln 16a	1,926.	1,133.	0.	793.

Form 990-PF

Accounting Fees

Statement 5

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ERNST & YOUNG LLP	176,400.	33,859.	0.	88,641.
To Form 990-PF, Pg 1, ln 16b	176,400.	33,859.	0.	88,641.

Form 990-PF

Other Professional Fees

Statement 6

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
1607 CAPITAL PARTNERS	51,953.	51,953.	0.	0.
APOLLO NAT RES PART	57,875.	57,875.	0.	0.
AQUILINE CAP PARTNERS I	10,743.	10,743.	0.	0.
AQUILINE CAP PARTNERS II	131,781.	131,781.	0.	0.
CAMBRIDGE ASSOCIATES LLC	342,000.	342,000.	0.	0.
CENTERBRIDGE SPL CRED	56,159.	56,159.	0.	0.
COLUMBIA THREADNEEDLE	120,129.	120,129.	0.	0.
CORPORATE SVC CO	812.	812.	0.	0.
ENERGY CAP PARTNERS II	18,265.	18,265.	0.	0.
GADDY ENGINEERING CO	18,484.	18,484.	0.	0.
GARDNER RUSSO & GARDNER	209,011.	209,011.	0.	0.
HIGHCLERE INT'L INV	138,271.	138,271.	0.	0.
INCOME RESEARCH & MGMT	64,615.	64,615.	0.	0.
IRIDIAN ASSET MANAGEMENT	203,579.	203,579.	0.	0.
MARATHON-LONDON INT'L INV	189,411.	189,411.	0.	0.
PEAK ROCK CAP CR FUND II	2,032.	0.	0.	0.
PEAK ROCK CAPITAL FUND II	24,189.	0.	0.	0.
RUTABAGA CAP MGMT	127,944.	127,944.	0.	0.
STATE STREET INVESTMENTS	205,323.	205,323.	0.	0.
THE BOWDRE GROUP	20,000.	0.	0.	20,000.
VAUGHAN NELSON INV MGMT	189,157.	189,157.	0.	0.
WESTFIELD CAP MGMT	126,843.	126,843.	0.	0.
To Form 990-PF, Pg 1, ln 16c	2,308,576.	2,262,355.	0.	20,000.

Form 990-PF

Taxes

Statement 7

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FED EXCISE TAXES PAID	406,000.	0.	0.	0.
FOREIGN TAXES WITHHELD	119,189.	119,189.	0.	0.
NATURAL RES RE TAXES PD	35,031.	35,031.	0.	0.
STATE TAXES PAID	11,279.	300.	0.	0.
To Form 990-PF, Pg 1, ln 18	571,499.	154,520.	0.	0.

Form 990-PF	Other Expenses			Statement 8
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
BTMC MANAGEMENT SERVICES	2,978,785.	1,481,945.	0.	1,496,840.
D & O INSURANCE	26,159.	13,014.	0.	13,145.
MEETING EXPENSES	9,107.	4,531.	0.	4,576.
OTHER EXPENSES	4,163.	1,924.	0.	1,944.
POSTAGE AND SHIPPING	2,478.	1,233.	0.	1,245.
TELEPHONE	2,758.	1,372.	0.	1,386.
To Form 990-PF, Pg 1, ln 23	3,023,450.	1,504,019.	0.	1,519,136.

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
SEE ATTACHMENT 9A	X		11,841,269.	11,841,269.
SEE ATTACHMENT 9A		X	229,470.	229,470.
Total U.S. Government Obligations			11,841,269.	11,841,269.
Total State and Municipal Government Obligations			229,470.	229,470.
Total to Form 990-PF, Part II, line 10a			12,070,739.	12,070,739.

Yawkey Foundation II
Form 990-PF
Part II, Line 10a, Investments, U.S. and State Gov't Obligations

04-2768239
Statement 9A

Shares / Par Value	Security Name	Security Description	Fair Market Value
65,000 00	FHLMC MULTIFAMILY STRUCTURED P	1% 25 Nov 2027	64,882
255,000 00	FANNIEMAE ACES	1% 25 Nov 2027	251,254
1,340 13	FREDDIE MAC	4.5% 15 May 2039	1,386
21,259 39	FED HM LN PC POOL A92650	5.5% 01 Jun 2040	22,468
42,374.12	FED HM LN PC POOL G60567	4% 01 Jun 2043	43,600
70,378 42	FED HM LN PC POOL G67700	3.5% 01 Aug 2046	70,770
8,755 88	FED HM LN PC POOL J10791	4 5% 01 Sep 2024	8,989
37,102.34	FED HM LN PC POOL A93854	4 5% 01 Sep 2040	38,845
59,256 25	FNMA POOL AL9546	1% 01 Nov 2046	59,478
26,314 74	FNMA POOL AS6413	2 5% 01 Jan 2031	25,767
15,147.19	FNMA POOL 976969	6% 01 Feb 2038	16,518
55,842.24	FNMA POOL AE6391	4% 01 Feb 2041	57,420
30,987.84	FNMA POOL BC1158	3.5% 01 Feb 2046	31,084
175,533 48	FNMA POOL BH9277	3 5% 01 Feb 2048	175,548
10,435 90	FNMA POOL AD6369	4 5% 01 May 2040	10,931
1,115,509.80	FNMA POOL MA3357	4% 01 May 2048	1,137,363
149,717 06	FNMA POOL MA3358	4.5% 01 May 2048	155,120
83,440 96	FNMA POOL AD6942	5% 01 Jun 2040	88,749
149,338.66	FNMA POOL MA3384	4% 01 Jun 2048	152,264
94,497.92	FNMA POOL AZ0862	3 5% 01 Jul 2045	94,831
468,151 26	FNMA POOL CA2055	4.5% 01 Jul 2048	484,977
37,327.42	FNMA POOL AW8597	3% 01 Aug 2029	37,352
114,960 78	FNMA POOL MA3462	3 5% 01 Sep 2033	116,366
356,458 16	FNMA POOL BM2007	1% 01 Sep 2048	363,441
50,531 95	FNMA POOL AC6323	4% 01 Oct 2039	51,953
5,056.28	FNMA POOL 890200	1% 01 Oct 2039	5,689
102,162.77	FNMA POOL AS0774	3% 01 Oct 2043	100,390
83,900 78	FNMA POOL AZ4775	3.5% 01 Oct 2045	84,188
128,722 16	FNMA POOL AS6135	4% 01 Nov 2045	132,048
53,316 95	FNMA POOL BA2907	4% 01 Nov 2045	54,766
92,507 61	FNMA POOL BJ1636	3 5% 01 Nov 2047	92,514
114,080.96	FNMA POOL BC0133	3% 01 Dec 2030	113,876
154,891.57	FNMA POOL BH7058	3.5% 01 Dec 2047	154,902
738,261.15	FNMA POOL CA0833	3 5% 01 Dec 2047	738,313
645,418 91	GNMA II POOL MA5191	3 5% 20 May 2048	649,704
140,000 00	RFCSP STRIP PRINCIPAL	0 01% 15 Jan 2030	98,706
994,000.00	RFCSP STRIP PRINCIPAL	0.01% 15 Apr 2030	694,756
267,000 00	US TREASURY N/B	2 25% 15 Feb 2021	265,550
42,000 00	US TREASURY N/B	2 625% 31 Mar 2025	42,125
9,000.00	US TREASURY N/B	2.875% 30 Apr 2025	9,156
470,000 00	US TREASURY N/B	2 625% 15 May 2021	471,504
21,000 00	US TREASURY N/B	2 875% 31 May 2025	21,362
230,000 00	US TREASURY N/B	2.625% 30 Jun 2023	231,196
162,000 00	US TREASURY N/B	2.75% 31 Jul 2023	163,727
206,000.00	US TREASURY N/B	2 875% 31 Jul 2025	209,605
294,000.00	US TREASURY N/B	3% 15 Aug 2048	292,640
134,000 00	US TREASURY N/B	3% 30 Sep 2025	137,438

Part II, Line 10a, Investments, U.S. and State Gov't Obligations

Shares / Par Value	Security Name	Security Description	Fair Market Value
453,000.00	US TREASURY N/B	1.625% 15 Oct 2020	445,938
31,000.00	US TREASURY N/B	2.875% 31 Oct 2023	31,516
275,000.00	US TREASURY N/B	3% 31 Oct 2025	282,123
421,000.00	US TREASURY N/B	1.75% 15 Nov 2020	415,114
1,115,000.00	US TREASURY N/B	2% 30 Nov 2022	1,094,849
67,000.00	US TREASURY N/B	2.875% 30 Nov 2023	68,167
20,000.00	US TREASURY N/B	2.125% 30 Nov 2024	19,521
442,000.00	US TREASURY N/B	3.125% 15 Nov 2028	458,473
116,000.00	STRIP PRINC	0.01% 15 Nov 2039	62,672
1,361,000.00	STRIP PRINC	0.01% 15 Nov 2043	637,384
	Total U.S. Government		11,841,269
10,000.00	CHICAGO IL	7.375% 01 Jan 2033	10,996
35,000.00	MET TRANSPRTN AUTH NY REVENUE	6.687% 15 Nov 2040	45,128
80,000.00	NEW JERSEY ST TURNPIKE AUTH	7.102% 01 Jan 2041	109,286
25,000.00	NEW YORK NY	5% 01 Dec 2031	28,974
30,000.00	TEXAS ST	5% 01 Oct 2033	35,087
	Total Municipals		229,470
	Total U.S. and State Gov't Obligations		\$ 12,070,739

Form 990-PF

Corporate Stock

Statement 10

Description	Book Value	Fair Market Value
SEE ATTACHMENT 10A	221,741,937.	221,741,937.
Total to Form 990-PF, Part II, line 10b	221,741,937.	221,741,937.

Part II, Line 10b, Investments - Corporate Stock

Shares / Par Value	Security Name	Security Description	Fair Market Value
1,154,407 18	1607 CAPITAL INTL EQ FUND	COMMINGLED FUND	17,706,510
996 00	3M CO	COMMON STOCK	189,778
7,800 00	ABBVIE INC	COMMON STOCK	719,082
3,710 00	ACCELERON PHARMA INC	COMMON STOCK	161,571
670 00	ACCENTURE PLC CL A	COMMON STOCK	94,477
5,624 00	ACTIVISION BLIZZARD INC	COMMON STOCK	261,910
850 00	ACUITY BRANDS INC	COMMON STOCK	97,708
3,584 00	ALBEMARLE CORP	COMMON STOCK	276,219
5,192 00	ALEXION PHARMACEUTICALS INC	COMMON STOCK	505,493
2,522 00	ALLERGAN PLC	COMMON STOCK	337,091
1,560 00	ALNYLAM PHARMACEUTICALS INC	COMMON STOCK	113,740
180 00	ALPHABET INC CL C	COMMON STOCK	186,410
12,646 00	ALTRIA GROUP INC	COMMON STOCK	624,586
1,981 00	AMEREN CORPORATION	COMMON STOCK	129,221
1,829 00	AMERICAN ELECTRIC POWER	COMMON STOCK	136,699
15,372 00	ANDERSONS INC/THE	COMMON STOCK	459,469
12,207 00	ANHEUSER BUSCH INBEV SA/NV	COMMON STOCK	805,171
3,020 00	ANTHEM INC	COMMON STOCK	793,143
2,966 00	AON PLC	COMMON STOCK	431,138
2,981 00	APPLE INC	COMMON STOCK	470,223
19,288 00	ARCOSA INC	COMMON STOCK	534,085
47,550 00	ARES CAPITAL CORP	COMMON STOCK	740,829
4,180 00	ARTHUR J GALLAGHER + CO	COMMON STOCK	308,066
38,670 00	AT+T INC	COMMON STOCK	1,103,642
1,231 00	AUTOMATIC DATA PROCESSING	COMMON STOCK	161,409
426 00	AUTOZONE INC	COMMON STOCK	357,133
2,410 00	AVERY DENNISON CORP	COMMON STOCK	216,490
12,387 00	AZZ INC	COMMON STOCK	499,939
5,549 00	BALL CORP	COMMON STOCK	255,143
60,649 00	BANCORP INC/THE	COMMON STOCK	482,766
8,441 00	BANK OF AMERICA CORP	COMMON STOCK	207,986
3,730 00	BANK OF NEW YORK MELLON CORP	COMMON STOCK	175,571
1,811 00	BAXTER INTERNATIONAL INC	COMMON STOCK	119,200
4,077 00	BB+T CORP	COMMON STOCK	176,616
8 00	BERKSHIRE HATHAWAY INC CL A	COMMON STOCK	2,448,000
6,535 00	BERKSHIRE HATHAWAY INC CL B	COMMON STOCK	1,334,317
1,170 00	BGC PARTNERS INC CL A	COMMON STOCK	6,001
740 00	BIO RAD LABORATORIES A	COMMON STOCK	171,843
5,890 00	BLACK KNIGHT INC	COMMON STOCK	265,403
28,967 00	BLACKBERRY LTD	COMMON STOCK	205,955
348 00	BLACKROCK INC	COMMON STOCK	136,701
1,810 00	BLUEPRINT MEDICINES CORP	COMMON STOCK	97,577
485 00	BOEING CO/THE	COMMON STOCK	156,413
2,746 00	BRISTOL MYERS SQUIBB CO	COMMON STOCK	142,737
565 00	BROADCOM INC	COMMON STOCK	143,668
67,071 00	BROOKDALE SENIOR LIVING INC	COMMON STOCK	449,376
8,000 00	BROWN FORMAN CORP CLASS A	COMMON STOCK	379,360
2,000 00	BROWN FORMAN CORP CLASS B	COMMON STOCK	95,160
1,540 00	BURLINGTON STORES INC	COMMON STOCK	250,512
64,825 00	CAMECO CORP	COMMON STOCK	735,764
1,750,502 26	CAUSEWAY EMERGING MARKETS FUND	COMMINGLED FUND	19,955,726
1,350 00	CHARLES RIVER LABORATORIES	COMMON STOCK	152,793
20,559 00	CHEMOURS CO/THE	COMMON STOCK	580,175
3,102 00	CHEVRON CORP	COMMON STOCK	337,467
2,075 00	CHUBB LTD	COMMON STOCK	268,049
19,750 00	CIE FINANCIERE RICHEMONT REG	COMMON STOCK	1,262,173
10,896 00	CISCO SYSTEMS INC	COMMON STOCK	472,124
7,200 00	CITIGROUP INC	COMMON STOCK	374,832
1,010 00	CME GROUP INC	COMMON STOCK	190,001

Shares / Par Value	Security Name	Security Description	Fair Market Value
2,300 00	CMS ENERGY CORP	COMMON STOCK	114,195
20,070 00	COMCAST CORP CLASS A	COMMON STOCK	683,384
13,016 00	CONDUENT INC	COMMON STOCK	138,360
3,367 00	CONOCOPHILLIPS	COMMON STOCK	209,932
15,925 00	COOPER TIRE + RUBBER	COMMON STOCK	514,855
461 00	COSTAR GROUP INC	COMMON STOCK	155,514
2,610 00	CRANE CO	COMMON STOCK	188,390
14,218 00	CRAWFORD + CO CL B	COMMON STOCK	127,947
30,559 00	CRAWFORD + COMPANY CL A	COMMON STOCK	271,865
8,513 00	CREE INC	COMMON STOCK	364,144
773 00	CROWN CASTLE INTL CORP	REIT	83,971
8,315 00	CUBIC CORP	COMMON STOCK	446,848
690 00	CUMMINS INC	COMMON STOCK	92,212
12,590 00	DIAGEO PLC	COMMON STOCK	448,168
1,970 00	DIAMONDBACK ENERGY INC	COMMON STOCK	182,619
1,000 00	DIGITAL REALTY TRUST INC	REIT	106,550
1,020 00	DOMINION ENERGY INC	COMMON STOCK	72,889
2,572 00	DOWDUPONT INC	COMMON STOCK	137,551
2,590 00	EAST WEST BANCORP INC	COMMON STOCK	112,743
4,925 00	ECOLAB INC	COMMON STOCK	725,699
7,250 00	ELECTRONIC ARTS INC	COMMON STOCK	572,098
1,521 00	ELI LILLY + CO	COMMON STOCK	176,010
2,410 00	ENVESTNET INC	COMMON STOCK	118,548
5,678 00	EQT CORP	COMMON STOCK	107,257
11,861 00	EQUITRANS MIDSTREAM CORP	COMMON STOCK	237,457
6,190 00	ESSENT GROUP LTD	COMMON STOCK	211,574
3,600 00	ESTEE LAUDER COMPANIES CL A	COMMON STOCK	468,360
1,887 00	EVERSOURCE ENERGY	COMMON STOCK	122,730
4,313 00	EXXON MOBIL CORP	COMMON STOCK	294,103
1,120 00	FIVE BELOW	COMMON STOCK	114,598
4,420 00	FLIR SYSTEMS INC	COMMON STOCK	192,447
3,540 00	FLOWSERVE CORP	COMMON STOCK	134,591
3,070 00	FORTINET INC	COMMON STOCK	216,220
16,972 00	FREEPORT MCMORAN INC	COMMON STOCK	174,981
5,149 00	FRONTDOOR INC	COMMON STOCK	137,015
1,225 00	GARTNER INC	COMMON STOCK	156,604
7,670 00	GENERAL DYNAMICS CORP	COMMON STOCK	1,205,801
2,309 00	GENERAL MOTORS CO	COMMON STOCK	77,236
1,120 00	GILEAD SCIENCES INC	COMMON STOCK	70,056
1,620 00	GLOBAL PAYMENTS INC	COMMON STOCK	167,071
3,340 00	GODADDY INC CLASS A	COMMON STOCK	219,171
12,899 00	GRANITE CONSTRUCTION INC	COMMON STOCK	519,572
7,500 00	GREEN COURT GR CHINA LONG EQ F	COMMINGLED FUND	6,650,975
16,344 00	GREENHILL + CO INC	COMMON STOCK	398,794
2,560 00	GUIDEWIRE SOFTWARE INC	COMMON STOCK	205,389
1,710 00	HAEMONETICS CORP/MASS	COMMON STOCK	171,086
18,077 00	HALOZYME THERAPEUTICS INC	COMMON STOCK	264,467
8,306 00	HD SUPPLY HOLDINGS INC	COMMON STOCK	311,641
16,045 00	HEINEKEN HOLDING NV	COMMON STOCK	1,352,710
725 00	HERSHEY CO/THE	COMMON STOCK	77,706
356,508 40	HIGHCLERE INT L INVESTORS	COMMINGLED FUND	9,448,295
7,484 00	HOME DEPOT INC	COMMON STOCK	1,285,901
2,345 00	HONEYWELL INTERNATIONAL INC	COMMON STOCK	309,821
23,336 00	HP INC	COMMON STOCK	477,455
2,655 00	HUNT (JB) TRANSPRT SVCS INC	COMMON STOCK	247,021
12,272 00	HUNTSMAN CORP	COMMON STOCK	236,727
1,695 00	INGERSOLL RAND PLC	COMMON STOCK	154,635
7,522 00	INTEL CORP	COMMON STOCK	353,007
7,447 00	INTERCONTINENTAL EXCHANGE IN	COMMON STOCK	560,983

Shares / Par Value	Security Name	Security Description	Fair Market Value
1,303 00	INTL BUSINESS MACHINES CORP	COMMON STOCK	148,112
8,732 00	INTREXON CORP	COMMON STOCK	57,107
121,501 42	ISHARES MSCI ALL COUNTRY ASIA	COMMINGLED FUND	7,718,985
2,740 00	JACK IN THE BOX INC	COMMON STOCK	212,706
1,564 00	JAZZ PHARMACEUTICALS PLC	COMMON STOCK	193,873
10,900 00	JCDECAUX SA	COMMON STOCK	305,527
5,159 00	JOHNSON + JOHNSON	COMMON STOCK	665,769
5,555 00	JPMORGAN CHASE + CO	COMMON STOCK	542,279
10,400 00	KABOUTER INTER OPP OFF FD II L	COMMINGLED FUND	10,613,090
3,164 00	KELLOGG CO	COMMON STOCK	180,380
70,804 00	KEY ENERGY SERVICES INC	COMMON STOCK	146,564
890 00	KIMBERLY CLARK CORP	COMMON STOCK	101,407
1,049 00	KLA TENCOR CORP	COMMON STOCK	93,875
19,975 00	KNIGHT SWIFT TRANSPORTATION	COMMON STOCK	500,773
146,250 00	KOSMOS ENERGY LTD	COMMON STOCK	595,238
1,500 00	LABORATORY CRP OF AMER HLDGS	COMMON STOCK	189,540
645 00	LAM RESEARCH CORP	COMMON STOCK	87,830
1,080 00	LENNOX INTERNATIONAL INC	COMMON STOCK	236,369
37,119 00	LINDBLAD EXPEDITIONS HOLDING	COMMON STOCK	499,622
1,172 00	LOCKHEED MARTIN CORP	COMMON STOCK	306,876
3,010 00	LPL FINANCIAL HOLDINGS INC	COMMON STOCK	183,851
2,810 00	LUMENTUM HOLDINGS INC	COMMON STOCK	118,048
1,120 00	LYONDELLBASELL INDU CL A	COMMON STOCK	93,139
688 00	MADISON SQUARE GARDEN CO A	COMMON STOCK	184,178
32,142 00	MANITOWOC COMPANY INC	COMMON STOCK	474,737
289,522 46	MARATHON LONDON INTERNATIONAL	COMMINGLED FUND	18,033,360
10,554 00	MARATHON PETROLEUM CORP	COMMON STOCK	622,792
3,150 00	MARSH + MCLENNAN COS	COMMON STOCK	251,213
5,843 00	MARTIN MARIETTA MATERIALS	COMMON STOCK	1,004,237
10,980 00	MARVELL TECHNOLOGY GROUP LTD	COMMON STOCK	177,893
11,968 00	MASCO CORP	COMMON STOCK	349,944
16,200 00	MASTERCARD INC A	COMMON STOCK	3,056,130
12,698 00	MATTHEWS INTL CORP CLASS A	COMMON STOCK	515,793
990 00	MCDONALD S CORP	COMMON STOCK	175,794
13,277 00	MEDICINES COMPANY	COMMON STOCK	254,122
1,399 00	MEDTRONIC PLC	COMMON STOCK	127,253
6,097 00	MERCK + CO INC	COMMON STOCK	465,872
404 00	METTLER TOLEDO INTERNATIONAL	COMMON STOCK	228,494
15,079 00	MICROSOFT CORP	COMMON STOCK	1,531,574
29,626 00	MISTRAS GROUP INC	COMMON STOCK	426,022
1,100 00	MKS INSTRUMENTS INC	COMMON STOCK	71,071
2,215 00	MOLINA HEALTHCARE INC	COMMON STOCK	257,427
2,850 00	MOODY S CORP	COMMON STOCK	399,114
4,833 00	MOTORCAR PARTS OF AMERICA IN	COMMON STOCK	80,421
15,748 00	NATUS MEDICAL INC	COMMON STOCK	535,904
22,530 00	NESTLE SA SPONS ADR	COMMON STOCK	1,824,029
830 00	NEUROCRINE BIOSCIENCES INC	COMMON STOCK	59,270
1,400 00	NEW RELIC INC	COMMON STOCK	113,358
30,550 00	NEW RESIDENTIAL INVESTMENT	REIT	434,116
14,112 00	NEWMARK GROUP INC W/I	COMMON STOCK	113,178
1,090 00	NEXSTAR MEDIA GROUP INC CL A	COMMON STOCK	85,718
760 00	NEXTERA ENERGY INC	COMMON STOCK	132,103
2,800 00	NUTANIX INC A	COMMON STOCK	116,452
12,220 00	NVENT ELECTRIC PLC	COMMON STOCK	274,461
850 00	OLD DOMINION FREIGHT LINE	COMMON STOCK	104,967
13,840 00	ON SEMICONDUCTOR CORP	COMMON STOCK	228,498
4,920 00	ORION ENGINEERED CARBONS SA	COMMON STOCK	124,378
442 00	PACKAGING CORP OF AMERICA	COMMON STOCK	36,889
566,794 77	PARAMETRIC DEFENSIVE EQUITY FU	COMMINGLED FUND	9,286,110

Shares / Par Value	Security Name	Security Description	Fair Market Value
755 00	PARKER HANNIFIN CORP	COMMON STOCK	112,601
4,340 00	PBF ENERGY INC CLASS A	COMMON STOCK	141,788
2,431 00	PEPSICO INC	COMMON STOCK	268,577
9,359 00	PERNOD RICARD SA	COMMON STOCK	1,533,129
507 00	PERRIGO CO PLC	COMMON STOCK	19,798
9,756 00	PFIZER INC	COMMON STOCK	425,849
19,364 00	PHILIP MORRIS INTERNATIONAL	COMMON STOCK	1,292,741
1,727 00	PNC FINANCIAL SERVICES GROUP	COMMON STOCK	201,904
4,304 00	POST HOLDINGS INC	COMMON STOCK	383,616
1,831 00	PRINCIPAL FINANCIAL GROUP	COMMON STOCK	80,875
2,008 00	PROCTER + GAMBLE CO/THE	COMMON STOCK	184,575
655 00	PUBLIC STORAGE	REIT	132,579
5,909 00	QORVO INC	COMMON STOCK	358,854
5,000 00	QTS REALTY TRUST INC CL A	REIT	185,250
2,470 00	QUEST DIAGNOSTICS INC	COMMON STOCK	205,677
2,720 00	RAYMOND JAMES FINANCIAL INC	COMMON STOCK	202,395
4,470 00	REALPAGE INC	COMMON STOCK	215,409
3,750 00	ROPER TECHNOLOGIES INC	COMMON STOCK	999,450
2,322 00	S+P GLOBAL INC	COMMON STOCK	394,601
1,470 00	SAREPTA THERAPEUTICS INC	COMMON STOCK	160,421
10,331 00	SERVICEMASTER GLOBAL HOLDING	COMMON STOCK	379,447
3,450 00	SHERWIN WILLIAMS CO/THE	COMMON STOCK	1,357,437
2,580 00	SIX FLAGS ENTERTAINMENT CORP	COMMON STOCK	143,525
5,900 00	SMITH + NEPHEW PLC SPON ADR	COMMON STOCK	220,542
6,000 00	SNAP ON INC	COMMON STOCK	871,740
12,970,580 00	SOMERSET GLOBAL EMG MKTS	COMMINGLED FUND	14,219,949
1,946 00	SONOCO PRODUCTS CO	COMMON STOCK	103,391
690 00	SPDR S+P 500 ETF TRUST	ETF	172,445
1,820 00	SPLUNK INC	COMMON STOCK	190,827
14,695 00	SPX FLOW INC	COMMON STOCK	447,022
2,010 00	STERIS LTD	COMMON STOCK	214,769
7,237 00	SUMMIT MATERIALS INC CL A	COMMON STOCK	89,739
1,730 00	SUN COMMUNITIES INC	REIT	175,958
3,666 00	SUNCOR ENERGY INC	COMMON STOCK	102,538
2,128 00	SWATCH GROUP AG/THE BR	COMMON STOCK	618,886
998 00	T ROWE PRICE GROUP INC	COMMON STOCK	92,135
1,035 00	TELEDYNE TECHNOLOGIES INC	COMMON STOCK	214,317
8,729 00	TEXAS INSTRUMENTS INC	COMMON STOCK	824,891
47,109 00	TEXTAINER GROUP HOLDINGS LTD	COMMON STOCK	469,206
2,665 00	THERMO FISHER SCIENTIFIC INC	COMMON STOCK	596,400
22,779 00	THERMON GROUP HOLDINGS INC	COMMON STOCK	461,958
1,590 00	TJX COMPANIES INC	COMMON STOCK	71,137
3,735 00	TOTAL SYSTEM SERVICES INC	COMMON STOCK	303,618
594 00	TRANSDIGM GROUP INC	COMMON STOCK	201,996
1,900 00	TRANSUNION	COMMON STOCK	107,920
1,550 00	TWILIO INC A	COMMON STOCK	138,415
6,704 00	TYSON FOODS INC CL A	COMMON STOCK	357,994
22,230 00	UNILEVER N V NY SHARES	COMMON STOCK	1,195,974
2,580 00	UNION PACIFIC CORP	COMMON STOCK	356,633
4,632 00	UNITEDHEALTH GROUP INC	COMMON STOCK	1,153,924
22,742 00	UNIVAR INC	COMMON STOCK	403,443
3,894 00	US BANCORP	COMMON STOCK	177,956
1,015 00	VAIL RESORTS INC	COMMON STOCK	213,982
1,740 00	VALERO ENERGY CORP	COMMON STOCK	130,448
298,891 56	VANGUARD GROWTH INDEX FUND	COMMINGLED FUND	20,650,418
22,144 00	VAREX IMAGING CORP	COMMON STOCK	524,370
12,487 00	VERSUM MATERIALS INC	COMMON STOCK	346,140
4,877 00	VISTEON CORP	COMMON STOCK	293,986
2,415 00	WALMART INC	COMMON STOCK	224,957

Shares / Par Value	Security Name	Security Description	Fair Market Value
8,590 00	WALT DISNEY CO/THE	COMMON STOCK	941,894
1,950 00	WASTE MANAGEMENT INC	COMMON STOCK	173,531
2,058 00	WEC ENERGY GROUP INC	COMMON STOCK	142,537
25,303 00	WELLS FARGO + CO	COMMON STOCK	1,165,962
51,840 00	WESCO AIRCRAFT HOLDINGS INC	COMMON STOCK	409,536
12,466 00	WESTERN DIGITAL CORP	COMMON STOCK	460,868
11,040 00	WPX ENERGY INC	COMMON STOCK	125,304
8,766 00	WR GRACE + CO	COMMON STOCK	569,001
19,139 00	WYNDHAM DESTINATIONS INC	COMMON STOCK	685,942
8,233 00	WYNDHAM HOTELS + RESORTS INC	COMMON STOCK	373,531
2,096 00	XCEL ENERGY INC	COMMON STOCK	103,270
6,880 00	ZAYO GROUP HOLDINGS INC	COMMON STOCK	157,139
85,621 00	ZYNGA INC CL A	COMMON STOCK	336,491
	Total Corporate Stock		\$ 221,741,937

Form 990-PF

Corporate Bonds

Statement 11

Description	Book Value	Fair Market Value
SEE ATTACHMENT 11A	35,939,751.	35,939,751.
Total to Form 990-PF, Part II, line 10c	35,939,751.	35,939,751.

Shares / Par Value	Security Name	Security Description	Fair Market Value
53,000 00	ABBVIE INC	4 875% 14 Nov 2048	49,449
23,000 00	ALLERGAN FUNDING SCS	4 55% 15 Mar 2035	21,818
95,000 00	ALLY AUTO RECEIVABLES TRUST	1 75% 15 Dec 2021	94,070
125,000 00	ALLY MASTER OWNER TRUST	2 7% 17 Jan 2023	124,069
48,000 00	AMAZON COM INC	3 15% 22 Aug 2027	46,343
110,000 00	AMERICA MOVIL SAB DE CV	5% 30 Mar 2020	111,910
130,000 00	AMERICAN EXPRESS CREDIT ACCOUN	2.35% 15 May 2025	127,761
35,000 00	AMERICAN INTL GROUP	3 75% 10 Jul 2025	33,511
90,000 00	AMERICREDIT AUTOMOBILE RECEIVA	3 11% 18 Jan 2022	90,066
34,000 00	AMGEN INC	4 4% 01 May 2045	31,796
51,000 00	ANHEUSER BUSCH INBEV FIN	4 9% 01 Feb 2046	47,297
87,000 00	ANHEUSER BUSCH INBEV WOR	4% 13 Apr 2028	83,218
15,000 00	APPLE INC	4 65% 23 Feb 2046	15,878
82,000 00	AT+T INC	5 25% 01 Mar 2037	80,543
48,000 00	AT+T INC	5 45% 01 Mar 2047	46,882
90,000 00	BANK OF AMERICA CORP	1% 20 Jan 2028	87,309
24,000 00	BECTON DICKINSON AND CO	3 7% 06 Jun 2027	22,700
40,000 00	BECTON DICKINSON AND CO	4 685% 15 Dec 2044	37,438
48,000 00	BRIGHTHOUSE FINANCIAL IN	4 7% 22 Jun 2047	35,743
144,000.00	BROADCOM CRP / CAYMN FI	3 875% 15 Jan 2027	129,184
30,000 00	CABELA S MASTER CREDIT CARD TR	2 25% 17 Jul 2023	29,640
20,000 00	CANADIAN NATL RESOURCES	6 75% 01 Feb 2039	23,381
51,000 00	CAPITAL ONE FINANCIAL CO	3 8% 31 Jan 2028	47,132
81,000 00	CAPITAL ONE FINANCIAL CO	3 2% 05 Feb 2025	75,617
75,000 00	CAPITAL ONE MULTI ASSET EXECUT	2 08% 15 Mar 2023	74,099
75,000 00	CAPITAL ONE MULTI ASSET EXECUT	2 43% 15 Jan 2025	74,183
355,000 00	CAPITAL ONE MULTI ASSET EXECUT	2 29% 15 Jul 2025	346,782
45,000 00	CARDINAL HEALTH INC	3 41% 15 Jun 2027	40,767
47,000 00	CARDINAL HEALTH INC	4 368% 15 Jun 2047	40,024
27,045 41	CARMAX AUTO OWNER TRUST	1 4% 15 Aug 2021	26,731
59,678 70	CARMAX AUTO OWNER TRUST	1 98% 15 Nov 2021	59,201
37,000 00	CELGENE CORP	4 55% 20 Feb 2048	32,064
16,000 00	CHARTER COMM OPT LLC/CAP	6 484% 23 Oct 2045	16,447
50,000 00	CHEVRON CORP	2 355% 05 Dec 2022	48,420
350,000 00	CITIBANK CREDIT CARD ISSUANCE	1 86% 08 Aug 2022	344,296
130,000 00	CITIGROUP COMMERCIAL MORTGAGE	2 505% 15 Nov 2049	128,281
50,000 00	CITIGROUP INC	3 75% 16 Jun 2024	49,650
73,000 00	CITIGROUP INC	1% 27 Oct 2028	68,079
30,000 00	CITIGROUP INC	3 5% 15 May 2023	29,453
27,000 00	CLEVELAND ELECTRIC ILLUM	5 95% 15 Dec 2036	30,268
28,000 00	CMS ENERGY CORP	3 875% 01 Mar 2024	28,089
15,000 00	CMS ENERGY CORP	3 45% 15 Aug 2027	14,433
15,000 00	CMS ENERGY CORP	3 6% 15 Nov 2025	14,746
120,000 00	CNA FINANCIAL CORP	3 45% 15 Aug 2027	111,648
4,342 75	CNH EQUIPMENT TRUST	1 44% 15 Dec 2021	4,292
8,655 82	CNH EQUIPMENT TRUST	1 64% 15 Jul 2020	8,647
44,000 00	COMCAST CORP	4% 15 Aug 2047	39,600
100,000 00	COMCAST CORP	3 95% 15 Oct 2025	101,184
150,000 00	COMM MORTGAGE TRUST	1% 10 Jul 2045	156,364
40,000 00	COMMONWEALTH EDISON CO	4 35% 15 Nov 2045	40,181
35,000 00	CONAGRA BRANDS INC	5 3% 01 Nov 2038	33,073
20,000 00	CONSOLIDATED EDISON INC	2% 15 May 2021	19,403
13,000 00	CSX CORP	4 75% 30 May 2042	12,952
24,000 00	CSX CORP	4 25% 01 Nov 2066	20,749
59,000 00	CVS HEALTH CORP	5 05% 25 Mar 2048	57,384
85,000 00	DISCOVER CARD EXECUTION NOTE T	2 39% 15 Jul 2024	83,695

Shares / Par Value	Security Name	Security Description	Fair Market Value
130,000 00	DISCOVER CARD EXECUTION NOTE T	1 88% 15 Feb 2023	127,896
40,000 00	DISCOVER FINANCIAL SVS	5 2% 27 Apr 2022	41,497
30,000 00	DISCOVERY COMMUNICATIONS	3 95% 20 Mar 2028	27,817
4,000 00	DISCOVERY COMMUNICATIONS	5% 20 Sep 2037	3,710
41,000 00	DOMINION ENERGY INC	3 9% 01 Oct 2025	40,848
98,000 00	DTE ENERGY CO	2 85% 01 Oct 2026	89,802
55,000 00	DUKE ENERGY CORP	3 75% 01 Sep 2046	47,550
10,000 00	DUKE ENERGY PROGRESS LLC	4 2% 15 Aug 2045	9,923
61,000 00	EMERA US FINANCE LP	4 75% 15 Jun 2046	58,652
88,000 00	ENBRIDGE INC	1% 15 Jul 2077	74,510
55,000 00	ENTERPRISE PRODUCTS OPER	1% 16 Aug 2077	45,772
45,000 00	ERP OPERATING LP	3 5% 01 Mar 2028	43,751
84,000 00	EXPRESS SCRIPTS HOLDING	4 8% 15 Jul 2046	80,528
16,000 00	FEDEX CORP	4 05% 15 Feb 2048	13,402
20,000 00	FEDEX CORP	4 75% 15 Nov 2045	18,857
50,000 00	FIRST MARYLAND CAP I	1% 15 Jan 2027	45,250
105,000 00	FIRST MARYLAND CAPTL II	1% 01 Feb 2027	92,400
3,631 98	FORD CREDIT AUTO OWNER TRUST	1 22% 15 Mar 2021	3,598
175,000 00	FORD CREDIT FLOORPLAN MASTER O	2 48% 15 Sep 2024	171,575
38,000 00	FORD MOTOR COMPANY	5 291% 08 Dec 2046	31,197
142,000 00	GE CAPITAL INTL FUNDING	4 418% 15 Nov 2035	118,935
151,000 00	GENERAL ELECTRIC CO	1% 29 Dec 2049	115,515
14,000 00	GM FINANCIAL AUTOMOBILE LEASIN	2 01% 20 Nov 2020	13,902
65,000 00	GM FINANCIAL AUTOMOBILE LEASIN	3.18% 21 Jun 2021	65,093
35,000 00	GM FINANCIAL SECURITIZED TERM	2 32% 18 Jul 2022	34,639
102,000 00	GOLDMAN SACHS GROUP INC	1% 23 Apr 2029	95,230
80,000 00	GS MORTGAGE SECURITIES TRUST	1% 10 Jul 2046	82,974
6,585 48	HONDA AUTO RECEIVABLES OWNER T	1 21% 18 Dec 2020	6,526
70,000 00	HUNTINGTON BANCSHARES	7% 15 Dec 2020	74,736
18,000 00	JERSEY CENTRAL PWR + LT	6 15% 01 Jun 2037	20,986
7,626 23	JOHN DEERE OWNER TRUST	1 25% 15 Jun 2020	7,592
36,000 00	JOHN DEERE OWNER TRUST	1 82% 15 Oct 2021	35,593
27,000 00	JOHNSON + JOHNSON	2 05% 01 Mar 2023	26,085
46,471 98	JP MORGAN CHASE COMMERCIAL MOR	3 507% 15 May 2045	46,691
25,073 21	JP MORGAN CHASE COMMERCIAL MOR	2 829% 15 Oct 2045	24,635
80,000 00	JP MORGAN CHASE COMMERCIAL MOR	2 84% 15 Dec 2047	78,608
145,000 00	JPMBB COMMERCIAL MORTGAGE SECU	1% 15 Aug 2046	149,490
75,000 00	JPMBB COMMERCIAL MORTGAGE SECU	3 494% 15 Jan 2048	75,070
139,000 00	JPMORGAN CHASE + CO	1% 29 Dec 2049	137,089
123,000 00	JPMORGAN CHASE + CO	1% 29 Dec 2049	121,463
22,000 00	JPMORGAN CHASE + CO	1% 01 Feb 2028	21,356
31,000 00	KINDER MORGAN ENER PART	5% 01 Mar 2043	28,130
29,000 00	KINDER MORGAN ENER PART	5 5% 01 Mar 2044	27,947
46,000 00	KINDER MORGAN ENER PART	6 55% 15 Sep 2040	49,652
9,000 00	KINDER MORGAN INC/DELAWA	5 05% 15 Feb 2046	8,218
16,000 00	KINDER MORGAN INC/DELAWA	8 05% 15 Oct 2030	18,742
78,000 00	KRAFT HEINZ FOODS CO	4 375% 01 Jun 2046	64,259
26,000 00	KROGER CO	4 65% 15 Jan 2048	23,854
86,000 00	KROGER CO	3 875% 15 Oct 2046	69,952
37,000 00	L3 TECHNOLOGIES INC	4 4% 15 Jun 2028	36,992
55,000 00	LLOYDS BANKING GROUP PLC	3 75% 11 Jan 2027	50,529
34,000 00	LOCKHEED MARTIN CORP	3 8% 01 Mar 2045	30,979
35,000 00	LOEWS CORP	3 75% 01 Apr 2026	34,687
42,000 00	LYB INTL FINANCE BV	5 25% 15 Jul 2043	40,040
40,000 00	M+T BANK CORPORATION	1% 29 Dec 2049	37,900
35,000 00	MERCEDES BENZ AUTO LEASE TRUST	2 41% 16 Feb 2021	34,841

Shares / Par Value	Security Name	Security Description	Fair Market Value
25,000 00	MISSISSIPPI POWER CO	3 95% 30 Mar 2028	24,672
56,000 00	MOLSON COORS BREWING CO	4 2% 15 Jul 2046	46,525
136,000 00	MORGAN STANLEY	1% 24 Apr 2024	134,841
150,000 00	MORGAN STANLEY BAML TRUST	1% 15 Oct 2046	155,801
155,000 00	MORGAN STANLEY BAML TRUST	2 988% 15 Feb 2048	150,965
80,000 00	MORGAN STANLEY CAPITAL I TRUST	3 244% 15 Mar 2045	79,820
40,000 00	MPLX LP	4 7% 15 Apr 2048	34,740
25,000 00	NISOURCE INC	3 85% 15 Feb 2023	25,077
13,000 00	NISOURCE INC	4 8% 15 Feb 2044	12,586
61,000 00	NISOURCE INC	3 49% 15 May 2027	58,209
15,000 00	NISOURCE INC	4 375% 15 May 2047	13,954
105,000 00	NISSAN AUTO LEASE TRUST	2 05% 15 Sep 2020	104,228
125,000 00	NISSAN AUTO RECEIVABLES OWNER	1 75% 15 Oct 2021	123,548
4,000 00	NOBLE ENERGY INC	5 25% 15 Nov 2043	3,551
17,000 00	NOBLE ENERGY INC	5 05% 15 Nov 2044	14,643
187,000 00	NORTHROP GRUMMAN CORP	2 93% 15 Jan 2025	177,442
11,000 00	NORTHROP GRUMMAN CORP	4 03% 15 Oct 2047	10,005
36,000 00	ORACLE CORP	4% 15 Nov 2047	33,541
5,000 00	PACIFIC GAS + ELECTRIC	4 75% 15 Feb 2044	4,105
95,000 00	PACIFIC GAS + ELECTRIC	3 3% 15 Mar 2027	78,205
32,000 00	PACIFIC GAS + ELECTRIC	4% 01 Dec 2046	24,134
192,000 00	PETROLEOS MEXICANOS	6 75% 21 Sep 2047	158,763
44,000 00	PLAINS ALL AMER PIPELINE	4 9% 15 Feb 2045	37,601
35,000 00	PLAINS ALL AMER PIPELINE	4 7% 15 Jun 2044	30,032
6,000 00	PRES + FELLOWS OF HARVAR	3 15% 15 Jul 2046	5,352
65,000 00	REGIONS FINANCIAL CORP	3 2% 08 Feb 2021	64,584
60,000 00	ROYAL BK SCOTLND GRP PLC	1% 15 May 2023	58,203
20,000 00	SANTANDER DRIVE AUTO RECEIVABL	3 19% 15 Mar 2022	19,938
36,000 00	SEMPRA ENERGY	4% 01 Feb 2048	30,900
41,000 00	SEMPRA ENERGY	4 05% 01 Dec 2023	41,302
99,550 48	SMALL BUSINESS ADMINISTRATION	2 18% 01 Oct 2032	96,981
12,917 16	SMALL BUSINESS ADMINISTRATION	1 93% 01 Dec 2032	12,388
15,656 18	SMALL BUSINESS ADMINISTRATION	2 07% 01 May 2033	15,237
90,102 79	SMALL BUSINESS ADMINISTRATION	2 57% 01 Nov 2036	87,268
59,149 87	SMALL BUSINESS ADMINISTRATION	2 81% 01 Dec 2036	57,778
110,424 32	SMALL BUSINESS ADMINISTRATION	2 8% 01 Jan 2037	108,005
37,153 39	SMALL BUSINESS ADMINISTRATION	2 82% 01 Feb 2037	36,341
61,032 26	SMALL BUSINESS ADMINISTRATION	2 79% 01 Nov 2037	59,486
97,174 03	SMALL BUSINESS ADMINISTRATION	3 6% 01 Jun 2038	99,164
50,598 02	SMALL BUSINESS ADMINISTRATION	2 84% 01 Apr 2037	48,919
37,248 33	SMALL BUSINESS ADMINISTRATION	2 81% 01 Jun 2037	36,362
20,000 00	SOUTHERN CAL EDISON	3 875% 01 Jun 2021	20,173
61,000 00	SOUTHERN CO	3 25% 01 Jul 2026	57,142
45,000 00	SOUTHERN CO	4 4% 01 Jul 2046	41,376
117,000 00	STATE STREET CORP	1% 01 Jun 2077	91,845
125,000 00	SYNCHRONY CREDIT CARD MASTER N	2 62% 15 Oct 2025	123,356
30,000 00	TOYOTA AUTO RECEIVABLES OWNER	1 76% 15 Jul 2021	29,723
200,000 00	UBS COMMERCIAL MORTGAGE TRUST	3 418% 15 Dec 2050	195,921
22,000 00	UNITED TECHNOLOGIES CORP	3 95% 16 Aug 2025	21,830
43,000 00	UNITEDHEALTH GROUP INC	3 85% 15 Jun 2028	43,469
37,000 00	US BANCORP	3 15% 27 Apr 2027	35,445
30,000 00	USAA AUTO OWNER TRUST	1 7% 17 May 2021	29,778
55,000 00	VERIZON COMMUNICATIONS	4 5% 10 Aug 2033	54,290
49,000 00	VERIZON OWNER TRUST	3 23% 20 Apr 2023	49,300
54,000 00	VOYA FINANCIAL INC	3 65% 15 Jun 2026	51,048
44,000 00	VOYA FINANCIAL INC	4 8% 15 Jun 2046	41,910

Shares / Par Value	Security Name	Security Description	Fair Market Value
5,000 00	WEC ENERGY GROUP INC	3 55% 15 Jun 2025	4,949
180,000 00	WELLS FARGO + COMPANY	3% 23 Oct 2026	166,630
17,000 00	WESTERN MIDSTREAM OPERAT	5 5% 15 Aug 2048	15,134
69,606 11	WF RBS COMMERCIAL MORTGAGE TRU	2 87% 15 Nov 2045	69,049
108,000 00	WILLIAMS COMPANIES INC	3 75% 15 Jun 2027	102,339
35,000 00	WILLIAMS COMPANIES INC	5 1% 15 Sep 2045	32,337
4,000 00	WORLD FINANCIAL NETWORK CREDIT	2 55% 17 Jun 2024	3,965
125,000 00	WORLD FINANCIAL NETWORK CREDIT	1 98% 15 Jun 2023	124,153
50,000 00	WORLD OMNI AUTO RECEIVABLES TR	1 93% 15 Sep 2022	49,505
106,000 00	WORLD OMNI AUTO RECEIVABLES TR	2 5% 17 Apr 2023	105,239
17,131 19	WORLD OMNI AUTOMOBILE LEASE SE	1 45% 15 Aug 2019	17,113
65,000.00	XCEL ENERGY INC	4% 15 Jun 2028	65,744
	Total Corporate Bonds		10,683,364
1,823,895 57	IR+M CORE BOND FUND II	BOND MUTUAL FUND	25,256,387
	Total Corporate Bonds		\$ 35,939,751

Form 990-PF	Other Investments		Statement 12
Description	Valuation Method	Book Value	Fair Market Value
SEE ATTACHMENT 12A	COST	116,422,098.	116,422,098.
Total to Form 990-PF, Part II, line 13		116,422,098.	116,422,098.

Shares / Par Value	Security Name	Security Description	Fair Market Value
0 19	AYER CAPITAL PARTNERS FUND, LT	HEDGE FUND	6,058
10,000 00	BIENVILLE GL OPP	HEDGE FUND	8,048,701
36 24	CENTERBRIDGE 1178	HEDGE FUND	36,103
603 12	CENTERBRIDGE 1178 C 2012 03	HEDGE FUND	649,776
1,337 48	CENTERBRIDGE 1178 D 2012 03	HEDGE FUND	1,457,519
1 92	CENTERBRIDGE 1178 S 11	HEDGE FUND	2,420
0 38	CENTERBRIDGE 1178 S 13	HEDGE FUND	1,482
13 19	CENTERBRIDGE 1178 S 14	HEDGE FUND	21,591
78 78	CENTERBRIDGE 1178 S 15	HEDGE FUND	109,166
1 92	CENTERBRIDGE 1178 S 16	HEDGE FUND	2,538
22 17	CENTERBRIDGE 1178 S 17	HEDGE FUND	9,170
1 32	CENTERBRIDGE 1178 S 18	HEDGE FUND	1,739
0 11	CENTERBRIDGE 1178 S 19	HEDGE FUND	2,291
27 30	CENTERBRIDGE 1178 S 21	HEDGE FUND	59,837
42 69	CENTERBRIDGE 1178 S 22	HEDGE FUND	27,602
11 15	CENTERBRIDGE 1178 S 23	HEDGE FUND	7,908
6 67	CENTERBRIDGE 1178 S 24	HEDGE FUND	9,397
7 87	CENTERBRIDGE 1178 S 26	HEDGE FUND	6,636
25 48	CENTERBRIDGE 1178 S 27	HEDGE FUND	38,687
38 59	CENTERBRIDGE 1178 S 28	HEDGE FUND	60,126
26 92	CENTERBRIDGE 1178 S 29	HEDGE FUND	30,141
6 66	CENTERBRIDGE 1178 S 30	HEDGE FUND	8,132
36 27	CENTERBRIDGE 1178 S 31	HEDGE FUND	52,667
3 06	CENTERBRIDGE 1178 S 32	HEDGE FUND	3,717
6 44	CENTERBRIDGE 1178 S 34	HEDGE FUND	5,341
4 54	CENTERBRIDGE 1178 S 35	HEDGE FUND	5,157
19 65	CENTERBRIDGE 1178 S 36	HEDGE FUND	20,031
13 43	CENTERBRIDGE 1178 S 38	HEDGE FUND	13,644
999 91	CENTERBRIDGE 1178 S 39	HEDGE FUND	452
85 34	CENTERBRIDGE 1178 S 25	HEDGE FUND	78,393
75,072 81	CHATHAM ASSET HIGH YIELD	HEDGE FUND	7,426,477
7,400,000 00	DAVIDSON KEMPNER INTERNATIONAL	HEDGE FUND	10,563,657
7,008 04	ELLIOTT INTERNATIONAL LIMITED	HEDGE FUND	9,661,464
11 61	FIR TREE INTL VALUE FD II	HEDGE FUND	122,149
45 49	FIR TREE INTL VALUE FUND II	HEDGE FUND	478,398
8,105 75	HBK MULTI STRATEGY OFF FD LTD	HEDGE FUND	9,514,611
621 09	HERMITAGE GLOBAL JUN08 SERIES	HEDGE FUND	4,510
748 53	HIGHFIELDS CAPITAL LTD	HEDGE FUND	2,319,417
36,874 32	HIGHLINE CAPITAL INTERNATIONAL	HEDGE FUND	6,259,681
16 51	Mason Capital	HEDGE FUND	36,162
21,225 51	WM Eureka	HEDGE FUND	6,920,127
113 31	PENTA ASIA LONG SHORT FUND	HEDGE FUND	13,252
7,000 00	SIO PARTNERS OFFSHORE LTD	HEDGE FUND	9,357,421
28 40	SMC RESERVE FUND II	HEDGE FUND	15,926
4,384 32	VALINOR CAP CL1B JULY2013	HEDGE FUND	5,088,566
1,800 00	VALINOR CAP PART OFF 1B JAN 20	HEDGE FUND	1,790,865
4,589 07	WHITE ELM CAP CL B 04 2014	HEDGE FUND	5,142,830
	Total Hedge Funds		85,491,936
2,402,281 03	APOLLO NATURAL RESOURCES II LP	PRIVATE EQUITY	2,526,488
1,497,638 88	AQUILINE FINANCIAL SERVICES FD	PRIVATE EQUITY	2,507,364
7,444,686 00	AQUILINE FS FUND II	PRIVATE EQUITY	8,728,962
1,306,272 00	CENTERBRIDGE SPEC CR III	PRIVATE EQUITY	1,529,017
13,281 89	DSF CAPITAL PARTNERS IV LP	PRIVATE EQUITY	32,718
2,547,038 83	ENERGY CAPITAL INVESTORS FUND	PRIVATE EQUITY	254,710
142,684 55	ENERGY CAPITAL PARTNERS II B	PRIVATE EQUITY	1,640,383

Shares / Par Value	Security Name	Security Description	Fair Market Value
111,516 41	EQUITY RESOURCE FUND 2013, LP	PRIVATE EQUITY	1,751,769
4,450,000 00	EQUITY RESOURCE FUND 2017	PRIVATE EQUITY	4,786,766
925,000 00	EQUITY RESOURCE PARTNERS 2018	PRIVATE EQUITY	909,398
171,389 25	HIGHBROOK INCOME PROPERTY FUN	PRIVATE EQUITY	1,090,681
3,058,457 01	HIGHLAND CONSUMER FUND I B	PRIVATE EQUITY	1,261,585
67,647 79	Total Natural Gas Partners IX	PRIVATE EQUITY	144,293
134,656 00	PEAK ROCK CAP CREDIT FD IIA	PRIVATE EQUITY	121,015
684,555 00	PEAK ROCK CAPITAL FUND II LP	PRIVATE EQUITY	816,013
	Total Private Equity Funds		28,101,162
	NATURAL GAS PROPERTIES, WEST VIRGINIA	NATURAL RESOURCE PROPERTY	1,329,000
	TIMBER PROPERTIES, WEST VIRGINIA	NATURAL RESOURCE PROPERTY	1,500,000
	Total Natural Resource Properties		2,829,000
	Total Other Investments		\$ 116,422,098

Form 990-PF	Other Assets		Statement 13
Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
ARTWORK	8,500.	8,500.	8,500.
OTHER ASSETS	26,286.	23,602.	23,602.
To Form 990-PF, Part II, line 15	34,786.	32,102.	32,102.

Form 990-PF

Schedule of Controlled Entities
Part VII-A, Line 11

Statement 14

Name of Controlled Entity

Employer ID No

JRY Natural Resources LLC

04-2768239

Address

Excess Business Holding [] Yes [X] No

990 Washington St - Suite 315
Dedham, MA 02026

YAWKEY FOUNDATION II
Form 990-PF
Part VII-B, Line 1a (3) and Line 1a (4)

04-2768239
Statement 14A

Effective October 1, 1992, the Foundation entered into an agreement with Boston Trust Management Corporation (BTMC) to provide management services to the Foundation. The Jean R. Yawkey Trust (The Trust) authorized BTMC to be established, by two individuals who are trustees of the Foundation, to provide management services for the benefit of the Foundation and other organizations. BTMC is located at 990 Washington Street, Suite 315, Dedham, MA 02026. During the year ended December 31, 2018, the Foundation incurred \$2,978,785 in expenditures under this agreement and these expenditures were periodically monitored by the Foundation's Audit and Finance Committee and approved by the Foundation's Board of Trustees.

Statement 14A

Form 990-PF

Expenditure Responsibility Statement
Part VII-B, Line 5c

Statement 15

Grantee's Name

American Legion Baseball

Grantee's Address546-2 State House
Boston, MA 02133

<u>Grant Amount</u>	<u>Date of Grant</u>	<u>Amount Expended</u>
10,000.	03/05/18	10,000.

Purpose of Grant

To support youth baseball league operations including equipment, lighting, and umpires.

Dates of Reports by Grantee

October 9, 2018

Results of Verification

The organization used the funds from its 2018 grant to run its baseball league. Specifically, funds were used to purchase baseball equipment, pay for lighting, and to hire umpires.

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

04-2768239
Statement 15A

<u>NAME AND ADDRESS</u>	<u>TITLE & AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLAN</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
JOHN L HARRINGTON 990 WASHINGTON STREET - STE 315 DEDHAM, MA 02026	BOARD CHAIR / TRUSTEE 1 - 6 HRS	\$ 46,750	* NONE	NONE
JAMES P HEALEY 990 WASHINGTON STREET - STE 315 DEDHAM, MA 02026	PRESIDENT / TREASURER / TRUSTEE 30 - 40 HRS	* NONE	* NONE	* NONE
MAUREEN H BLEDAY 990 WASHINGTON STREET - STE 315 DEDHAM, MA 02026	SECRETARY / TRUSTEE 30 - 40 HRS	* NONE	* NONE	* NONE
GEORGE R NEBLE 990 WASHINGTON STREET - STE 315 DEDHAM, MA 02026	TRUSTEE 1 - 5 HRS	\$ 33,500	NONE	NONE
JUSTIN P MORREALE 990 WASHINGTON STREET - STE 315 DEDHAM, MA 02026	TRUSTEE 1 - 5 HRS	\$ 32,750	NONE	NONE
JUDITH WALDEN SCARAFILE 990 WASHINGTON STREET - STE 315 DEDHAM, MA 02026	TRUSTEE 1 - 5 HRS	\$ 29,500	NONE	NONE
REV DR RAY HAMMOND 990 WASHINGTON STREET - STE 315 DEDHAM, MA 02026	TRUSTEE 1 - 5 HRS	\$ 28,500	NONE	NONE
CHARLES CLOUGH, JR 990 WASHINGTON STREET - STE 315 DEDHAM, MA 02026	TRUSTEE 1 - 5 HRS	\$ 26,000	NONE	NONE
DEBRA MCNULTY 990 WASHINGTON STREET - STE 315 DEDHAM, MA 02026	TRUSTEE 1 - 4 HRS	\$ 26,000	NONE	NONE
WILLIAM B GUTFARB 990 WASHINGTON STREET - STE 315 DEDHAM, MA 02026	TRUSTEE 1 - 4 HRS	\$ 25,250	* NONE	NONE
VANESSA CALDERÓN-ROSADO 990 WASHINGTON STREET - STE 315 DEDHAM, MA 02026	TRUSTEE 1 - 4 HRS	\$ 24,500	NONE	NONE
MYECHIA MINTER-JORDAN 990 WASHINGTON STREET - STE 315 DEDHAM, MA 02026	TRUSTEE 1 - 4 HRS	\$ 23,500	NONE	NONE
GRAND TOTALS		<u>\$ 296,250</u>		

* INDIVIDUALS IDENTIFIED ABOVE ARE PAID FOR SERVICES THROUGH A MANAGEMENT CONTRACT WITH BTMC - SEE PART VIII, SECTION 3 FOR BTMC INFORMATION

Form 990-PF	Grant Application Submission Information	Statement 16
	Part XV, Lines 2a through 2d	

Name and Address of Person to Whom Applications Should be Submitted

NANCY KEILTY BRODNICKI
990 WASHINGTON STREET, SUITE 315
DEDHAM, MA 02026

<u>Telephone Number</u>	<u>Name of Grant Program</u>
781-329-7470	YAWKEY FOUNDATION II GRANT PROGRAM

Form and Content of Applications

THE FOUNDATION ENCOURAGES APPLICANTS TO REVIEW THE FOUNDATION'S GRANT GUIDELINES ON OUR WEBSITE (WWW.YAWKEYFOUNDATIONS.ORG) PRIOR TO APPLYING FOR A FOUNDATION GRANT.

Any Submission Deadlines

SEE PART XV, LINE 2B ABOVE

Restrictions and Limitations on Awards

SEE PART XV, LINE 2B ABOVE

Form 990-PF

Other Revenue

Statement 17

Description	Bus Code	Unrelated Business Inc	Excl Code	Excluded Amount	Related or Exempt Func- tion Income
Natural Resource Income			15	243,000.	0.
Private Eq. Distrib Inc			01	14,598.	0.
Security Litigation Income			01	23,316.	0.
Bankruptcy Claims			01	1,434.	0.
Foreign Currency Credit			01	1,474.	0.
Other Miscellaneous Income			01	339.	0.
Total to Form 990-PF, Pg 12, ln 11				284,161.	

990-PF	Involvement With Noncharitable Organizations Part XVII, Line 1, Column (d)	Statement 18
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Name of Noncharitable Exempt Organization

AMERICAN LEGION BASEBALL

Description of Transfers, Transactions, and Sharing Arrangements

SEE STATEMENT 15

Recipient	Recipient Address	Relationship to Substantial Contributor	Purpose of Grant / Contribution	Foundation Status of Recipient	Tax Status	Amount
A Sporting Chance, Inc (Boston Baseball Camps)	9 Park Circle Hingham, MA 02043	None	Summer baseball camp for underserved children from the City of Boston	PC	170(b)(1)(A)(vi)	\$ 30,000
All Dorchester Sports & Leadership, Inc	1565 Dorchester Avenue Dorchester, MA 02122	None	Baseball and softball programs for underserved children	PC	170(b)(1)(A)(vi)	25,000
American Jewish Committee	One Liberty Square, Suite 300 Boston, MA 02109	None	Support for programs to recognize, address, and prevent hate and discrimination	PC	170(b)(1)(A)(vi)	10,000
American Legion Dept of Massachusetts, Inc	Room 546-2 State House Boston, MA 02133	None	Support for youth baseball programs	NC	501(c)(19)	10,000
American Red Cross of Massachusetts	101 Station Landing, Suite 510 Medford, MA 02155	None	Disaster relief support including emergency housing, food and clothing across Cape Cod	PC	170(b)(1)(A)(vi)	25,000
Associated Grant Makers, Inc	133 Federal Street, Suite 802 Boston, MA 02110	None	Regional grantmakers organization	PC	170(b)(1)(A)(vi)	21,500
Associated Grant Makers, Inc /The Summer Fund	133 Federal Street, Suite 802 Boston, MA 02110	None	Support for funding collaborative that provides summer camps and programs to more than 20,000 underserved youth throughout the Greater Boston area	PC	170(b)(1)(A)(vi)	150,000
Ballet Theatre of Boston, Inc	400 Harvard Street Cambridge, MA 02138	None	Ballet school and arts outreach programs for underserved youth throughout Boston	PC	170(b)(1)(A)(vi)	25,000
Benjamin Franklin Institute of Technology	41 Berkeley Street Boston, MA 02116	None	Scholarship support for underserved adults completing technical education programs	PC	170(b)(1)(A)(vi)	50,000
Bentley University	175 Forest Street Waltham, MA 02452	None	Support for nonprofit internship and education program for undergraduate students enrolled in Bentley's Service Learning and Civic Engagement Center	PC	170(b)(1)(A)(ii)	200,000
Beth Israel Deaconess Medical Center, Inc	330 Brookline Ave Boston, MA 02215	None	Cranberry Hospice Fragile Footprints Program in Plymouth County providing quality of life and comfort for critically ill children and their families during the course of illness, death and bereavement	PC	170(b)(1)(A)(iii)	25,000
Bethany Health Care Center	97 Bethany Road Framingham, MA 01702	None	Expansion and construction of a dental clinic for elderly residents	PC	509(a)(2)	25,000
Blessed Stephen Bellesini O S A Academy, Inc	94 Bradford St Lawrence, MA 01840	None	Scholarship program for tuition-free school for disadvantaged students	PC	170(b)(1)(A)(ii)	25,000
Boston Foundation, Inc (The Philanthropic Initiative/Yawkey Scholars Program)	75 Arlington Street, 3rd Floor Boston, MA 02116	None	Four-year scholarship program for underserved students from Massachusetts and South Carolina	PC	170(b)(1)(A)(vi)	1,276,513
Boston Harbor Now, Inc	15 State Street, Suite 1100 Boston, MA 02109	None	Support for Harbor Discovery Camps bringing more than 600 students from across Boston to the Harbor Islands each summer	PC	170(b)(1)(A)(vi)	25,000
Boston Health Care for the Homeless Program, Inc	780 Albany Street Boston, MA 02118	None	Health care and respite for homeless individuals	PC	170(b)(1)(A)(vi)	50,000
Boston Home, Inc	2049 Dorchester Avenue Dorchester, MA 02124	None	Capital improvement project at facility offering specialized care to individuals with multiple sclerosis	PC	509(a)(2)	100,000
Boston Medical Center Corporation	One Boston Medical Center Place Boston, MA 02118	None	Program to help pediatric families navigate the health care system	PC	170(b)(1)(A)(iii)	50,000
Boston Park League, Inc	27 Donegal Way Mansfield, MA 02048	None	Support for a summer baseball league in Boston	PC	509(a)(2)	50,000
Boston Symphony Orchestra, Inc	301 Massachusetts Avenue Boston, MA 02115	None	Support for neighborhood concerts and music education programs throughout Boston	PC	170(b)(1)(A)(vi)	25,000
Bottom Line, Inc	500 Amory Street, Suite 3 Jamaica Plain, MA 02109-5003	None	Mentoring and support program for low-income and first generation high school and college students	PC	170(b)(1)(A)(vi)	25,000
Boys & Girls Club of Pawtucket	One Moeller Place Pawtucket, RI 02860	None	Rookie League and RBI baseball programs for underserved youth	PC	509(a)(2)	30,000

Recipient	Recipient Address	Relationship to Substantial Contributor	Purpose of Grant / Contribution	Foundation Status of Recipient	Tax Status	Amount
Boys & Girls Clubs of Dorchester, Inc	1135 Dorchester Avenue Dorchester, MA 02125	None	Summer camp program for underserved children	PC	170(b)(1)(A)(vi)	80,000
Boys and Girls Club of Brockton, Inc	233 Warren Avenue Brockton, MA 02301	None	After-school and summer recreation and sports programs for underserved youth	PC	170(b)(1)(A)(vi)	25,000
Boys and Girls Clubs of Boston, Inc	200 High Street, Suite 3B Boston, MA 02110	None	Support for the installation of field lights at the Yawkey Club baseball and softball field, and after-school and summer programming for underserved children and youth at the Yawkey Clubhouse in Roxbury	PC	170(b)(1)(A)(vi)	150,000
Bridge Over Troubled Waters, Inc	47 West Street Boston, MA 02111	None	Transitional day and living programs for homeless and runaway youth	PC	509(a)(2)	50,000
Camp Harbor View Foundation, Inc	200 Clarendon Street, 60th Floor Boston, MA 02116	None	Summer camp program for disadvantaged youth, and leader-in-training program that provides summer opportunities for disadvantaged young people	PC	170(b)(1)(A)(vi)	150,000
Cape Cod Baseball League, Inc	14 Elishas Pond Road Yarmouthport, MA 02675	None	Equipment for summer collegiate baseball league and support for the installation of a scoreboard at newly renovated field	PC	170(b)(1)(A)(vi)	150,000
Cape Cod Healthcare, Inc	27 Park Street Hyannis, MA 02601-8137	None	Renovation and expansion of emergency departments at Cape Cod Hospital and Falmouth Hospital	PC	509(a)(2)	500,000
Cardinal Cushing Centers, Inc	405 Washington St Hanover, MA 02339	None	Support for the construction of vocational job training facility for young adults with disabilities	PC	170(b)(1)(A)(ii)	200,000
Casa Myrna Vasquez, Inc	38 Wareham Street, 2nd Floor Boston, MA 02118	None	Community support program for domestic and dating violence survivors throughout the Boston area	PC	170(b)(1)(A)(vi)	25,000
Cathedral High School, Inc	74 Union Park Street Boston, MA 02118	None	Support for the renovation and construction of a new Applied Learning Center at school serving students in grades 7-12	PC	Group	250,000
Catholic Charitable Bureau of the Archdiocese Of Boston, Inc	275 West Broadway South Boston, MA 02127	None	Human service programs in Boston, and support for literacy program for low-income immigrants from across Greater Brockton	PC	170(b)(1)(A)(vi)	65,000
Catholic Memorial School	235 Baker Street West Roxbury, MA 02132	None	Support for the construction and renovation of a new Center for Integrated and Applied Learning at school serving students in grades 7-12	PC	Group	750,000
Catholic Schools Foundation, Inc	67 Batterymarch Street, 6th Floor Boston, MA 02110	None	Leadership training program for current and future Catholic school principals and board members	PC	509(a)(2)	100,000
Clergy Health and Retirement Trust	66 Brooks Drive Braintree, MA 02184	None	Support for renovations to retirement residence and care facility for senior citizens	PC	Group	1,000,000
Commonwealth Zoological Corporation (Zoo New England)	One Franklin Park Road Boston, MA 02121	None	Support for the Hatching and Turtle Conservation Headstarting Program in Boston Public Schools	PC	170(b)(1)(A)(vi)	25,000
Community Health Center of Cape Cod, Inc	107 Commercial Street Mashpee, MA 02649	None	Support for expansion project to add an additional location in Barnstable County to increase access to care	PC	170(b)(1)(A)(vi)	25,000
Community Servings, Inc	18 Marbury Terrace Jamaica Plain, MA 02130	None	Nutrition care to the acutely ill and their dependents and caregivers	PC	170(b)(1)(A)(iv)	25,000
Congregation Of Sisters Of St Joseph Of Boston	637 Cambridge Street Brighton, MA 02135-2801	None	Support for programs and work of the CSJ community	PC	Group	25,000
Council on Foundations Inc	2121 Crystal Drive, Suite 700 Arlington, VA 22202	None	National grantmakers organization	PC	170(b)(1)(A)(vi)	21,600
David's House, Inc	461 Mt Support Road Lebanon, NH 03766	None	Residence for families and patients receiving medical treatment at Dartmouth-Hitchcock Medical Center	PC	509(a)(2)	25,000
Dimock Community Foundation	55 Dimock Street Roxbury, MA 02119	None	Renovation of the Acute Care Treatment Facility and capacity building for the related program	PC	509(a)(2)	1,100,000

Recipient	Recipient Address	Relationship to Substantial Contributor	Purpose of Grant / Contribution	Foundation Status of Recipient	Tax Status	Amount
Esperanza Academy, Inc	198 Garden Street Lawrence, MA 01840	None	Scholarship program for tuition-free school for disadvantaged girls from Lawrence	PC	170(b)(1)(A)(ii)	25,000
Family Service, Inc	P O Box 6688 Providence, RI 02940-6688	None	Capital improvement project at group home for girls with emotional disabilities	PC	509(a)(2)	25,000
Father Bill's & MainSpring, Inc	430 Belmont Street Brockton, MA 02301	None	Food, shelter, and support programs	PC	170(b)(1)(A)(vi)	50,000
Forsyth Dental Infirmary for Children	245 First Street Cambridge, MA 02142-1200	None	Mobile dental care program for underserved children in schools and community organizations across Massachusetts	PC	509(a)(2)	25,000
Foundation to Advance Catholic Education	PO Box 2577 Fall River, MA 02722	None	Scholarship program for disadvantaged children from across Fall River, New Bedford, Taunton, and Cape Cod	PC	509(a)(2)	25,000
Franciscan Hospital for Children, Inc	30 Warren Street Brighton, MA 02135	None	Capacity building for organization providing mental health care and specialized services for children and teens with complex medical, mental health, and educational needs	PC	170(b)(1)(A)(iii)	250,000
Friends of Caritas Cubana Corporation	81 Washington Avenue Cambridge, MA 02140	None	Capacity building for organization that provides social service and humanitarian support for low income patients receiving care in the United States	PC	509(a)(2)	100,000
Georgetown Memorial Hospital	PO Box 1718 Georgetown, SC 29442	None	Support for construction of a state-of-the-art Surgical Pavilion at Tideland's Georgetown Memorial Hospital	PC	170(b)(1)(A)(iii)	1,500,000
Good Sports, Inc	1515 Hancock Street, Suite 204 Quincy, MA 02169	None	Baseball and softball equipment program for disadvantaged youth	PC	170(b)(1)(A)(vi)	25,000
Health Care Without Walls, Inc	148 Linden St Ste 208 Wellesley, MA 02482-7916	None	Health care program for homeless women and their children in shelters, safe houses, and at family transitional housing sites	PC	509(a)(2)	25,000
House of Possibilities, Inc	350 Washington Street Easton, MA 02356	None	Capacity building and support for respite programs for children and youth with significant disabilities	PC	170(b)(1)(A)(vi)	150,000
Immigrant Learning Center, Inc	442 Main Street Malden, MA 02148	None	Literacy skills program for immigrants and disadvantaged adults	PC	170(b)(1)(A)(ii)	25,000
Inquilinos Boricuas En Accion, Inc	405 Shawmut Avenue Boston, MA 02118	None	Multicultural arts programming for young people in the South End's Villa Victoria neighborhood	PC	170(b)(1)(A)(vi)	75,000
International Institute of New England, Inc	2 Boylston Street, Third Floor Boston, MA 02116	None	Literacy and skills programs for immigrants and disadvantaged adults	PC	170(b)(1)(A)(vi)	25,000
Interseminarian-Project Place, Inc	1145 Washington Street Boston, MA 02118	None	Work readiness and job training programs for disadvantaged adults	PC	170(b)(1)(A)(vi)	35,000
Jackie Robinson Foundation, Inc	75 Varick Street, 2nd Floor New York, NY 10013-1917	None	Construction of Jackie Robinson Museum and Education Center and support for scholarship, mentoring, and leadership program for minority college students	PC	170(b)(1)(A)(vi)	1,040,000
Jewish Community Centers of Greater Boston	333 Nahanton Street Newton, MA 02459	None	Inclusive summer camp program for children with physical and developmental disabilities	PC	509(a)(2)	25,000
John Fitzgerald Kennedy Library Foundation, Inc	Columbia Point Boston, MA 02125	None	Education and access programs, including transportation, for Boston public and parochial schools	PC	170(b)(1)(A)(vi)	25,000
Lazarus House, Inc	P O Box 408 Lawrence, MA 01842	None	Capacity building for organization providing poor and homeless individuals and families food, shelter, clothing, and preparation for living-wage work	PC	170(b)(1)(A)(vi)	100,000
Little League Baseball, Inc	PO Box 3485 Williamsport, PA 17701	None	Support to strengthen participation in baseball and softball programs	PC	170(b)(1)(A)(vi)	50,000

Recipient	Recipient Address	Relationship to Substantial Contributor	Purpose of Grant / Contribution	Foundation Status of Recipient	Tax Status	Amount
Little Sisters of the Assumption Family Health Services of MA, Inc (Project Hope)	550 Dudley Street Roxbury, MA 02119	None	Adult basic education programs for homeless and low-income women	PC	170(b)(1)(A)(vi)	10,000
Lucy's Hearth	19 Valley Road Middletown, RI 02842	None	Emergency shelter, housing, and supportive services for homeless women and children	PC	509(a)(2)	25,000
Mass Mentoring Partnership, Inc	75 Kneeland Street, 11th Floor Boston, MA 02111	None	Support to expand the quantity and quality of mentoring relationships for disadvantaged youth	PC	170(b)(1)(A)(vi)	100,000
Mass Youth Committed to Winning, Inc	Post Office Box 260417 Boston, MA 02126	None	Educational-based athletic program for disadvantaged and at-risk youth from Boston's neighborhoods	PC	509(a)(2)	50,000
Massachusetts 4-H Foundation, Inc	1671 Worcester Road, Suite 403 Framingham, MA 01701	None	Capital improvements at summer camps serving youth across Massachusetts	PC	170(b)(1)(A)(vi)	25,000
Massachusetts Amateur Sports Foundation, Inc (Bay State Games)	55 Sixth Road Woburn, MA 01801	None	Support for olympic-style amateur sports events for more than 5,000 athletes in 27 sports and scholarship programs for student athletes	PC	509(a)(2)	50,000
Mayflower Council, Boy Scouts Of America	2 Mount Royal Avenue, Suite 100 Marlborough, MA 01752	None	Scouting programs for disadvantaged youth across southeastern Massachusetts	PC	170(b)(1)(A)(vi)	25,000
Merrimack College	315 Turnpike Street North Andover, MA 01845	None	Support for nonprofit internship program for students working at nonprofit organizations in the Greater Lawrence community	PC	170(b)(1)(A)(ii)	25,000
Mother Caroline Academy for Girls, Inc	515 Blue Hill Avenue Dorchester, MA 02121	None	Capacity building grant for tuition-free school for girls in grades 4-8	PC	170(b)(1)(A)(ii)	25,000
Museum of African American History, Inc	14 Beacon Street, Suite 401 Boston, MA 02108	None	Education and history programs for students	PC	170(b)(1)(A)(vi)	25,000
Museum of Science	1 Science Park Boston, MA 02114-1099	None	Student Access Program to reduce or eliminate exhibit, program, and transportation fees for underserved schools visiting the Museum	PC	170(b)(1)(A)(vi)	75,000
My Brothers Keeper, Inc	PO Box 338 Easton, MA 02356	None	Holiday program for underserved individuals and families throughout Eastern Massachusetts	PC	170(b)(1)(A)(vi)	100,000
Nashoba Learning Group, Inc	10 Oak Park Drive Bedford, MA 01730	None	Capital improvement projects at school serving children and adults with severe autism and other cognitive disabilities	PC	170(b)(1)(A)(ii)	135,000
National Baseball Hall of Fame and Museum, Inc	25 Main Street Cooperstown, NY 13326	None	Exhibitions, educational programs, outreach, and artifact preservation programs	PC	509(a)(2)	100,000
New England Aquarium Corporation	Central Wharf Boston, MA 02110	None	Education and access programs to reduce or eliminate exhibit and program fees for underserved children, teachers, and families	PC	170(b)(1)(A)(vi)	25,000
New England Baptist Hospital	125 Parker Hill Avenue Boston, MA 02120-2847	None	Internship program for Mission Hill/Roxbury high school and college students who have an interest in health care and medical science careers	PC	170(b)(1)(A)(iii)	25,000
New England Collegiate Baseball League, Inc	122 MASS MoCA Way, Bldg # 1 North Adams, MA 01247	None	Support for summer collegiate baseball league	PC	509(a)(2)	25,000
Notre Dame High School of Lawrence, Inc	303 Haverhill Street Lawrence, MA 01840	None	Scholarship support for underserved students at Cristo Rey model high school serving students in grades 9-12 from the Greater Lawrence area	PC	170(b)(1)(A)(ii)	50,000
Partners for Youth with Disabilities, Inc	5 Middlesex Avenue, Suite 307 Somerville, MA 02145-1110	None	Mentoring program for youth with disabilities	PC	170(b)(1)(A)(vi)	25,000

Recipient	Recipient Address	Relationship to Substantial Contributor	Purpose of Grant / Contribution	Foundation Status of Recipient	Tax Status	Amount
Partners Healthcare System, Inc (Brigham & Women's Hospital)	75 Francis Street Boston, MA 02115	None	To support the renovation and expansion of the hospital's Emergency Department	PC	170(b)(1)(A)(vi)	2,000,000
Perkins School for the Blind	175 North Beacon Street Watertown, MA 02472	None	Outreach programs for visually impaired youth	PC	170(b)(1)(A)(ii)	50,000
Pine Street Inn, Inc	444 Harrison Avenue Boston, MA 02118	None	Food, shelter and support programs	PC	170(b)(1)(A)(vi)	150,000
Plimoth Plantation, Inc	PO Box 1620 Plymouth, MA 02362	None	Education and access programs for students from the Greater Brockton area	PC	509(a)(2)	25,000
Project R I G H T, Inc	320 A Blue Hill Avenue Dorchester, MA 02121	None	Outreach and community activities for high-risk youth	PC	170(b)(1)(A)(vi)	25,000
Raw Art Works, Inc	37 Central Square Lynn, MA 01901	None	Arts education and leadership development program for underserved young people	PC	170(b)(1)(A)(vi)	25,000
Regis College	235 Wellesley Street Weston, MA 02493	None	Scholarships for disadvantaged adults enrolled in the Upward Mobility/RN to BS program	PC	170(b)(1)(A)(ii)	25,000
Rhode Island Hospital	593 Eddy Street Providence, RI 02903	None	Capital improvement project at Hasbro Children's Hospital's Emergency Department, including increased capacity for patients with behavioral health needs	PC	170(b)(1)(A)(iii)	500,000
Roca, Inc	101 Park Street Chelsea, MA 02150	None	Life skills program for very high-risk young people ages 17-24	PC	170(b)(1)(A)(vi)	75,000
Rodman Ride for Kids, Inc	10 Lincoln Road Foxboro, MA 02035	None	Support for programs serving underserved children throughout Massachusetts	PC	509(a)(2)	100,000
Ron Burton Training Village, Inc	P O Box 2 Hubbardston, MA 01452	None	Capacity building for program that provides year-round mentorship and support for underserved youth ages 11 to 18, including a unique summer camp program	PC	509(a)(2)	25,000
Rosie's Place, Inc	889 Harrison Avenue Boston, MA 02118	None	Food, shelter, and supportive programs for homeless and at-risk women	PC	170(b)(1)(A)(vi)	75,000
Roxbury Presbyterian Social Impact Center, Inc	328 Warren Street Roxbury, MA 02119	None	Post-traumatic healing program that provides connection and support for individuals impacted by urban violence	PC	170(b)(1)(A)(vi)	25,000
Saint Francis House, Inc	39 Boylston Street Boston, MA 02116	None	Food, clothing, and support services for poor and homeless adults	PC	170(b)(1)(A)(vi)	50,000
Save the Harbor Save the Bay	212 Northern Ave, Suite 304 West Boston, MA 02210	None	Summer environmental education programs for Boston youth	PC	170(b)(1)(A)(vi)	25,000
Scholar Athletes, Inc	65 Allerton Street Roxbury, MA 02119	None	Support for program that provides academic support, mentoring, and athletic programs students in high schools located in Boston, Everett, and Springfield	PC	170(b)(1)(A)(vi)	25,000
School On Wheels Of Massachusetts, Inc	100 Laurel Street, Suite 121 East Bridgewater, MA 02333	None	Tutoring and mentoring program for students impacted by homelessness in grades K-college at multiple sites across Southeastern Massachusetts	PC	170(b)(1)(A)(vi)	25,000
Sociedad Latina, Inc	1530 Tremont Street Roxbury, MA 02120	None	Academic support and college access programs for underserved youth	PC	170(b)(1)(A)(vi)	25,000
South End Athletics & Activities Association, Inc (South End Baseball)	30 Bellevue Rd Belmont, MA 02478	None	Youth baseball and softball program serving children from neighborhoods across Boston	PC	509(a)(2)	25,000
South Shore Hospital, Inc	55 Fogg Road S Weymouth, MA 02190-2432	None	Support for specialized equipment for infants being cared for in the newborn intensive care unit	PC	170(b)(1)(A)(iii)	25,000
Special Olympics Massachusetts, Inc	512 Forest Street Marlborough, MA 01752	None	Inclusive athletic and leadership program for children and youth with physical and developmental disabilities	PC	170(b)(1)(A)(vi)	25,000

Recipient	Recipient Address	Relationship to Substantial Contributor	Purpose of Grant / Contribution	Foundation Status of Recipient	Tax Status	Amount
Sports Museum of New England, Inc	100 Legends Way Boston, MA 02114	None	Museum dedicated to preserving and promoting New England sports history through exhibits, events and education programs	PC	170(b)(1)(A)(vi)	25,000
SquashBusters, Inc	795 Columbus Avenue Roxbury Crossing, MA 02120-2108	None	Academic and mentoring program for disadvantaged students from Boston, Lawrence, and Providence	PC	170(b)(1)(A)(vi)	25,000
St Mary's Center for Women and Children	90 Cushing Avenue Dorchester, MA 02125	None	Facility repair and restoration project at organization that provides transitional and emergency housing to vulnerable women and children	PC	170(b)(1)(A)(vi)	150,000
Susan L. Curtis Charitable Foundation (Camp Susan Curtis)	1321 Washington Ave Suite 104 Portland, ME 04103	None	Tuition-free, summer camp program for underserved youth from Maine	PC	170(b)(1)(A)(vi)	25,000
Tara Hall Home for Boys	P O Box 955 Georgetown, SC 29442	None	Capital improvements at organization that provides therapeutic, educational, and residential services to at-risk boys	PC	170(b)(1)(A)(vi)	30,000
The BASE	11 Walnut Park Boston, MA 02119	None	Inner-city youth softball and baseball program and facility repair project	PC	509(a)(2)	50,000
The Center for Teen Empowerment, Inc	384 Warren Street, 3rd Floor Roxbury, MA 02119	None	Support for community leadership program for youth from neighborhoods across Boston and Somerville	PC	170(b)(1)(A)(vi)	25,000
The Charity Guild, Inc	P O Box 4856 Brockton, MA 02303-4856	None	Food pantry program supporting disadvantaged individuals and families across Greater Brockton	PC	509(a)(2)	25,000
The Fund for Parks and Recreation in Boston	1010 Massachusetts Avenue Boston, MA 02118-2600	None	Arts education and programs in parks throughout the city	PC	170(b)(1)(A)(vi)	1,500
The Greater Boston Food Bank, Inc	70 South Bay Avenue Boston, MA 02118	None	Support for the distribution of free, safe, healthy food to individuals and families who struggle to meet their basic needs throughout Eastern Massachusetts	PC	170(b)(1)(A)(vi)	100,000
The Home for Little Wanderers, Inc	10 Guest Street, Suite 3 Boston, MA 02135	None	Guidance programs for children who are in or who have aged out of the foster care system	PC	170(b)(1)(A)(vi)	50,000
The Society of Jesus of New England	P O Box 456 Weston, MA 02493	None	Programs and work of the Jesuit community	PC	Group	25,000
The Uphams Corner Community Center, Inc (Bird Street Community Center)	500 Columbia Road Dorchester, MA 02125	None	Outreach and supportive programming for at-risk youth	PC	170(b)(1)(A)(vi)	25,000
Trinity Boston Foundation, Inc	206 Clarendon Street Boston, MA 02116	None	Education and mentoring program for disadvantaged students at risk of dropping out of school	PC	170(b)(1)(A)(vi)	25,000
Trinity Repertory Company	201 Washington Street Providence, RI 02903	None	Theater education and access program for underserved schools and young people from across Southern New England	PC	170(b)(1)(A)(vi)	25,000
Trustees of Boston College	140 Commonwealth Avenue Chestnut Hill, MA 02467-3934	None	Construction of baseball and softball fields complex on Boston College's Brighton campus	PC	170(b)(1)(A)(ii)	3,000,000
Tufts Medical Center	800 Washington St Boston, MA 02111	None	Navigation program to support patients of Chinese origin and ensure patient understanding of cancer treatment programs	SO II	509(a)(3) Type 2	50,000
United South End Settlements	48 Rutland Street Boston, MA 02118	None	Summer camp program for underserved youth	PC	509(a)(2)	25,000
United Way of Massachusetts Bay, Inc	51 Sleeper Street Boston, MA 02210	None	Support for financial opportunity centers located in Boston, Lawrence, Lynn, Chelsea, and Quincy	PC	170(b)(1)(A)(iv)	25,000
Urban League of Eastern Massachusetts, Inc	88 Warren Street Roxbury, MA 02119-3028	None	Job training and skill development programs for unemployed and under-employed adults	PC	509(a)(2)	50,000

Recipient	Recipient Address	Relationship to Substantial Contributor	Purpose of Grant / Contribution	Foundation Status of Recipient	Tax Status	Amount
Uss Constitution Museum, Inc	PO Box 291812 Charlestown, MA 02129	None	Education and access program to reduce or eliminate exhibit, program, and transportation fees for underserved schools visiting the Museum	PC	170(b)(1)(A)(vi)	25,000
Walker, Inc (Walker Home and School)	1968 Central Avenue Needham, MA 02492	None	Specialized fitness equipment for organization that provides academic, residential, and therapeutic supports for children with mental health challenges	PC	170(b)(1)(A)(ii)	25,000
Wentworth Institute of Technology	550 Huntington Avenue Boston, MA 02115	None	Scholarship support to provide tuition and books to underserved adult students completing bachelors degree programs	PC	170(b)(1)(A)(vi)	25,000
WGBH Educational Foundation	One Guest Street Boston, MA 02135	None	Support for the development of content and programming for the American Experience television series	PC	170(b)(1)(A)(vi)	100,000
Wheelock College	200 Riverway Boston, MA 02215	None	Support to reduce or eliminate admissions costs for underserved schools attending the Student Matinee Series at Wheelock Family Theater	PC	170(b)(1)(A)(ii)	50,000
Worcester Natural History Society (The EcoTarium)	222 Harrington Way Worcester, MA 01604	None	Renovation and expansion project at science and education center, including construction of a mountain lion exhibit, a multi-purpose educational area, and a wildlife care building	PC	170(b)(1)(A)(vi)	300,000
Yawkey Baseball League, Inc	31 Ely Rd Dorchester, MA 02124	None	Support for a summer baseball league in Boston	PC	509(a)(2)	40,000
Year Up, Inc	45 Milk Street, 9th Floor Boston, MA 02109	None	Education and employment-training program for underserved young adults, ages 18-24	PC	170(b)(1)(A)(ii)	50,000
YMCA Greater Boston	316 Huntington Avenue Boston, MA 02115	None	Aquatics program at summer camp for underserved children from Boston	PC	170(b)(1)(A)(vi)	25,000
Young Womens Christian Association of Boston	140 Clarendon Street, Suite 403 Boston, MA 02116	None	Outreach and supportive programming for at-risk young women	PC	170(b)(1)(A)(vi)	10,000
Youth Enrichment Services, Inc	412 Massachusetts Avenue Boston, MA 02118	None	Outdoor adventure and enrichment program for inner-city youth	PC	170(b)(1)(A)(vi)	75,000
Youth Villages Foundation, Inc	3320 Brother Blvd Bartlett, TN 38133	None	Support for therapeutic activities at program in Arlington, MA for girls ages 12-18 with severe emotional and behavioral disabilities	PC	170(b)(1)(A)(vi)	25,000
YWCA of Southeastern Massachusetts	20 South Sixth St New Bedford, MA 02740	None	Education and support program for at-risk children	PC	509(a)(2)	25,000
Total Grants Paid						\$ 19,371,113

Recipient	Recipient Address	Relationship to Substantial Contributor	Purpose of Grant/Contribution	Foundation Status of Recipient	Tax Status	Total Future Commitment
Black Ministerial Alliance of Greater Boston, Inc	2010 Columbus Avenue, Lower Level Roxbury, MA 02119	None	Academic enrichment program for underserved students	PC	170(b)(1)(A)(vi)	\$ 100,000
Boston Foundation, Inc (The Philanthropic Initiative/Yawkey Scholars Program)	75 Arlington Street, 3rd Floor Boston, MA 02116	None	Four-year scholarship program for underserved students from Massachusetts and South Carolina	PC	170(b)(1)(A)(vi)	1,340,000
Boston Ten Point Coalition, Inc	2010 Columbus Avenue, Lower Level Roxbury, MA 02119-1106	None	Violence prevention and programming for at-risk youth	PC	170(b)(1)(A)(vi)	170,000
Catholic Charities of Boston/St Peter's Teen Center	275 West Broadway South Boston, MA 02127	None	Academic and recreational programming for at-risk middle school aged youth in the Bowdoin/Geneva section of Dorchester	PC	170(b)(1)(A)(vi)	25,000
Catholic Charities of Boston/Laboure Center	275 West Broadway South Boston, MA 02127	None	Academic tutoring program for underserved children in grades 3-5 from South Boston	PC	170(b)(1)(A)(vi)	5,000
Catholic Memorial School	235 Baker Street West Roxbury, MA 02132	None	Support for the construction and renovation of a new Center for Integrated and Applied Learning at school serving students in grades 7-12	PC	Group	1,750,000
Clergy Health and Retirement Trust	66 Brooks Drive Braintree, MA 02184	None	Support for renovations to retirement residence and care facility for senior citizens	PC	Group	2,000,000
Emmanuel College	400 The Fenway Boston, MA 02115	None	Renovations and improvements to Clemente Field which is used by Emmanuel College, local area high schools, and local community groups and area residents	PC	170(b)(1)(A)(ii)	1,400,000
Father Bill's & MainSpring, Inc	430 Belmont Street Brockton, MA 02301	None	Food, shelter, and support programs	PC	170(b)(1)(A)(vi)	50,000
Generation Excel Youth Development Program, Inc	40 Walk Hill Road Jamaica Plain, MA 02130	None	Academic, social and emotional support services for low-income high-risk youth	PC	170(b)(1)(A)(vi)	150,000
Lazarus House, Inc	P O Box 408 Lawrence, MA 01842	None	Capacity building for organization providing poor and homeless individuals and families food, shelter, clothing, and preparation for living-wage work	PC	170(b)(1)(A)(vi)	200,000
National Baseball Hall of Fame and Museum, Inc	25 Main Street Cooperstown, NY 13326	None	Conservation and digital preservation of museum artifacts and documents	PC	509(a)(2)	100,000
Partners Healthcare System, Inc (Brigham & Women's Hospital)	75 Francis Street Boston, MA 02115	None	To support the renovation and expansion of the hospital's Emergency Department	PC	170(b)(1)(A)(vi)	13,000,000
Rhode Island Hospital	593 Eddy Street Providence, RI 02903	None	Capital improvement project at Hasbro Children's Hospital's Emergency Department, including increased capacity for patients with behavioral health needs	PC	170(b)(1)(A)(iii)	2,000,000
Saint Francis House, Inc	39 Boylston Street Boston, MA 02116	None	Food, clothing, and support services for poor and homeless adults	PC	170(b)(1)(A)(vi)	50,000
St Mary's Center for Women and Children	90 Cushing Avenue Dorchester, MA 02125	None	Facility repair and restoration project at organization that provides transitional and emergency housing to vulnerable women and children	PC	170(b)(1)(A)(vi)	150,000
The B E L L Foundation, Inc	60 Clayton Street Dorchester, MA 02122	None	Academic and enrichment program for underserved students	PC	170(b)(1)(A)(vi)	25,000

Recipient	Recipient Address	Relationship to Substantial Contributor	Purpose of Grant/Contribution	Foundation Status of Recipient	Tax Status	Total Future Commitment
The BASE	11 Walnut Park Boston, MA 02119	None	Support to organization that provides inner-city youth softball and baseball program	PC	509(a)(2)	100,000
The Center for Teen Empowerment, Inc	384 Warren Street, 3rd Floor Roxbury, MA 02119	None	Support for community leadership program for youth from neighborhoods across Boston and Somerville	PC	170(b)(1)(A)(vi)	25,000
Trustees of Boston College	140 Commonwealth Avenue Chestnut Hill, MA 02467-3934	None	Phase II construction of baseball and softball fields complex on Boston College's Brighton campus	PC	170(b)(1)(A)(ii)	12,000,000
Total Grants Approved for Future Payment						\$ 34,640,000