

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.

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

For calendar year 2013 or tax year beginning , and ending

Name of foundation THE HYAMS FOUNDATION, INC.		A Employer identification number 04-6013680
Number and street (or P.O. box number if mail is not delivered to street address) 50 FEDERAL STREET, 9TH FLOOR	Room/suite	B Telephone number 617-426-5600
City or town, state or province, country, and ZIP or foreign postal code BOSTON, MA 02110		C If exemption application is pending, check here ... <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here ... <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ... <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ... <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 146,539,977.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ... <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	50,745.	50,745.		STATEMENT 3
	4 Dividends and interest from securities	1,298,527.	1,298,527.		STATEMENT 4
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	9,505,500.			
	b Gross sales price for all assets on line 6a	26,788,100.			
	7 Capital gain net income (from Part IV, line 2)		9,493,361.		
	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	1,703.	0.		STATEMENT 5	
12 Total. Add lines 1 through 11	10,856,475.	10,842,633.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	330,212.	18,675.		311,537.
	14 Other employee salaries and wages	614,873.	51,051.		563,822.
	15 Pension plans, employee benefits	251,780.	0.		251,780.
	16a Legal fees STMT 6	717.	0.		717.
	b Accounting fees STMT 7	42,540.	35,052.		7,488.
	c Other professional fees STMT 8	376,197.	282,077.		94,120.
	17 Interest				
	18 Taxes STMT 9	378,147.	0.		0.
	19 Depreciation and depletion	11,763.	0.		
	20 Occupancy	170,090.	6,846.		163,244.
	21 Travel, conferences, and meetings	23,166.	0.		23,166.
	22 Printing and publications				
	23 Other expenses STMT 10	736,758.	673,274.		63,484.
	24 Total operating and administrative expenses. Add lines 13 through 23	2,936,243.	1,066,975.		1,479,358.
	25 Contributions, gifts, grants paid	3,555,600.			5,368,100.
26 Total expenses and disbursements. Add lines 24 and 25	6,491,843.	1,066,975.		6,847,458.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	4,364,632.				
b Net investment income (if negative, enter -0-)		9,775,658.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		132,928.	52,650.	52,650.
	2	Savings and temporary cash investments		4,894,789.	3,795,672.	3,795,672.
	3	Accounts receivable	31,937.			
		Less: allowance for doubtful accounts		83,163.	31,937.	31,937.
	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		39,231.	59,552.	59,552.
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 11	49,385,352.	61,052,338.	61,052,338.
	c	Investments - corporate bonds	STMT 12	21,212,635.	20,351,312.	20,351,312.
	11	Investments - land, buildings, and equipment: basis				
	Less: accumulated depreciation					
12	Investments - mortgage loans					
13	Investments - other	STMT 13	54,954,232.	58,224,851.	58,224,851.	
14	Land, buildings, and equipment: basis	252,858.				
	Less: accumulated depreciation	STMT 14	227,147.	31,886.	25,711.	25,711.
15	Other assets (describe)	STATEMENT 15)	4,174,182.	2,945,954.	2,945,954.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		134,908,398.	146,539,977.	146,539,977.	
Liabilities	17	Accounts payable and accrued expenses		6,979.	7,272.	
	18	Grants payable		2,697,500.	885,000.	
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe)	STATEMENT 16)	240,945.	418,968.	
23	Total liabilities (add lines 17 through 22)		2,945,424.	1,311,240.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted		24,350,862.	26,773,753.	
	25	Temporarily restricted		29,174,923.	40,017,795.	
	26	Permanently restricted		78,437,189.	78,437,189.	
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances		131,962,974.	145,228,737.		
31	Total liabilities and net assets/fund balances		134,908,398.	146,539,977.		

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	131,962,974.
2	Enter amount from Part I, line 27a	2	4,364,632.
3	Other increases not included in line 2 (itemize) NET UNREALIZED GAIN	3	8,901,131.
4	Add lines 1, 2, and 3	4	145,228,737.
5	Decreases not included in line 2 (itemize)	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	145,228,737.

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 VARIOUS		P	12/31/12	12/31/13
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 26,788,100.		17,294,739.	9,493,361.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			9,493,361.	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2 9,493,361.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		{ }		3 N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	6,783,057.	127,418,798.	.053234
2011	6,789,966.	132,702,157.	.051167
2010	6,677,708.	126,907,832.	.052619
2009	6,289,985.	114,658,905.	.054858
2008	8,089,994.	147,061,344.	.055011
2 Total of line 1, column (d)			2 .266889
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 .053378
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 141,544,328.
5 Multiply line 4 by line 3			5 7,555,353.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 97,757.
7 Add lines 5 and 6			7 7,653,110.
8 Enter qualifying distributions from Part XII, line 4			8 6,853,046.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	195,513.
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	195,513.
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	195,513.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	166,304.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	166,304.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	29,209.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>		11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		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? <i>If "Yes," attach the statement required by General Instruction T.</i>		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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.HYAMSFUNDATION.ORG</u>	13	X	
14	The books are in care of ► <u>ELIZABETH SMITH</u> Telephone no. ► <u>617-426-5600</u> Located at ► <u>50 FEDERAL STREET 9TH FLOOR, BOSTON, MA</u> ZIP+4 ► <u>02110</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2013, 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 Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	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 2013?	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2013 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 2013.) 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 2013?	4b	X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here **N/A**

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
If "Yes" to 6b, file Form 8870.

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 17		330,212.	29,507.	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
MARK PALEY - 50 FEDERAL STREET, 9TH FLOOR, BOSTON, MA 02110	DIR. OF ADM. & FIN. 40.00	112,663.	33,905.	0.
ANGELA JONES - 50 FEDERAL STREET, 9TH FLOOR, BOSTON, MA 02110	DIRECTOR OF PROGRAMS 40.00	102,799.	32,120.	0.
DAVID MOY - 50 FEDERAL STREET, 9TH FLOOR, BOSTON, MA 02110	PROGRAM OFFICER 40.00	86,185.	29,229.	0.
MARIA MULKEEN - 50 FEDERAL STREET, 9TH FLOOR, BOSTON, MA 02110	PROGRAM OFFICER 40.00	86,185.	20,618.	0.
NAHIR TORRES - 50 FEDERAL STREET, 9TH FLOOR, BOSTON, MA 02110	PROGRAM OFFICER 40.00	77,878.	19,705.	0.

Total number of other employees paid over \$50,000 **7**

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
CAMBRIDGE ASSOCIATES 125 HIGH STREET, BOSTON, MA 02110	INVESTMENT CONSULTING	266,169.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
SEE STATEMENT 18	82,252.
2	
SEE STATEMENT 19	225,922.
3	
SEE STATEMENT 20	45,151.
4	
SEE STATEMENT 21	120,403.

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.

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	115,500,911.
b	Average of monthly cash balances	1b	1,142,897.
c	Fair market value of all other assets	1c	27,056,017.
d	Total (add lines 1a, b, and c)	1d	143,699,825.
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	143,699,825.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,155,497.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	141,544,328.
6	Minimum investment return. Enter 5% of line 5	6	7,077,216.

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	7,077,216.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	195,513.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	195,513.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	6,881,703.
4	Recoveries of amounts treated as qualifying distributions	4	1,266,018.
5	Add lines 3 and 4	5	8,147,721.
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	8,147,721.

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	6,847,458.
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	5,588.
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	6,853,046.
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	6,853,046.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				8,147,721.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	1,386,169.			
b From 2009	574,252.			
c From 2010	494,115.			
d From 2011	268,005.			
e From 2012	600,661.			
f Total of lines 3a through e	3,323,202.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$	6,853,046.			
a Applied to 2012, 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 2013 distributable amount				6,853,046.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	1,294,675.			1,294,675.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	2,028,527.			
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 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	91,494.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	1,937,033.			
10 Analysis of line 9:				
a Excess from 2009	574,252.			
b Excess from 2010	494,115.			
c Excess from 2011	268,005.			
d Excess from 2012	600,661.			
e Excess from 2013				

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 2013, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

SEE STATEMENT 22

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AFRICAN COMMUNITY ECONOMIC DEVELOPMENT OF NEW ENGLAND 18 JOHN ELIOT SQUARE ROXBURY, MA 02119		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	35,000.
ALTERNATIVES FOR COMMUNITY AND ENVIRONMENT, INC. 2181 WASHINGTON STREET, SUITE 301 ROXBURY, MA 02119		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	35,000.
ASIAN AMERICAN PACIFIC/ISLANDERS IN PHILANTHROPY 211 SUTTER STREET, SUITE 600 SAN FRANCISCO, CA 94108		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	1,000.
ASIAN AMERICAN RESOURCE WORKSHOP 42 SEAVERNS AVENUE JAMAICA PLAIN, MA 02130		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	25,000.
ASSOCIATED GRANT MAKERS, INC. 133 FEDERAL STREET, SUITE 802 BOSTON, MA 02110		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	14,300.
Total	SEE CONTINUATION SHEET(S)			5,368,100.
b Approved for future payment				
BOSTON TENANT COALITION, INC. 14 BEACON STREET, SUITE 606 BOSTON, MA 02108		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	45,000.
BOSTON WOMEN'S FUND 14 BEACON STREET BOSTON, MA 02108		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	25,000.
CITY SCHOOL, INC. 614 COLUMBIA ROAD DORCHESTER, MA 02125		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	40,000.
Total	SEE CONTINUATION SHEET(S)			885,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	50,745.	
4 Dividends and interest from securities			14	1,298,527.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory	525990	-13,076.	18	9,518,576.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a OTHER INCOME					1,703.
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		-13,076.		10,867,848.	1,703.
13 Total. Add line 12, columns (b), (d), and (e)				¹³ 10,856,475.	

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

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
11A	OTHER INCOME

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... 1a(1) Cash X 1a(2) Other assets X 1b(1) Sales of assets to a noncharitable exempt organization X 1b(2) Purchases of assets from a noncharitable exempt organization X 1b(3) Rental of facilities, equipment, or other assets X 1b(4) Reimbursement arrangements X 1b(5) Loans or loan guarantees X 1b(6) Performance of services or membership or fundraising solicitations X 1c Sharing of facilities, equipment, mailing lists, other assets, or paid employees X

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Content: N/A

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Content: N/A

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. Sign Here [Signature] EXECUTIVE DIRECTOR [Title] May the IRS discuss this return with the preparer shown below (see instr.)? [X] Yes [] No

Paid Preparer Use Only: Print/Type preparer's name: SORIE KABA, CPA; Preparer's signature: SORIE KABA, CPA; Date: 11/17/14; Check self-employed: []; PTIN: P01317106; Firm's name: ALEXANDER, ARONSON, FINNING & CO., P.C.; Firm's EIN: 04-2571780; Firm's address: 21 EAST MAIN STREET, WESTBORO, MA 01581; Phone no.: 508-366-9100

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ASSOCIATION OF BLACK FOUNDATION EXECUTIVES 333 SEVENTH AVENUE, 14TH FLOOR NEW YORK, NY 10001		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	400.
BIKES NOT BOMBS, INC. 284 AMORY STREET JAMAICA PLAIN, MA 02130		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	25,000.
BLACK MINISTERIAL ALLIANCE OF GREATER BOSTON, INC. 7 PALMER STREET, 3RD FLOOR ROXBURY, MA 02119		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	40,000.
BOSTON AFFORDABLE HOUSING COALITION, INC. 42 SEAVERNS AVENUE JAMAICA PLAIN, MA 02130		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	45,000.
BOSTON ALLIANCE OF GAY AND LESBIAN YOUTH 14 BEACON STREET, 3RD FLOOR BOSTON, MA 02108		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	30,000.
BOSTON AREA YOUTH ORGANZING PROJECT 565 BOYLSTON STREET, 5TH FLOOR BOSTON, MA 02116		NC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	20,000.
BOSTON ASIAN: YOUTH ESSENTIAL SERVICE 199 HARRISON AVENUE BOSTON, MA 02111		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	35,000.
BOSTON CENTER FOR INDEPENDENT LIVING 60 TEMPLE PLACE, 5TH FLOOR BOSTON, MA 02111		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	30,000.
BOSTON CHINATOWN NEIGHBORHOOD CENTER, INC. 38 ASH STREET BOSTON, MA 02111		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	25,000.
BOSTON DAY AND EVENING ACADEMY FOUNDATION, INC. 20 KEARSARGE AVE ROXBURY, MA 02119		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	125,000.
Total from continuation sheets				5,257,800.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BOSTON EDUCATION FUNDERS C/O GMA FOUNDATIONS, 77 SUMMER STREET, 8TH FLOOR BOSTON, MA 02110		NC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	1,000.
BOSTON MOBILIZATION 30 BOW STREET CAMBRIDGE, MA 02138		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	20,000.
BOSTON PARENTS ORGANIZING NETWORK 207 GREEN STREET JAMAICA PLAIN, MA 02130		NC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	78,600.
BOSTON PRIVATE INDUSTRY COUNCIL 2 OLIVER STREET BOSTON, MA 02109		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	68,000.
BOSTON TENANTS COALITION 14 BEACON STREET, SUITE 606 BOSTON, MA 02108		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	45,000.
BOSTON WORKERS' ALLIANCE 411 BLUE HILL AVENUE DORCHESTER, MA 02121		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	40,000.
BOSTON YOUTH SERVICE NETWORK 2 OLIVER STREET BOSTON, MA 02109		NC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	40,000.
BRANDEIS UNIVERSITY 415 SOUTH STREET, ROOM 117, MS035 WALTHAM, MA 02453		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	67,500.
BRAZILIAN IMMIGRANT CENTER, INC. 14 HARVARD AVENUE, 2ND FLOOR ALLSTON, MA 02134		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	30,000.
BRAZILIAN WOMENS GROUP, INC. 697 CAMBRIDGE STREET, SUITE 106 BRIGHTON, MA 02135		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	35,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CENTER FOR LABOR EDUCATION AND RESEARCH, INC. 3353 WASHINGTON STREET BOSTON, MA 02130		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	37,000.
CENTER FOR TEEN EMPOWERMENT, INC. 384 WARRANT STREET, 3RD FLOOR ROXBURY, MA 02119		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	102,000.
CENTER TO SUPPORT IMMIGRANT ORGANIZING 89 SOUTH STREET, #700 BOSTON, MA 02111		NC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	40,000.
CHELSEA HUMAN SERVICES COLLABORATIVE, INC 318 BROADWAY CHELSEA, MA 02150		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	150,000.
CHELSEA REACH PROGRAM C/O CHELSEA PUBLIC SCHOOLS CHELSEA, MA 02150		NC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	100,000.
CHINESE PROGRESSIVE ASSOCIATION 28 ASH STREET BOSTON, MA 02111		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	50,000.
CITY SCHOOL, INC. 614 COLUMBIA ROAD DORCHESTER, MA 02125		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	49,000.
COALITION FOR OCCUPIED HOMES IN FORECLOSURE 84 STATE STREET, SUITE 600 BOSTON, MA 02109		NC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	50,000.
CODMAN SQUARE NEIGHBORHOOD DEVELOPMENT CORPORATION 587 WASHINGTON STREET DORCHESTER, MA 02124		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	100,000.
COLLEGE BOUND DORCHESTER 18 SAMOSET STREET DORCHESTER, MA 02122		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	125,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
COMMUNITY ECONOMIC DEVELOPMENT ASSISTANCE CORPORATION ONE CENTER PLAZA, SUITE 350 BOSTON, MA 02108		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	2,500.
COMMUNITY LABOR UNITED, INC. 6 BEACON ST #910 BOSTON, MA 02108		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	80,000.
COUNCIL ON FOUNDATIONS 2121 CRYSTAL DRIVE, SUITE 700 ARLINGTON, VA 22202		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	15,150.
DORCHESTER BAY ECONOMIC DEVELOP CORPORATION 594 COLUMBIA ROAD, SUITE 302 DORCHESTER, MA 02125		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	100,000.
DUDLEY STREET NEIGHBORHOOD INITIATIVE 504 DUDLEY STREET ROXBURY, MA 02119		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	60,000.
EAST BOSTON ECUMENICAL COMMUNITY COUNCIL 50 MERIDIAN STREET, SUITE B1 EAST BOSTON, MA 02128		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	50,000.
FAIR HOUSING CENTER OF GREATER BOSTON 262 WASHINGTON STREET, 10TH FLOOR BOSTON, MA 02108		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	35,000.
FOUNDATION FINANCIAL OFFICERS GROUP 19 MANTUA ROAD MT. ROYAL, NJ 08061		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	1,200.
FOUR CORNERS ACTION COALITION 367 WASHINGTON STREET DORCHESTER, MA 02124		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	50,000.
FOURTH PRESBYTERIAN CHURCH 340 DORCHESTER STREET SOUTH BOSTON, MA 02127		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	25,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
GRANTMAKERS CONCERNED WITH IMMIGRANTS & REFUGEES PO BOX 1100 SEBASTOPOL, CA 95473		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	2,000.
GRANTMAKERS FOR EDUCATION 720 SW WASHINGTON STREET PORTLAND, OR 97205		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	1,500.
GRANTMAKERS FOR EFFECTIVE ORGANIZATIONS 1725 DESALES STREET, NW, STE 404 WASHINGTON, DC 20036		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	3,050.
GRANTS MANAGER NETWORK 1666 K STREET, NW, STE 440 WASHINGTON, DC 20006		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	2,000.
GREATER BOSTON INTERFAITH ORGANIZATION SPONSORING COMMITTEE, INC. 594 COLUMBIA ROAD, SUITE 203 DORCHESTER, MA 02125		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	50,000.
HISPANIC BLACK GAY COALITION PO BOX 120789 BOSTON, MA 02112		NC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	20,000.
HISPANICS IN PHILANTHROPY 414 13TH STREET, SUITE 200 OAKLAND, CA 94612		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	250.
HOMES FOR FAMILIES, INC. 14 BEACON STREET, SUITE 615 BOSTON, MA 02108		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	45,000.
HYDE SQUARE TASK FORCE, INC. 375 CENTRE STREET JAMAICA PLAIN, MA 02130		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	60,000.
IMMIGRANT WORKER CENTER COLLABORATIVE 28 ASH STREET BOSTON, MA 02111		NC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	50,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INQUILINOS BORICUAS EN ACCION 405 SHAWMUT AVENUE BOSTON, MA 02118		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	125,000.
INSTITUTE FOR NONPROFIT MANAGEMENT & LEADERSHIP 143 BAY STATE ROAD BOSTON, MA 02215		NC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	10,000.
JAMAICA PLAIN NEIGHBORHOOD DEVELOPMENT CORPORATION 31 GERMANIA STREET JAMAICA PLAIN, MA 02130		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	110,000.
JOBS FOR THE FUTURE, INC 88 BROAD STREET, 8TH FLOOR BOSTON, MA 02110		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	70,000.
JUST A START 1035 CAMBRIDGE STREET, #12 CAMBRIDGE, MA 02141		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	35,000.
LOCAL INITIATIVES SUPPORT CORPORATION 95 BERKELEY STREET, SUITE 301 BOSTON, MA 02116		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	127,500.
MADISON PARK DEVELOPMENT CORPORATION 184 DUDLEY STREET, SUITE 102 ROXBURY, MA 02119		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	30,000.
MASS MENTORING PARTNERSHIP, INC. 75 KNEELAND STREET, 11TH FLOOR BOSTON, MA 02111		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	30,000.
MASSACHUSETTS ADVOCATES FOR CHILDREN, INC. 25 KINGSTON STREET, 2ND FLOOR BOSTON, MA 02111		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	40,000.
MASSACHUSETTS AFFORDABLE HOUSING ALLIANCE, INC. 1803 DORCHESTER AVENUE DORCHESTER, MA 02124		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	50,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MASSACHUSETTS ALLIANCE AGAINST PREDATORY LENDING 367 WASHINGTON STREET DORCHESTER, MA 02124		NC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	20,000.
MASSACHUSETTS ALLIANCE ON TEEN PREGNANCY 105 CHAUNCY STREET, 8TH FLOOR BOSTON, MA 02111		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	55,000.
MASSACHUSETTS ASSOCIATION OF COMMUNITY DEVELOPMENT CORPORATIONS 15 COURT SQUARE, SUITE 600 BOSTON, MA 02108		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	50,000.
MASSACHUSETTS BUDGET & POLICY CENTER 15 COURT STREET, SUITE 700 BOSTON, MA 02108		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	70,000.
MASSACHUSETTS COALITION FOR OCCUPATIONAL SAFETY AND HEALTH 1532B DORCHESTER AVENUE DORCHESTER, MA 02122		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	57,000.
MASSACHUSETTS IMMIGRANT & REFUGEE ADVOCACY COALITION, INC. 105 CHAUNCY STREET, SUITE 901 BOSTON, MA 02111		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	54,000.
MASSACHUSETTS LAW REFORM INSTITUTE 99 CHAUNCY STREET, 5TH FLOOR BOSTON, MA 02111		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	35,000.
MASSACHUSETTS NONPROFIT NETWORK 89 SOUTH STREET, #601 BOSTON, MA 02111		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	300.
MASSACHUSETTS SENIOR ACTION COUNCIL 150 MT. VERNON STREET, 2ND FLOOR DORCHESTER, MA 02125		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	45,000.
MASSACHUSETTS VOTER EDUCATION NETWORK 41 WEST STREET, SUITE 700 BOSTON, MA 02111		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	120,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MASSACHUSETTS VOTER TABLE 17 PETERS STREET CAMBRIDGE, MA 02139		NC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	60,000.
MATAHARI: EYE OF THE DAY 1 MILK STREET BOSTON, MA 02109		NC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	35,000.
MISSION INVESTOR EXCHANGE 2101 FOURTH AVENUE, SUITE 650 SEATTLE, WA 98121		NC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	3,000.
MOTHERS FOR JUSTICE AND EQUALITY 184 DUDLEY STREET ROXBURY, MA 02119		NC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	30,000.
MULTICULTURAL DROPOUT OUTREACH COLLABORATIVE 14 CRAWFORD STREET DORCHESTER, MA 02121		NC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	30,000.
NATIONAL ASSOCIATION FOR THE ADVANCEMENT OF COLORED PEOPLE, BOSTON BRANCH P.O. BOX 300159, BOSTON, MA 02130 BOSTON, MA 02130		NC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	15,000.
NATIONAL BLACK COLLEGE ALLIANCE, INC. P.O. BOX 191453 BOSTON, MA 02119		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	15,000.
NEIGHBORHOOD FUNDERS GROUP, INC. 1201 CONNECTICUT AVE., NW, THIRD FLOOR WASHINGTON, DC 20036		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	10,000.
NEIGHBORHOOD OF AFFORDABLE HOUSING INC. 143 BORDER STREET EAST BOSTON, MA 02128		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	30,000.
NEIGHBORS UNITED FOR A BETTER EAST BOSTON 19 MERIDIAN STREET, SUITE 4 EAST BOSTON, MA 02128		NC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	40,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NEW ENGLAND UNITED FOR JUSTICE 196 ADAMS STREET DORCHESTER, MA 02122		NC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	40,000.
NUESTRA COMUNIDAD DEVELOPMENT CORP. 56 WARREN STREET ROXBURY, MA 02119		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	100,000.
OISTE, THE MASSACHUSETTS LATINO CIVIC EDUCATION INITIATIVE, INC. 15 COURT SQUARE, SUITE 345 BOSTON, MA 02111		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	35,000.
ORGANIZING & LEADERSHIP TRAINING CENTER 150 MT. VERNON STREET, SUITE 200E DORCHESTER, MA 02125		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	40,000.
PRESS PASS TV 565 BOYLSTON STREET, 5TH FLOOR BOSTON, MA 02116		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	30,000.
PROJECT HIP-HOP, INC. 2181 WASHINGTON STREET, SUITE 315 ROXBURY, MA 02119		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	35,000.
PROJECT RIGHT, INC. 320A BLUE HILL AVENUE DORCHESTER, MA 02121		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	45,000.
PROTEUS FUND, INC. 15 RESEARCH DRIVE, SUITE B AMHERST, MA 01002		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	25,000.
RENNIE CENTER FOR EDUCATION RESEARCH & POLICY 131 MOUNT AUBURN STREET CAMBRIDGE, MA 02138		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	25,000.
RIGHT TO THE CITY ALLIANCE 1441 BROADWAY SUITE 5040 NEW YORK, NY 10018		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	40,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ROCA, INC. 101 PARK AVENUE CHELSEA, MA 02150		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	200,000.
SOCIEDAD LATINA, INC. 1530 TREMONT STREET BOSTON, MA 02120		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	65,000.
SOUTH BOSTON EN ACCION 10 LOGAN WAY SOUTH BOSTON, MA 02127		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	35,000.
SPIRIT IN ACTION, INC. 21 WILBRAHAM STREET PALMER, MA 01069		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	25,000.
SPONTANEOUS CELEBRATIONS, INC. 45 DANFORTH STREET JAMAICA PLAIN, MA 02130		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	35,000.
THE NEIGHBORHOOD DEVELOPERS 4 GERRISH AVENUE CHELSEA, MA 02150		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	100,000.
UNION OF MINORITY NEIGHBORHOODS 42 SEAVERNS AVENUE JAMAICA PLAIN, MA 02130		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	40,000.
UNITED FOR A FAIR ECONOMY 1 MILK STREET, 5TH FLOOR BOSTON, MA 02109		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	350.
UNITED TEEN EQUALITY CENTER, INC. 34 HURD STREET LOWELL, MA 01852		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	35,000.
UPHAMS CORNER COMMUNITY CENTER DBA BIRD STREET COMMUNITY CENTER 500 COLUMBIA ROAD DORCHESTER, MA 02125		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	35,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
URBAN EDGE HOUSING CORPORATION 1542 COLUMBUS AVENUE, SUITE 2 ROXBURY, MA 02119		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	100,000.
URBAN REVIVAL, INC. DBA CITY LIFE/VIDA URBANA 284 AMORY STREET, 1ST FLOOR JAMAICA PLAIN, MA 02130		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	75,000.
VIETNAMESE AMERICAN INITIATIVE FOR DEVELOPMENT, INC. 42 CHARLES STREET DORCHESTER, MA 02122		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	50,000.
YOUTH ADVOCACY FOUNDATION, INC. 44 BROMFIELD STREET 2ND FLOOR BOSTON, MA 02108		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	30,000.
YOUTH JOBS COALITION 594 COLUMBIA ROAD DORCHESTER, MA 02125		NC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	67,000.
YOUTH JUSTICE AND POWER UNION 614 COLUMBIA ROAD DORCHESTER, MA 02125		NC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	50,000.
YOUTHBUILD BOSTON, INC. 27 CENTRE STREET ROXBURY, MA 02119		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	182,500.
YOUTHBUILD U.S.A 58 DAY STREET SOMERVILLE, MA 02144		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	60,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CODMAN SQUARE NEIGHBORHOOD DEVELOPMENT CORPORATION 587 WASHINGTON STREET DORCHESTER, MA 02124		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	100,000.
DORCHESTER BAY ECONOMIC DEVELOPMENT CORPORATION 594 COLUMBIA ROAD, SUITE 302 DORCHESTER, MA 02125		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	100,000.
LOCAL INITIATIVES SUPPORT CORPORATION 95 BERKELEY STREET, SUITE 301 BOSTON, MA 02116		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	50,000.
MASSACHUSETTS AFFORDABLE HOUSING ALLIANCE, INC. 1803 DORCHESTER AVENUE DORCHESTER, MA 02124		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	50,000.
MASSACHUSETTS ASSOCIATION OF COMMUNITY DEVELOPMENT CORPORATIONS 15 COURT SQUARE, SUITE 600 BOSTON, MA 02108		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	50,000.
MASSACHUSETTS IMMIGRANT & REFUGEE ADVOCACY COALITION, INC. 105 CHAUNCY STREET, SUITE 901 BOSTON, MA 02111		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	50,000.
NEIGHBORS UNITED FOR A BETTER EAST BOSTON 19 MERIDIAN STREET, SUITE 4 EAST BOSTON, MA 02128		NC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	40,000.
NEW ENGLAND UNITED FOR JUSTICE 196 ADAMS STREET DORCHESTER, MA 02122		NC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	40,000.
OISTE, THE MASSACHUSETTS LATINO CIVIC EDUCATION INITIATIVE, INC. 15 COURT SQUARE, SUITE 345 BOSTON, MA 02111		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	35,000.
SOCIEDAD LATINA, INC. 1530 TREMONT STREET BOSTON, MA 02120		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	45,000.
Total from continuation sheets				775,000.

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SPONTANEOUS CELEBRATIONS, INC. 45 DANFORTH STREET JAMAICA PLAIN, MA 02130		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	35,000.
THE NEIGHBORHOOD DEVELOPERS 4 GERRISH AVENUE CHELSEA, MA 02150		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	20,000.
URBAN REVIVAL, INC. DBA CITY LIFE/VIDA URBANA 284 AMORY STREET, 1ST FLOOR JAMAICA PLAIN, MA 02130		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	75,000.
YOUTH JOBS COALITION 594 COLUMBIA ROAD DORCHESTER, MA 02125		NC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	45,000.
YOUTHBUILD USA INC. 58 DAY STREET SOMERVILLE, MA 02144		PC	PROMOTE CIVIC PARTICIPATION, YOUTH, AND ECONOMIC DEVELOPMENT.	40,000.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 3

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME	50,745.	50,745.	
TOTAL TO PART I, LINE 3	50,745.	50,745.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 4

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND INCOME	1,298,527.	0.	1,298,527.	1,298,527.	
TO PART I, LINE 4	1,298,527.	0.	1,298,527.	1,298,527.	

FORM 990-PF OTHER INCOME STATEMENT 5

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	1,703.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,703.	0.	

FORM 990-PF LEGAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	717.	0.		717.
TO FM 990-PF, PG 1, LN 16A	717.	0.		717.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	42,540.	35,052.		7,488.
TO FORM 990-PF, PG 1, LN 16B	42,540.	35,052.		7,488.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING	94,244.	1,908.		92,336.
INVESTMENT CONSULTING FEES	280,169.	280,169.		0.
PAYROLL PROCESSING	1,784.	0.		1,784.
TO FORM 990-PF, PG 1, LN 16C	376,197.	282,077.		94,120.

FORM 990-PF	TAXES			STATEMENT 9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	378,147.	0.		0.
TO FORM 990-PF, PG 1, LN 18	378,147.	0.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 10
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EQUIPMENT MAINTENANCE & RENTAL	32,876.	1,315.		31,561.
MISCELLANEOUS	21,944.	0.		21,944.
OFFICE EXPENSES	13,859.	3,880.		9,979.
INVESTMENT FEES	668,079.	668,079.		0.
TO FORM 990-PF, PG 1, LN 23	736,758.	673,274.		63,484.

FORM 990-PF	CORPORATE STOCK		STATEMENT 11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITY INVESTMENTS	61,052,338.	61,052,338.
TOTAL TO FORM 990-PF, PART II, LINE 10B	61,052,338.	61,052,338.

FORM 990-PF	CORPORATE BONDS		STATEMENT 12
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME INVESTMENTS	20,351,312.	20,351,312.
TOTAL TO FORM 990-PF, PART II, LINE 10C	20,351,312.	20,351,312.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 13
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ALTERNATIVE INVESTMENTS	FMV	58,224,851.	58,224,851.
TOTAL TO FORM 990-PF, PART II, LINE 13		58,224,851.	58,224,851.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT		STATEMENT 14
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
OFFICE EQUIPMENT	227,067.	201,356.	25,711.
LEASEHOLD IMPROVEMENTS	25,791.	25,791.	0.
TOTAL TO FM 990-PF, PART II, LN 14	252,858.	227,147.	25,711.

FORM 990-PF	OTHER ASSETS	STATEMENT	15
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
LOANS RECEIVABLE	75,000.	75,000.	75,000.
PROGRAM RELATED INVESTMENTS	4,099,182.	2,870,954.	2,870,954.
TOTAL TO FORM 990-PF, PART II, LINE 15	4,174,182.	2,945,954.	2,945,954.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	16
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED EXCISE TAX	240,945.	418,968.
TOTAL TO FORM 990-PF, PART II, LINE 22	240,945.	418,968.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	17
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
OMAR SIMMONS 50 FEDERAL STREET, 9TH FLOOR BOSTON, MA 02110	TRUSTEE 2.00	14,500.	0.	0.
ROSLYN M. WATSON 50 FEDERAL STREET, 9TH FLOOR BOSTON, MA 02110	ASSISTANT TREASURER 2.00	14,500.	0.	0.
IRIS GOMEZ 50 FEDERAL STREET, 9TH FLOOR BOSTON, MA 02110	CLERK 2.00	14,500.	0.	0.
LILY MENDEZ-MORGAN 50 FEDERAL STREET, 9TH FLOOR BOSTON, MA 02110	TRUSTEE 2.00	3,625.	0.	0.
LUCAS H. GUERRA 50 FEDERAL STREET, 9TH FLOOR BOSTON, MA 02110	TRUSTEE 2.00	3,625.	0.	0.

ADAM D. SEITCHIK 50 FEDERAL STREET, 9TH FLOOR BOSTON, MA 02110	TREASURER 2.00	14,500.	0.	0.
KAREN L. MAPP 50 FEDERAL STREET, 9TH FLOOR BOSTON, MA 02110	TRUSTEE 2.00	14,500.	0.	0.
MARTELLA WILSON-TAYLOR 50 FEDERAL STREET, 9TH FLOOR BOSTON, MA 02110	CHAIR 5.00	25,000.	0.	0.
PENN LOH 50 FEDERAL STREET, 9TH FLOOR BOSTON, MA 02110	ASSISTANT CLERK 2.00	14,500.	0.	0.
MARIA ELENA LETONA 50 FEDERAL STREET, 9TH FLOOR BOSTON, MA 02110	TRUSTEE 2.00	14,500.	0.	0.
WILLMA DAVIS 50 FEDERAL STREET, 9TH FLOOR BOSTON, MA 02110	TRUSTEE 2.00	8,458.	0.	0.
ELIZABETH SMITH 50 FEDERAL STREET, 9TH FLOOR BOSTON, MA 02110	EXECUTIVE DIRECTOR 40.00	188,004.	29,507.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		330,212.	29,507.	0.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 18

ACTIVITY ONE

CIVIC ENGAGEMENT - STAFF TIME AND CONSULTING SERVICES RELATED TO A CONTINUED FOUNDATION INITIATIVE TO CREATE A BROADER SET OF RESOURCES TO BUILD THE CAPACITY OF ORGANIZATIONS FOCUSED ON DEVELOPING GRASSROOTS LEADERS IN LOW-INCOME COMMUNITIES OF COLOR; PERIODIC CONVENING OF A GROUP OF LOCAL SOCIAL JUSTICE FUNDERS (SOCIAL JUSTICE FUNDERS NETWORK) TO LEARN TOGETHER ABOUT THIS AREA OF GRANTMAKING AND SHARE RESPECTIVE FUNDING APPROACHES AND THEORIES OF CHANGE; AND MONTHLY CONVENING OF SMALLER GROUP OF FUNDERS (ECONOMIC JUSTICE FUNDERS) TO PLAN FOR FUTURE JOINT FUNDING INITIATIVES TO BUILD THE "FIELD" OF LEADERSHIP DEVELOPMENT AND COMMUNITY ORGANIZING.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

82,252.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 19

ACTIVITY TWO

TEEN DEVELOPMENT - STAFF TIME AND CONSULTING SERVICES RELATED TO TWO FOUNDATION INITIATIVES AND ONE DONOR COLLABORATIVE: 1) TEEN FUTURES - CONTINUED IMPLEMENTATION OF THIS SPECIAL INITIATIVE TO INCREASE THE LONG-TERM SUCCESS OF YOUTH WHO HAVE DROPPED OUT OF HIGH SCHOOL AND ARE OUT OF WORK THROUGH GRANTEE CONVENINGS, OVERSIGHT OF ONGOING FORMAL EVALUATION PROCESS WITH BRANDEIS UNIVERSITY, SHARING OF RESOURCES AND MATERIALS, AND OVERSIGHT OF TECHNICAL ASSISTANCE TO IMPROVE PROGRAM QUALITY; 2) RACIAL JUSTICE - CONVENING AND SUPPORT OF A GROUP OF FOUNDATION GRANTEES THAT ARE FOCUSED ON INCREASING "FAIR REVENUES" TO ADDRESS THE NEEDS OF LOW-INCOME YOUTH OF COLOR; AND 3) BOSTON OPPORTUNITY YOUTH COLLABORATIVE - STAFF TIME DEVOTED TO THIS NEW CITY-WIDE PUBLIC AND PRIVATE SECTOR EFFORT TO INCREASE THE SUCCESS OF YOUNG PEOPLE WHO ARE OUT OF SCHOOL AND OUT OF WORK IN BOSTON.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 2

225,922.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 20

ACTIVITY THREE

SPECIAL OPPORTUNITIES FUND - STAFF TIME RELATED TO MONITORING AND PROVIDING LEADERSHIP TO TWO ONGOING DONOR COLLABORATIVES: 1) THE CATALYST FUND FOR NONPROFITS - STAFF PARTICIPATION IN THE OVERSIGHT AND ASSESSMENT OF THE INTERMEDIARY RESPONSIBLE FOR THIS RELATIVELY NEW DONOR COLLABORATIVE DESIGNED TO FACILITATE AND SUPPORT NEW FORMS OF COLLABORATION AMONG LOCAL NONPROFIT ORGANIZATIONS INCLUDING MERGERS; AND 2) SKILLWORKS - STAFF PARTICIPATION ON THE COMMITTEE THAT OVERSEES THIS MAJOR WORKFORCE DEVELOPMENT INITIATIVE IN BOSTON DESIGNED TO CREATE EFFECTIVE STRATEGIES TO INCREASE THE SKILLS OF LOW-INCOME WORKERS AND PUBLIC SECTOR RESOURCES FOR THESE EFFORTS, INCLUDING CHAIRING THE POLICY COMMITTEE.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 3

45,151.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 21

ACTIVITY FOUR

AFFORDABLE HOUSING - STAFF TIME RELATED TO FOUNDATION INITIATIVE AND TWO COLLABORATIVE AFFORDABLE HOUSING INITIATIVES: 1)AFFORDABLE HOUSING/GEOGRAPHICALLY TARGETED STRATEGY - CONTINUED OVERSIGHT OF SERIES OF GRANTS AND COLLABORATION WITH OTHER FUNDERS, TO INCREASE PRODUCTION OF AFFORDABLE HOUSING IN SPECIFIC NEIGHBORHOODS AND TRANSIT-ORIENTED (TOD) LOCATIONS, INCLUDING CREATION OF NEW TOD LOAN FUND; 2) HOME FUNDERS - ONGOING OVERSIGHT OF THIS MAJOR COLLABORATIVE TO CREATE MORE AFFORDABLE HOUSING FOR HOMELESS AND OTHER VERY LOW-INCOME FAMILIES IN MASSACHUSETTS, SOLICITING FUNDS FROM OTHER DONORS, OVERSEEING RELEASE OF FUNDS TO ACTUAL PROJECTS THROUGH TWO HOUSING FINANCE INTERMEDIARIES, MONITORING OF INTERMEDIARY ACTIVITIES, AND ASSESSING PROGRESS TO DATE; AND 3) NEIGHBORHOOD STABILIZATION LOAN FUND - OVERSIGHT OF POOLED INVESTMENT FUND TO ADDRESS THE HOUSING FORECLOSURE CRISIS IN MASSACHUSETTS BY RETURNING FORECLOSED PROPERTIES AS AFFORDABLE HOUSING; PRI WAS REPAID TOWARD END OF 2013

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 4

120,403.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 22

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ELIZABETH B. SMITH, EXECUTIVE DIRECTOR
50 FEDERAL STREET
BOSTON, MA 02110

TELEPHONE NUMBER

617-426-5600

FORM AND CONTENT OF APPLICATIONS

SEE [HTTP://HYAMSFOUNDATION.ORG/APPLY/APPLYONLINE.ASPX](http://HYAMSFOUNDATION.ORG/APPLY/APPLYONLINE.ASPX) FOR INFORMATION REGARDING GRANT APPLICATIONS.

ANY SUBMISSION DEADLINES

NEXT THREE GRANT APPLICATION DEADLINES ARE DECEMBER 2, 2014, MARCH 3, 2015, AND SEPTEMBER 3, 2015.

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE FOUNDATION DOES NOT MAKE GRANTS TO:

- INDIVIDUALS
- EDUCATIONAL INSTITUTION FOR ITS STANDARD EDUCATIONAL OR CAPITAL PROGRAMS
- MUNICIPAL, STATE OR FEDERAL AGENCY
- HOSPITALS AND HEALTH CENTER CAPITAL CAMPAIGNS
- RELIGIOUS ORGANIZATIONS FOR SECTARIAN RELIGIOUS PURPOSES (ALTHOUGH THE FOUNDATION WILL CONSIDER PROPOSALS FOR SOCIAL MINISTRY AND/OR COMMUNITY ORGANIZING PROGRAMS OF FAITH-BASED ORGANIZATIONS)
- CURRICULUM DEVELOPMENT, VIDEO AND FILM PRODUCTION, SCHOLARSHIPS AND CONFERENCES (UNLESS RELATED TO GRANTEE'S CORE WORK)
- CAPITAL CAMPAIGNS