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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No. 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

, and ending

Name of foundation PHINEAS W. SPRAGUE MEMORIAL FOUNDATION		A Employer identification number 04-6043554
Number and street (or P.O. box number if mail is not delivered to street address) P O BOX 140		B Telephone number 617-624-0800
City or town, state or province, country, and ZIP or foreign postal code MANSFIELD, MA 02048-0140		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"/>
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		2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 3193826. (Part I, column (d) must be on cash basis.)		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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	1313.	1313.		Statement 1
	4 Dividends and interest from securities	67267.	67267.		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	128164.			
	b Gross sales price for all assets on line 6a 451033.				
	7 Capital gain net income (from Part IV, line 2)		128164.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	196744.	196744.		
	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees Stmt 3	5875.	2337.		2938.
	c Other professional fees Stmt 4	17492.	8746.		8746.
	17 Interest				
	18 Taxes Stmt 5	966.	0.		966.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 6	4290.	4290.		0.	
24 Total operating and administrative expenses. Add lines 13 through 23	28623.	15373.		12650.	
25 Contributions, gifts, grants paid	160200.			160200.	
26 Total expenses and disbursements Add lines 24 and 25	188823.	15373.		172850.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	7921.				
b Net investment income (if negative, enter -0-)		181371.			
c Adjusted net income (if negative, enter -0-)			N/A		

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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				
	2 Savings and temporary cash investments				
	3 Accounts receivable ▶				
	Less: allowance for doubtful accounts ▶				
	4 Pledges receivable ▶				
	Less: allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock Stmt 7	1464827.	1482119.	3086937.	
	c Investments - corporate bonds Stmt 8	21806.	21806.	26692.	
	11 Investments - land, buildings, and equipment basis ▶ 8000.				
Less: accumulated depreciation ▶	8000.	8000.	8000.		
12 Investments - mortgage loans					
13 Investments - other Stmt 9	80911.	72197.	72197.		
14 Land, buildings, and equipment: basis ▶					
Less: accumulated depreciation ▶					
15 Other assets (describe ▶)					
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	1575544.	1584122.	3193826.		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	27 Capital stock, trust principal, or current funds	0.	0.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds	-88316.	-79738.		
	30 Total net assets or fund balances	1575544.	1584122.		
31 Total liabilities and net assets/fund balances	1575544.	1584122.			

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	1575544.
2 Enter amount from Part I, line 27a	2	7921.
3 Other increases not included in line 2 (itemize) ▶ DIVIDEND REC'D 2015 POSTED 2016	3	657.
4 Add lines 1, 2, and 3	4	1584122.
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	1584122.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b See Attached Statements				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e 451033.		322869.	128164.	
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				
b				
c				
d				
e			128164.	
2 Capital gain net income or (net capital loss)		2		128164.
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))
2014	184583.	3481855.	.053013
2013	170391.	3257092.	.052314
2012	160809.	2692195.	.059732
2011	154787.	2873460.	.053868
2010	139466.	2643297.	.052762
2 Total of line 1, column (d)			.271689
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			.054338
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			3439751.
5 Multiply line 4 by line 3			186909.
6 Enter 1% of net investment income (1% of Part I, line 27b)			1814.
7 Add lines 5 and 6			188723.
8 Enter qualifying distributions from Part XII, line 4			172850.

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)		1	3627.
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		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	3627.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	3627.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	4440.	
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	4440.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	813.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. $\$$ 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?		
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) <u>ME</u>		
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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14 The books are in care of ► ELIZA H. S. ROWE Telephone no. ► 617 624 0800 Located at ► BOSTON FAMILY OFFICE 88 BROAD STREET, BOSTON, MA ZIP+4 ► 02110		
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 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <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 2015 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 2015.) 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 2015?	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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

X**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**7b****b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CATE S. GILBANE	PRESIDENT			
364 BENEFIT STREET				
PROVIDENCE, RI 02903	0.00	0.	0.	0.
F. WHITTINGTON FOSTER	VICE PRESIDENT			
4200 PINEY GROVE ROAD				
GLYNDON, MD 21071	0.00	0.	0.	0.
ELIZA H. S. ROWE	TREASURER			
42 JEFFERSON ROAD				
CHESTNUT HILL, MA 02467	0.00	0.	0.	0.
TILSLEY H. KELLY	SECRETARY			
96 BREAKWATER FARM ROAD				
CAPE ELIZABETH, ME 04107	0.00	0.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3419984.
b	Average of monthly cash balances	1b	64149.
c	Fair market value of all other assets	1c	8000.
d	Total (add lines 1a, b, and c)	1d	3492133.
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	3492133.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	52382.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3439751.
6	Minimum investment return. Enter 5% of line 5	6	171988.

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	171988.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	3627.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3627.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	168361.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	168361.
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	168361.

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	172850.
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	172850.
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	172850.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				168361.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010	9353.			
b From 2011	14284.			
c From 2012	28357.			
d From 2013	12152.			
e From 2014	14914.			
f Total of lines 3a through e	79060.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$	172850.			
a Applied to 2014, 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 2015 distributable amount				168361.
e Remaining amount distributed out of corpus	4489.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	83549.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	9353.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	74196.			
10 Analysis of line 9:				
a Excess from 2011	14284.			
b Excess from 2012	28357.			
c Excess from 2013	12152.			
d Excess from 2014	14914.			
e Excess from 2015	4489.			

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 2015, 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.

- 3 Subtract line 2d from line 2c
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(i)(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:

- 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 ATTACHED LIST		APPROVED BY I. R. S.	PRIMARY PURPOSE OF THE FOUNDATION TO MEET IRS MINIMUM DISTRIBUTION REQUIREMENTS	160200.
Total			▶ 3a	160200.
b Approved for future payment None				
Total			▶ 3b	0.

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	NESTLE SA	P	03/17/03	02/26/15
b	INTERNATIONAL BUSINESS MACHINES	P	03/03/99	02/26/15
c	BHP LTD	P	12/20/04	02/26/15
d	PLUM CREEK TIMBER	P	04/24/02	02/26/15
e	PLUM CREEK TIMBER	P	05/14/03	02/26/15
f	APPLE INC	P	10/02/08	04/28/15
g	3 M COMPANY	P	04/19/05	04/30/15
h	ALPHABIET CLASS C	P	02/21/14	05/22/15
i	TERADATA	P	02/14/11	07/21/15
j	STERICYCLE	P	03/17/15	07/21/15
k	NIKE INC CL B	P	06/29/12	10/19/15
l	GENERAL MILLS INC	P	06/01/01	10/19/15
m	ANADARKO PETROLEUM	P	11/20/03	10/19/15
n	3 M COMPANY	P	04/19/05	10/19/15
o	GENERAL ELECTRIC CO	P	01/01/52	10/19/15

(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 15632.		3795.	11837.
b 16067.		8390.	7677.
c 52064.		23670.	28394.
d 23736.		16627.	7109.
e 32367.		18263.	14104.
f 6599.		737.	5862.
g 31408.		15607.	15801.
h 74.		83.	-9.
i 36501.		48692.	-12191.
j 26728.		4585.	22143.
k 13247.		4378.	8869.
l 5678.		2134.	3544.
m 7269.		2238.	5031.
n 14809.		7804.	7005.
o 8775.		270.	8505.

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			11837.
b			7677.
c			28394.
d			7109.
e			14104.
f			5862.
g			15801.
h			-9.
i			-12191.
j			22143.
k			8869.
l			3544.
m			5031.
n			7005.
o			8505.

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

Part IV Capital Gains and Losses for Tax on Investment Income

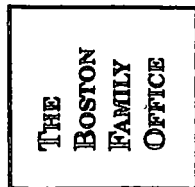
(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	STERICYCLE	P	03/17/05	10/19/15
b	ABBVIE	P	10/11/85	11/02/15
c	APPLE INC	P	10/02/08	11/02/15
d	VERIZON COMMUNICATIONS	P	08/22/14	11/02/15
e	VERIZON COMMUNICATIONS	P	02/24/14	11/02/15
f	KINDER MORGAN	P	02/26/15	12/28/15
g	KINDER MORGAN	P	07/21/15	12/28/15
h	Capital Gains Dividends			
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 14960.		2293.	12667.
b 12760.		341.	12419.
c 24146.		2948.	21198.
d 35750.		37611.	-1861.
e 29419.		29524.	-105.
f 18545.		49990.	-31445.
g 18545.		42889.	-24344.
h 5954.			5954.
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			12667.
b			12419.
c			21198.
d			-1861.
e			-105.
f			-31445.
g			-24344.
h			5954.
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	128164.
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

Sprague, Phineas W. Mem Foundation
Account number 10639212000



Asset detail

Cash and cash equivalents

Description	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
72,196.94 CRA4 (BNY Mellon, N.A., Member FDIC) (Principal Holding)	\$ 72,196.94	\$ 72,196.94		\$ 0.00	0.0%	2.3%
Principal Cash	-13,458.05					
Income Cash	13,458.05					
Total cash and cash equivalents	\$ 72,196.94	\$ 72,196.94	\$ 0.00	\$ 0.00		2.3%

Fixed income

Taxable

Individual securities

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
25,000	General Electric Co DTD 12/6/2007 5.25% 12/6/2017 Moody's: A1 S&P: AA+	\$ 106.7680	\$ 26,692.00	\$ 21,806.00	\$ 4,886.00	\$ 1,312.50	4.9%	0.8%
Total taxable individual securities								
			\$ 26,692.00	\$ 21,806.00	\$ 4,886.00	\$ 1,312.50		0.8%
Total taxable fixed income								
			\$ 26,692.00	\$ 21,806.00	\$ 4,886.00	\$ 1,312.50		0.8%
Total fixed income								



Sprague, Phineas W. Mem Foundation
Account number 10639212000

Equities

U.S. large cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
2,500	Abbott Laboratories (ABT)	\$ 44.9100	\$ 112,275.00	\$ 3,963.21	\$ 108,311.79	\$ 2,600.00	2.3%	3.5%
2,100	Abbvie Inc. (ABBV)	59.2400	124,404.00	3,581.62	120,822.38	4,788.00	3.9	3.9
1,200	Akamai Technologies Inc (AKAM)	52.6300	63,156.00	44,549.16	18,606.84	0.00	0.0	2.0
50	Alphabet, Inc. (GOOG)	758.8800	37,944.00	30,104.86	7,839.14	0.00	0.0	1.2
50	Alphabet, Inc. (GOOGL)	778.0100	38,900.50	30,108.66	8,791.84	0.00	0.0	1.2
700	American Tower Corporation (AMT)	96.9500	67,865.00	72,257.99	-4,392.99	1,372.00	2.0	2.1
1,400	Anadarko Petroleum Corp (APC)	48.5800	68,012.00	31,334.58	36,677.42	1,512.00	2.2	2.1
1,500	Apple Inc (AAPL)	105.2600	157,890.00	22,110.27	135,779.73	3,120.00	2.0	5.0
1,000	Celgene Corp (CELG)	119.7600	119,760.00	63,538.45	56,221.55	0.00	0.0	3.8
500	The Walt Disney Company (DIS)	105.0800	52,540.00	52,459.00	81.00	710.00	1.4	1.7
900	Ecolab Inc (ECL)	114.3800	102,942.00	60,164.91	42,777.09	1,260.00	1.2	3.2
1,800	Exxon Mobil Corp (XOM)	77.9500	140,310.00	57,510.00	82,800.00	5,256.00	3.8	4.4
4,000	General Electric Company (GE)	31.1500	124,600.00	3,410.78	121,189.22	3,680.00	3.0	3.9
2,100	General Mills Inc (GIS)	57.6600	121,086.00	40,321.00	80,765.00	3,696.00	3.1	3.8
1,400	Home Depot Inc (HD)	132.2500	185,150.00	38,693.33	146,456.67	3,304.00	1.8	5.8
700	International Business Machines (IBM) Corporation	137.6200	96,334.00	36,050.00	60,284.00	3,640.00	3.8	3.0
1,400	Nike Inc Class B Stock (NKE)	62.5000	87,500.00	30,645.96	56,854.04	896.00	1.0	2.8
600	Qualcomm Inc (QCOM)	49.9850	29,991.00	28,897.50	1,093.50	1,152.00	3.8	0.9
1,200	Schlumberger Ltd (SLB)	69.7500	83,700.00	43,945.61	39,754.39	2,400.00	2.9	2.6
1,620	State Street Corp (STT)	66.3600	107,503.20	66,130.00	41,373.20	2,203.20	2.1	3.4
1,400	Stericycle Inc (SRCL)	120.6000	168,840.00	32,095.00	136,745.00	0.00	0.0	5.3
900	Stryker Corp (SYK)	92.9400	83,646.00	60,573.42	23,072.58	1,368.00	1.6	2.6
700	3M Co (MMM)	150.6400	105,448.00	54,625.55	50,822.45	2,870.00	2.7	3.3



Sprague, Phineas W. Mem Foundation
Account number 10639212000

Equities

U.S. large cap continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
500	Union Pac Corp (UNP)	78.2000	39,100.00	55,432.50	-16,332.50	1,100.00	2.8	1.2
Total U.S. large cap			\$ 2,318,895.70	\$ 952,503.35	\$ 1,355,393.34	\$ 46,977.20		72.8%

U.S. mid cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
2,000	Golar Lng Ltd (GLNG)	\$ 15.7900	\$ 31,580.00	\$ 70,533.00	\$ -38,953.00	\$ 3,600.00	11.4%	1.0%
1,000	Bankunited Inc (BKU)	36.0600	36,060.00	32,199.00	3,861.00	840.00	2.3	1.1
900	Middleby Corp (MIDD)	107.8700	97,083.00	64,449.00	32,634.00	0.00	0.0	3.1
2,100	Rpm International Inc (RPM)	44.0600	92,526.00	48,061.44	44,464.56	2,310.00	2.5	2.9
700	Wabtec Corp (WAB)	71.1200	49,784.00	67,129.16	-17,345.16	224.00	0.5	1.6
Total U.S. mid cap			\$ 307,033.00	\$ 282,371.60	\$ 24,551.40	\$ 6,974.00		9.6%

Developed international

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
600	Diageo PLC Sponsored ADR New (DEO)	\$ 109.0700	\$ 65,442.00	\$ 43,966.98	\$ 21,475.02	\$ 2,048.40	3.1%	2.1%
2,400	Nestle S A Sponsored ADR Repstg Reg (NSRGY) Sh	74.4200	178,608.00	45,533.76	133,074.24	4,584.00	2.6	5.6
1,700	Vanguard Fise All-World Ex-US (VEU) Index Fund	43.4100	73,797.00	74,693.07	-896.07	2,179.40	3.0	2.3
Total developed international			\$ 317,847.00	\$ 154,193.81	\$ 153,653.19	\$ 8,811.80		10.0%



Sprague, Phineas W. Mem Foundation
Account number 10639212000

Equity reits

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
3,000	Plum Creek Timber Co Inc (PCL)	\$ 47.7200	\$ 143,160.00	\$ 73,050.00	\$ 70,110.00	\$ 5,280.00	3.7%	4.5%
Total equity reits			\$ 143,160.00	\$ 73,050.00	\$ 70,110.00	\$ 5,280.00		4.5%
Total equities			\$ 3,085,935.70	\$ 1,482,118.77	\$ 1,504,817.93	\$ 67,993.00		95.9%
Total assets			\$ 3,185,825.54	\$ 1,576,121.71	\$ 1,609,703.93	\$ 69,305.50		100.0%



PHINEAS SPRAGUE MEMORIAL FOUNDATION

2015 MINIMUM INVESTMENT RETURN

INVESTMENTS

MONTH	BONDS	STOCK	CASH & EQUIV	LAND	INCOME	PRINCIPAL	TOTAL
JANUARY	\$27,891.50	\$3,318,278.70	\$80,075.98	\$8,000.00			\$3,434,246.18
FEBRUARY	\$27,740.50	\$3,487,956.50	\$86,189.48	\$8,000.00			\$3,609,886.48
MARCH	\$27,597.00	\$3,468,645.54	\$62,283.11	\$8,000.00			\$3,566,525.65
APRIL	\$27,544.75	\$3,567,935.67	(\$3,264.24)	\$8,000.00			\$3,600,216.18
MAY	\$27,450.00	\$3,586,344.10	\$38,227.53	\$8,000.00			\$3,660,021.63
JUNE	\$27,232.25	\$3,506,632.00	\$44,621.78	\$8,000.00			\$3,586,486.03
JULY	\$27,180.50	\$3,549,975.70	\$65,501.57	\$8,000.00			\$3,650,657.77
AUGUST	\$26,961.25	\$3,339,827.10	\$72,448.57	\$8,000.00			\$3,447,236.92
SEPTEMBER	\$27,085.50	\$3,208,860.70	\$78,186.57	\$8,000.00			\$3,322,132.77
OCTOBER	\$26,982.50	\$3,317,704.00	\$144,145.08	\$8,000.00			\$3,496,831.58
NOVEMBER	\$26,961.75	\$3,273,391.10	\$29,173.55	\$8,000.00			\$3,337,526.40
DECEMBER	\$26,692.00	\$3,086,936.70	\$72,196.94	\$8,000.00			\$3,193,825.64
TOTAL	\$327,319.50	\$40,712,487.81	\$769,785.92	\$96,000.00	\$0.00	\$0.00	\$41,905,593.23
	\$27,276.63	\$3,392,707.32	\$64,148.83	\$8,000.00			
TOTAL MINIMUM INVESTMENT RETURN						\$41,905,593.23	
MONTHLY MINIMUM INVESTMENT RETURN						\$3,492,132.77	
LESS: 1.50% OF MINIMUM INVESTMENT RETURN						\$52,381.99	
						\$3,439,750.78	
MINIMUM INVESTMENT RETURN						\$171,987.54	
LESS: FEDERAL EXCISE TAXES						\$3,627.00	
ADJUSTED MINIMUM INVESTMENT RETURN						\$168,360.54	
TOTAL 2015 REQUIRED DISTRIBUTION						\$168,360.54	

**Phineas Sprague Memorial Foundation
2015 Contributions
#04-6043554
Federal Form 990 PF**

<u>Charitable Organizations</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Grant Amount</u>
Cape Elizabeth High School Cape Elizabeth, ME	PC	general charitable purposes	\$7,500.00
317 Main Street Community Music Center Yarmouth, ME	PC	general charitable purposes	\$1,500.00
Camp Ketcha Scarborough, ME	PC	general charitable purposes	\$7,200 00
Cape Elizabeth Land Trust Cape Elizabeth, ME	PC	general charitable purposes	\$3,000.00
Carlisle Charitable Foundation Kennebunk, ME	PC	general charitable purposes	\$4,500.00
Charles E. Thomas Memorial Library Prouts Neck, ME	PC	general charitable purposes	\$500.00
Children's Museum & Theater of Maine Portland, ME	PC	general charitable purposes	\$1,500.00
Compass Project Portland, ME	PC	general charitable purposes	\$1,000 00
Fort Williams Foundation - Arboretum Cape Elizabeth, ME	PC	general charitable purposes	\$2,000 00
Good Shepard Food Bank Portland, ME	PC	general charitable purposes	\$10,000.00
Greater Portland Landmarks Portland, ME	PC	general charitable purposes	\$8,000.00
Gulf of Maine Research Institute Portland, ME	PC	general charitable purposes	\$3,000.00
Institute for Doctoral Studies in Visual Arts Portland, ME	PC	general charitable purposes	\$1,000.00
Learning Works Portland, ME	PC	general charitable purposes	\$5,000.00
Lobster Conservancy Friendship Maine	PC	general charitable purposes	\$1,000 00
Maine Audubon Society Falmouth, ME	PC	general charitable purposes	\$6,000.00
Maine Academy of Modern Music Portland, ME	PC	general charitable purposes	\$1,000.00
Maine College of Art Portland, ME	PC	general charitable purposes	\$2,000.00
Maine Historical Society Portland, ME	PC	general charitable purposes	\$7,000.00

Phineas Sprague Memorial Foundation
2015 Contributions
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Maine Huts & Trails Kingfield, ME	PC	general charitable purposes	\$6,000 00
Maine Medical Center-Spiritual Care Dept Portland, ME	PC	general charitable purposes	\$2,000.00
Maine Preservation Yarmouth, ME	PC	general charitable purposes	\$5,000.00
Maine Island Trail Assoc Portland, ME	PC	general charitable purposes	\$2,000.00
Maine Maritime Museum Bath, ME	PC	general charitable purposes	\$1,000.00
Maine Sea Coast Mission- EDGE Program Bar Harbor, ME	PC	general charitable purposes	\$5,000 00
Maine Women's Policy Center Augusta, ME	PC	general charitable purposes	\$2,500.00
Nonesuch Oar and Paddle Club Scarborough, ME	PC	general charitable purposes	\$500 00
Planned Parenthood of New England Portland, ME	PC	general charitable purposes	\$10,000 00
Portland Museum of Art Portland, ME	PC	general charitable purposes	\$5,000 00
Prouts Neck Historical Society Scarborough, ME	PC	general charitable purposes	\$7,500.00
Pub Rescue of New England Pelham, MA	PC	general charitable purposes	\$500 00
Riding To The Top Windham, MA	PC	general charitable purposes	\$4,500 00
Riverview Kids who Care Topsham, ME	PC	general charitable purposes	\$2,000 00
Sail Maine Portland, ME	PC	general charitable purposes	\$4,000.00
Scarborough Land Trust Scarborough, ME	PC	general charitable purposes	\$5,000.00
Scarborough Swim Team Boosters Scarborough, ME	PC	general charitable purposes	\$2,000.00
School Year Abroad North Andover, MA	PC	general charitable purposes	\$500.00
Small Woodland Owners Association Augusta, ME	PC	general charitable purposes	\$500.00
Southern Maine Agency on Aging Scarborough, ME	PC	general charitable purposes	\$5,000.00
St. James Church Prouts Neck, ME	PC	general charitable purposes	\$500.00

Phineas Sprague Memorial Foundation
2015 Contributions
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Federal Form 990 PF

Tate House Museum Portland, ME	PC	general charitable purposes	\$3,000.00
Thomas Memorial Library Foundation Cape Elizabeth, ME	PC	general charitable purposes	\$2,500.00
Victoria Mansion Portland, ME	PC	general charitable purposes	\$1,000.00
Wayfinder Schools Gloucester, ME	PC	general charitable purposes	\$7,000.00
Waynflete School Portland, ME	PC	general charitable purposes	\$3,000.00

Total 2015 Contributions

\$160,200.00

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
BOSTON FAMILY OFFICE	1313.	1313.	
Total to Part I, line 3	1313.	1313.	

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
BOSTON FAMILY OFFICE	73221.	5954.	67267.	67267.	
To Part I, line 4	73221.	5954.	67267.	67267.	

Form 990-PF Accounting Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
PAUL K. HENNESSEY TAX SERVICES	5875.	2337.		2938.
To Form 990-PF, Pg 1, ln 16b	5875.	2337.		2938.

Form 990-PF Other Professional Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
BLACK POINT CAPITAL MGMT	17492.	8746.		8746.
To Form 990-PF, Pg 1, ln 16c	17492.	8746.		8746.

Form 990-PF	Taxes	Statement	5
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FOREIGN TAX PAID	966.	0.		966.
To Form 990-PF, Pg 1, ln 18	966.	0.		966.

Form 990-PF	Other Expenses	Statement	6
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ADR CHARGE	66.	66.		0.
US TREASURY TAX ESTIMATE	4224.	4224.		0.
To Form 990-PF, Pg 1, ln 23	4290.	4290.		0.

Form 990-PF	Corporate Stock	Statement	7
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Description	Book Value	Fair Market Value
CORPORATE STOCK	1482119.	3086937.
Total to Form 990-PF, Part II, line 10b	1482119.	3086937.

Form 990-PF	Corporate Bonds	Statement	8
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Description	Book Value	Fair Market Value
CORPORATE BONDS	21806.	26692.
Total to Form 990-PF, Part II, line 10c	21806.	26692.

Form 990-PF	Other Investments	Statement	9
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Description	Valuation Method	Book Value	Fair Market Value
CASH RESERVE	COST	72197.	72197.
Total to Form 990-PF, Part II, line 13		72197.	72197.