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For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016

Name of foundation LIBRA FOUNDATION		A Employer identification number 04-6626994	
Number and street (or P O box number if mail is not delivered to street address) THREE CANAL PLAZA PO BOX 17516		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code PORTLAND, ME 041128516		B Telephone number (see instructions) (207) 879-6280	
G Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation	
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	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 83,401,855		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	968	968		
	4 Dividends and interest from securities	709,673	709,673		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,094,517			
	b Gross sales price for all assets on line 6a	26,720,519			
	7 Capital gain net income (from Part IV, line 2)		1,094,517		
	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) (attach schedule)				
	11 Other income (attach schedule)	 -2,205,802	-2,205,802		
	12 Total. Add lines 1 through 11	-400,644	-400,644		
	13 Compensation of officers, directors, trustees, etc	785,661	329,024		454,007
	14 Other employee salaries and wages	168,669	44,092		123,985
	15 Pension plans, employee benefits	230,008	82,508		145,983
	16a Legal fees (attach schedule)	 2,839	2,554		285
	b Accounting fees (attach schedule)	 7,800	5,460		2,340
	c Other professional fees (attach schedule)	 118,854	112,974		5,880
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	 59,735	19,218		32,203
	19 Depreciation (attach schedule) and depletion	 30,600	9,180		
	20 Occupancy	91,078	27,323		63,755
	21 Travel, conferences, and meetings	54,063	21,625		32,396
	22 Printing and publications				
	23 Other expenses (attach schedule)	 125,996	38,847		87,503
	24 Total operating and administrative expenses. Add lines 13 through 23	1,675,303	692,805		948,337
	25 Contributions, gifts, grants paid	5,186,594			5,331,594
	26 Total expenses and disbursements. Add lines 24 and 25	6,861,897	692,805		6,279,931
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-7,262,541			
	b Net investment income (if negative, enter -0-)		0		
c Adjusted net income(if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing	99,391	940,011	940,011		
	2	Savings and temporary cash investments	1,093,294	1,542,422	1,542,422		
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges	12,129	12,271	12,271		
	10a	Investments—U S and state government obligations (attach schedule)	6,252,570	2,497,235	2,497,235		
	b	Investments—corporate stock (attach schedule)	26,695,424	24,798,635	24,798,635		
	c	Investments—corporate bonds (attach schedule)	4,645,857	5,489,829	5,489,829		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	73,511,711	71,556,888	37,043,549		
	14	Land, buildings, and equipment basis ▶ _____ 495,973 Less accumulated depreciation (attach schedule) ▶ 240,526	232,580	255,447	255,447		
15	Other assets (describe ▶ _____)	12,390,185	10,822,456	10,822,456			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	124,933,141	117,915,194	83,401,855			
Liabilities	17	Accounts payable and accrued expenses	154,582	131,186			
	18	Grants payable	1,190,000	1,045,000			
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶ _____)	74,000	82,100			
	23	Total liabilities (add lines 17 through 22)	1,418,582	1,258,286			
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	123,514,559	116,656,908			
	25	Temporarily restricted					
	26	Permanently restricted					
	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 (see instructions)	123,514,559	116,656,908			
31	Total liabilities and net assets/fund balances (see instructions) .	124,933,141	117,915,194				

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	123,514,559
2	Enter amount from Part I, line 27a	2	-7,262,541
3	Other increases not included in line 2 (itemize) ▶ _____	3	404,890
4	Add lines 1, 2, and 3	4	116,656,908
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	116,656,908

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day , yr)	(d) Date sold (mo , day , yr)
1 a VARIOUS SECURITIES - CAPITAL GUARDIAN	P		2016-12-31
b VARIOUS SECURITIES - HARPSWELL CAPITAL ADVISORS	P		2016-12-31
c VARIOUS SECURITIES - HEDGEFUND OTTER CREEK	P		2016-12-31
d VEHICLES TRADED IN	P		2016-12-31
e ARTWORK	P		2016-12-31

(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 21,937,845		20,980,380	957,465
b 4,663,786		4,509,273	154,513
c 22,229		21,279	950
d 92,004	33,930	149,000	-23,066
e 4,655			4,655

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			957,465
b			154,513
c			950
d			-23,066
e			4,655

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	1,094,517
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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 instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	5,631,491	90,035,302	0 062548
2014	5,873,953	91,248,955	0 064373
2013	9,715,488	89,461,581	0 108600
2012	10,540,451	95,005,686	0 110945
2011	10,946,058	102,032,406	0 107280

2 Total of line 1, column (d)	2	0 453746
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 090749
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	81,971,322
5 Multiply line 4 by line 3	5	7,438,816
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0
7 Add lines 5 and 6	7	7,438,816
8 Enter qualifying distributions from Part XII, line 4	8	7,289,991

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	0
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	0
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	0
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	9,026
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	9,026
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	9,026
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 9,026 Refunded ▶	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?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for 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>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
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>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
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>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
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>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ ME _____		
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> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW LIBRAFOUNDATION ORG	13	Yes	
14	The books are in care of JERE G MICHELSON Telephone no (207) 879-6280			

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

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.**

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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 checked="" type="checkbox"/> Yes <input 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? <input type="checkbox"/>	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
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). <input type="checkbox"/>	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 ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016). <input type="checkbox"/>	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		No

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))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/> 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? <input type="checkbox"/> Yes <input type="checkbox"/> No <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>	5b		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <i>If "Yes" to 6b, file Form 8870</i>	6b		No
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
KATHI GIEDRIS THREE CANAL PLAZA PO BOX 17516 PORTLAND, ME 04112	ADMINISTRATIVE ASSIS 40 00	80,485	33,323	0
JENNIFER COOK THREE CANAL PLAZA PO BOX 17516 PORTLAND, ME 04112	ACCOUNTING ASSISTANT 40 00	80,485	30,088	0
Total number of other employees paid over \$50,000. ▶				0

Part VIII

3 Five hig

Part IX-A	Summary of Direct Charitable Activities
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Part IX-A

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
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1	
2	
3	
4	

Part IX-B

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 CAPITAL CONTRIBUTIONS MADE TO PINELAND FARMS NATURAL MEATS, INC FOR BUSINESS EXPANSION PURPOSES TO PROVIDE THE OPPORTUNITY TO OFFER MORE JOBS IN THE COMMUNITY	1,000,000
2 EXPENSES PAID ON BEHALF OF PINELAND FARMS POTATO COMPANY, INC	10,060
All other program-related investments See instructions	
3 _____	

Total. Add lines 1 through 3	1,010,060

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	35,676,579
b	Average of monthly cash balances.	1b	519,700
c	Fair market value of all other assets (see instructions).	1c	47,023,337
d	Total (add lines 1a, b, and c).	1d	83,219,616
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	83,219,616
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,248,294
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	81,971,322
6	Minimum investment return. Enter 5% of line 5.	6	4,098,566

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	4,098,566
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	0
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	4,098,566
4	Recoveries of amounts treated as qualifying distributions.	4	2,912,947
5	Add lines 3 and 4.	5	7,011,513
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	7,011,513

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	6,279,931
b	Program-related investments—total from Part IX-B.	1b	1,010,060
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	7,289,991
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	7,289,991

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				7,011,513
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.	3,810,057			
b From 2012.	5,298,757			
c From 2013.				
d From 2014.	321,191			
e From 2015.	1,132,396			
f Total of lines 3a through e.	10,562,401			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>7,289,991</u>				
a Applied to 2015, 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 2016 distributable amount.				7,011,513
e Remaining amount distributed out of corpus	278,478			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	10,840,879			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				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 2011 not applied on line 5 or line 7 (see instructions)	3,810,057			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	7,030,822			
10 Analysis of line 9				
a Excess from 2012.	5,298,757			
b Excess from 2013.				
c Excess from 2014.	321,191			
d Excess from 2015.	1,132,396			
e Excess from 2016.	278,478			

Part XIV

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
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 organization 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))

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

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

CRAIG N DENEKAS
THREE CANAL PLAZA PO BOX 17516
PORTLAND, ME 04112
(207) 879-6280

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

THE FOUNDATION REQUIRES THAT A FORMAL APPLICATION BE SUBMITTED INCLUDING ORGANIZATION NAME, ADDRESS, CHARITABLE PROJECT, AMOUNT REQUESTED, PURPOSE OF PROJECT, GEOGRAPHIC AREA AND NUMBER OF PEOPLE TO BE SERVED BY PROJECT

c Any submission deadlines

NONE

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

APPLICANT MUST BE A TAX-EXEMPT ORGANIZATION UNDER SECTION 501(C)(3) AND NOT A PRIVATE FOUNDATION UNDER SECTION 509(A)
THE FOUNDATION LIMITS ITS GRANTS TO CHARITABLE ORGANIZATIONS, ACTIVITIES, OPERATIONS OR PURPOSES WHICH ONLY TAKE PLACE
WITHIN THE STATE OF MAINE

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 <i>Paid during the year</i> See Additional Data Table				
Total			3a	5,331,594
b <i>Approved for future payment</i> BATES COLLEGE 2 ANDREWS LANE LEWISTON, ME 04240	NONE	PUBLIC	PURPOSEFUL WORK INTERNSHIP PROGRAM	200,000
Total			3b	200,000

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2016)

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

	Yes	No
--	-----	----

12(1)	Yes	
-------	-----	--

1a(1)	Yes	
1a(2)		No

1b(1)		No
-------	--	----

1b(1)	No
--------------	-----------

1b(2)		No
--------------	--	-----------

1b(3)		No
--------------	--	-----------

1b(4)	Yes	
--------------	------------	--

1b(5)		No
--------------	--	-----------

1b(6)		No
--------------	--	-----------

1c		No
-----------	--	-----------

value
ue

described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☒ Yes ☐ No

**Sign
Here**

Date _____

* * * * *

Title

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

Print/Type preparer's name KIRK PURVIS	Preparer's Signature	Date 2017-05-10	Check if self-employed <input type="checkbox"/>	PTIN P00439837
Firm's name ► DAWSON SMITH PURVIS & BASSETT PA				Firm's EIN ► 01-0459941
Firm's address ► 15 CASCO STREET PORTLAND, ME 041012902				Phone no (207) 874-0355

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
OWEN W WELLS	TRUSTEE 30 00	70,318	30,868	6,346
THREE CANAL PLAZA PO BOX 17516 PORTLAND, ME 04112				
PENDRED E NOYCE	TRUSTEE 10 00	0	0	0
THREE CANAL PLAZA PO BOX 17516 PORTLAND, ME 04112				
CRAIG N DENEKAS	CHAIRMAN/CEO 50 00	284,738	55,987	5,126
THREE CANAL PLAZA PO BOX 17516 PORTLAND, ME 04112				
JERE G MICHELSON	PRESIDENT/COO/CFO 50 00	279,561	55,019	2,710
THREE CANAL PLAZA PO BOX 17516 PORTLAND, ME 04112				
WILLIAM J RYAN	TRUSTEE 10 00	0	0	0
THREE CANAL PLAZA PO BOX 17516 PORTLAND, ME 04112				
ERIK HAYWARD	SENIOR VICE PRESIDENT 50 00	151,044	36,243	5,735
THREE CANAL PLAZA PO BOX 17516 PORTLAND, ME 04112				

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
ABBE MUSEUM 26 MOUNT DESERT STREET PO BOX 286 BAR HARBOR, ME 04609	NONE	PUBLIC	GENERAL OPERATING SUPPORT	2,000
BANGOR SYMPHONY ORCHESTRA PO BOX 1441 BANGOR, ME 044021441	NONE	PUBLIC	GENERAL OPERATING SUPPORT	4,000
BARBARA BUSH FOUNDATION FOR FAMILY LITERACY 516 NORTH ADAMS STREET TALLAHASSEE, FL 32301	NONE	PUBLIC	LITERACY ENDOWMENT	35,000
BARBARA BUSH FOUNDATION FOR FAMILY LITERACY 516 NORTH ADAMS STREET TALLAHASSEE, FL 32301	NONE	PUBLIC	FAMILY READING LITERACY IN MAINE	48,960
BAY CHAMBER CONCERTS 18 CENTRAL STREET PO BOX 599 ROCKPORT, ME 04856	NONE	PUBLIC	GENERAL OPERATING SUPPORT	2,000
CHILD AND FAMILY OPPORTUNITIES INC 18 AVERY LANE PO BOX 648 ELLSWORTH, ME 04605	NONE	PUBLIC	GENERAL OPERATING SUPPORT	10,000
CHILDRENS MUSEUM & THEATRE OF MAINE 142 FREE STREET PO BOX 4041 PORTLAND, ME 04101	NONE	PUBLIC	GENERAL OPERATING SUPPORT	2,000
COMMUNITY DENTAL 366 US ROUTE 1 FALMOUTH, ME 04105	NONE	PUBLIC	DENTAL HEALTH IN MAINE INITIATIVE	150,000
CROSS INSURANCE ARENA ONE CIVIC CENTER SQUARE PORTLAND, ME 04101	NONE	PUBLIC	COMMUNITY USE OF CIVIC CENTER EVENTS	75,000
FARNSWORTH ART MUSEUM 16 MUSEUM STREET ROCKLAND, ME 04841	NONE	PUBLIC	GENERAL OPERATING SUPPORT	10,000
GOOD SHEPHERD FOOD-BANK OF MAINE 3121 HOTEL ROAD PO BOX 1807 AUBURN, ME 042111807	NONE	PUBLIC	GENERAL OPERATING SUPPORT	4,000
GULF OF MAINE RESEARCH INSTITUTE 350 COMMERCIAL STREET PORTLAND, ME 04101	NONE	PUBLIC	GENERAL OPERATING SUPPORT	4,000
HOME INC PO BOX 10 ORLAND, ME 04472	NONE	PUBLIC	GENERAL OPERATING SUPPORT	2,000
ISLAND INSTITUTE 386 MAIN STREET PO BOX 648 ROCKLAND, ME 048410648	NONE	PUBLIC	GENERAL OPERATING SUPPORT	4,000
LIBRA FUTURE FUND PO BOX 17516 PORTLAND, ME 04112	NONE	PUBLIC	ASSIST EMERGING ENTREPRENEURS	45,000
Total ► 3a				5,331,594

Form 990PF Part XV Line 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				
MAINE DISCOVERY MUSEUM 74 MAIN STREET BANGOR, ME 04401	NONE	PUBLIC	GENERAL OPERATING SUPPORT	2,000
MAINE FARMLAND TRUST 97 MAIN STREET BELFAST, ME 04915	NONE	PUBLIC	GENERAL OPERATING SUPPORT	2,000
MAINE HISTORICAL SOCIETY 489 CONGRESS STREET PORTLAND, ME 041013498	NONE	PUBLIC	GENERAL OPERATING SUPPORT	2,000
MAINE MARITIME MUSEUM 243 WASHINGTON STREET BATH, ME 04530	NONE	PUBLIC	GENERAL OPERATING SUPPORT	4,000
MAINE PUBLIC BROADCASTING NETWORK 1450 LISBON STREET LEWISTON, ME 042403595	NONE	PUBLIC	GENERAL OPERATING SUPPORT	10,000
MAINE STATE BALLET 348 US ROUTE 1 FALMOUTH, ME 04105	NONE	PUBLIC	GENERAL OPERATING SUPPORT	2,000
MAINE STATE MUSEUM 83 STATE HOUSE STATION AUGUSTA, ME 043330083	NONE	PUBLIC	GENERAL OPERATING SUPPORT	2,000
MAINE STATE MUSIC THEATRE 22 ELM STREET BRUNSWICK, ME 04011	NONE	PUBLIC	GENERAL OPERATING SUPPORT	2,500
MAINEHEALTH 110 FREE STREET PORTLAND, ME 041013908	NONE	PUBLIC	RAISING READERS PROGRAM	1,085,895
MONHEGAN HISTORICAL & CULTURAL MUSEUM ASSOCIATION 1410 EAST AVENUE ROCHESTER, NY 14610	NONE	PUBLIC	GENERAL OPERATING SUPPORT	2,000
OGUNQUIT MUSEUM OF AMERICAN ART 543 SHORE ROAD PO BOX 815 OGUNQUIT, ME 03907	NONE	PUBLIC	GENERAL OPERATING SUPPORT	2,500
OGUNQUIT PLAYHOUSE PO BOX 915 OGUNQUIT, ME 03907	NONE	PUBLIC	GENERAL OPERATING SUPPORT	2,500
PENOBSCOT MARINE MUSEUM 5 CHURCH STREET PO BOX 498 SEARSPORT, ME 049740498	NONE	PUBLIC	GENERAL OPERATING SUPPORT	2,000
PENOBSCOT THEATRE COMPANY 115 MAIN STREET 4TH FLOOR BANGOR, ME 04401	NONE	PUBLIC	GENERAL OPERATING SUPPORT	1,000
PEREGRINE CORPORATION DBA STRIVE 10 ATLANTIC PLACE SOUTH PORTLAND, ME 04106	NONE	PUBLIC	GENERAL OPERATING SUPPORT	2,000
Total ► 3a				5,331,594

Form 990PF Part XV Line 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				
PINELAND FARMS INC 32 FARM VIEW DRIVE NEW GLOUCESTER, ME 04260	NONE	PUBLIC	DEVELOP, OPERATE AND STAFF PINELAND FARMS, INC FOR AGRICULTURAL PROMOTION, EDUCATION AND RESEARCH IN MAINE	3,140,000
PORTLAND BALLET 517 FOREST AVENUE SUITE 2 PORTLAND, ME 04101	NONE	PUBLIC	GENERAL OPERATING SUPPORT	2,000
PORTLAND CONSERVATORY OF MUSIC 202 WOODFORD STREET 3RD FLOOR PORTLAND, ME 04103	NONE	PUBLIC	GENERAL OPERATING SUPPORT	1,000
PORTLAND MUSEUM OF ART SEVEN CONGRESS SQUARE PORTLAND, ME 04101	NONE	PUBLIC	WINSLOW HOMER STUDIO CAMPAIGN	20,000
PORTLAND OVATIONS 50 MONUMENT SQUARE 2ND FLOOR PORTLAND, ME 04101	NONE	PUBLIC	GENERAL OPERATING SUPPORT	2,000
PORTLAND STAGE COMPANY PO BOX 1458 PORTLAND, ME 04104	NONE	PUBLIC	GENERAL OPERATING SUPPORT	10,000
PORTLAND SYMPHONY ORCHESTRA 50 MONUMENT SQUARE 2ND FLOOR PORTLAND, ME 04101	NONE	PUBLIC	GENERAL OPERATING SUPPORT	20,000
THE JACKSON LABORATORY 600 MAIN STREET BAR HARBOR, ME 04609	NONE	PUBLIC	HIGH IMPACT THERAPIES AND TECHNOLOGIES INITIATIVE	100,000
THE UNIVERSITY OF MAINE FOUNDATIONCOLLINS CENTER FOR THE ARTS TWO ALUMNI PLACE ORONO, ME 04469	NONE	PUBLIC	GENERAL OPERATING SUPPORT	10,000
10TH MOUNTAIN SKI CLUB DBA FORT KENT OUTDOOR CENTER PO BOX 541 FORT KENT, ME 04743	NONE	PUBLIC	GENERAL OPERATING SUPPORT AND GROOMER	102,739
AMERICAN NATIONAL RED CROSS FBO AMERICAN RED CROSS OF MAINE 2401 CONGRESS STREET PORTLAND, ME 04102	NONE	PUBLIC	BLOODMOBILE REPLACEMENT	25,000
AUGUSTA FOOD BANK C/O ST MARKS EPISCOPAL CHURCH 9 SUMMER STREET AUGUSTA, ME 04330	NONE	PUBLIC	BUILD DISTRIBUTION/WAREHOUSE FACILITY	30,000
EASTPORT ARTS CENTER PO BOX 153 EASTPORT, ME 04631	NONE	PUBLIC	EASTPORT STRINGS PROGRAM	3,500
FARMINGTON PUBLIC LIBRARY 117 ACADEMY STREET FARMINGTON, ME 04938	NONE	PUBLIC	PURCHASE OF COMPUTER EQUIPMENT	5,000
BATES COLLEGE 2 ANDREWS LANE LEWISTON, ME 04240	NONE	PUBLIC	PURPOSEFUL WORK INTERNSHIP PROGRAM	50,000
Total ► 3a				5,331,594

Form 990FP Part XV Line 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 <i>Paid during the year</i>				
LINCOLNHEALTH DEVELOPMENT OFFICE 35 MILES STREET DAMARISCOTTA, ME 04543	NONE	PUBLIC	NEW HEALTH CENTER FOR LINCOLN COUNTY	100,000
MAINE ASSOCIATION OF NONPROFITS 565 CONGRESS STREET 301 PORTLAND, ME 04101	NONE	PUBLIC	GENERAL OPERATING SUPPORT	3,000
MAINE CHILDREN'S HOME FOR LITTLE WANDERERS 93 SILVER STREET WATERVILLE, ME 04901	NONE	PUBLIC	TEEN PARENT SCHOOL PROGRAM	5,000
MANOMET INC PO BOX 1770 MANOMET, MA 02345	NONE	PUBLIC	U360 INTERNSHIP PROGRAM	5,000
NORDIC HERITAGE SPORT CLUB PO BOX 4015 PRESQUE ISLE, ME 04769	NONE	PUBLIC	GENERAL OPERATING SUPPORT AND GROOMER	105,000
PREBLE STREET 38 PREBLE STREET PORTLAND, ME 04101	NONE	PUBLIC	INTEGRATED LEARNING & CARE CLINIC, A COLLABORATION WITH MAINE MEDICAL CENTER	50,000
RONALD MCDONALD HOUSE CHARITIES OF MAINE INC 250 BRACKETT STREET PORTLAND, ME 04102	NONE	PUBLIC	HEALTHY CHILDREN/HEALTHY FAMILIES PROGRAM	5,000
WOODFORDS FAMILY SERVICES PO BOX 1768 PORTLAND, ME 04104	NONE	PUBLIC	RELOCATE AND EXPAND PRESCHOOL FOR CHILDREN WITH AUTISM	5,000
BETSY ANN ROSS HOUSE OF HOPE PO BOX 5661 AUGUSTA, ME 04330	NONE	PUBLIC	RENOVATIONS	10,000
Total ► 3a				5,331,594

TY 2016 Accounting Fees Schedule**Name:** LIBRA FOUNDATION**EIN:** 04-6626994

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	7,800	5,460		2,340

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2016 Depreciation Schedule

Name: LIBRA FOUNDATION

EIN: 04-6626994

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
FURNITURE	1998-04-13	15,100	15,100	SL	7 000000000000	0	0		
DESK LAMP	1998-04-24	240	240	SL	7 000000000000	0	0		
FAX MACHINE	1998-04-30	1,245	1,245	SL	5 000000000000	0	0		
PLANTS AND CONTAINERS	1998-05-04	642	642	SL	7 000000000000	0	0		
PAINTINGS	1998-05-05	3,016	3,016	SL	7 000000000000	0	0		
PAINTINGS	1998-05-06	530	530	SL	7 000000000000	0	0		
PHOTOS AND FRAMING	1998-06-01	2,019	2,019	SL	7 000000000000	0	0		
RECEPTION AREA LAMPS	1998-06-09	389	389	SL	7 000000000000	0	0		
NOYCE PORTRAIT	1998-06-09	645	645	SL	7 000000000000	0	0		
TELEPHONE SYSTEM	1998-06-09	3,804	3,804	SL	5 000000000000	0	0		
RECEPTION AREA FURNITURE	1998-06-09	12,495	12,495	SL	7 000000000000	0	0		
TRUSTEE PHOTOGRAPHS	1998-06-15	1,200	1,200	SL	7 000000000000	0	0		
CONFERENCE TABLE GLASS	1998-07-10	359	359	SL	7 000000000000	0	0		
PHOTOGRAPHS	1998-07-17	3,780	3,780	SL	7 000000000000	0	0		
CARPET	1998-09-11	3,000	3,000	SL	7 000000000000	0	0		
PHOTOGRAPHS	1998-09-24	2,460	2,460	SL	7 000000000000	0	0		
PAINTING - HEADLAND MIST	1998-10-29	4,584	4,584	SL	7 000000000000	0	0		
PHOTOGRAPH - PPM	1998-12-18	257	257	SL	7 000000000000	0	0		
OFFICE CHAIR	1998-05-12	318	318	SL	7 000000000000	0	0		
TYPEWRITER	1998-04-24	670	670	SL	7 000000000000	0	0		

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
PORTRAIT AND PICTURES	1999-01-14	483	483	SL	7 000000000000	0	0		
PERSIAN RUG	1999-03-19	5,175	5,175	SL	7 000000000000	0	0		
CABOT HOUSE FURNITURE	1999-07-01	6,694	6,694	SL	7 000000000000	0	0		
SAILING DAY PAINTING	1999-04-23	1,036	1,036	SL	7 000000000000	0	0		
SIGN	1999-04-28	839	839	SL	7 000000000000	0	0		
DISHWASHER	1999-05-14	1,175	1,175	SL	7 000000000000	0	0		
LAMP	1999-05-20	239	239	SL	7 000000000000	0	0		
RECEPTIONIST CHAIR	1999-06-01	274	274	SL	7 000000000000	0	0		
PORTRAIT FOR RECEPTION AREA	1999-06-02	881	881	SL	7 000000000000	0	0		
2 OIL PAINTINGS 3 MOUNTAIN TRAIL	1999-09-21	600	600	SL	7 000000000000	0	0		
DICTIONARY AND STAND	1999-09-30	121	121	SL	7 000000000000	0	0		
TV AND STAND	2000-01-06	500	500	SL	7 000000000000	0	0		
TELEPHONE	2000-02-14	426	426	SL	7 000000000000	0	0		
OWW OFFICE CHAIR	2000-02-15	558	558	SL	7 000000000000	0	0		
POLYCOM SPEAKER PHONE	2000-04-05	819	819	SL	7 000000000000	0	0		
BATTERY PACKS (4)	2000-06-14	418	418	SL	5 000000000000	0	0		
HARVARD CHAIR	2000-09-21	500	500	SL	7 000000000000	0	0		
SCANNER	2000-10-24	380	380	SL	5 000000000000	0	0		
OFFICE CHAIR	2001-03-19	1,213	1,213	SL	7 000000000000	0	0		
OFFICE CHAIR	2001-04-09	1,049	1,049	SL	7 000000000000	0	0		

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
OFFICE CHAIRS	2001-04-09	400	400	SL	7 000000000000	0	0		
CABINET FOR ADDITIONAL LINES	2001-04-27	990	990	SL	7 000000000000	0	0		
NEW PHONES (2)	2001-11-29	608	608	SL	7 000000000000	0	0		
FURNITURE	2001-08-14	1,400	1,400	SL	7 000000000000	0	0		
FURNITURE - CONFERENCE TABLE	2001-12-10	40,936	40,936	SL	7 000000000000	0	0		
FURNITURE	2001-09-07	10,448	10,448	SL	7 000000000000	0	0		
PRINTER - ANNIE	2002-04-23	315	315	SL	7 000000000000	0	0		
GLASS TOP FOR CONFERENCE	2002-02-03	2,222	2,222	SL	7 000000000000	0	0		
FILING CABINET	2002-10-07	597	597	SL	7 000000000000	0	0		
CHAIRS	2002-12-20	3,169	3,169	SL	7 000000000000	0	0		
PAINTINGS	2003-01-13	2,657	2,657	SL	5 000000000000	0	0		
PRINTER HP 8150N	2003-03-31	3,230	3,230	SL	5 000000000000	0	0		
FILING CABINET	2003-05-06	639	639	SL	7 000000000000	0	0		
CHAIR	2003-07-17	121	121	SL	7 000000000000	0	0		
PAPER CUTTER	2003-10-15	199	199	SL	7 000000000000	0	0		
OFFICE CHAIR - RECEPTION	2003-10-15	178	178	SL	7 000000000000	0	0		
DESK MICHELSON	2003-11-06	2,515	2,515	SL	7 000000000000	0	0		
PAINTING RESTORATION	2004-03-16	1,800	1,800	SL	7 000000000000	0	0		
PICTURE FRAME - OWW	2005-02-14	375	375	SL	7 000000000000	0	0		
CHAIRS (2) LIBRA OFFICE	2005-02-05	219	219	SL	7 000000000000	0	0		

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
SIDE CHAIRS (4)	2005-03-09	1,548	1,548	SL	7 000000000000	0	0		
FILING CABINETS (2)	2005-05-26	1,512	1,512	SL	7 000000000000	0	0		
COMPUTER WITH FLAT SCREEN MONITOR	2005-12-01	3,020	3,020	SL	5 000000000000	0	0		
FLAT SCREEN MONITORS (4)	2005-12-01	1,372	1,372	SL	5 000000000000	0	0		
JOHN ANGEL PAINTING	2006-01-09	1,147	1,147	SL	7 000000000000	0	0		
NICHOLAS FEDEROVSKI PAINTING	2006-01-09	1,147	1,147	SL	7 000000000000	0	0		
DIGITAL CAMERA	2006-05-11	816	816	SL	5 000000000000	0	0		
NEW RICIO 4500 COPIER	2008-11-20	9,885	9,885	SL	7 000000000000	0	0		
SERVER	2009-10-21	10,481	10,481	SL	5 000000000000	0	0		
COMPUTER TOWERS AND INSTALLATION (4)	2009-12-15	6,036	6,036	SL	5 000000000000	0	0		
COMPUTER - BRYAN	2012-05-18	734	540	SL	5 000000000000	147	0		
NEW FIREWALL	2012-05-29	2,432	1,742	SL	5 000000000000	486	0		
COMPUTER - ERIK	2012-10-18	682	432	SL	5 000000000000	136	0		
LEASEHOLD IMPROVEMENTS	1998-06-09	19,090	8,582	SL	39 000000000000	489	0		
VEHICLE - BLUE UTILITY	2008-08-22	26,159	18,487	SL	5 000000000000	1,775	0		
COMPUTER - JERE	2014-01-23	1,673	670	SL	5 000000000000	335	0		
CANON MF6160DW PRINTER	2014-03-28	947	331	SL	5 000000000000	189	0		
COMPUTER - KATHI	2014-05-05	1,469	490	SL	5 000000000000	294	0		
ALLWORX PHONE SYSTEM	2014-08-25	12,813	2,441	SL	7 000000000000	1,830	0		
COMPUTER - OWEN	2014-09-25	1,363	341	SL	5 000000000000	273	0		

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER - SPARE OFFICE	2014-09-25	1,363	341	SL	5 000000000000	273	0		
OWEN - LEATHER CHAIR	2014-11-08	580	97	SL	7 000000000000	83	0		
VEHICLE - CRAIG	2014-02-27	50,676	8,260	SL	5 000000000000	3,050	0		
VEHICLE - JERE	2014-02-27	48,938	8,260	SL	5 000000000000	3,050	0		
VEHICLE - ERIK	2014-02-27	49,386	8,260	SL	5 000000000000	3,050	0		
VEHICLE - OWEN	2015-05-28	76,707	3,160	SL	5 000000000000	5,100	0		
VEHICLE - CRAIG	2016-08-25	53,875		SL	5 000000000000	3,160	0		
VEHICLE - JERE	2016-08-26	55,415		SL	5 000000000000	3,160	0		
VEHICLE - ERIK	2016-08-25	53,875		SL	5 000000000000	3,160	0		
HP600 COMPUTER - CRAIG	2016-04-30	1,658		SL	5 000000000000	221	0		
HP600 COMPUTER - JENNIFER	2016-04-30	1,237		SL	5 000000000000	165	0		
WIFI EQUIPMENT	2016-06-08	1,488		SL	5 000000000000	174	0		
FIREWALL HARDWARE FORTIGATE 60E	2016-11-23	991		SL	5 000000000000	0	0		

TY 2016 Investments Corporate Bonds Schedule**Name:** LIBRA FOUNDATION**EIN:** 04-6626994

Name of Bond	End of Year Book Value	End of Year Fair Market Value
VARIOUS CORPORATE BONDS	5,489,829	5,489,829

TY 2016 Investments Corporate Stock Schedule**Name:** LIBRA FOUNDATION**EIN:** 04-6626994

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VARIOUS CORPORATE STOCKS	24,798,635	24,798,635

TY 2016 Investments Government Obligations Schedule**Name:** LIBRA FOUNDATION**EIN:** 04-6626994**US Government Securities - End
of Year Book Value:**

2,497,235

**US Government Securities - End
of Year Fair Market Value:**

2,497,235

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2016 Investments - Other Schedule**Name:** LIBRA FOUNDATION**EIN:** 04-6626994

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
OCTOBER CORPORATION--TITLE HOLDING COMPANY	AT COST	70,446,501	35,933,162
CUBE	AT COST	0	0
MARSHALL WACE	AT COST	611,113	611,113
OTTER CREEK	AT COST	0	0
LIGHTHOUSE GLOBAL	AT COST	499,274	499,274

TY 2016 Land, Etc.
Schedule

Name: LIBRA FOUNDATION
EIN: 04-6626994

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
FURNITURE	15,100	15,100	0	
DESK LAMP	240	240	0	
FAX MACHINE	1,245	1,245	0	
PLANTS AND CONTAINERS	642	642	0	
PAINTINGS	3,016	3,016	0	
PAINTINGS	530	530	0	
PHOTOS AND FRAMING	2,019	2,019	0	
RECEPTION AREA LAMPS	389	389	0	
NOYCE PORTRAIT	645	645	0	
TELEPHONE SYSTEM	3,804	3,804	0	
RECEPTION AREA FURNITURE	12,495	12,495	0	
TRUSTEE PHOTOGRAPHS	1,200	1,200	0	
CONFERENCE TABLE GLASS	359	359	0	
PHOTOGRAPHS	3,780	3,780	0	
CARPET	3,000	3,000	0	
PHOTOGRAPHS	2,460	2,460	0	
PAINTING - HEADLAND MIST	4,584	4,584	0	
PHOTOGRAPH - PPM	257	257	0	
OFFICE CHAIR	318	318	0	
TYPEWRITER	670	670	0	
PORTRAIT AND PICTURES	483	483	0	
PERSIAN RUG	5,175	5,175	0	
CABOT HOUSE FURNITURE	6,694	6,694	0	
SAILING DAY PAINTING	1,036	1,036	0	
SIGN	839	839	0	
DISHWASHER	1,175	1,175	0	
LAMP	239	239	0	
RECEPTIONIST CHAIR	274	274	0	
PORTRAIT FOR RECEPTION AREA	881	881	0	
2 OIL PAINTINGS 3 MOUNTAIN TRAIL	600	600	0	

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
DICTIONARY AND STAND	121	121	0	
TV AND STAND	500	500	0	
TELEPHONE	426	426	0	
OWW OFFICE CHAIR	558	558	0	
POLYCOM SPEAKER PHONE	819	819	0	
BATTERY PACKS (4)	418	418	0	
HARVARD CHAIR	500	500	0	
SCANNER	380	380	0	
OFFICE CHAIR	1,213	1,213	0	
OFFICE CHAIR	1,049	1,049	0	
OFFICE CHAIRS	400	400	0	
CABINET FOR ADDITIONAL LINES	990	990	0	
NEW PHONES (2)	608	608	0	
FURNITURE	1,400	1,400	0	
FURNITURE - CONFERENCE TABLE	40,936	40,936	0	
FURNITURE	10,448	10,448	0	
PRINTER - ANNIE	315	315	0	
GLASS TOP FOR CONFERENCE	2,222	2,222	0	
FILING CABINET	597	597	0	
CHAIRS	3,169	3,169	0	
PRINTER HP 8150N	3,230	3,230	0	
FILING CABINET	639	639	0	
CHAIR	121	121	0	
PAPER CUTTER	199	199	0	
OFFICE CHAIR - RECEPTION	178	178	0	
DESK MICHELSON	2,515	2,515	0	
PAINTING RESTORATION	1,800	1,800	0	
PICTURE FRAME - OWW	375	375	0	
CHAIRS (2) LIBRA OFFICE	219	219	0	
SIDE CHAIRS (4)	1,548	1,548	0	

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
FILING CABINETS (2)	1,512	1,512	0	
COMPUTER WITH FLAT SCREEN MONITOR	3,020	3,020	0	
FLAT SCREEN MONITORS (4)	1,372	1,372	0	
JOHN ANGEL PAINTING	1,147	1,147	0	
NICHOLAS FEDEROVSKI PAINTING	1,147	1,147	0	
DIGITAL CAMERA	816	816	0	
NEW RICIO 4500 COPIER	9,885	9,885	0	
SERVER	10,481	10,481	0	
COMPUTER - BRYAN	734	687	47	
NEW FIREWALL	2,432	2,228	204	
COMPUTER - ERIK	682	568	114	
LEASEHOLD IMPROVEMENTS	19,090	9,071	10,019	
VEHICLE - BLUE UTILITY	26,159	20,262	5,897	
COMPUTER - JERE	1,673	1,005	668	
CANON MF6160DW PRINTER	947	520	427	
COMPUTER - KATHI	1,469	784	685	
ALLWORX PHONE SYSTEM	12,813	4,271	8,542	
COMPUTER - OWEN	1,363	614	749	
COMPUTER - SPARE OFFICE	1,363	614	749	
OWEN - LEATHER CHAIR	580	180	400	
VEHICLE - OWEN	76,707	8,260	68,447	
VEHICLE - CRAIG	53,875	3,160	50,715	
VEHICLE - JERE	55,415	3,160	52,255	
VEHICLE - ERIK	53,875	3,160	50,715	
HP600 COMPUTER - CRAIG	1,658	221	1,437	
HP600 COMPUTER - JENNIFER	1,237	165	1,072	
WIFI EQUIPMENT	1,488	174	1,314	
FIREWALL HARDWARE FORTIGATE 60E	991	0	991	

TY 2016 Legal Fees Schedule**Name:** LIBRA FOUNDATION**EIN:** 04-6626994

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	2,839	2,554		285

TY 2016 Other Assets Schedule**Name:** LIBRA FOUNDATION**EIN:** 04-6626994**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INVESTMENT - PFNM, INC	4,565,000	5,565,000	5,565,000
CAPITALIZED LEGAL FEES - PFNM, INC	76,996	76,996	76,996
ACCRUED DIVIDENDS RECEIVABLE - PFNM, INC	961,770	1,311,536	1,311,536
PREPAID EXCISE TAXES	9,026	9,026	9,026
INVESTMENT - PFPC, INC	3,690,000	3,690,000	3,690,000
NOTE RECEIVABLE - PFPC, INC	2,927,512	0	0
CAPITALIZED LEGAL FEES - PFPC, INC	137,579	147,638	147,638
ACCRUED DIVIDENDS RECEIVABLE - PFPC, INC	21,467	21,467	21,467
OTHER ASSET	835	793	793

TY 2016 Other Expenses Schedule

Name: LIBRA FOUNDATION

EIN: 04-6626994

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DUES AND SUBSCRIPTIONS	4,492	3,144		1,348
SUPPLIES	7,103	2,131		5,184
INSURANCE	27,558	8,267		19,433
POSTAGE	4,352	0		4,352
PAYROLL FEES	1,458	570		888
REPAIRS AND MAINTENANCE	34,673	10,402		24,271
TELEPHONE	9,036	2,711		6,325
INTERNET AND CABLE	2,756	827		1,929
ADMINISTRATION	20,129	6,039		14,090
AUTOMOBILE EXPENSE	12,687	4,314		8,373

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EQUIPMENT LEASE	1,472	442		1,030
BANK SERVICE CHARGES	280	0		280

TY 2016 Other Income Schedule

Name: LIBRA FOUNDATION

EIN: 04-6626994

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME	8,982	8,982	8,982
PINELAND FARMS NATURAL MEATS, INC DIVIDENDS	349,767	349,767	349,767
PINELAND FARMS POTATO COMPANY, INC INTEREST	124,286	124,286	124,286
PINELAND FARMS POTATO COMPANY, INC DIVIDENDS	257,600	257,600	257,600
NET EARNINGS OF TITLE-HOLDING CORPORATION	-2,946,437	-2,946,437	-2,946,437

TY 2016 Other Increases Schedule

Name: LIBRA FOUNDATION

EIN: 04-6626994

Description	Amount
CHANGE IN UNREALIZED GAINS ON INVESTMENTS	404,890

TY 2016 Other Liabilities Schedule**Name:** LIBRA FOUNDATION**EIN:** 04-6626994

Description	Beginning of Year - Book Value	End of Year - Book Value
DEFERRED EXCISE TAX LIABILITY	74,000	82,100

TY 2016 Other Professional Fees Schedule**Name:** LIBRA FOUNDATION**EIN:** 04-6626994

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	103,465	103,465		0
CONSULTING FEES	15,389	9,509		5,880

TY 2016 Taxes Schedule**Name:** LIBRA FOUNDATION**EIN:** 04-6626994

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
USE TAX	9	0		41
PAYROLL TAXES	51,626	19,218		32,162
EXCISE TAXES	8,100	0		0