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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

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

OMB No 1545-0052

2016

Open to Public Inspection

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

Name of foundation
ANNE R HENRY CHARITABLE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
P O BOX 31

City or town, state or province, country, and ZIP or foreign postal code
PORTLAND, ME 041120031

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

H Check type of organization

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 4,063,383

J Accounting method

☐ Cash

☐ Accrual

☐ Other (specify)
(Part I, column (d) must be on cash basis)

A Employer identification number
27-6254411

B Telephone number (see instructions)
(207) 772-3761

C If exemption application is pending, check here

☐

D 1. Foreign organizations, check here

☐

2. Foreign organizations meeting the 85% test, check here and attach computation

☐

E If private foundation status was terminated under section 507(b)(1)(A), check here

☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

☐

Part I

Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	93,133	91,924		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-172,704			
	b Gross sales price for all assets on line 6a				
		1,373,687			
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	-79,571	91,924			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	33,135	16,567		16,567
	14 Other employee salaries and wages		0	0	0
	15 Pension plans, employee benefits		0	0	
	16a Legal fees (attach schedule)				0
	b Accounting fees (attach schedule)	740	493	0	247
	c Other professional fees (attach schedule)				0
	17 Interest				0
	18 Taxes (attach schedule) (see instructions)	1,694	414		0
	19 Depreciation (attach schedule) and depletion	0	0		
	20 Occupancy				
	21 Travel, conferences, and meetings		0	0	
	22 Printing and publications		0	0	
	23 Other expenses (attach schedule)	72	72		
	24 Total operating and administrative expenses. Add lines 13 through 23	35,641	17,546	0	16,814
	25 Contributions, gifts, grants paid	207,551			207,551
	26 Total expenses and disbursements. Add lines 24 and 25	243,192	17,546	0	224,365
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-322,763			
	b Net investment income (if negative, enter -0-)		74,378		
c Adjusted net income(if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2016)

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					
	2 Savings and temporary cash investments	222,710	524,367	524,367		
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0		
	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 ▶ _____ 0					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments—U S and state government obligations (attach schedule)					
	b Investments—corporate stock (attach schedule)	3,221,506	2,659,723	3,077,278		
	c Investments—corporate bonds (attach schedule)					
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12 Investments—mortgage loans					
	13 Investments—other (attach schedule)	557,122	494,483	461,738		
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
15 Other assets (describe ▶ _____)						
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	4,001,338	3,678,573	4,063,383			
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 (attach schedule)					
	22 Other liabilities (describe ▶ _____)					
	23 Total liabilities (add lines 17 through 22)		0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds	4,001,338	3,678,573			
	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)	4,001,338	3,678,573				
31 Total liabilities and net assets/fund balances (see instructions) .	4,001,338	3,678,573				

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	4,001,338
2 Enter amount from Part I, line 27a	2	-322,763
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	3,678,575
5 Decreases not included in line 2 (itemize) ▶ _____	5	2
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	3,678,573

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 See Additional Data Table			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-172,704
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	223,515	4,154,805	0 053797
2014	231,653	4,281,926	0 0541
2013	213,507	3,984,702	0 053582
2012	186,928	3,751,878	0 049823
2011			

2 Total of line 1, column (d)	2	0 211302
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 052826
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	3,873,357
5 Multiply line 4 by line 3	5	204,614
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	744
7 Add lines 5 and 6	7	205,358
8 Enter qualifying distributions from Part XII, line 4 ,	8	224,365

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	744
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	744
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	744
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	2,712
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	2,712
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	1,968
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 744 Refunded ▶	11	1,224

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 ▶	13	Yes	
14	The books are in care of ▶ <u>H M PAYSON</u> Telephone no ▶ <u>(207) 772-3761</u>			

Located at ▶ P O BOX 31 PORTLAND ME ZIP+4 ▶ 04112

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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016). <input type="checkbox"/>	3b		
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"/> Yes <input checked="" type="checkbox"/> No 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 checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d)	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 If "Yes" to 6b, file Form 8870	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
HM PAYSON CO P O BOX 31 PORTLAND, ME 04112	TRUSTEE 1	25,290		
VERRILL DANA P O BOX 586 PORTLAND, ME 04112	TRUSTEE 1	7,845		
ANNE STANLEY 11 ISLAND POND ROAD CUMBERLAND FORESIDE, ME 04110	TRUSTEE 1	0		
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
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). 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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

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	3,418,376
b	Average of monthly cash balances.	1b	513,966
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	3,932,342
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	3,932,342
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	58,985
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	3,873,357
6	Minimum investment return. Enter 5% of line 5.	6	193,668

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	193,668
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	744
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	744
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	192,924
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	192,924
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	192,924

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	224,365
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	224,365
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	744
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	223,621

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				192,924
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			0	
b Total for prior years 2014, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.				0
b From 2012.				147,079
c From 2013.				21,384
d From 2014.				25,845
e From 2015.				21,199
f Total of lines 3a through e.	215,507			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 224,365				
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.				192,924
e Remaining amount distributed out of corpus	31,441			
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	246,948			
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) . . .	0			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	246,948			
10 Analysis of line 9				
a Excess from 2012. . . .				147,079
b Excess from 2013. . . .				21,384
c Excess from 2014. . . .				25,845
d Excess from 2015. . . .				21,199
e Excess from 2016. . . .				31,441

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

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 ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the 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 email 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	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	207,551
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities.			14	93,133	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	-172,704	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e). .				-79,571	
13 Total. Add line 12, columns (b), (d), and (e).			13		-79,571

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

Yes	No
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	No
	No

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	No
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	No
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	No
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	No
--	-----------

	No
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	No
--	-----------

	No
--	-----------

[illegible]☒ No

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Does this return
shown below
Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	DOAK ARTHUR PFAFF		2017-05-01		P00878518
	Firm's name ▶ ERNST & YOUNG US LLP				Firm's EIN ▶ 34-6565596
	Firm's address ▶ 2100 E CARY STREET SUITE 201 RICHMOND, VA 23223				Phone no (804) 344-4548

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
570 ISHARES S&P 100 (MKT)		2015-05-21	2016-01-07
95 ISHARES S&P 100 (MKT)		2015-05-21	2016-01-07
30 PRECISION CASTPARTS CORP		2015-04-15	2016-01-07
160 WILLIAMS COMPANIES INC		2015-01-29	2016-01-13
200 WILLIAMS COMPANIES INC		2015-01-08	2016-01-13
1300 WILLIAMS COMPANIES INC		2015-01-08	2016-01-13
1090 WILLIAMS COMPANIES INC		2015-01-29	2016-01-13
150 WILLIAMS COMPANIES INC		2015-01-29	2016-01-13
200 WILLIAMS COMPANIES INC		2015-01-08	2016-01-13
75 MCDONALDS CORP		2012-10-31	2016-01-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
49,358		53,687	-4,329
8,220		8,952	-732
6,961		6,318	643
2,385		6,773	-4,388
2,982		8,749	-5,767
19,405		56,826	-37,421
16,270		46,095	-29,825
2,236		6,350	-4,114
2,981		8,749	-5,768
8,997		6,506	2,491

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-4,329
			-732
			643
			-4,388
			-5,767
			-37,421
			-29,825
			-4,114
			-5,768
			2,491

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
75 MCDONALDS CORP		2012-10-31	2016-01-25
485 MCDONALDS CORP		2012-10-31	2016-01-25
475 PRECISION CASTPARTS CORP		2015-04-15	2016-01-26
45 PRECISION CASTPARTS CORP		2015-04-07	2016-01-26
80 PRECISION CASTPARTS CORP		2015-04-15	2016-01-26
150 SYSCO CORP		2015-04-09	2016-02-02
915 SYSCO CORP		2015-04-09	2016-02-02
145 SYSCO CORP		2015-04-09	2016-02-02
1298 BP PLC SPONS ADR		2012-11-15	2016-02-03
180 BP PLC SPONS ADR		2012-10-31	2016-02-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8,997		6,506	2,491
58,225		42,499	15,726
111,534		101,021	10,513
10,559		9,653	906
18,778		17,022	1,756
6,408		5,734	674
39,128		34,958	4,170
6,194		5,543	651
37,748		56,760	-19,012
5,228		7,805	-2,577

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,491
			15,726
			10,513
			906
			1,756
			674
			4,170
			651
			-19,012
			-2,577

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
190 BP PLC SPONS ADR		2012-10-31	2016-02-03
85 VIACOM INC CLASS B		2015-03-19	2016-02-26
110 VIACOM INC CLASS B		2014-12-31	2016-02-26
95 VIACOM INC CLASS B		2015-03-19	2016-02-26
110 VIACOM INC CLASS B		2014-12-31	2016-02-26
766 VIACOM INC CLASS B		2014-12-31	2016-02-26
475 VIACOM INC CLASS B		2015-03-19	2016-02-26
460 EXXON MOBIL CORP		2015-08-26	2016-03-01
400 EXXON MOBIL CORP		2014-08-06	2016-03-01
105 EXXON MOBIL CORP		2013-03-07	2016-03-01

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
5,519		8,239	-2,720
3,133		5,856	-2,723
4,055		8,402	-4,347
3,502		6,544	-3,042
4,055		8,402	-4,347
28,263		58,507	-30,244
17,526		32,687	-15,161
37,237		32,846	4,391
32,380		36,708	-4,328
8,494		9,334	-840

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-2,720
			-2,723
			-4,347
			-3,042
			-4,347
			-30,244
			-15,161
			4,391
			-4,328
			-840

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
30 EXXON MOBIL CORP		2015-08-26	2016-03-01
35 EXXON MOBIL CORP		2015-08-26	2016-03-01
105 EXXON MOBIL CORP		2013-03-07	2016-03-01
125 SYSCO CORP		2015-04-09	2016-03-01
790 SYSCO CORP		2015-04-09	2016-03-01
120 SYSCO CORP		2015-04-09	2016-03-01
210 ORACLE CORP		2014-11-21	2016-03-16
210 ORACLE CORP		2014-11-21	2016-03-16
1435 ORACLE CORP		2014-11-21	2016-03-16
370 CUMMINS INC		2015-07-13	2016-03-21

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,427		2,142	285
2,832		2,499	333
8,495		9,334	-839
5,561		4,778	783
35,187		30,182	5,005
5,338		4,587	751
8,434		8,684	-250
8,434		8,684	-250
57,681		59,304	-1,623
40,834		48,222	-7,388

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			285
			333
			-839
			783
			5,005
			751
			-250
			-250
			-1,623
			-7,388

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
55 CUMMINS INC		2015-07-13	2016-03-21
60 CUMMINS INC		2015-07-13	2016-03-21
100 AFLAC INC		2010-09-13	2016-03-22
55 AFLAC INC		2013-03-07	2016-03-22
60 AFLAC INC		2013-03-07	2016-03-22
150 INTEL CORP		2016-01-15	2016-03-22
20 INTEL CORP		2012-10-31	2016-03-22
135 INTEL CORP		2016-01-15	2016-03-22
710 INTEL CORP		2016-01-15	2016-03-22
365 INTEL CORP		2011-01-27	2016-03-22

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
6,063		7,172	-1,109
6,615		7,824	-1,209
6,298		5,203	1,095
3,460		2,839	621
3,776		3,098	678
4,787		4,518	269
638		436	202
4,308		4,067	241
22,686		21,356	1,330
11,663		7,992	3,671

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-1,109
			-1,209
			1,095
			621
			678
			269
			202
			241
			1,330
			3,671

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
25 INTEL CORP		2012-10-31	2016-03-22
1015 DRIL-QUIP INC		2015-11-12	2016-03-23
160 DRIL-QUIP INC		2015-11-12	2016-03-23
160 DRIL-QUIP INC		2015-11-12	2016-03-23
298 CALIFORNIA RES CORP COM		2014-07-08	2016-03-28
8517 CALIFORNIA RES CORP COM		2014-07-08	2016-03-28
298 CALIFORNIA RES CORP COM		2014-07-08	2016-03-28
80 POLARIS INDUSTRIES INC		2015-11-12	2016-03-29
80 POLARIS INDUSTRIES INC		2015-11-12	2016-03-29
500 POLARIS INDUSTRIES INC		2015-11-12	2016-03-29

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
798		545	253
59,051		64,681	-5,630
9,302		10,222	-920
9,302		10,222	-920
		1	-1
1		1	
		1	-1
7,727		8,800	-1,073
7,727		8,800	-1,073
48,335		55,001	-6,666

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			253
			-5,630
			-920
			-920
			-1
			-1
			-1,073
			-1,073
			-6,666

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
60 CALIFORNIA RES CORP COM		2014-07-08	2016-04-12
10 CALIFORNIA RES CORP COM		2014-07-08	2016-04-12
10 CALIFORNIA RES CORP COM		2014-07-08	2016-04-12
105 JPMORGAN CHASE & CO COM		2014-04-25	2016-04-13
770 JPMORGAN CHASE & CO COM		2014-04-25	2016-04-13
110 JPMORGAN CHASE & CO COM		2014-04-25	2016-04-13
15 INTERNATIONAL BUSINESS MACHINES		2015-11-19	2016-04-18
350 INTERNATIONAL BUSINESS MACHINES		2015-01-29	2016-04-18
40 INTERNATIONAL BUSINESS MACHINES		2013-08-26	2016-04-18
20 INTERNATIONAL BUSINESS MACHINES		2015-11-19	2016-04-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
80		103	-23
7		17	-10
7		17	-10
6,501		5,871	630
47,723		43,015	4,708
6,811		6,150	661
2,280		2,065	215
53,195		64,835	-11,640
6,075		7,825	-1,750
3,037		2,755	282

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-23
			-10
			-10
			630
			4,708
			661
			215
			-11,640
			-1,750
			282

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
40 INTERNATIONAL BUSINESS MACHINES		2013-08-26	2016-04-18
20 INTERNATIONAL BUSINESS MACHINES		2015-11-19	2016-04-18
55 PERRIGO CO SHS		2016-01-07	2016-05-12
345 PERRIGO CO SHS		2016-01-07	2016-05-12
55 PERRIGO CO SHS		2016-01-07	2016-05-12
625 WAL-MART STORES INC		2015-03-26	2016-05-19
105 WAL-MART STORES INC		2015-03-19	2016-05-19
105 WAL-MART STORES INC		2015-03-19	2016-05-19
100 PROCTER & GAMBLE CO		2013-10-14	2016-05-24
640 PROCTER & GAMBLE CO		2013-10-14	2016-05-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
6,075		7,825	-1,750
3,037		2,755	282
4,943		7,960	-3,017
31,050		49,888	-18,838
4,943		7,960	-3,017
42,879		51,170	-8,291
7,204		8,576	-1,372
7,204		8,575	-1,371
8,128		7,856	272
52,016		50,244	1,772

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-1,750
			282
			-3,017
			-18,838
			-3,017
			-8,291
			-1,372
			-1,371
			272
			1,772

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
95 PROCTER & GAMBLE CO		2013-10-14	2016-05-24
5 FORTIVE CORP COM		2015-08-13	2016-07-05
5 FORTIVE CORP COM		2015-08-13	2016-07-05
315 JOHNSON CONTROLS INC		2016-04-12	2016-09-06
325 JOHNSON CONTROLS INC		2016-04-12	2016-09-06
2050 JOHNSON CONTROLS INC		2016-04-12	2016-09-06
2455 JOHNSON CTLS INTL PLC SHS		2016-09-06	2016-09-15
6025 JOHNSON CTLS INTL PLC SHS		2016-09-06	2016-09-15
185 JOHNSON CTLS INTL PLC SHS		2016-09-06	2016-09-15
3 ADIENT PLC ORD SHS		2016-11-01	2016-11-17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
7,721		7,463	258
25		22	3
25		22	3
13,832		11,496	2,336
14,272		11,864	2,408
90,021		74,756	15,265
11		11	
28		28	
9		8	1
13		14	-1

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			258
			3
			3
			2,336
			2,408
			15,265
			1
			-1

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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 ADIENT PLC ORD SHS		2016-11-01	2016-11-17
3 ADIENT PLC ORD SHS		2016-11-01	2016-11-17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
4		5	-1
13		14	-1

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-1
			-1

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>				
MAINE COAST HERITAGE TRUST 1 BOWDOIN MILL ISLAND STE 201 TOPSHAM, ME 04086	NONE	PC	GENERAL PURPOSE	15,000
GOOD SHEPHERD FOOD BANK P O BOX 1807 AUBURN, ME 04112	NONE	PC	GENERAL PURPOSE	7,500
PORTLAND WIDOWS WOOD SOCIETY P O BOX 31 PORTLAND, ME 04112	NONE	SO I	GENERAL PURPOSE	7,500
PREBLE STREET P O BOX 1459 PORTLAND, ME 04104	NONE	PC	GENERAL PURPOSE	15,000
MAINE STATE MUSIC THEATRE 22 ELM ST BRUNSWICK, ME 04011	NONE	PC	PROFESSIONAL PERFORMANCES &	7,500
PORTOPERA PO BOX 7733 PORTLAND, ME 04112	NONE	PC	OPERA PERFORMANCES	7,500
USM FOUNDATION P O BOX 9300 PORTLAND, ME 04104	NONE	PC	GENERAL OPERATING SUPPORT	20,715
USM FOUNDATION P O BOX 9300 PORTLAND, ME 04104	NONE	PC	SCHOLARSHIPS TO USM SCHOOL	29,336
MAINE HISTORICAL SOCIETY 489 CONGRESS ST PORTLAND, ME 04101	NONE	PC	GENERAL PURPOSE	7,500
MAINE MEDICAL CENTER 22 BRAMHALL ST PORTLAND, ME 04102	NONE	PC	GENERAL PUROSE	15,000
ST ALBANS EPISCOPAL CHURCH 885 SHORE RD CAP ELIZABETH, ME 04107	NONE	PC	GENERAL PURPOSE	15,000
MAINE AUDUBON 20 GILSLAND FARM RD FALMOUTH, ME 04105	NONE	PC	GENERAL PURPOSE	7,500
MAINE BEHAVIORAL HEALTHCARE 123 ANDOVER RD WESTBROOK, ME 04092	NONE	PC	GENERAL PURPOSE	7,500
CHILDRENS MUSEUM & THEATRE OF MAINE P O BOX 4041 PORTLAND, ME 04112	NONE	PC	GENERAL PURPOSE	7,500
PORTLAND MUSEUM OF ART 7 CONGRESS SQ PORTLAND, ME 04101	NONE	PC	ART EXHIBITS & EDUCATIONAL	7,500
Total ► 3a				207,551

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				
PORTLAND PUBLIC LIBRARY 5 MONUMENT SQUARE PORTLAND, ME 04101	NONE	PC	GENERAL PURPOSE	7,500
FALMOUTH MEMORIAL LIBRARY 5 LUNT RD FALMOUTH, ME 04105	NONE	PC	GENERAL PURPOSE	7,500
PORTLAND SYMPHONY ORCHESTRA P O BOX 3573 PORTLAND, ME 04104	NONE	PC	GENERAL PURPOSE	15,000
Total ▶ 3a				207,551

TY 2016 Accounting Fees Schedule**Name:** ANNE R HENRY CHARITABLE FOUNDATION**EIN:** 27-6254411

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	740	493		247

TY 2016 Investments Corporate Stock Schedule

Name: ANNE R HENRY CHARITABLE FOUNDATION
EIN: 27-6254411

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MCDONALDS CORP		
PROCTOR & GAMBLE CO		
BP PLC SPONS ADR		
EXXON MOBIL CORP	37,975	50,185
AFLAC INC	61,022	81,780
AMERICAN INTERNATIONAL GROUP	90,165	111,680
BERKSHIRE HATHAWAY INC	145,081	204,866
JOHNSON & JOHNSON	80,928	99,081
APPLE INC	103,989	168,286
INTEL CORP	61,130	101,955
MICROSOFT CORP	42,952	98,430
DANAHER CORP	67,292	80,487
INTERNATIONAL BUSINESS MACHINE	53,005	63,906
MASTERCARD INC CLASS A	69,917	111,510
MERCK & CO INC	65,550	72,116
ORACLE CORP	24,799	23,070
PFIZER INC	119,665	133,006
VISA INC CLASS A	45,650	79,580
WAL-MART STORES INC	69,097	60,826
QUALCOMM INC	95,316	119,642
GENERAL ELECTRIC CO	92,923	120,238
JPMORGAN CHASE & CO	34,384	53,931
OCCIDENTAL PETROLEUM CORP	85,327	61,970
CUMMINS INC	89,438	113,436
DISCOVER FINANCIAL SERVICES	89,034	113,181
DISCOVERY COMMUNICATIONS INC A	66,488	58,246
DRIL-QUIP INC		
GILEAD SCIENCES INC	96,055	68,388
MYLAN N V SHS	171,058	90,034
POLARIS INDUSTRIES INC		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PRECISION CASTPARTS CORP		
SYSCO CORP		
TWENTY FIRST CENTURY FOX INC C	137,071	122,898
VIACOM INC CLASS B		
WILLIAMS COMPANIES INC		
ABBOTT LABORATORIES	68,871	64,145
ADIENT PLC ORD SHS	10,435	13,126
ALPHABET INC CAP STK CL A	26,440	27,736
ALPHABET INC CAP STK CL C	81,273	84,900
AMERICAN EXPRESS CO	59,382	74,821
CISCO SYSTEMS INC	58,078	65,729
CSX CORP	45,761	64,494
FORTIVE CORP COM	21,869	27,673
JOHNSON CTLS INTL PLC SHS	102,665	92,554
PHILLIPS 66	89,638	99,372

TY 2016 Investments - Other Schedule**Name:** ANNE R HENRY CHARITABLE FOUNDATION**EIN:** 27-6254411

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
VANGUARD FTSE DEVELOPED MARKET	AT COST	79,360	84,042
SPDR BARCAP ST HIGH YIELD BOND	AT COST	124,914	113,903
ISHARES S&P 100 (MKT)	AT COST	41,917	44,189
DFA EMERGING MARKETS CORE EQUI	AT COST	248,292	219,604

TY 2016 Other Decreases Schedule

Name: ANNE R HENRY CHARITABLE FOUNDATION

EIN: 27-6254411

Description	Amount
ROUNDING	2

TY 2016 Other Expenses Schedule**Name:** ANNE R HENRY CHARITABLE FOUNDATION**EIN:** 27-6254411**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER ALLOCABLE EXPENSE-PRINCI	72	72		0

TY 2016 Taxes Schedule**Name:** ANNE R HENRY CHARITABLE FOUNDATION**EIN:** 27-6254411

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL ESTIMATES - PRINCIPAL	1,280	0		0
FOREIGN TAXES ON QUALIFIED FOR	272	272		0
FOREIGN TAXES ON NONQUALIFIED	142	142		0