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

Name of foundation DOROTHY G & STANLEY E WORDEN CHARITABLE FOUNDATION		A Employer identification number 31-1607007	
Number and street (or P O box number if mail is not delivered to street address) C/O ROBERT B GREGORY		B Telephone number (see instructions) (207) 563-8104	
City or town, state or province, country, and ZIP or foreign postal code DAMARISCOTTA, ME 04543		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,437,344		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input 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	90	90		
	4 Dividends and interest from securities	17,060	17,060		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	128,687			
	b Gross sales price for all assets on line 6a _____				
	7 Capital gain net income (from Part IV, line 2)		128,687		
	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)				
	12 Total. Add lines 1 through 11	145,837	145,837		
	13 Compensation of officers, directors, trustees, etc	12,000			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,000			
	c Other professional fees (attach schedule)	15,549	15,549		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,310	11		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	6,121			
	24 Total operating and administrative expenses. Add lines 13 through 23	36,980	15,560		0
	25 Contributions, gifts, grants paid	76,580			76,580
	26 Total expenses and disbursements. Add lines 24 and 25	113,560	15,560		76,580
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	32,277			
	b Net investment income (if negative, enter -0-)		130,277		
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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	73,888	163,736	106,648
	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			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	945,434	887,419	1,307,519
	c	Investments—corporate bonds (attach schedule)	22,980	23,424	23,177
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	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)	1,042,302	1,074,579	1,437,344	
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			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,042,302	1,074,579	
	30	Total net assets or fund balances (see instructions)	1,042,302	1,074,579	
31	Total liabilities and net assets/fund balances (see instructions) .	1,042,302	1,074,579		

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	1,042,302
2	Enter amount from Part I, line 27a	2	32,277
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	1,074,579
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	1,074,579

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) <div style="float: right; font-size: small;"> { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	128,687
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	-955

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	74,243	1,564,296	0 047461
2014	64,129	1,588,113	0 040381
2013	65,024	1,393,439	0 046664
2012	31,545	1,214,033	0 025984
2011	1,000	1,176,970	0 000850

2 Total of line 1, column (d)	2	0 161340
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 032268
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	1,398,381
5 Multiply line 4 by line 3	5	45,123
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,303
7 Add lines 5 and 6	7	46,426
8 Enter qualifying distributions from Part XII, line 4	8	76,580

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	1,303
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	1,303
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,303
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1,635
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	1,635
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	332
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 332 Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	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 ▶ N/A	13		No
14	The books are in care of ▶ ROBERT B GREGORY Telephone no ▶ (207) 563-8104			

Located at ▶ PO BOX 760 DAMARISCOTTA ME ZIP+4 ▶ 04543

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?	16	Yes	No
	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 ▶			

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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b	
	Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>			
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?		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).		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).		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
ROBERT B GREGORY PO BOX 760 DAMARISCOTTA, ME 04543	TRUSTEE 1 00	12,000	0	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	1,371,016
b	Average of monthly cash balances.	1b	48,660
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,419,676
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	1,419,676
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	21,295
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	1,398,381
6	Minimum investment return. Enter 5% of line 5.	6	69,919

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	69,919
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	1,303
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,303
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	68,616
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	68,616
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	68,616

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	76,580
b	Program-related investments—total from Part IX-B.	1b	
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	76,580
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	1,303
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	75,277

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				68,616
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			76,580	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 76,580				
a Applied to 2015, but not more than line 2a			76,580	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2016 distributable amount.				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				68,616
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).				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				
e Excess from 2016.				

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)

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))
See Additional Data Table

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	76,580
b <i>Approved for future payment</i>				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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.**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**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).**13 Total.** Add line 12, columns (b), (d), and (e). **13** 145,837

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

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

Line No.



Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions.)

Part XVII

- | | | |
|---|----|----|
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees. | 1c | No |
|---|----|----|

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations

- b** If "Yes," complete the following schedule

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best

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

Phone no (207) 563-7540

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	P	2016-10-31	2016-10-31
44 ADIENT PLC	P	2016-10-31	2016-11-02
37 DISCOVERY COMMUNICATIONS	P	2015-05-12	2016-02-03
872 LIONS GATE ENTERTAINMENT	P	2016-12-12	2016-12-13
319 WESTERN DIGITAL	P	2016-05-13	2016-05-31
200 ADT CORP	P	2007-11-13	2016-02-16
46 ALLERGAN PLC	P	2007-11-13	2016-02-03
41 AUTODESK	P	2007-11-13	2016-02-03
10 BIOGEN	P	2008-04-29	2016-02-03
18 BROADCOM	P	2007-11-13	2016-02-09

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	0	4	0
1,982	0	2,050	-68
1,001	0	1,184	-183
22	0	23	-1
15	0	12	3
8,019	0	5,019	3,000
12,820	0	5,228	7,592
2,030	0	1,954	76
2,675	0	619	2,056
22	0	11	11

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	
0	0	0	0
0	0	0	-68
0	0	0	-183
0	0	0	-1
0	0	0	3
0	0	0	3,000
0	0	0	7,592
0	0	0	76
0	0	0	2,056
0	0	0	11

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)
223 COMCAST	P	2007-11-13	2016-02-03
5 COMMERCEHUB	P	2007-11-13	2016-07-22
12 COMMERCEHUB	P	2007-11-13	2016-07-26
25 COMMERCEHUB	P	2017-11-13	2016-07-26
127 CREE	P	2008-05-29	2016-02-03
42 DOLBY LABS	P	2009-01-29	2016-02-03
21 JOHNSON CONTROLS	P	2007-11-13	2016-09-07
15 5 LIBERTY BROADBAND	P	2008-06-04	2016-02-03
54 5 LIBERTY BROADBAND	P	2008-06-27	2016-02-03
59 LIBERTY BROADBAND	P	2008-06-26	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)
12,740	0	4,313	8,427
7	0	3	4
155	0	68	87
322	0	142	180
3,545	0	3,128	417
1,536	0	1,092	444
10	0	4	6
729	0	69	660
2,563	0	235	2,328
2,775	0	261	2,514

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	
0	0	0	8,427
0	0	0	4
0	0	0	87
0	0	0	180
0	0	0	417
0	0	0	444
0	0	0	6
0	0	0	660
0	0	0	2,328
0	0	0	2,514

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)
50 LIBERTY EXPEDIA	P	2007-11-13	2016-11-08
31 LIBERTY MEDIA	P	2008-06-04	2016-02-03
101 LIBERTY MEDIA	P	2008-06-27	2016-02-03
118 LIBERTY MEDIA	P	2008-06-26	2016-02-03
3 06 RTS LIBERTY MEDIA	P	2008-06-04	2016-06-07
4 RTS LIBERTY MEDIA	P	2008-06-27	2016-06-07
11 442 RTS LIBERTY MEDIA	P	2008-06-26	2016-06-07
17 552 RTS LIBERTY MEDIAL	P	2008-06-27	2016-06-07
105 SANDISK	P	2007-11-13	2016-05-13
265 SANDISK	P	2008-07-09	2016-05-13

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)
2,175	0	839	1,336
1,073	0	105	968
3,497	0	333	3,164
4,085	0	400	3,685
6	0	1	5
7	0	1	6
23	0	4	19
35	0	6	29
8,008	0	4,086	3,922
20,212	0	4,627	15,585

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	
0	0	0	1,336
0	0	0	968
0	0	0	3,164
0	0	0	3,685
0	0	0	5
0	0	0	6
0	0	0	19
0	0	0	29
0	0	0	3,922
0	0	0	15,585

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)
31 STARZ	P	2008-06-04	2016-12-12
118 STARZ	P	2008-06-26	2016-12-12
181 STARZ	P	2008-06-27	2016-12-12
91 UNITED HEALTH	P	2007-11-13	2016-02-03
17 ADVANCE AUTO PARTS	P	2015-12-07	2016-09-23
38 APACHE	P	2015-11-05	2016-02-03
104 CABOT OIL & GAS	P	2015-06-05	2016-02-03
923 CALIFORNIA RESOURCES	P	2015-08-17	2016-03-24
9 CALIFORNIA RESOURCES	P	2015-08-17	2016-03-30
103 CHARLES SCHWAB	P	2016-07-01	2016-12-06

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)
1,110	0	56	1,054
4,226	0	212	4,014
6,482	0	317	6,165
10,213	0	4,821	5,392
2,531	0	2,587	-56
1,566	0	1,566	0
2,203	0	3,539	-1,336
1	0	1	0
11	0	12	-1
4,035	0	2,578	1,457

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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
0	0	0	1,054
0	0	0	4,014
0	0	0	6,165
0	0	0	5,392
0	0	0	-56
0	0	0	0
0	0	0	-1,336
0	0	0	0
0	0	0	-1
0	0	0	1,457

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)
184 HP	P	2016-04-12	2016-07-28
868 JOHNSON CONTROLS	P	2016-09-06	2016-09-07
69 JOHNSON CONTROLS	P	2016-09-06	2016-09-07
180 JOHNSON CONTROLS	P	2015-11-05	2016-09-06
46 JOHNSON CONTROLS	P	2016-06-07	2016-09-06
31 MONSANTO	P	2015-08-28	2016-05-24
21 OXIDENTAL PETE	P	2015-08-17	2016-02-03
3 ALPHABET	P	2011-05-16	2016-02-03
1 ALPHABET	P	2013-03-15	2016-02-03
4 ALPHABET	P	2013-03-15	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)
2,552	0	2,237	315
42	0	40	2
33	0	32	1
7,904	0	8,109	-205
2,020	0	2,065	-45
3,374	0	3,041	333
1,429	0	1,539	-110
2,186	0	785	1,401
729	0	408	321
2,999	0	1,637	1,362

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	
0	0	0	315
0	0	0	2
0	0	0	1
0	0	0	-205
0	0	0	-45
0	0	0	333
0	0	0	-110
0	0	0	1,401
0	0	0	321
0	0	0	1,362

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)
3 AMAZON	P	2014-04-17	2016-11-08
6 AMAZON	P	2014-05-16	2016-11-08
6 AMAZON	P	2014-08-21	2016-11-08
91 AMERICAN EXPRESS	P	2004-10-06	2016-01-12
43 AMERICAN EXPRESS	P	2004-10-06	2016-11-08
55 BNY MELLON	P	2009-03-09	2016-01-12
5 BNY MELLON	P	2009-12-17	2016-01-12
83 BNY MELLON	P	2009-12-17	2016-02-03
27 BNY MELLON	P	2009-12-17	2016-05-12
15 BNY MELLON	P	2010-06-08	2016-05-12

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)
2,367	0	974	1,393
4,734	0	1,771	2,963
4,734	0	2,014	2,720
5,813	0	4,234	1,579
2,888	0	2,001	887
2,053	0	986	1,067
187	0	134	53
2,847	0	2,227	620
1,076	0	725	351
598	0	381	217

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	
0	0	0	1,393
0	0	0	2,963
0	0	0	2,720
0	0	0	1,579
0	0	0	887
0	0	0	1,067
0	0	0	53
0	0	0	620
0	0	0	351
0	0	0	217

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 BNY MELLON	P	2010-10-07	2016-05-12
35 BNY MELLON	P	2011-04-08	2016-05-12
41 BNY MELLON	P	2011-07-22	2016-05-12
41 BNY MELLON	P	2011-07-22	2016-11-08
19 BERKSHIRE HATHAWAY	P	2004-10-06	2016-07-07
26 BERKSHIRE HATHAWAY	P	2004-10-06	2016-11-08
252 CHARLES SCHWAB	P	2014-02-03	2016-12-09
22 CHUBB	P	2013-05-28	2016-10-26
238 CITIZENS FINL	P	2015-04-06	2016-11-14
37 COSTCO	P	2004-10-06	2016-07-01

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)
2,989	0	1,987	1,002
1,395	0	1,057	338
1,634	0	1,056	578
1,803	0	1,056	747
2,694	0	1,080	1,614
3,846	0	1,478	2,368
9,871	0	6,033	3,838
2,772	0	1,978	794
7,300	0	5,816	1,484
5,753	0	1,583	4,170

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	
0	0	0	1,002
0	0	0	338
0	0	0	578
0	0	0	747
0	0	0	1,614
0	0	0	2,368
0	0	0	3,838
0	0	0	794
0	0	0	1,484
0	0	0	4,170

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)
18 DIAGEO PLC	P	2004-10-06	2016-02-03
40 DIAGEO PLC	P	2004-10-06	2016-02-19
15 DIAGEO PLC	P	2009-02-10	2016-02-19
10 DIAGEO PLC	P	2012-09-24	2016-02-19
26 ECOLAB	P	2013-05-28	2016-02-03
185 ENCANA	P	2014-09-22	2016-11-08
1 EOG RESOURCES	P	2004-10-06	2016-02-03
54 EOG RESOURCES	P	2009-06-26	2016-02-03
40 EOG RESOURCES	P	2012-09-24	2016-02-03
17 EXPRESS SCRIPTS	P	2010-07-16	2016-11-08

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)
1,977	0	919	1,058
4,170	0	2,041	2,129
1,564	0	780	784
1,042	0	1,119	-77
2,785	0	2,278	507
1,919	0	3,951	-2,032
70	0	18	52
3,766	0	1,834	1,932
2,790	0	2,270	520
1,191	0	804	387

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	
0	0	0	1,058
0	0	0	2,129
0	0	0	784
0	0	0	-77
0	0	0	507
0	0	0	-2,032
0	0	0	52
0	0	0	1,932
0	0	0	520
0	0	0	387

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)
17 EXPRESS SCRIPTS	P	2013-01-11	2016-11-08
21 JP MORGAN CHASE	P	2013-04-22	2016-11-08
21 LABORATORY CORP AMER	P	2013-08-15	2016-04-21
44 LABORATORY CORP AMER	P	2014-01-06	2016-04-21
62 LAS VEGAS SANDS	P	2014-01-23	2016-02-03
33 LAS VEGAS SANDS	P	2014-04-07	2016-02-03
34 LAS VEGAS SANDS	P	2017-04-07	2016-05-19
17 LAS VEGAS SANDS	P	2014-04-07	2016-05-27
98 LAS VEGAS SANDS	P	2014-11-18	2016-05-27
79 LIBERTY GLOBAL PLC	P	2014-01-14	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)
1,191	0	944	247
1,471	0	987	484
2,554	0	2,068	486
5,352	0	3,975	1,377
2,636	0	4,872	-2,236
1,403	0	2,487	-1,084
1,501	0	2,562	-1,061
4,504	0	6,020	-1,516
2,699	0	3,167	-468
170	0	196	-26

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	
0	0	0	247
0	0	0	484
0	0	0	486
0	0	0	1,377
0	0	0	-2,236
0	0	0	-1,084
0	0	0	-1,061
0	0	0	-1,516
0	0	0	-468
0	0	0	-26

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)
5 LIBERTY GLOBAL PLC	P	2014-06-17	2016-02-03
7 LIBERTY GLOBAL PLC LILAC	P	2014-01-14	2016-04-06
5 1 LIBERTY GLOBAL PLC LILAC	P	2014-06-17	2016-04-06
32 LIBERTY GLOBAL PLC LILAC	P	2014-03-17	2016-07-01
2 LIBERTY GLOBAL PLC LILAC	P	2014-06-17	2016-07-12
6 9 LIBERTY GLOBAL PLC LILAC	P	2015-01-13	2016-04-06
123 LOWES	P	2004-10-06	2016-02-03
38 MICROSOFT	P	2008-03-07	2016-02-03
42 MOODYS	P	2014-05-15	2016-11-07
58 ORACLE	P	2012-06-28	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)
256	0	284	-28
186	0	202	-16
10	0	13	-3
71	0	80	-9
252	0	308	-56
4,460	0	2,423	2,037
1,980	0	1,060	920
4,169	0	3,400	769
2,070	0	1,626	444
113	0	108	5

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	
0	0	0	-28
0	0	0	-16
0	0	0	-3
0	0	0	-9
0	0	0	-56
0	0	0	2,037
0	0	0	920
0	0	0	769
0	0	0	444
0	0	0	5

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)
2 PACCAR	P	2013-05-28	2016-05-04
96 PACCAR	P	2013-05-28	2016-09-16
21 PRAXAIR	P	2014-09-15	2016-11-08
3 PRICELINE	P	2014-01-29	2016-11-08
35 QUEST DIAGNOSTICS	P	2014-07-18	2016-02-03
15 QUEST DIAGNOSTICS	P	2014-07-18	2016-08-29
58 QUEST DIAGNOSTICS	P	2014-11-03	2016-08-29
26 TEXAS INSTRUMENTS	P	2008-05-27	2016-02-02
6 TEXAS INSTRUMENTS	P	1987-05-27	2016-11-01
50 TEXAS INSTRUMENTS	P	2008-08-06	2016-11-01

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)
5,442	0	5,204	238
2,476	0	2,764	-288
4,753	0	3,418	1,335
2,240	0	2,123	117
1,257	0	910	347
4,861	0	3,613	1,248
1,320	0	839	481
416	0	194	222
3,466	0	1,230	2,236
555	0	149	406

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	
0	0	0	238
0	0	0	-288
0	0	0	1,335
0	0	0	117
0	0	0	347
0	0	0	1,248
0	0	0	481
0	0	0	222
0	0	0	2,236
0	0	0	406

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)
8 TEXAS INSTRUMENTS	P	2008-11-05	2016-11-01
50 TEXAS INSTRUMENTS	P	2008-11-05	2016-11-11
188 ULTRA PETROLEUM	P	2014-07-10	2016-02-19
106 ULTRA PETROLEUM	P	2014-07-24	2016-02-19
60 ULTRA PETROLEUM	P	2014-10-30	2016-02-19
13 UNITED TECHNOLOGIES	P	2015-07-27	2016-11-08
3 UNITEDHEALTH	P	2013-02-06	2016-06-13
35 UNITEDHEALTH	P	2013-04-03	2016-06-13
6 UNITEDHEALTH	P	2013-04-03	2016-07-07
6 UNITEDHEALTH	P	2013-05-28	2016-07-07

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)
3,478	0	934	2,544
42	0	5,100	-5,058
23	0	2,608	-2,585
13	0	1,383	-1,370
1,344	0	1,289	55
416	0	172	244
4,856	0	2,166	2,690
844	0	371	473
844	0	381	463
1,862	0	898	964

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	
0	0	0	2,544
0	0	0	-5,058
0	0	0	-2,585
0	0	0	-1,370
0	0	0	55
0	0	0	244
0	0	0	2,690
0	0	0	473
0	0	0	463
0	0	0	964

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)
13 UNITEDHEALTH	P	2013-10-22	2016-11-08
133 WELLS FARGO	P	2004-10-06	2016-02-03
958 957 HENDERSON INTL OPPS	P	2004-10-11	2016-08-08
CAPITAL GAIN DISTRIBUTIONS	P	2004-07-01	2016-12-31
17 LAS VEGAS SANDS	P	2014-04-07	2016-05-27

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)
6,328	0	4,025	2,303
25,000	0	14,950	10,050
1,467	0	0	1,467
781	0	1,281	-500
0	0	40	-40

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	
0	0	0	2,303
0	0	0	10,050
0	0	0	1,467
0	0	0	-500
0	0	0	-40

Form 990PF Part XV Line 1a - 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).

STANLEY E WORDEN
ESTATE OF STANLEY E WORDEN

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 Paid during the year				
DAMARISCOTTA NEWCASTLE LIONS PO BOX 565 DAMARISCOTTA, ME 04543		PUBLIC	FOOD PANTRY	1,000
CAMP CAPELLA 8 PEARL POINT ROAD HOLDEN, ME 04429		PUBLIC	ATV BENEFIT RIDE	5,000
COASTAL KIDS PRESCHOOL 12 JACKIES TRAIL DAMARISCOTTA, ME 04543		PUBLIC	UNRESTRICTED	15,000
THE LINCOLN HOME 22 RIVER ROAD NEWCASTLE, ME 04553		PUBLIC	UNRESTRICTED	1,000
RIVER ARTS PO BOX 1316 DAMARISCOTTA, ME 04543		PUBLIC	UNRESTRICTED	3,500
MOBIUS 319 MAIN STREET DAMARISCOTTA, ME 04543		PUBLIC	UNRESTRICTED	5,000
NEW LIFE FAMILY SERVICES 1515 EAST 66TH STREET SAINT PAUL, MN 55119		PUBLIC	UNRESTRICTED	5,000
BETHLEHEM COLLEGE 720 13TH AVE MINNEAPOLIS, MN 55415		PUBLIC	UNRESTRICTED	5,000
JONI AND FRIENDS PO BOX 6088 ALBERT LEA, MN 56007		PUBLIC	UNRESTRICTED	2,000
FEED MY STARVING CHILDREN 401 93RD AVE MINNEAPOLIS, MN 55433		PUBLIC	UNRESTRICTED	5,000
HOUSE IN THE WOODS 217 SKUNK HILL RD LEE, ME 04455		PUBLIC	UNRESTRICTED	2,500
TRANSFIGURATION HERMITAGE 205 WINDSOR NECK RD WINDSOR, ME 04363		PUBLIC	UNRESTRICTED	200
PELATONIA 351 W NATIONWIDE BLVD COLUMBUS, OH 43215		PUBLIC	UNRESTRICTED	250
MICAH WESSMAN FOUNDATION 5930 LONE LAKE LOOP HOPKINS, MN 55343		PUBLIC	UNRESTRICTED	5,000
THE LYDIA FUND PO BOX 156 CIRCLE PINES, MN 55014		PUBLIC	UNRESTRICTED	5,000
Total ► 3a				76,580

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>				
GREATER PORTLAND CHRISTIAN SCHOOL 1338 BROADWAY SOUTH PORTLAND, ME 04106		PUBLIC	UNRESTRICTED	250
WHEATON COLLEGE 501 COLLEGE AVE WHEATON, IL 60187		PUBLIC	UNRESTRICTED	2,500
INTERVARSITY CHRISTIAN FELLOWSHIP PO BOX 7895 MADISON, WI 53711		PUBLIC	UNRESTRICTED	2,500
ECCLESIA COLLEGE 9653 NATIONS DRIVE SPRINGDALE, AR 72762		PUBLIC	UNRESTRICTED	1,880
WISCASSET CHRISTIAN ACADEMY 143 BEECHNUT HILL ROAD WISCASSET, ME 04578		PUBLIC	UNRESTRICTED	4,000
BATH AREA YMCA 303 CENTRE STREET BATH, ME 04530		PUBLIC	UNRESTRICTED	5,000
Total ► 3a				76,580

TY 2016 Accounting Fees Schedule**Name:** DOROTHY G & STANLEY E WORDEN CHARITABLE FOUNDATION**EIN:** 31-1607007

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BRUCE A BACHELDER CPA ACCOUNTING	1,000			

TY 2016 Investments Corporate Bonds Schedule**Name:** DOROTHY G & STANLEY E WORDEN CHARITABLE FOUNDATION**EIN:** 31-1607007

Name of Bond	End of Year Book Value	End of Year Fair Market Value
LOCORR INVT TR MANAGED FUTURES	23,424	23,177

TY 2016 Investments Corporate Stock Schedule

Name: DOROTHY G & STANLEY E WORDEN CHARITABLE FOUNDATION
EIN: 31-1607007

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CLEARBRIDGE AGGRESSIVE GROWTH	25,159	29,545
ISHARES RUSSELL 2000	34,482	80,910
HENDERSON INTL OPPS	57,198	80,926
ISHARES MSCI EAFE	32,656	36,081
OPPENHERIMER DEV MKTS	26,718	24,095
AMC NETWORKS	2,830	6,281
ANADARKO PET	31,301	35,981
AUTO DESK	12,806	23,313
BIOGEN IDEC	6,004	27,507
CITRIX SYSTEMS	9,781	13,129
COMCAST	12,126	43,294
CREE INC	7,541	5,093
DISCOVERY COMMUNICATIONS	8,678	7,949
DOLBY LABORATORIES	4,520	6,462
FLUOR CORP	7,645	9,454
FREEMPORT MCMORAN	21,816	22,990
IMMUNOGEN	3,411	877
IONIS PHARMA	14,417	16,932
L3 COMMUNICATIONS	13,593	19,774
LIBERTY BROADBAND A	361	5,942
LIBERTY BROADBAND C	155	2,667
LIBERTY INTERACTIVE VENTURES	13,239	17,582
LIBRETY INTERACTIVE	1,259	2,765
LIBERTY MEDIA CORP A	17	164
LIBERTY MEDIA CORP C	113	1,359
LIBERTY MEDIA A SIRIUS XM	206	2,762
LIBERTY MEDIA C SIRIUS XM	1,669	22,387
LIBERTY MEDIA C	310	5,169
LIBERTY MEDIA A	38	627
NATIONAL OIL WELL - VARGO	6,878	4,717

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NOW INC	733	634
NUANCE	7,067	6,705
NUCOR	20,540	25,534
TWITTER	16,751	15,599
UNITED HEALTH GROUP	15,428	61,615
VERTEX PHARMA	7,550	15,471
WESTERN DIGITAL	10,341	13,116
ALLERGAN PLC	11,290	21,211
BROADCOM	11,692	30,228
JOHNSON CONTROLS	9,994	18,165
LIONS GATE		5,472
MEDTRONIC	11,072	10,328
PENTAIR	2,795	5,327
SEAGATE	18,439	25,001
TE CONNECTIVITY	14,565	30,137
WEATHERFROM INTL	40,940	19,905
AETNA	7,598	8,309
ALPHABET INC CLASS C	10,884	17,752
ALPHABET INC CLASS A	7,425	13,472
AMAZON	10,554	25,496
AMERICAN EXPRESS COMPANY	13,949	20,965
APACHE CORP	21,473	27,229
BANK OF NEW YORK MELLON	14,045	23,216
BERKSHIRE HATHAWAY	13,971	25,588
CABOT OIL & GAS	7,231	6,120
CAPITAL ONE FINANCIAL	5,402	5,845
CARMAX	10,558	13,779
COSTCO	8,179	17,452
ECOLABS	3,827	4,689
EQT CORP	5,215	4,578

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EXPRESS SCRIPTS	6,321	6,673
FACEBOOK A	8,231	8,744
JP MORGAN CHASE	19,529	29,339
LIBERTY INTERACTIVE	2,737	2,278
LOEWS	4,767	6,556
MICROSOFT	2,491	5,530
MONSANTO	12,140	14,098
OCCIDENTAL PETE	12,180	11,682
ORACLE	2,555	3,191
PRAXAIR	9,081	8,086
PRICELINE GROUP	3,418	4,398
TEXAS INSTRUMENTS	5,190	11,164
UNITED TECHNOLOGIES	17,267	19,184
UNITEDHEALTH GROUP	3,936	9,122
VISA	4,178	7,802
WELLS FARGO	11,342	30,090
ADEINT PLC	5,346	6,915
CHUBB LTD	2,835	4,096
DELPHI AUTOMOTIVE	5,475	5,388
ENCANA COPR	16,199	13,865
JOHNSON CONTROLS	14,447	14,087
LIBERTY GLOBAL	8,632	6,980
LIBERTY GLOBAL LILAC C	1,186	572
VALEANT PHARMACEUTICALS	11,501	2,007

TY 2016 Other Expenses Schedule**Name:** DOROTHY G & STANLEY E WORDEN CHARITABLE FOUNDATION**EIN:** 31-1607007**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BOOK PUBLISHING COSTS	3,442			
MISCELLANEOUS	2,679			

TY 2016 Other Professional Fees Schedule**Name:** DOROTHY G & STANLEY E WORDEN CHARITABLE FOUNDATION**EIN:** 31-1607007

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
RBC INVESTMENT COUNSEL	15,549	15,549		

TY 2016 Taxes Schedule**Name:** DOROTHY G & STANLEY E WORDEN CHARITABLE FOUNDATION**EIN:** 31-1607007

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN	11	11		
990PF	2,299			