Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

► Do not enter social security numbers on this form as it may be made public.
► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , 2016, and ending ,

Flynn Family FDN
C/o John Flynn
10 Wyndegate DR.
Kennebunk, ME 04043

A Employer identification number: 47-1382984

B Telephone number (see instructions): 207-985-6078

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 ► [ ]

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: [X] 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, column (c), line 16) ► $ 2,206,435.

J Accounting method: [X] Cash [ ] Accrual [ ] 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 ► [X] if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	34,589.	34,589.	34,589.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	75,158.			
	b Gross sales price for all assets on line 6a 330,239.				
	7 Capital gain net income (from Part IV, line 2)		75,158.		
	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	109,747.	109,747.	34,589.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc.	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) See St 1	1,210.		1,210.	
	c Other professional fees (attach sch) See St 2	11,792.	11,792.	11,792.	
	17 Interest				
	18 Taxes (attach schedule)(see instrs) See Stm 3	1,597.	697.	1,597.	
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	14,599.	12,489.	14,599.	
	25 Contributions, gifts, grants paid Stmt 4	120,000.			120,000.
	26 Total expenses and disbursements. Add lines 24 and 25	134,599.	12,489.	14,599.	120,000.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-24,852.			
	b Net investment income (if negative, enter -0-)		97,258.		
	c Adjusted net income (if negative, enter -0-)			19,990.	

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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	146,132.	122,389.	122,389.
2	Savings and temporary cash investments			
3	Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach sch) ▶			
	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)	1,630,870.	1,629,338.	2,084,046.
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)			
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)	1,777,002.	1,751,727.	2,206,435.
LIABILITIES 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, & other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here** ▶ ☐ **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 ▶ ☒ **and complete lines 27 through 31.**			
27	Capital stock, trust principal, or current funds	1,777,002.	1,751,727.	
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)	1,777,002.	1,751,727.	
31	**Total liabilities and net assets/fund balances** (see instructions)	1,777,002.	1,751,727.	

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	1,777,002.
2	Enter amount from Part I, line 27a	2	-24,852.
3	Other increases not included in line 2 (itemize) ▶ See Statement 5	3	1,590.
4	Add lines 1, 2, and 3	4	1,753,740.
5	Decreases not included in line 2 (itemize) ▶ See Statement 6	5	2,013.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,751,727.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr.)
1a	VARIOUS SEE ATTACHED SCHWAB 6979-8749	P	Various	Various
b	VARIOUS SEE ATTACHED SCHWAB 6979-8749	P	Various	Various
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	25,930.		29,956.	-4,026.
b	304,309.		225,125.	79,184.
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				-4,026.
b				79,184.
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	75,158.
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	-4,026.

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.) N/A

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015			
2014			
2013			
2012			
2011			

2	**Total** of line 1, column (d)	2	
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	
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

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)

1 a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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. ▶ ☐ and enter 1% of Part I, line 27b	1	1,945.
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	1,945.
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	1,945.
6 Credits/Payments:		
a 2016 estimated tax pmts and 2015 overpayment credited to 2016 — 6a: 628.		
b Exempt foreign organizations – tax withheld at source — 6b		
c Tax paid with application for extension of time to file (Form 8868) — 6c: 200.		
d Backup withholding erroneously withheld — 6d		
7 Total credits and payments. Add lines 6a through 6d	7	828.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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 See Statement 7 ▶	9	1,117.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax ▶ Refunded ▶	11	

Part VII-A Statements Regarding Activities

		Yes	No
1 a 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		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
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.			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4 a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7 Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, col. (c), and Part XV.*	7	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ N/A			
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► Daniel Bruzgo CPA Telephone no. ► 207-874-7700

Located at ► 225 Commercial ST. STE 500 Portland ME ZIP + 4 ► 04101

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

			Yes	No
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		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. 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.

				Yes	No
1 a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ 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)?	☐ Yes ☒ 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.)	☐ Yes ☒ 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)?		1 b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ► ☐				
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?		1 c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__	☐ Yes ☒ No			
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.)		2 b	N/A	
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__				
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ 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.)*		3 b	N/A	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4 a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?		4 b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here ► ☐

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If 'Yes' to 6b, file Form 8870.

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

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **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	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 8		0.	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	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None				

Total number of other employees paid over $50,000 ► 0

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 N/A	
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 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ►	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	2,038,933.
b	Average of monthly cash balances		1b	134,260.
c	Fair market value of all other assets (see instructions)		1c	
d	**Total** (add lines 1a, b, and c)		1d	2,173,193.
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	2,173,193.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	32,598.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	2,140,595.
6	**Minimum investment return.** Enter 5% of line 5		6	107,030.

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	107,030.
2a	Tax on investment income for 2016 from Part VI, line 5	2a 1,945.		
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b 508.		
c	Add lines 2a and 2b		2c	2,453.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	104,577.
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	104,577.
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	104,577.

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	120,000.
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	120,000.
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	120,000.

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				104,577.
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only			28,581.	
b Total for prior years: 20 __, 20 __, 20 __		0.		
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	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► $ 120,000.				
a Applied to 2015, but not more than line 2a			28,581.	
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				91,419.
e Remaining amount distributed out of corpus	0.			
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	0.			
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				13,158.
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	0.			
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) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling ►

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

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

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year – see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

None

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

None

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ► ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

See Statement 9

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

See Statement for Line 2a

c Any submission deadlines:

See Statement for Line 2a

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

See Statement for Line 2a

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Total ► 3a				
b *Approved for future payment*				
Total ► 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (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			14		
4 Dividends and interest from securities			14	34,589.	
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					75,158.
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)				34,589.	75,158.

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 109,747.

(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.)
N/A	

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1 a (1)		X
(2) Other assets	1 a (2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1 b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)		X
(3) Rental of facilities, equipment, or other assets	1 b (3)		X
(4) Reimbursement arrangements	1 b (4)		X
(5) Loans or loan guarantees	1 b (5)		X
(6) Performance of services or membership or fundraising solicitations	1 b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c		X

d If the answer to any of the above is 'Yes,' complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

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

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

b If 'Yes,' complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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.

Signature of officer or trustee: [signature] Date: 5/25/17 Title:

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Daniel P. Bruzgo CPA	Daniel P. Bruzgo CPA	5/25/17		P01064158

Firm's name ▶ Bruzgo & Kremer, LLC — Firm's EIN ▶ 20-0125739

Firm's address ▶ 225 Commercial Street, Suite 500, Portland, ME 04101 — Phone no 207-874-7700

R. M. DAVIS
ACCOUNT VALUATION
FLYNN FAMILY FOUNDATION

December 31, 2016

Quantity	Security	Total Cost	Market Value
COMMON STOCKS			
400.000	3M CO	34,983.38	71,428.00
600.000	ACCENTURE PLC	37,542.70	70,278.00
550.000	AMERICAN TOWER CORP	59,821.50	58,124.00
1,000.000	AMETEK INC	50,597.00	48,600.00
600.000	AON PLC	54,200.90	66,918.00
500.000	APPLE INC	57,032.50	57,910.00
700.000	AUTOMATIC DATA PROCESSING INC	33,575.91	71,946.00
1,400.000	BORGWARNER INC	50,578.90	55,216.00
300.000	C R BARD	55,740.80	67,398.00
450.000	CHUBB LTD	52,637.60	59,454.00
850.000	COLGATE PALMOLIVE CO	47,491.27	55,624.00
650.000	DANAHER CORP	30,904.61	50,596.00
1,300.000	DUNKIN BRANDS GROUP INC	63,059.20	68,172.00
500.000	ECOLAB INC	31,305.34	58,610.00
550.000	F5 NETWORKS INC	65,617.45	79,596.00
650.000	HERSHEY CO	56,013.15	67,229.50
650.000	INTUIT	52,904.00	74,496.50
600.000	JOHNSON & JOHNSON	38,003.36	69,126.00
600.000	MCCORMICK & CO INC	32,693.74	55,998.00
150.000	METTLER-TOLEDO INTERNATIONAL INC	43,975.05	62,784.00
1,000.000	MICROCHIP TECHNOLOGY INC	47,467.06	64,150.00
700.000	OMNICOM GROUP INC	34,533.18	59,577.00
600.000	PEPSICO INC	39,732.20	62,778.00
850.000	PHILLIPS 66	33,606.55	73,448.50
800.000	RED HAT INC	56,093.20	55,760.00
1,650.000	ROCHE HOLDINGS LTD ADR	36,790.83	47,202.04
800.000	T ROWE PRICE GROUP INC	51,190.28	60,208.00
1,700.000	TOLL BROTHERS INC	58,518.10	52,700.00
1,400.000	UNILEVER PLC ADR	50,440.60	56,980.00
900.000	V F CORP	35,542.91	48,015.00
600.000	WALT DISNEY CO	62,691.94	62,532.00
800.000	WASTE CONNECTIONS INC (ONTARIO)	52,822.00	62,872.00
		1,508,107.22	1,975,726.54
INTERNATIONAL EQUITIES			
2,019.717	ARTISAN INTERNATIONAL	62,991.49	51,724.95
6,239.731	T ROWE PRICE OVERSEAS STOCK	58,239.72	56,594.36
		121,231.21	108,319.31
CASH AND EQUIVALENTS			
	SCHWAB GOVT MONEY FUND	2,982.95	2,982.95
	SCHWAB GOVT MONEY FUND - INCOME	39,637.77	39,637.77
		42,620.72	42,620.72
TOTAL ACCOUNT VALUE		**1,671,959.15**	**2,126,666.58**

charles SCHWAB

Schwab One® Trust Account of
J FLYNN & R JOHNSON TTEE
FLYNN FAMILY FOUNDATION
U/A DTD 06/25/1998

Account Number
6979-8749

TAX YEAR 2016
YEAR-END SUMMARY

YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS.

Date Prepared: February 10, 2017

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Detail Information of Dividends and Distributions (continued)

Description	Symbol	CUSIP Number	Paid in 2016	Paid/Adjusted in 2017 for 2016	Amount
Foreign Tax Paid (continued)	**Country**				
T ROWE PRICE OVERSEAS	RIC	77956H757	$ 0.00	$ (99.36)	$ (99.36)
WASTE CONNECTIONSINC F	Not Provided	94106B101	$ (68.63)	$ 0.00	$ (68.63)
Total Foreign Tax Paid (Box 6)			**$ (597.74)**	**$ (99.36)**	**$ (697.10)**

REALIZED GAIN OR (LOSS)

The information in the following sections include all your realized gain or (loss) transactions during the tax year. They may be helpful for, but not limited to, Schedule D. Please consult with your tax advisor or financial advisor regarding specific questions.

Short-Term Realized Gain or (Loss)

This section is for covered securities and corresponds to transactions reported on your 1099B as **"cost basis is reported to the IRS."** Report on Form 8949, Part I, with Box A checked.

Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold	Total Proceeds	(-)Cost Basis	(+)Wash Sale Loss Disallowed	(=)Realized Gain or (Loss)
CHUBB LTD F	H1467J104	0.85	01/19/16	01/20/16	$ 94.01	$ 94.92	--	$ (0.91)
Security Subtotal					**$ 94.01**	**$ 94.92**	**--**	**$ (0.91)**
HAIN CELESTIAL GROUP	405217100	200.00	08/26/15	01/25/16	$ 6,645.86	$ 11,968.20	--	$ (5,322.34)
HAIN CELESTIAL GROUP	405217100	100.00	01/11/16	01/25/16	$ 3,322.93	$ 3,673.00	--	$ (350.07)
Security Subtotal					**$ 9,968.79**	**$ 15,641.20**	**--**	**$ (5,672.41)**
MC CORMICK & CO INC	579780206	100.00	08/26/15	01/11/16	$ 8,356.85	$ 7,654.80	--	$ 702.05
Security Subtotal					**$ 8,356.85**	**$ 7,654.80**	**--**	**$ 702.05**

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Detail Information of Dividends and Distributions (continued)

Description	Symbol	CUSIP Number		Paid in 2016		Paid/Adjusted in 2017 for 2016		Amount
Qualified Dividends (continued)								
JOHNSON & JOHNSON	JNJ	478160104	$	1,890.00	$	0.00	$	1,890.00
MC CORMICK & CO INC	MKC	579780206	$	1,333.00	$	0.00	$	1,333.00
MICROCHIP TECHNOLOGY	MCHP	595017104	$	1,816.48	$	(1,590.20)	$	226.28
OMNICOM GROUP INC	OMC	681919106	$	1,625.00	$	0.00	$	1,625.00
PEPSICO INCORPORATED	PEP	713448108	$	1,746.00	$	0.00	$	1,746.00
PHILLIPS 66	PSX	718546104	$	2,082.50	$	0.00	$	2,082.50
ROCHE HLDG AG F	RHHBY	771195104	$	1,679.42	$	0.00	$	1,679.42
T ROWE PRICE GROUP	TROW	74144T108	$	1,728.00	$	0.00	$	1,728.00
T ROWE PRICE OVERSEAS	TROSX	77956H757	$	1,101.25	$	70.31	$	1,171.56
UNILEVER PLC F	UL	904767704	$	1,962.94	$	0.00	$	1,962.94
VF CORPORATION	VFC	918204108	$	1,377.00	$	0.00	$	1,377.00
WALT DISNEY CO	DIS	254687106	$	852.00	$	0.00	$	852.00
WASTE CONNECTIONS		941053100	$	261.00	$	0.00	$	261.00
WASTE CONNECTIONSINC F	WCN	94106B101	$	274.50	$	0.00	$	274.50
3M COMPANY	MMM	88579Y101	$	1,776.00	$	0.00	$	1,776.00
***Total Qualified Dividends* (Box 1b and included in Box 1a)**			**$**	**35,450.62**	**$**	**(1,512.14)**	**$**	**33,938.48**
Total Ordinary Dividends (Box 1a)			**$**	**35,760.68**	**$**	**(1,171.84)**	**$**	**34,588.84**
(Total Non-Qualified Dividends, Short-Term Capital Gains and Qualified Dividends)								
Nondividend Distributions (Return of Capital)								
MICROCHIP TECHNOLOGY	MCHP	595017104	$	0.00	$	1,590.20	$	1,590.20
Total Nondividend Distributions (Box 3)			**$**	**0.00**	**$**	**1,590.20**	**$**	**1,590.20**
Foreign Tax Paid	**Country**							
ACCENTURE PLC F	IRELAND	G1151C101	$	(277.20)	$	0.00	$	(277.20)
ROCHE HLDG AG F	SWITZERLAND	771195104	$	(251.91)	$	0.00	$	(251.91)

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Short-Term Realized Gain or (Loss) (continued)

This section is for covered securities and corresponds to transactions reported on your 1099B as **"cost basis is reported to the IRS."** Report on Form 8949, Part I, with Box A checked.

Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold		Total Proceeds		(-)Cost Basis	(+)Wash Sale Loss Disallowed		(=)Realized Gain or (Loss)
WASTE CONNECTIONSINC	94106B101	100.00	06/01/16	09/19/16	$	7,510.84	$	6,564.90	--	$	945.94
Security Subtotal					**$**	**7,510.84**	**$**	**6,564.90**	**--**	**$**	**945.94**
Total Short-Term *(Cost basis is reported to the IRS)*					**$**	**25,930.49**	**$**	**29,955.82**	**--**	**$**	**(4,025.33)**
Total Short-Term					**$**	**25,930.49**	**$**	**29,955.82**	**--**	**$**	**(4,025.33)**

Long-Term Realized Gain or (Loss)

This section is for covered securities and corresponds to transactions reported on your 1099B as **"cost basis is reported to the IRS."** Report on Form 8949, Part II, with Box D checked.

Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold		Total Proceeds		(-)Cost Basis	(+)Wash Sale Loss Disallowed		(=)Realized Gain or (Loss)
CHUBB CORPORATION XXXMANDATORY MERGER	171232101	50.00	04/18/12	01/19/16	$	6,487.65	$	3,558.80	--	$	2,928.85
CHUBB CORPORATION XXXMANDATORY MERGER	171232101	200.00	04/18/12	01/19/16	$	25,950.58	$	14,235.07	--	$	11,715.51
CHUBB CORPORATION XXXMANDATORY MERGER	171232101	200.00	04/18/12	01/19/16	$	25,950.59	$	14,235.07	--	$	11,715.52
Security Subtotal					**$**	**58,388.82**	**$**	**32,028.94**	**--**	**$**	**26,359.88**
DELL TECHNOLOGIES IN CLASS V	24703L103	11.14	08/28/12	09/09/16	$	541.54	$	526.09	--	$	15.45
DELL TECHNOLOGIES IN CLASS V	24703L103	194.84	08/28/12	09/09/16	$	9,466.74	$	9,196.59	--	$	270.15

Schwab One® Trust Account of
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U/A DTD 06/25/1998

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TAX YEAR 2016
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Long-Term Realized Gain or (Loss) (continued)

This section is for covered securities and corresponds to transactions reported on your 1099B as **"cost basis is reported to the IRS."** Report on Form 8949, Part II, with Box D checked.

Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold	Total Proceeds	(-)Cost Basis	(+)Wash Sale Loss Disallowed	(=)Realized Gain or (Loss)
DELL TECHNOLOGIES IN CLASS V	24703L103	39.01	02/19/13	09/09/16 $	1,895.41 $	1,841.32	-- $	54.09
Security Subtotal				$	**11,903.69 $**	**11,564.00**	**-- $**	**339.69**
EMC CORP MASS XXXMANDATORY MERGER	268648102	100.00	08/28/12	09/07/16 $	2,405.00 $	2,119.41	-- $	285.59
EMC CORP MASS XXXMANDATORY MERGER	268648102	1,750.00	08/28/12	09/07/16 $	42,087.50 $	37,096.65	-- $	4,990.85
EMC CORP MASS XXXMANDATORY MERGER	268648102	350.00	02/19/13	09/07/16 $	8,417.50 $	6,563.63	-- $	1,853.87
Security Subtotal				$	**52,910.00 $**	**45,779.69**	**-- $**	**7,130.31**
FORTIVE CORPORATION	34959J108	12.50	05/30/13	07/12/16 $	634.45 $	369.82	-- $	264.63
FORTIVE CORPORATION	34959J108	62.50	05/30/13	07/12/16 $	3,172.23 $	1,849.09	-- $	1,323.14
FORTIVE CORPORATION	34959J108	100.00	05/30/13	07/12/16 $	5,075.58 $	2,958 55	-- $	2,117.03
FORTIVE CORPORATION	34959J108	150.00	05/30/13	07/12/16 $	7,613.36 $	4,437.68	-- $	3,175.68
Security Subtotal				$	**16,495.62 $**	**9,615.14**	**-- $**	**6,880.48**
HAIN CELESTIAL GROUP	405217100	1,100.00	07/01/14	01/25/16 $	36,552.21 $	50,020.97	-- $	(13,468.76)
Security Subtotal				$	**36,552.21 $**	**50,020.97**	**-- $**	**(13,468.76)**
MC CORMICK & CO INC	579780206	100.00	04/18/12	09/19/16 $	9,636.79 $	5,449.12	-- $	4,187.67
MC CORMICK & CO INC	579780206	100.00	04/18/12	09/19/16 $	9,636.79 $	5,449.16	-- $	4,187.63
Security Subtotal				$	**19,273.58 $**	**10,898.28**	**-- $**	**8,375.30**

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Schwab One® Trust Account of
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Long-Term Realized Gain or (Loss) (continued)

This section is for covered securities and corresponds to transactions reported on your 1099B as **"cost basis is reported to the IRS."** Report on Form 8949, Part II, with Box D checked.

Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold	Total Proceeds	(-)Cost Basis	(+)Wash Sale Loss Disallowed	(=)Realized Gain or (Loss)
METTLER TOLEDO INTL F	592688105	50.00	08/26/15	09/19/16	$ 19,986.07	$ 14,658.35	--	$ 5,327.72
Security Subtotal					**$ 19,986.07**	**$ 14,658.35**	**--**	**$ 5,327.72**
MICROCHIP TECHNOLOGY	595017104	350.00	02/20/15	09/19/16	$ 21,295.03	$ 17,293.44	--	$ 4,001.59
Security Subtotal					**$ 21,295.03**	**$ 17,293.44**	**--**	**$ 4,001.59**
OMNICOM GROUP INC	681919106	100.00	04/18/12	09/19/16	$ 8,419.82	$ 4,915.81	--	$ 3,504.01
Security Subtotal					**$ 8,419.82**	**$ 4,915.81**	**--**	**$ 3,504.01**
WASTE CONNECTIONS XXXMANDATORY MERGER	941053100	600.00	04/18/12	06/01/16	$ 39,389.41	$ 19,492.80	--	$ 19,896.61
WASTE CONNECTIONS XXXMANDATORY MERGER	941053100	300.00	08/28/12	06/01/16	$ 19,694.70	$ 8,857.70	--	$ 10,837.00
Security Subtotal					**$ 59,084.11**	**$ 28,350.50**	**--**	**$ 30,733.61**
Total Long-Term *(Cost basis is reported to the IRS)*					**$ 304,308.95**	**$ 225,125.12**	**--**	**$ 79,183.83**

Schwab One® Trust Account of
J FLYNN & R JOHNSON TTEE
FLYNN FAMILY FOUNDATION
U/A DTD 06/25/1998

Account Number
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TAX YEAR 2016
YEAR-END SUMMARY

Date Prepared: February 10, 2017

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Long-Term Realized Gain or (Loss)

The transactions in this section are not reported on Form 1099-B or to the IRS. Report on Form 8949, Part II, with Box F checked.

Description OR Option Symbol	CUSIP Number	Quantity/Par	Date Acquired	Date Sold	Total Proceeds	(-)Cost Basis	(+)Wash Sale Loss Disallowed	(=)Realized Gain or (Loss)
DELL TECHNOLOGIES IN CLASS V	24703L103	0.21	08/28/12	09/08/16	$ 10.65	$ 10.01	--	$ 0.64
Security Subtotal					**$ 10.65**	**$ 10.01**	**--**	**$ 0.64**
Total Long-Term *(Transactions are not reported on Form 1099-B or to the IRS)*					**$ 10.65**	**$ 10.01**	**--**	**$ 0.64**
Total Long-Term					**$ 304,319.60**	**$ 225,135.13**	**--**	**$ 79,184.47**

Schwab One® Trust Account of
J FLYNN & R JOHNSON TTEE
FLYNN FAMILY FOUNDATION
U/A DTD 06/25/1998

Account Number
6979-8749

YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS.

Date Prepared: February 10, 2017

The information in this and all subsequent sections is not provided to the IRS by Charles Schwab. It is provided to you as additional tax reporting information you may need to complete your tax return.

Realized Gain or (Loss) Summary

Total Realized Gain or (Loss)

Description	Total Proceeds	(-)Cost Basis	(+)Wash Sale Loss Disallowed	(=)Realized Gain or (Loss)
Total Short-Term Realized Gain or (Loss) *(Cost basis is reported to the IRS. Report on Form 8949, Part I, with Box A checked.)*	$ 25,930.49	$ 29,955.82	--	$ (4,025.33)
Total Short-Term Realized Gain or (Loss)	$ 25,930.49	$ 29,955.82	--	$ (4,025.33)
Total Long-Term Realized Gain or (Loss) *(Cost basis is reported to the IRS. Report on Form 8949, Part II, with Box D checked.)*	$ 304,308.95	$ 225,125.12	--	$ 79,183.83
Total Long-Term Realized Gain or (Loss) *(Transactions are not reported on Form 1099-B or to the IRS. Report on Form 8949, Part II, with Box F checked.)*	$ 10.65	$ 10.01	--	$ 0.64
Total Long-Term Realized Gain or (Loss)	$ 304,319.60	$ 225,135.13	--	$ 79,184.47
TOTAL REALIZED GAIN OR (LOSS)	$ 330,250.09	$ 255,090.95	--	$ 75,159.14

charles SCHWAB

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TAX YEAR 2016
YEAR-END SUMMARY

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Notes for Your Realized Gain or (Loss)

Schwab has provided realized gain and loss information whenever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. See Terms and Conditions.

When value for the report is unavailable, it is noted as follows: "Missing" or "Not Provided"

Not Provided Schwab is not providing Cost Basis on this security type.

Missing Cost Basis may be missing due to one of the following reasons:
- Cost basis data may not be available for a number of reasons (for example, the security was purchased outside of Schwab and we did not receive cost basis from the transferring firm).
- The security was purchased more than 10 years ago.

Date Acquired If the cost basis is missing or not provided, a short-term holding period may have been applied for a position that may have been held long term.

Total Proceeds The amount displayed in this column has been adjusted for option premiums, if applicable.

Cost Basis The amount displayed in this column may differ from your original cost basis as adjustments may have been made to reflect applicable option premiums, corporate actions and/or wash sales.

Wash Sale Loss Disallowed The disallowed amount displayed in this column has been added to the cost basis of other share lots with the same CUSIP owned in the same account at the time the loss was disallowed.

Realized Gain or (Loss) The calculation for gain or (loss) displayed in this column is Total Proceeds - Cost Basis + Wash Sale Loss Disallowed - Market Discount =Realized Gain or (Loss)

For sales of short-term debt issued after January 1, 2014, talk to your tax advisor as to how to report the income.

7184

Statement 1
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
	$ 1,210.		$ 1,210.	
Total	$ 1,210.	$ 0.	$ 1,210.	$ 0.

Statement 2
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ADR Fees	$ 73.	$ 73.	$ 73.	
Investment Fees	11,719.	11,719.	11,719.	
Total	$ 11,792.	$ 11,792.	$ 11,792.	$ 0.

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FOREIGN TAXES	$ 697.	$ 697.	$ 697.	
INTERNAL REVENUE SERVICE	900.		900.	
Total	$ 1,597.	$ 697.	$ 1,597.	$ 0.

Statement 4
Form 990-PF, Part I, Line 25
Contributions, Gifts, and Grants

Cash Grants and Allocations

Class of Activity:	DONATION	
Donee's Name:	Victoria Mansion Portland ME 04101	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C 3	
Amount Given:		$ 5,000.
Class of Activity:	DONATION	
Donee's Name:	Gary Sinise Foundation Studio City CA 91614	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C 3	
Amount Given:		2,500.
Class of Activity:	DONATION	

Statement 4 (continued)
Form 990-PF, Part I, Line 25
Contributions, Gifts, and Grants

Donee's Name:	Convent of the Scared Heart New York NY 10128	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C 3	
Amount Given:		$ 5,000.
Class of Activity:	DONATION	
Donee's Name:	Golden Isles Youth Orchestra Brunswick GA 31521	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C 3	
Amount Given:		5,000.
Class of Activity:	DONATION	
Donee's Name:	Town of Kennebunk Food Pantry Kennebunk ME 04043	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C 3	
Amount Given:		2,500.
Class of Activity:	DONATION	
Donee's Name:	Town of Kennebunk Fuel Fund Kennebunk ME 04043	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C 3	
Amount Given:		2,500.
Class of Activity:	DONATION	
Donee's Name:	KEMS Kennebunk ME 04043	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C 3	
Amount Given:		5,000.
Class of Activity:	DONATION	
Donee's Name:	Town of Kennebunkport Fuel Fund Kennebunkport ME 04046	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C 3	
Amount Given:		2,500.
Class of Activity:	DONATION	
Donee's Name:	Town of Kennebunkport Food Pantry Kennebunkport ME 04046	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C 3	
Amount Given:		2,500.
Class of Activity:	DONATION	
Donee's Name:	Town of Kennebunkport Visiting Nurses Kennebunkport ME 04046	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C 3	
Amount Given:		2,500.
Class of Activity:	DONATION	
Donee's Name:	Kennebunk Rotary Club Charitable Fund	

Statement 4 (continued)
Form 990-PF, Part I, Line 25
Contributions, Gifts, and Grants

	Kennebunk ME 04043	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C 3	
Amount Given:		$ 20,000.
Class of Activity:	DONATION	
Donee's Name:	Food 4 Thought Back Pack Project Kennebunk ME 04043	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C 3	
Amount Given:		2,500.
Class of Activity:	DONATION	
Donee's Name:	She Reads Ethiopia Hampton NH 03843	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C 3	
Amount Given:		10,000.
Class of Activity:	DONATION	
Donee's Name:	Education Foundation of Kennebunks Kennebunkport ME 04046	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C 3	
Amount Given:		7,500.
Class of Activity:	DONATION	
Donee's Name:	Kennebunk Land Trust Kennebunk ME 04043	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C 3	
Amount Given:		10,000.
Class of Activity:	DONATION	
Donee's Name:	ME Society for Protection of Animals Windham ME 04062	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C 3	
Amount Given:		7,500.
Donee's Name:	Boy Scouts of America Raymond ME 04071	
Amount Given:		2,500.
Class of Activity:	DONATION	
Donee's Name:	House in the Woods Lee ME 04455	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C 3	
Amount Given:		1,500.
Class of Activity:	DONATION	
Donee's Name:	South Congregational Church Kennebunkport ME 04046	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C 3	

Statement 4 (continued)
Form 990-PF, Part I, Line 25
Contributions, Gifts, and Grants

Amount Given:		$ 1,500.
Class of Activity:	DONATION	
Donee's Name:	Center for Wildlife York ME 03909	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C 3	
Amount Given:		5,000.
Class of Activity:	DONATION	
Donee's Name:	Safe Haven Wells ME 04090	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C 3	
Amount Given:		5,000.
Class of Activity:	DONATION	
Donee's Name:	Town of Kennebunk Fire & Rescue	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C 3	
Amount Given:		2,500.
Class of Activity:	DONATION	
Donee's Name:	Atlanta Botanical Gardens Atlanta GA 30309	
Relationship of Donee:	NONE	
Amount Given:		2,500.
Class of Activity:	DONATION	
Donee's Name:	River Tree Arts Kennebunk ME 04043	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C 3	
Amount Given:		5,000.
Class of Activity:	DONATION	
Donee's Name:	Kennebunk Senior Center Kennebunk ME 04043	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C 3	
Amount Given:		1,000.
Class of Activity:	DONATION	
Donee's Name:	Boothbay Region Land Trust Boothbay Harbor ME 04538	
Relationship of Donee:	NONE	
Organizational Status of Donee:	501 C 3	
Amount Given:		1,000.
	Total	$ 120,000.

Statement 5
Form 990-PF, Part III, Line 3
Other Increases

Nondividend Distributions	$	1,590.
Total	$	1,590.

Statement 6
Form 990-PF, Part III, Line 5
Other Decreases

Accrued Income	$	2,013.
Total	$	2,013.

Statement 7
Form 990-PF, Part VI, Penalty and Interest
Balance Due

Tax Due	$	1,117.
Late Payment Penalty		6.
Late Interest		2.
Total	$	1,125.

Statement 8
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen-sation	Contri-bution to EBP & DC	Expense Account/ Other
John P. Flynn 10 Wyndegate Drive Kennebunk, ME 04043	Trustee 1.00	$ 0.	$ 0.	$ 0.
Martha Flynn 25 Days Mill Road Kennebunk, ME 04043	Trustee 1.00	0.	0.	0.
Roselle Johnson Box 1033 Kennebunkport, ME 04046	Trustee 1.00	0.	0.	0.
Isabel F. Lescure 4 Squirrel Lane Kennebunk, ME 04043	1.00	0.	0.	0.
Elisabeth F. Roberts 5 Squirrel Lane Kennebunk, ME 04043	Trustee 1.00	0.	0.	0.

Statement 8 (continued)
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen- sation	Contri- bution to EBP & DC	Expense Account/ Other
Mary F. Woodman 15 Northwood Drive Kennebunkport, ME 04046	Trustee 1.00	$ 0.	$ 0.	$ 0.
	Total	$ 0.	$ 0.	$ 0.

Statement 9
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:	FLYNN FAMILY FDN.
Name:	
Care Of:	J. FLYNN
Street Address:	10 WYNDEGATE DR
City, State, Zip Code:	KENNEBUNK, ME 04043
Telephone:	
E-Mail Address:	
Form and Content:	WRITTEN FORMAT, US MAIL. VERIFICATION OF IRS APPROVED 501(C)(3) STATUS. DESCRIPTION OF NON PROFIT AND HOW IT BENEFITS PUBLIC. NAMES OF OFFICERS AND DIRECTORS.
Submission Deadlines:	DECEMBER 31 YEAR END
Restrictions on Awards:	MUST MEET IRS APPROVED 501(C)(3) PURPOSE. NO POLITICAL ACTIVITIES OR PURPOSES ALLOWED FOR USE OF FUNDS.

Other Income Producing Activities
Dividends/interest from securities.

ORDINARY DIVIDENDS	$	34,589.
Total	$	34,589.

Balance Sheet
Cash-non-interest-bearing

Schwab Account	$	42,621.
Bank Account		79,768.
Total	$	122,389.

Balance Sheet
Corporate stock (Form 990-PF)[O]

US COMMON STOCKS	$	1,508,107.
INTERNATIONAL		121,231.
Total	$	1,629,338.

FMV of Assets (990-PF)
Cash, non-interest bearing

Schwab Account	$	42,621.
Bank Account		79,768.
Total	$	122,389.

FMV of Assets (990-PF)
Corporate stock [O]

US COMMON STOCKS	$	1,975,727.
INTERNATIONAL		108,319.
Total	$	2,084,046.

Late Payment Penalty (Form 990-PF)

Tax due		1,117.
1 month(s) late x 0.005 (0.250 max)	x	.005
Late payment penalty		6.

Interest on Late Filing (Form 990-PF)

Tax due	1,117.	
Late filing penalty	0.	
Total amount subject to interest	1,117.	
5/15/17 - 5/30/17 (15 days @ 4%)		
Amount subject to interest	1,117.00	
Rate factor	x .001645097	
Interest		1.84
Total Interest on Late Filing (rounded)		2.