

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	123,947	135,753	135,753
	2 Savings and temporary cash investments	2,206,745	412,927	412,927
	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)	4,296,057 	4,500,712	9,831,326
	c Investments—corporate bonds (attach schedule)	724,250 	1,949,625	1,951,394
	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)	7,350,999	6,999,017	12,331,400	
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	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	0	0	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	7,350,999	6,999,017	
	30 Total net assets or fund balances (see instructions)	7,350,999	6,999,017	
31 Total liabilities and net assets/fund balances (see instructions) .	7,350,999	6,999,017		

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	7,350,999
2 Enter amount from Part I, line 27a	2	-351,465
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	6,999,534
5 Decreases not included in line 2 (itemize) ▶ _____ 	5	517
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	6,999,017

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a SALE OF PUBLICLY TRADED SECURITIES			
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 2,336,764		2,069,439	267,325
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			267,325
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	267,325
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?



Yes



No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	552,005	12,238,279	0 045105
2014	584,892	12,964,055	0 045116
2013	569,254	12,442,348	0 045751
2012	546,786	11,341,462	0 048211
2011	426,488	10,868,132	0 039242

2 Total of line 1, column (d)	2	0 223425
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 044685
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	12,386,102
5 Multiply line 4 by line 3	5	553,473
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,971
7 Add lines 5 and 6	7	558,444
8 Enter qualifying distributions from Part XII, line 4	8	834,936

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 ☐ 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	4,971
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	4,971
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	4,971
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	8,400
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	8,400
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	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,429
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ 3,429 Refunded ☐	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 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? <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) ☐ DC		
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) 991 .	11	Yes	
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 ▶ <u>HTTP //PARDOFOUNDATION GRANTSMANAGEMENT08 COM</u>	13	Yes	
14	The books are in care of ▶ <u>GMA FOUNDATIONS</u> Telephone no ▶ <u>(617) 426-7080</u>			

Located at **▶** 2 LIBERTY SQUARE STE 500 BOSTON MA ZIP+4 **▶** 02109

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u>		
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?	☐ 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)?		1b	No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?		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?	☐ Yes ☒ No		
	If "Yes," list the years ▶ <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>			
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 ▶ <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>			
3a	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).		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

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)?	☐ Yes ☒ No	5b	
	Organizations relying on a current notice regarding disaster assistance check here.	☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945-5(d)</i>			
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?	☐ Yes ☒ No	6b	No
	<i>If "Yes" to 6b, file Form 8870</i>			
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?	☐ Yes ☒ No	7b	

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

[illegible][illegible]

Total number of other employees paid over \$50,000.	0
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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)
3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
DAVID WENDELL ASSOCIATES INC	INVESTMENT MANAGEMENT	54,036
325 CORPORATE DRIVE		
PORTSMOUTH, NH 03801		
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	0

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	12,506,522
b	Average of monthly cash balances.	1b	68,201
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	12,574,723
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	12,574,723
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	188,621
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	12,386,102
6	Minimum investment return. Enter 5% of line 5.	6	619,305

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	619,305
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	4,971
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,971
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	614,334
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	614,334
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	614,334

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	834,936
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	834,936
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	4,971
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	829,965

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				614,334
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			283,431	
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 ▶ \$ 834,936				
a Applied to 2015, but not more than line 2a			283,431	
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.				551,505
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				62,829
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)

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))

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

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

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

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

THE SAMUEL P PARDOE FOUNDATION
C/O GMA FOUNDATIONS 2 LIBERTY
SQUARE STE 500
BOSTON, MA 02109
(617) 426-7080
EDREWRY@GMAFOUNDATIONS

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

APPLICATIONS MUST BE SUBMITTED ONLINE AT HTTP //PARDOEFOUNDATION GRANTSMANAGEMENT08.COM ALL ATTACHMENTS MUST BE ATTACHED TO THE ONLINE SUBMISSION, PLEASE DO NOT SEND ANY ITEMS SEPARATELY BY EMAIL OR MAIL

c Any submission deadlines

APPLICATIONS MAY BE SUBMITTED AT ANY TIME ON OR BEFORE MIDNIGHT ON FRIDAY, FEBRUARY 12, 2017

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

GRANTMAKING IS LIMITED TO ORGANIZATIONS LOCATED WITHIN OR SERVING THE LAKES REGION OF NEW HAMPSHIRE, WITH A PRIORITY FOCUS ON LACONIA. THE FOUNDATION'S INTERESTS INCLUDE EDUCATION, LAND AND RESOURCE MANAGEMENT, AND SOCIAL SERVICES. THERE IS A PARTICULAR INTEREST IN PROGRAMS THAT PROVIDE OPPORTUNITIES FOR DISADVANTAGED PERSONS, ESPECIALLY CHILDREN. THE FOUNDATION DOES NOT FUND ENDOWMENTS, INDIVIDUAL SCHOLARSHIPS, LOANS, DEFICITS, SECTARIAN RELIGIOUS OR POLITICAL ACTIVITIES, OR ADVERTISING. GRANTS ARE NOT MADE TO INDIVIDUALS. GRANTS FOR OPERATING EXPENSES ARE NORMALLY EXCLUDED. THE FOUNDATION PREFERS TO FUND SPECIFIC PROJECTS, SPECIAL PROGRAMS, CAPITAL IMPROVEMENTS AND EQUIPMENT PURCHASES. GRANTS ARE MADE ONLY TO ORGANIZATIONS WHICH ARE TAX-EXEMPT UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE AND ARE NOT CLASSIFIED AS NON-OPERATING PRIVATE FOUNDATIONS.

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 <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	802,224
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities.			14	296,858	
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.			14	391	
8 Gain or (loss) from sales of assets other than inventory			18	267,325	
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). . .		0		564,574	0
13 Total. Add line 12, columns (b), (d), and (e).			13		564,574

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

- | | Yes | No |
|-------|-----|----|
| 1a(1) | | No |
| 1a(2) | | No |
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |
| 1c | | No |

[illegible]

- 2a** 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

Print/Type preparer's name ALFONSO PERILLO	Preparer's Signature	Date 2017-10-30	Check if self-employed ☐	PTIN P00950491
Firm's name ► EDELSTEIN AND COMPANY LLP				Firm's EIN ► 04-2442519
Firm's address ► 160 FEDERAL STREET 9TH FLOOR BOSTON, MA 02110				Phone no (617) 227-6161

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
CHARLES H PARDOE II C/O GMA FOUNDATIONS 2 LIBERTY SQUARE STE 500 BOSTON, MA 02109	PRESIDENT 3 00	3,500	0	0
SPENCER PARDOE BALLOU C/O GMA FOUNDATIONS 2 LIBERTY SQUARE STE 500 BOSTON, MA 02109				
CHARLES E PARDOE C/O GMA FOUNDATIONS 2 LIBERTY SQUARE STE 500 BOSTON, MA 02109	SECRETARY 2 00	3,500	0	0
P BRUCE PARDOE C/O GMA FOUNDATIONS 2 LIBERTY SQUARE STE 500 BOSTON, MA 02109				
ELIZABETH PARDOE GRAY C/O GMA FOUNDATIONS 2 LIBERTY SQUARE STE 500 BOSTON, MA 02109	VICE PRESIDENT 2 00	3,500	0	0

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>				
CULTURAL ARTS CENTER 28 BOWMAN STREET LACONIA, NH 03246	NONE	PC	PROGRAM SUPPORT	25,000
FAIR FOOD NETWORK 205 E WASHINGTON ST B ANN ARBOR, MI 48104	NONE	PC	PROGRAM SUPPORT	15,000
FRIENDS OF THE VINALHAVEN PUBLIC LIBRARY PO BOX 223 VINALHAVEN, ME 04863	NONE	PC	PROGRAM SUPPORT	1,000
HOSPITALITY HOUSE 1262 SUTTON WAY GRASS VALLEY, CA 95945	N/A	PC	PROGRAM SUPPORT	7,500
HUMANE RESCUE ALLIANCE 71 OGLETHORPE ST NW WASHINGTON, DC 20011	NONE	PC	PROGRAM SUPPORT	4,300
Total ▶ 3a				802,224

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>				
ISLANDS COMMUNITY MEDICAL SERVICES 15 MEDICAL CENTER VINALHAVEN, ME 04863	NONE	PC	PROGRAM SUPPORT	2,500
LAKES REGION COMMUNITY SERVICES PO BOX 509 LACONIA, NH 03247	NONE	PC	PROGRAM SUPPORT	6,000
LAKES REGION CONSERVATION TRUST PO BOX 766 CENTER HARBOR, NH 03226	NONE	PC	PROGRAM SUPPORT	20,000
LIFEFLIGHT FOUNDATION PO BOX 899 CAMDEN, ME 04843	NONE	PC	PROGRAM SUPPORT	500
LIVE IT LEARN IT 735 8TH STREET SE 300 WASHINGTON, DC 20003	NONE	PC	PROGRAM SUPPORT	5,000
Total  3a				802,224

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MAINE COAST HERITAGE TRUST 1 BOWDOIN MILL ISLAND SUITE 201 TOPSHAM, ME 04086	NONE	PC	PROGRAM SUPPORT	500
NATIONAL PARK TRUST 401 E JEFFERSON ST STE 203 ROCKVILLE, MD 20850	NONE	PC	PROGRAM SUPPORT	10,000
NEW HAMPSHIRE - JAG 175 AMMON DRIVE SUITE 212 MANCHESTER, NH 03103	NONE	PC	PROGRAM SUPPORT	25,000
NEW HAMPSHIRE CATHOLIC CHARITIES 215 MYRTLE STREET MANCHESTER, NH 03104	NONE	PC	PROGRAM SUPPORT	5,000
PARTNERS IN ISLAND EDUCATION PO BOX 664 VINALHAVEN, ME 04863	NONE	PC	PROGRAM SUPPORT	1,000
Total ► 3a				802,224

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>				
PEOPLE FOR THE ETHICAL TREATMENT OF ANIMALS (PETA) 501 FRONT STREET NORFOLK, VA 23510	N/A	PC	PROGRAM SUPPORT	700
PRESCOTT CONSERVANCY INC 928 WHITE OAKS ROAD LACONIA, NH 03246	NONE	POF	PROGRAM SUPPORT	656,224
SCIENCE MUSEUM OF VIRGINIA FOUNDATION PO BOX 11624 RICHMOND, VA 23230	N/A	PC	PROGRAM SUPPORT	4,000
SPLIT ROCK MEDITATION CENTER PO BOX 169 WOODACRE, CA 94973	NONE	PC	PROGRAM SUPPORT	2,500
ST THOMAS' DAY SCHOOL 3602 HAWTHORNE AVE RICHMOND, VA 23222	NONE	PC	PROGRAM SUPPORT	3,500
Total ► 3a				802,224

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>				
ST THOMAS' EPISCOPAL CHURCH 3602 HAWTHORNE AVE RICHMOND, VA 23222	NONE	PC	PROGRAM SUPPORT	2,500
VINALHAVEN ELDERCARE SERVICES 18 BEAVER DAM ROAD VINALHAVEN, ME 04863	NONE	PC	PROGRAM SUPPORT	1,000
VINALHAVEN HISTORICAL SOCIETY PO BOX 339 VINALHAVEN, ME 04863	NONE	PC	PROGRAM SUPPORT	1,500
VINALHAVEN LAND TRUST PO BOX 268 VINALHAVEN, ME 04863	NONE	PC	PROGRAM SUPPORT	2,000
Total ► 3a				802,224

TY 2016 Accounting Fees Schedule**Name:** SAMUEL P PARDOE FOUNDATION

C/O GMA FOUNDATIONS

EIN: 52-1660757

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING EXPENSE	3,550	3,550		0

TY 2016 General Explanation Attachment

Name: SAMUEL P PARDOE FOUNDATION
C/O GMA FOUNDATIONS

EIN: 52-1660757

General Explanation Attachment

Identifier	Return Reference	Explanation	
1	LIST OF CONTROLLED ENTITIES	FORM 990-PF, PART VII-A, LINE 11	NAME OF CONTROLLED ENTITY PRESCOTT CONSERVANCY, INCADDRESS 928 WHITE OAKS ROAD, LACONIA, NH 03246EMPLOYER ID 04-3387252EXCESS BUSINESS HOLDING NO

TY 2016 Investments Corporate Bonds Schedule

Name: SAMUEL P PARDOE FOUNDATION
C/O GMA FOUNDATIONS

EIN: 52-1660757

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS - FIDUCIARY TRUST	1,949,625	1,951,394

TY 2016 Investments Corporate Stock Schedule

Name: SAMUEL P PARDOE FOUNDATION
C/O GMA FOUNDATIONS

EIN: 52-1660757

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK - FIDUCIARY TRUST	4,500,712	9,831,326

TY 2016 Other Decreases Schedule

Name: SAMUEL P PARDOE FOUNDATION
C/O GMA FOUNDATIONS

EIN: 52-1660757

Description	Amount
COST BASIS ADJUSTMENT	517

TY 2016 Other Expenses Schedule

Name: SAMUEL P PARDOE FOUNDATION
C/O GMA FOUNDATIONS

EIN: 52-1660757

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSE	339	0		339
BANK FEES	35	35		0

TY 2016 Other Income Schedule

Name: SAMUEL P PARDOE FOUNDATION

C/O GMA FOUNDATIONS

EIN: 52-1660757

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PROCEEDS FROM SECURITY LITIGATIONS	391	391	391

TY 2016 Other Professional Fees Schedule

Name: SAMUEL P PARDOE FOUNDATION
C/O GMA FOUNDATIONS

EIN: 52-1660757

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOUNDATION MANAGEMENT	21,326	1,066		20,260
PORTFOLIO MANAGEMENT	54,036	54,036		0

TY 2016 Taxes Schedule

Name: SAMUEL P PARDOE FOUNDATION
C/O GMA FOUNDATIONS

EIN: 52-1660757

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	13,666	0		0

TY 2016 TransfersToControlledEntities

Name: SAMUEL P PARDOE FOUNDATION
C/O GMA FOUNDATIONS

EIN: 52-1660757

Name	US / Foreign Address	EIN	Description	Amount
PRESCOTT CONSERVANCY INC	928 WHITE OAKS ROAD LACONIA, NH 03246	04-3387252	GRANTS OF CASH	656,224
Total				656,224