

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 instructions is at www.irs.gov/form990pf.**

OMB No 1545-0052
2016
Open to Public Inspection

For calendar year 2016, or tax year beginning 08-01-2016, and ending 07-31-2017

Name of foundation THE WINDOVER FOUNDATION		A Employer identification number 04-6897800
Number and street (or P O box number if mail is not delivered to street address) NUTTER MCCLENNEN 155 SEAPORT BLVD	Room/suite	B Telephone number (see instructions) (617) 439-2000
City or town, state or province, country, and ZIP or foreign postal code BOSTON, MA 02210		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 18,945,701	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	247	247		
	4 Dividends and interest from securities	442,117	442,117		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	519,536			
	b Gross sales price for all assets on line 6a	5,118,740			
	7 Capital gain net income (from Part IV, line 2)		519,536		
	8 Net short-term capital gain				
	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)	4,386	4,386			
12 Total. Add lines 1 through 11	966,286	966,286			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	93,524	46,762		46,762
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	12,250			12,250
	c Other professional fees (attach schedule)	88,537	88,537		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	125			125
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	8,878	4,439		4,439
	22 Printing and publications				
	23 Other expenses (attach schedule)	10,220	10,220		
	24 Total operating and administrative expenses. Add lines 13 through 23	213,534	149,958		63,576
	25 Contributions, gifts, grants paid	912,000			912,000
26 Total expenses and disbursements. Add lines 24 and 25	1,125,534	149,958		975,576	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-159,248				
b Net investment income (if negative, enter -0-)		816,328			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	43,094	27,290	27,290
	2 Savings and temporary cash investments	137,370	535,330	535,330
	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)	1,699,839	1,615,002	1,623,290
	b Investments—corporate stock (attach schedule)	6,667,519	6,826,549	8,564,277
	c Investments—corporate bonds (attach schedule)	3,697,597	3,119,912	3,195,675
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	4,326,793	4,270,698	4,999,839
	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)	16,572,212	16,394,781	18,945,701	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule).			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	16,572,212	16,394,781		
30 Total net assets or fund balances (see instructions)	16,572,212	16,394,781		
31 Total liabilities and net assets/fund balances (see instructions) .	16,572,212	16,394,781		

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	16,572,212
2 Enter amount from Part I, line 27a	2	-159,248
3 Other increases not included in line 2 (itemize) ▶ _____	3	11,090
4 Add lines 1, 2, and 3	4	16,424,054
5 Decreases not included in line 2 (itemize) ▶ _____	5	29,273
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	16,394,781

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a See Additional Data Table				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a See Additional Data Table				
b				
c				
d				
e				
(i) F M V as of 12/31/69			(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any
a See Additional Data Table				
b				
c				
d				
e				
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))
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				2 519,536
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	2,100,477	18,339,282	000 114534
2014	1,000,184	20,094,019	000 049775
2013	816,937	19,830,156	000 041197
2012	496,873	18,337,974	000 027095
2011	1,017,730	17,380,392	000 058556
2 Total of line 1, column (d)			2 000 291157
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			3 000 058231
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 18,206,575
5 Multiply line 4 by line 3			5 1,060,187
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 8,163
7 Add lines 5 and 6			7 1,068,350
8 Enter qualifying distributions from Part XII, line 4			8 975,576

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)

Table with 11 rows for excise tax calculation. Includes fields for exempt foundations, tax under section 511, tax based on investment income, and credits/payments. Total tax due is 6, and overpayment is 2,667.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question number, 'Yes', and 'No' responses. Questions cover political activities, tax on political expenditures, and other reporting requirements.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11, 12, 13.

14 The books are in care of DAVID W LEWIS JR Telephone no (617) 439-2000

Located at NUTTER MCCLENNEN- 155 SEAPORT BLVD BOSTON MA ZIP+4 02210

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 15

Table with 3 columns: Question, Yes, No. Row 16.

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.

Main table with 3 columns: Question, Yes, No. Rows 1a, 2, 3a, 4a, 4b.

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)? Yes No

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

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? Yes No

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? Yes No

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

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


(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
SUSANNA FULLER 2705 FERN LN HALIFAX NS B3K 4L3 CA	TRUSTEE 000 25	0		
THOMAS HASTINGS 320 WATER ST 4TH FL AUGUSTA, ME 04338	TRUSTEE 000 25	0		
DR DIANE HASTINGS 26 TRAILRIDGE CT POTOMAC, MD 20853	TRUSTEE 000 25	0		
NUTTER MCCLENNEN 155 SEAPORT BLVD BOSTON, MA 02210	TRUSTEE 004 00	93,524		

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances

Total number of other employees paid over \$50,000.


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	18,134,565
b	Average of monthly cash balances.	1b	349,267
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	18,483,832
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	18,483,832
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)  .	4	277,257
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	18,206,575
6	Minimum investment return. Enter 5% of line 5.	6	910,329

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	910,329
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	16,327
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	16,327
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	894,002
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	894,002
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	894,002

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	975,576
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	975,576
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	975,576

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				894,002
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				655,297
f Total of lines 3a through e.	655,297			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ _____ 975,576				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2016 distributable amount.				894,002
e Remaining amount distributed out of corpus	81,574			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	736,871			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	736,871			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				655,297
e Excess from 2016.				81,574

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))
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
DAVID W LEWIS JR
NUTTER 155 SEAPORT BLVD
BOSTON, MA 02210
(617) 439-2043
dlewisnutter.com

b The form in which applications should be submitted and information and materials they should include
NO FORMAL APPLICATION

c Any submission deadlines
NONE ADOPTED

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
NONE

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				912,000
b <i>Approved for future payment</i>				
Total ▶ 3b				

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
650 EOG RESOURCES	P	2001-01-01	2016-08-01
130 NVIDIA	P	2001-01-01	2016-08-01
30 UNITED TECHNOLOGIES	P	2001-01-01	2016-08-01
70 CHUBB	P	2001-01-01	2016-08-01
1700 MEDTRONIC	P	2001-01-01	2016-08-01
115 CINTAS	P	2001-01-01	2016-08-01
85 MICROSOFT	P	2001-01-01	2016-08-01
4000 ENTERPRISE PRODUCTS	P	2001-01-01	2016-08-01
300 STATE STREET	P	2001-01-01	2016-08-04
95 APPLE	P	2001-01-01	2016-08-04

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
52,293		53,571	-1,278
7,232		3,034	4,198
3,233		2,653	580
8,934		8,700	234
148,573		145,444	3,129
12,313		11,283	1,030
4,790		4,590	200
113,238		89,830	23,408
19,735		16,788	2,947
10,045		1,924	8,121

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,278
			4,198
			580
			234
			3,129
			1,030
			200
			23,408
			2,947
			8,121

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
400 NVIDIA	P	2001-01-01	2016-10-31
500 ISHARES US PFD STK	P	2001-01-01	2016-10-31
930 CHUBB	P	2001-01-01	2016-12-08
55 WALT DISNEY	P	2001-01-01	2017-01-04
35 MERCK	P	2001-01-01	2017-01-04
2775 ATT	P	2001-01-01	2017-01-04
195 AMERICAN EXPRESS	P	2001-01-01	2017-01-04
65 APPLE	P	2001-01-01	2017-01-04
115 CHEVRON	P	2001-01-01	2017-01-04
95 CISCO SYSTEMS	P	2001-01-01	2017-01-04

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
28,342		9,337	19,005
19,455		20,085	-630
123,111		115,590	7,521
5,905		5,527	378
2,103		2,093	10
118,517		118,816	-299
14,847		12,417	2,430
7,526		1,317	6,209
13,498		12,310	1,188
2,838		2,846	-8

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			19,005
			-630
			7,521
			378
			10
			-299
			2,430
			6,209
			1,188
			-8

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
20 CINTAS	P	2001-01-01	2017-01-04
1460 DANAHER	P	2001-01-01	2017-01-04
50 EXPEDITORS INTL WASHINGTON	P	2001-01-01	2017-01-04
25 INTEL	P	2001-01-01	2017-01-04
235 MICROSOFT	P	2001-01-01	2017-01-04
1685 NVIDIA	P	2001-01-01	2017-01-04
50 OMNICOM GROUP	P	2001-01-01	2017-01-04
705 ROPER TECHNOLOGIES	P	2001-01-01	2017-01-04
1455 SCHLUMBERGER	P	2001-01-01	2017-01-04
250 STATE STREET	P	2001-01-01	2017-01-04

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,346		1,962	384
115,680		44,104	71,576
2,653		2,522	131
908		882	26
14,614		12,689	1,925
175,430		39,331	136,099
4,279		4,181	98
130,640		122,747	7,893
124,196		122,965	1,231
20,531		13,990	6,541

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			384
			71,576
			131
			26
			1,925
			136,099
			98
			7,893
			1,231
			6,541

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
90 SYSCO	P	2001-01-01	2017-01-04
295 TIFFANY	P	2001-01-01	2017-01-04
15 UNITED TECHNOLOGIES	P	2001-01-01	2017-01-04
260 WELLS FARGO	P	2001-01-01	2017-01-04
115 AUTOMATIC DATA PROCESSING	P	2001-01-01	2017-01-04
275 FASTENAL	P	2001-01-01	2017-01-04
250000 BANK OF AMERICA 5 42	P	2001-01-01	2017-03-15
15000 GOLDEN ST TOB SEC	P	2001-01-01	2017-04-28
25000 MA ST DEV FIN AGY	P	2001-01-01	2017-05-01
5700 FIRST TR N AM ENERGY	P	2001-01-01	2017-05-17

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
4,938		4,702	236
23,340		18,679	4,661
1,659		1,326	333
14,520		12,753	1,767
11,889		10,997	892
12,934		12,006	928
250,000		250,000	
15,000		14,743	257
25,000		25,000	
141,129		153,296	-12,167

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			236
			4,661
			333
			1,767
			892
			928
			257
			-12,167

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
250000 MORGAN STANLEY SR NOTE	P	2001-01-01	2017-05-31
5000 MA ST DEV FIN AGY	P	2001-01-01	2017-06-30
BNY MELLON NOMINEE	P	2001-01-01	2017-12-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
250,000		250,000	
5,000		5,000	
3,055,526		2,837,174	218,352

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			218,352

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>				
AUGUSTA FOOD BANK 9 SUMMER ST AUGUSTA, ME 04330	NONE	PC	GENERAL	50,000
GOOD SHEPHARD FOOD BANK 9 SUMMER ST AUGUSTA, ME 04330	NONE	PC	GENERAL	50,000
HEWNOAKS ARTIST COLONY RD NUMBER 24 LOVELL, ME 04051	NONE	PC	GENERAL	5,000
KENNEBEC HISTORICAL SOCIETY 107 WINTHROP ST AUGUSTA, ME 04330	NONE	PC	GENERAL	23,000
KENNEBEC LAND TRUST 333 MAIN ST WINTHROP, ME 04364	NONE	PC	GENERAL	25,000
Total 3a				912,000

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 WALDORF SCHOOL 57 DESERT RD FREEPORT, ME 04032	NONE	PC	GENERAL	200,000
OLD YORK HISTORICAL SOCIETY 3 LINDSAY RD YORK, ME 03909	NONE	PC	GENERAL	16,500
PINE TREE SOCIETY PO BOX 530 BATH, ME 04530	NONE	PC	GENERAL	25,000
PRESQUE ISLE COMMUNITY ASSN 12 SECOND ST PRESQUE ILSE, ME 04769	NONE	PC	GENERAL	2,500
STRAWBERRY BANKE MUSEUM 14 HANCOCK ST PORTSMOUTH, NH 03801	NONE	PC	GENERAL	20,000
Total 3a				912,000

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>				
READFIELD UNION MEETING HOUSE 22 CHURCH RD READFIELD, ME 04355	NONE	PC	GENERAL	20,000
TOWN OF WINTHROP 17 HIGHLAND AVE WINTHROP, ME 04364	NONE	PC	GENERAL	150,000
UNIVERSITY OF MAINE (AUGUSTA) 46 UNIVERSITY DR AUGUSTA, ME 04330	NONE	PC	GENERAL	50,000
YORK LAND TRUST 1 LONG NECK MARSH RD YORK, ME 03909	NONE	PC	GENERAL	75,000
ST ANDREWS EPISCOPAL CHURCH 8804 POSTOAK RD POTOMAC, MD 20854	NONE	PC	GENERAL	200,000
Total ▶				912,000
3a				

TY 2016 Accounting Fees Schedule**Name:** THE WINDOVER FOUNDATION**EIN:** 04-6897800**Software ID:** 16000333**Software Version:** 17.2.1.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MCCABE TAX CONSULTING	12,250			12,250

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

TY 2016 Gain/Loss from Sale of Other Assets Schedule

Name: THE WINDOVER FOUNDATION

EIN: 04-6897800

Software ID: 16000333

Software Version: 17.2.1.0

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
650 EOG RESOURCES	2001-01	P	2016-08		52,293	53,571			-1,278	
130 NVIDIA	2001-01	P	2016-08		7,232	3,034			4,198	
30 UNITED TECHNOLOGIES	2001-01	P	2016-08		3,233	2,653			580	
70 CHUBB	2001-01	P	2016-08		8,934	8,700			234	
1700 MEDTRONIC	2001-01	P	2016-08		148,573	145,444			3,129	
115 CINTAS	2001-01	P	2016-08		12,313	11,283	-		1,030	
85 MICROSOFT	2001-01	P	2016-08		4,790	4,590			200	
4000 ENTERPRISE PRODUCTS	2001-01	P	2016-08		113,238	89,830			23,408	
300 STATE STREET	2001-01	P	2016-08		19,735	16,788			2,947	
95 APPLE	2001-01	P	2016-08		10,045	1,924			8,121	
400 NVIDIA	2001-01	P	2016-10		28,342	9,337			19,005	
500 ISHARES US PFD STK	2001-01	P	2016-10		19,455	20,085			-630	
930 CHUBB	2001-01	P	2016-12		123,111	115,590			7,521	
55 WALT DISNEY	2001-01	P	2017-01		5,905	5,527			378	
35 MERCK	2001-01	P	2017-01		2,103	2,093			10	
2775 ATT	2001-01	P	2017-01		118,517	118,816			-299	
195 AMERICAN EXPRESS	2001-01	P	2017-01		14,847	12,417			2,430	
65 APPLE	2001-01	P	2017-01		7,526	1,317			6,209	
115 CHEVRON	2001-01	P	2017-01		13,498	12,310			1,188	
95 CISCO SYSTEMS	2001-01	P	2017-01		2,838	2,846			-8	
20 CINTAS	2001-01	P	2017-01		2,346	1,962			384	
1460 DANAHER	2001-01	P	2017-01		115,680	44,104			71,576	
50 EXPEDITORS INTL WASHINGTON	2001-01	P	2017-01		2,653	2,522			131	
25 INTEL	2001-01	P	2017-01		908	882			26	
235 MICROSOFT	2001-01	P	2017-01		14,614	12,689			1,925	
1685 NVIDIA	2001-01	P	2017-01		175,430	39,331			136,099	
50 OMNICOM GROUP	2001-01	P	2017-01		4,279	4,181			98	
705 ROPER TECHNOLOGIES	2001-01	P	2017-01		130,640	122,747			7,893	
1455 SCHLUMBERGER	2001-01	P	2017-01		124,196	122,965			1,231	
250 STATE STREET	2001-01	P	2017-01		20,531	13,990			6,541	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
90 SYSCO	2001-01	P	2017-01		4,938	4,702			236	
295 TIFFANY	2001-01	P	2017-01		23,340	18,679			4,661	
15 UNITED TECHNOLOGIES	2001-01	P	2017-01		1,659	1,326			333	
260 WELLS FARGO	2001-01	P	2017-01		14,520	12,753			1,767	
115 AUTOMATIC DATA PROCESSING	2001-01	P	2017-01		11,889	10,997			892	
275 FASTENAL	2001-01	P	2017-01		12,934	12,006			928	
250000 BANK OF AMERICA 5 42	2001-01	P	2017-03		250,000	250,000				
15000 GOLDEN ST TOB SEC	2001-01	P	2017-04		15,000	14,743			257	
25000 MA ST DEV FIN AGY	2001-01	P	2017-05		25,000	25,000				
5700 FIRST TR N AM ENERGY	2001-01	P	2017-05		141,129	153,296			-12,167	
250000 MORGAN STANLEY SR NOTE	2001-01	P	2017-05		250,000	250,000				
5000 MA ST DEV FIN AGY	2001-01	P	2017-06		5,000	5,000				
BNY MELLON NOMINEE	2001-01	P	2017-12		3,055,526	2,837,174			218,352	

TY 2016 General Explanation Attachment

Name: THE WINDOVER FOUNDATION

EIN: 04-6897800

Software ID: 16000333

Software Version: 17.2.1.0

TY 2016 Investments Corporate Bonds Schedule

Name: THE WINDOVER FOUNDATION

EIN: 04-6897800

Software ID: 16000333

Software Version: 17.2.1.0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BANK OF AMERICA SR UNSECURED 2.81 2011-07-07	250,000	252,775
GENERAL ELECTRIC CAPITAL 4.63 2011-01-07	251,870	271,652
HSBC BK 4.88 2020-08-24	251,354	269,918
JPMORGAN CHASE 2.40 2021-06-07	251,495	250,765
KELLOGG 3.25 2011-05-19	250,051	253,107
CVS HEALTH CORP SR 2.75 2022-12-01	251,813	252,300
GENERAL ELECTRIC CAPITAL CORP 2.20 2015-01-09	250,646	252,575
ENTERPRISE PRODUCTS 2.55 2019-10-15	10,129	10,093
ARROW ELECTRONICS 3.50 2022-04-01	14,947	15,358
ORACLE 2.50 2022-05-15	29,988	30,421
MET LIFE GLOB FUND 7.72 2019-02-15	24,827	21,802
ONTARIO PROVINCE 4.00 2019-10-07	27,452	26,191
PEPSICO 4.50 2020-01-15	22,558	21,311
HSBC FINANCE 6.68 2021-01-15	27,133	28,360
GENERAL ELEC CAP 5.30 2021-02-11	10,874	11,071
ATT 4.45 2021-05-15	32,836	32,056
BOSTON PROPERTIES 4.13 2021-05-15	9,839	10,609
TIME WARNER 4.00 2022-01-15	26,150	26,475
A.B.B. FINANCE USA 2.88 2022-05-08	19,752	20,515
EASTMAN CHEMICAL 3.60 2022-08-15	9,951	10,427

Name of Bond	End of Year Book Value	End of Year Fair Market Value
GOLDMAN SACHS GRP 6.75 1937-10-01	18,637	26,254
RABOBANK NEDERLAND 4.50 2021-01-11	27,480	26,942
AMGEN 5.65 2042-06-15	11,195	12,194
BP CAPITAL MARKETS 4.75 2009-03-10	11,106	10,480
AMAZON.COM 2.50 2022-11-29	14,874	15,193
INTEL 2.70 2022-12-15	4,979	5,098
JP MORGAN CHASE 3.38 2023-05-01	14,718	15,317
PETROLEOS MEXCANOS 4.88 2022-01-24	26,184	26,090
EBAY 2.88 2021-08-01	19,061	19,938
BURLINGTON NORTH SANTA FE 3.45 2021-09-15	15,607	15,682
BANK OF AMERICA 2.60 2019-01-15	20,056	20,205
FIDELITY NATIONALINFORM 3.88 2024-06-05	5,216	5,244
ADOBE SYSTEMS 3.25 2025-02-01	14,848	15,495
SPECTRA ENERGY PARTNERS 3.50 2025-03-15	9,964	10,093
CVS HEALTH CORP 4.88 2035-07-20	14,766	16,670
21ST CENTURY FOX AMERICA 6.15 2037-03-01	11,935	12,558
MICROSOFT 3.75 2045-02-12	19,847	19,908
INTEL 4.90 2045-07-29	20,207	23,312
TOYOTA MOTOR CREDIT 1.55 2018-07-13	25,036	25,016
EXXON MOBIL 1.71 2019-03-01	20,128	20,047

Name of Bond	End of Year Book Value	End of Year Fair Market Value
SCRIPPS NETWORKS INTERAC 2.80 2020-06-15	14,760	15,190
WELLS FARGO 2.60 2020-07-22	10,336	10,169
CELGENE 2.88 2020-08-15	9,988	10,259
BIOGEN 2.90 2020-09-15	14,969	15,395
KROGER 2.60 2021-02-01	10,000	10,047
CITIZENS BANK 2.55 2021-05-13	15,020	15,054
APACHE 3.25 2022-04-15	9,794	10,204
CUBESMART 4.80 2022-07-15	16,602	16,204
MORGAN STANLEY 4.88 2022-11-01	36,649	38,092
BANK OF AMERICA 3.95 2025-04-21	24,918	25,606
TOTAL SYSTEM SERVICES 4.80 2026-04-01	21,082	21,943
EXELON 3.40 2026-04-15	10,018	10,125
TEVA PHARACEUTICALS 3.15 2026-10-01	14,960	14,354
UBS COMMERCIAL MORTGAGE TRUST 3.40 1945-05-10	10,513	10,231
APPLE 4.38 1945-05-13	14,892	16,604
WELLS FARGO 4.90 1945-11-17	14,893	16,461
ANHEUSER-BUSH 4.90 1946-02-01	14,965	16,846
DEUTSCHE BANK 6.00 2017-09-01	15,324	15,049
PUBLIC SERVICE ENTERPRISE 1.60 2019-11-15	4,994	4,952
INTERCONTINENTALEXCHANGE 2.75 2020-12-01	15,242	15,423

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CREDIT SUISSE GRP 3.13 2016-06-10	20,205	20,465
AERCAP IRELAND CAP 4.50 2021-05-15	10,583	10,614
FORD MOTOR CREDIT 3.22 2022-01-09	10,185	10,148
KIMCO REALTYCORP 3.40 2022-11-01	15,872	15,437
ABBVIE 2.80 2022-11-06	15,216	15,278
ESSEX PORTFOLIO LP 3.38 2023-01-15	10,064	10,141
COMCAST 2.75 2023-03-01	25,345	25,354
BARCLAYS 5.20 2017-05-02	10,145	10,665
TANGER PROPERTIES 3.13 2026-09-01	4,980	4,715
TELEFONICA EMISIONES 4.10 2024-03-08	24,977	26,153
CITIGROUP 4.45 2027-09-29	31,646	31,571
CONSUMERS ENERGY 3.25 1946-08-15	4,961	4,590
VERIZON COMMUNIATIONS 5.50 1947-03-16	29,936	32,145
ALEXANDREA REAL ESTATE 4.30 2026-01-15	10,781	10,517
APPLE 2.40 2023-05-03	245,588	250,157

TY 2016 Investments Corporate Stock Schedule**Name:** THE WINDOVER FOUNDATION**EIN:** 04-6897800**Software ID:** 16000333**Software Version:** 17.2.1.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1080 shares of UNITED TECHNOLOGIES	83,481	128,056
750 shares of IBM	76,975	108,502
1735 shares of AFLAC	83,449	138,366
1635 shares of AMERICAN EXPRESS	104,114	139,351
1150 shares of PEPSICO	65,771	134,102
1055 shares of APPLE	22,207	156,910
990 shares of MCDONALDS	84,928	153,410
1525 shares of CVS HEALTH	67,218	121,893
2910 shares of COCA COLA	132,389	133,394
1715 shares of WAL-MART STORES	130,114	137,183
1432 shares of PROCTER GAMBLE	94,247	130,054
1030 shares of CHEVRON	109,985	112,466
1010 shares of STRYKER	61,729	148,751
3825 shares of CISCO SYSTEMS	108,803	120,296
1025 shares of ECOLAB	60,653	134,962
1005 shares of PRAXAIR	119,082	130,811
3140 shares of ORACLE	81,052	156,780
1305 shares of EXXON MOBIL	123,727	104,452
448 shares of OCCIDENTAL PETROLEUM	26,551	27,745
400 shares of CATERPILLAR	35,036	41,659
110 shares of DANAHER	2,552	8,964
46 shares of AMAZON.COM	22,248	45,438
160 shares of CBS CL B	7,855	10,533
1980 shares of MERCK	118,284	126,482
960 shares of BANK OF AMERICA	14,011	23,155
570 shares of JPMORGAN CHASE	24,853	52,326
2190 shares of WELLS FARGO	107,375	118,129
93 shares of APPLE	10,792	13,832
37 shares of ALPHABET INC GOOGLE CL A	13,070	34,429
37 shares of ALPHABET INC GOOGLE CL C	10,050	29,311

Name of Stock	End of Year Book Value	End of Year Fair Market Value
660 shares of ORACLE	29,056	32,954
620 shares of ATT	21,784	24,180
70 shares of INTUIT	3,580	9,605
150 shares of AMERICAN INTL GROUP	9,245	9,818
1130 shares of CISCO SYSTEMS	28,032	35,539
370 shares of CONAGRA	10,310	12,669
258 shares of FACEBOOK	8,093	43,667
250 shares of ELI LILLY	18,058	20,665
225 shares of SCHLUMBERGER	17,933	15,435
400 shares of TEXAS INSTRUMENTS	14,745	32,552
42 shares of MARTIN MARIETTA MATLS	8,011	9,510
1015 shares of JOHNSON JOHNSON	67,706	134,711
100 shares of DELPHI AUTOMOTIVE PLC	8,669	9,042
1925 shares of ABBVIE	123,090	134,577
231 shares of BERKSHIRE HATHAWAY	37,979	40,418
140 shares of BRISTOL-MYERS SQUIBB	6,157	7,966
110 shares of ALLSTATE	8,596	10,010
910 shares of COMCAST	27,520	36,810
230 shares of DELTA AIR LINES	6,254	11,353
1165 shares of DISNEY	116,813	128,068
110 shares of DOLLAR GENERAL	9,095	7,929
490 shares of DOW CHEMICAL	22,815	31,478
54 shares of GOLDMAN SACHS	8,152	12,168
120 shares of HARTFORD FINL	3,760	6,600
900 shares of HOME DEPOT	120,970	134,640
268 shares of HONEYWELL INTL	23,380	36,480
101 shares of MOLSON COORS BREWING	6,570	8,987
500 shares of NRG YIELD	6,761	9,300
1375 shares of OMNICOM GROUP	114,925	108,268
240 shares of PHILLIPS 66	15,149	20,100

Name of Stock	End of Year Book Value	End of Year Fair Market Value
11 shares of PRICELINE.COM	10,208	22,314
120 shares of SALESFORCE.COM	5,413	10,896
65 shares of ULTA SALON COSMETICS	6,158	16,329
217 shares of UNITEDHEALTH GROUP	19,468	41,623
310 shares of VOYA FINANCIAL	10,800	12,164
180 shares of VULCAN MATERIALS	9,595	22,162
1695 shares of MEDTRONIC	121,124	142,329
360 shares of BOSTON SCIENTIFIC	6,416	9,583
210 shares of KELLOGG	14,345	14,280
100 shares of MICROCHIP TECHNOLOGY	4,093	8,004
140 shares of PACKAGING CORP	9,304	15,327
99 shares of PRUDENTIAL FINANCIAL	7,646	11,210
120 shares of SPLUNK	6,686	7,201
27 shares of TESLA MOTORS	8,898	8,734
247 shares of UNITED TECHNOLOGIES	27,963	29,287
1600 shares of TJX COS	125,036	112,496
1565 shares of TIFFANY	99,049	149,473
1140 shares of ANHEUSER BUSCH	140,388	137,552
1840 shares of COLGATE PALMOLIVE	136,316	132,848
1565 shares of STATE STREET	87,577	145,905
3140 shares of ABBOTT LABS	131,908	154,425
825 shares of AMGEN	132,579	143,971
1050 shares of CINTAS	103,026	141,593
1685 shares of DOVER	123,586	141,540
2165 shares of EMERSON ELECTRIC	121,585	129,056
2285 shares of EXPEDITORS INTL WASHINGTON	115,228	134,541
2535 shares of FASTENAL	110,415	108,904
1055 shares of STANLEY BLACK DECKER	124,347	148,428
690 shares of 3M	124,566	138,807
1065 shares of UNITED PARCEL SERVICE	118,431	117,459

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1230 shares of AUTOMATIC DATA PROCESSING	116,834	146,259
3335 shares of INTEL	117,652	118,292
1875 shares of MICROSOFT	101,246	136,312
90 shares of CHUBB LTD	9,911	13,181
89 shares of BROADCOM LTD	14,325	21,853
190 shares of ABBOTT LABS	7,903	9,344
140 shares of BBT	4,925	6,625
120 shares of BIOMARIN PHARMACEUTICAL	10,406	10,528
330 shares of CF INDUSTRIES	14,087	9,686
45 shares of CHARTER COMMUNICATIONS	10,083	17,636
110 shares of CITRIX SYS	6,714	8,688
220 shares of COCA-COLA	9,244	10,085
490 shares of CORNING	10,817	14,279
90 shares of COSTCO	14,269	14,266
120 shares of DENTSPLY SIRONA	7,442	7,444
242 shares of EOG	13,173	23,024
160 shares of FORTIVE	5,202	10,358
250 shares of HESS	12,284	11,135
137 shares of HOME DEPOT	12,262	20,495
285 shares of MERCK	12,562	18,206
160 shares of OMNICOM	10,878	12,598
50 shares of PIONEER NATURAL RESOURCES	8,358	8,155
240 shares of PROGRESSIVE OHIO	10,890	11,311
156 shares of RAYTHEON	15,754	26,796
240 shares of SUNTRUST BANKS	11,148	13,750
490 shares of SYNCHRONY FINANCIAL	14,383	14,857
280 shares of US BANCORP	11,590	14,778
142 shares of UNION PACIFIC	10,493	14,620
380 shares of VODAFONE GROUP	12,518	11,278
210 shares of COCA-COLA EUROPEAN	8,399	9,078

Name of Stock	End of Year Book Value	End of Year Fair Market Value
100 shares of EATON	6,875	7,825
172 shares of AETNA	22,143	26,541
110 shares of AMERICAN EXPRESS	8,465	9,375
110 shares of AMERISOURCEBERGEN	8,717	10,320
108 shares of AMERIPRISE FINANCIAL	12,857	15,647
151 shares of CELGENE	17,057	20,447
100 shares of CLOVIS ONCOLOGY	6,326	8,481
480 shares of FIRST DATA	8,857	8,957
410 shares of FIRSTENERGY	12,836	13,083
200 shares of FORTINET	6,510	7,382
120 shares of GILEAD SCIENCES	8,502	9,131
290 shares of GOODYEAR TIRE RUBBER	8,243	9,138
82 shares of HARRIS	8,400	9,387
210 shares of HOLOGIG	8,832	9,284
110 shares of HUBSPOT	8,221	7,959
136 shares of JOHNSON JOHNSON	18,038	18,050
190 shares of KRAFT HEINZ	17,190	16,617
64 shares of L3 TECHNOLOGIES	10,289	11,198
50 shares of LAS VEGAS SANDS	3,127	3,080
630 shares of MICROSOFT	37,319	45,801
180 shares of MONSTER BEVERAGE	9,122	9,495
150 shares of NEUROCRINE BIOSCIENCES	8,078	7,205
240 shares of NEWMONT MINING	8,990	8,921
250 shares of NORDSTROM	11,715	12,142
160 shares of NUCOR	8,233	9,227
47 shares of NVIDIA	7,444	7,638
143 shares of PNC FINANCIAL SERVICES	17,974	18,418
138 shares of PEPSICO	15,901	16,092
240 shares of QUANTA SVCS	8,594	8,095
14 shares of REGENERON PHARMACEUTICALS	5,413	10,896

Name of Stock	End of Year Book Value	End of Year Fair Market Value
80 shares of SERVICENOW	6,858	8,836
610 shares of SQUARE	9,059	16,074
200 shares of STARBUCKS	11,643	10,796
100 shares of T-MOBILE	5,854	6,166
140 shares of TERADATA140	4,345	4,455
38 shares of TESARO	3,945	4,851
270 shares of TWILIO	9,336	7,876
110 shares of ZOETIS	5,794	6,877
4000 shares of BANK OF AMERICA PFD	103,960	103,520
2370 shares of CHURCH DWIGHT	122,259	145,646
2180 shares of SYSCO	113,888	114,712
1455 shares of WALGREENS BOOTS ALLIANCE	121,071	117,375
3000 shares of FRANKLIN RESOURCES	125,677	134,340
1675 shares of CARDINAL HEALTH	126,644	129,410
875 shares of CUMMINS	122,233	146,912

TY 2016 Investments Government Obligations Schedule**Name:** THE WINDOVER FOUNDATION**EIN:** 04-6897800**Software ID:** 16000333**Software Version:** 17.2.1.0**US Government Securities - End
of Year Book Value:**

1,280,567

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

1,280,140

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

334,435

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

343,150

TY 2016 Investments - Other Schedule**Name:** THE WINDOVER FOUNDATION**EIN:** 04-6897800**Software ID:** 16000333**Software Version:** 17.2.1.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BNY MELLON SHORT-TERM US GOVT	FMV	131,695	125,685
BNY MELLON BOND FUND	FMV	515,952	499,119
DREYFUS SELECT MNGRS SM CAP GR	FMV	146,000	209,835
DREYFUS INTL STOCK FUND	FMV	259,297	311,574
DREUFUS/NEWTON INTL EQUITY	FMV	255,770	288,502
BNY MELLON FOCUSED EQUITY OPPOR FD	FMV	198,005	248,900
DREYFUS US EQUITY FUND	FMV	323,514	428,534
BNY MELLON MID CAP MULTI-STRATEGY	FMV	414,386	521,581
DREYFUS SELECT MNGRS SM CAP VALUE	FMV	146,000	171,991
DREYFUS INTL SM CAP FUND	FMV	200,000	251,196
BNY MELLON INCOME STOCK FUND	FMV	321,367	435,675
DREYFUS MIDCAP INDEX FUND	FMV	105,820	123,644
ISHARES MSCI EAFE INDEX FD	FMV	157,460	187,404
ISHARES RUSSELL 2000 GROWTH	FMV	154,015	170,060
DREFUS DIVERSIFIED EMERGING MKTS	FMV	137,500	186,008
ISHARES US PREFERRED STOCK	FMV	353,338	353,250
DFA EMERGING MKTS FD	FMV	137,500	179,899
DREYFUS GLOAL REAL ESTATE	FMV	120,000	119,605
LAMAR ADVERTISING CO REIT	FMV	9,319	10,586
BNY MELLON ABSOLUTE INSIGHT MS FD	FMV	85,000	86,102
ASG MGD FUTURES STRATEGY FD	FMV	85,000	77,019
UNITI GROUP	FMV	13,760	13,670

TY 2016 Other Decreases Schedule**Name:** THE WINDOVER FOUNDATION**EIN:** 04-6897800**Software ID:** 16000333**Software Version:** 17.2.1.0

Description	Amount
FISCAL 7/31/16 FEDERAL TAX	10,273
FISCAL 7/31/17 FEDERAL ESTIMATED PAYMENTS	19,000

TY 2016 Other Expenses Schedule**Name:** THE WINDOVER FOUNDATION**EIN:** 04-6897800**Software ID:** 16000333**Software Version:** 17.2.1.0**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BOND AMORTIZATION	10,220	10,220		

TY 2016 Other Income Schedule**Name:** THE WINDOVER FOUNDATION**EIN:** 04-6897800**Software ID:** 16000333**Software Version:** 17.2.1.0**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CLASS ACTION PROCEEDS	1,791	1,791	
BOND ACCRETION	2,595	2,595	

TY 2016 Other Increases Schedule**Name:** THE WINDOVER FOUNDATION**EIN:** 04-6897800**Software ID:** 16000333**Software Version:** 17.2.1.0

Description	Amount
TAX EXEMPT INTEREST- WELCH FORBES	10,147
TAX EXEMPT INTEREST- BNY MELLON	918
ACCRETION OF TAX EXEMPT BONDS	25

TY 2016 Other Professional Fees Schedule**Name:** THE WINDOVER FOUNDATION**EIN:** 04-6897800**Software ID:** 16000333**Software Version:** 17.2.1.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
WELCH FORBES-INVESTMENT MGT	57,759	57,759		
BNY MELLON- INVESTMENT MGT	30,778	30,778		

TY 2016 Taxes Schedule**Name:** THE WINDOVER FOUNDATION**EIN:** 04-6897800**Software ID:** 16000333**Software Version:** 17.2.1.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MASS EXCISE TAX	125			125