

Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation

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▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning , 2017, and ending , 20

Name of foundation CASCADE FOUNDATION		A Employer identification number 20-4956488
Number and street (or P.O. box number if mail is not delivered to street address) P O BOX 913	Room/suite	B Telephone number (see instructions) (203) 903-0762
City or town, state or province, country, and ZIP or foreign postal code ROCKPORT, ME 04856-0913		C If exemption application is pending, check here ☐
G Check all that apply	☐ Initial return ☐ Final return ☐ Address change	☐ Initial return of a former public charity ☐ Amended return ☐ Name change
H Check type of organization ☐ Section 4947(a)(1) nonexempt charitable trust ☒ Section 501(c)(3) exempt private foundation ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 19,263,945	J Accounting method. ☐ Cash ☒ Accrual ☐ Other (specify)	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ☐ if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	1,803	1,803		
4	Dividends and interest from securities	342,983	342,983		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	505,232			
b	Gross sales price for all assets on line 6a	2,429,536			
7	Capital gain net income (from Part IV, line 2)		505,232		
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) STM106	(6,972)	(6,972)		
12	Total. Add lines 1 through 11	843,046	843,046	148,969	
13	Compensation of officers, directors, trustees, etc.	263,621			263,621
14	Other employee salaries and wages				
15	Pension plans, employee benefits	37,166	37,166		
16a	Legal fees (attach schedule) STM107	1,667	1,667		
b	Accounting fees (attach schedule) STM108	11,300	11,300		
c	Other professional fees (attach schedule) STM109	85,588			85,588
17	Interest				
18	Taxes (attach schedule) (see instructions) STM110	35,357	15,190		20,167
19	Depreciation (attach schedule) and depletion STM126	4,400	4,400		
20	Occupancy	625	625		
21	Travel, conferences, and meetings	8,112			8,112
22	Printing and publications				
23	Other expenses (attach schedule) STM103	11,722	4,510		7,212
24	Total operating and administrative expenses. Add lines 13 through 23	459,558	74,858		384,700
25	Contributions, gifts, grants paid	156,600			156,600
26	Total expenses and disbursements. Add lines 24 and 25	616,158	74,858		541,300
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	226,888			
b	Net investment income (if negative, enter -0-)		768,188		
c	Adjusted net income (if negative, enter -0-)			148,969	

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2017)

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		51,959	51,959
	2 Savings and temporary cash investments	1,902,697	4,391,327	4,391,327
	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	28,469	10,530	10,530
	10a Investments - U.S. and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)	8,559,975	5,815,706	5,815,706
	c Investments - corporate bonds (attach schedule)	5,191,591	5,944,087	5,944,087
	11 Investments - land, buildings, and equipment basis			
Less accumulated depreciation (attach schedule)				
12 Investments - mortgage loans				
13 Investments - other (attach schedule)	2,813,617	2,709,395	2,709,395	
14 Land, buildings, and equipment basis	353,022			
Less accumulated depreciation (attach schedule)	34,907			
15 Other assets (describe)	39,738	22,826	22,826	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	18,856,856	19,263,945	19,263,945	
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)	10,420	4,578	
	23 Total liabilities (add lines 17 through 22)	10,420	4,578	
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	18,846,436	19,259,367	
	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			
	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)	18,846,436	19,259,367	
	31 Total liabilities and net assets/fund balances (see instructions)	18,856,856	19,263,945	

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	18,846,436
2 Enter amount from Part I, line 27a	2	226,888
3 Other increases not included in line 2 (itemize) <u>STMI15</u>	3	193,350
4 Add lines 1, 2, and 3	4	19,266,674
5 Decreases not included in line 2 (itemize) <u>STMI16</u>	5	7,307
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	19,259,367

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, 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 STM134			
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 2,429,536		1,924,304	505,232
b			
c			
d			
e			

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

(i) FMV 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			505,232
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	505,232
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	148,969

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 doesn't 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))
2016	17,366,197	17,128,830	1.013858
2015	18,006,568	18,961,761	0.949625
2014	19,145,855	19,611,882	0.976238
2013	20,406,894	19,557,165	1.043448
2012	20,882,158	21,323,279	0.979313

2 Total of line 1, column (d)	2	4.962482
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0.992496
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	16,035,941
5 Multiply line 4 by line 3	5	15,915,607
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,682
7 Add lines 5 and 6	7	15,923,289
8 Enter qualifying distributions from Part XII, line 4	8	15,010,488

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	15,364
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	15,364
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	15,364
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	23,681
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	23,681
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	8,317
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ☐ 8,317 Refunded ☐ 11	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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.	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions ☐ ME		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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 2017 or the tax year beginning in 2017? See instructions for Part XIV? If "Yes," complete Part XIV	X	
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		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		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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address ▶ <u>N/A</u>		
14 The books are in care of ▶ <u>DANIEL DIBNER</u> Telephone no ▶ <u>203-903-0762</u>		
Located at ▶ <u>688 COMMERCIAL STREET, ROCKPORT, ME</u> ZIP+4 ▶ <u>04856</u>		
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	
16 At any time during calendar year 2017, 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
1a 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	1b	X
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 2017?	1c	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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ Yes ☒ No		
If "Yes," list the years ▶ _____		
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	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ _____		
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 2017 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 2017)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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 2017?	4b	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		Yes	No
(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	
	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?		6b	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?		7b	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, and 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 990 OFOV				
DANIEL DIBNER	MANAGER	STMA01		
688 COMMERCIAL STREET, ME 04856	35.00	109,772	0	0
VICTORIA C DIBNER	ASST MANAGER	STMA02		
688 COMMERCIAL STREET, ME 04856	35.00	109,772	0	0
AURORA C DIBNER	DIRECTOR	STMA03		
16 MANSEWOOD ROAD, OLD LYME, CT 06371	5.00	12,000	0	0
AVALON D FENNESSEY	DIRECTOR	STMA04		
47 EAST MEADOW ROAD, WILTON, CT 06897	5.00	12,000	0	0

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

(a) Name and address of each employee paid more than \$50,000	(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
GOLDMAN SACHS 200 WEST ST. 39TH FLOOR, NEW YORK, NY 10282	MANAGE FUNDS	STMC01 85,588
Total number of others receiving over \$50,000 for professional services		

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 PEN BAY HEALTHCARE FOUNDATION	50,000
2 TOWN OF ROCKPORT	50,000
3 FARNSWORTH ART MUSEUM	15,000
4 CAMDEN INT'L FILM FESTIVAL	10,000

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 GOLDMAN SACHS VARIOUS FUNDS STATEMENTS 137 & 138	11,759,793
2 OTHER INVESTMENTS STATEMENT 118	2,709,395
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	14,469,188

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	12,755,680
b	Average of monthly cash balances	1b	3,172,992
c	Fair market value of all other assets (see instructions)	1c	351,471
d	Total (add lines 1a, b, and c)	1d	16,280,143
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	0
3	Subtract line 2 from line 1d	3	16,280,143
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	244,202
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	16,035,941
6	Minimum investment return. Enter 5% of line 5	6	801,797

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	801,797
2a	Tax on investment income for 2017 from Part VI, line 5	2a	15,364
b	Income tax for 2017 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	15,364
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	786,433
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	786,433
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	786,433

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	541,300
b	Program-related investments - total from Part IX-B	1b	14,469,188
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	15,010,488
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	15,010,488

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				786,433
2 Undistributed income, if any, as of the end of 2017:				
a Enter amount for 2016 only				
b Total for prior years				
3 Excess distributions carryover, if any, to 2017:				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016	720,502			
f Total of lines 3a through e	720,502			
4 Qualifying distributions for 2017 from Part XII, line 4: \$ 15,010,488				
a Applied to 2016, 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 2017 distributable amount				786,433
e Remaining amount distributed out of corpus	541,300			
5 Excess distributions carryover applied to 2017 (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	1,261,802			
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 2016: Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2017: Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				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 2012 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	1,261,802			
10 Analysis of line 9:				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017	475,369			

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 2017, 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)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Tax year	Prior 3 years				(e) Total
(a) 2017	(b) 2016	(c) 2015	(d) 2014		
148,969	49,942	131,422	155,614		485,947
126,624	42,451	111,709	132,272		413,056
15,010,488	17,366,197	18,006,568	19,145,855		69,529,108
15,010,488	17,366,197	18,006,568	19,145,855		69,529,108
19,263,945	18,856,856	19,336,141	20,262,015		77,718,957
18,923,004	18,496,349	18,991,063	19,910,619		76,321,035
534,531	571,247	632,059	653,729		2,391,566
843,046	706,264	731,968	616,948		2,898,226

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., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions .

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient 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				
FARNSWORTH ART MUSEUM 160 MUSEUM STREET ROCKLAND, ME 04841	NONE	PC	SUPPORT FINE ARTS	15,000
COASTAL MTN LAND TRUST 101 MOUNT BATTIE STREET CAMDEN, ME 04843	NONE	PC	OPERATING EXPS	2,000
SAVE THE CHILDREN 501 KINGS HIGHWAY EAST STE 500 FAIRFIELD, CT 06825	NONE	PC	CHILD CHARITY	2,500
CAMDEN INT'L FILM FESTIVAL P O BOX 836 CAMDEN, ME 04843-0836	NONE	PC	CULTURAL EDUCATION	10,000
STATION MAINE 75 MECHANIC STREET ROCKLAND, ME 04841	NONE	PC	MARITIME AND CHILD EDUCATION PROGRAM	5,000
YALE-NEW HAVEN HOSPITAL P O BOX 1849 NEW HAVEN, CT 06508-1849	NONE	PC	SCIENCE AND MEDICINE RESEARCH EXPENSES	200
FRIENDS OF KARTCHNER CAVERNS 660 S COUNTRY CLUB ROAD TUCSON, AZ 85716	NONE	PC	SUPPORT OF NATIONAL PARKS MAINTENANCE	5,000
JACKSON HOLE CONSERVATION ALLIANCE P O BOX 2728 JACKSON, WY 83001	NONE	PC	CONSERVATION OF NATIOAL PARK EXPENSES	5,000
Total			3a	
b Approved for future payment				
Total			3b	

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				
PEN BAY HEALTHCARE FOUNDATION 22 WHITE STREET ROCKLAND, ME 04841	NONE	PC	MEDICAL SUPPORT	50,000
TOWN OF ROCKPORT 101 MAIN STREET ROCKPORT, ME 04856	NONE	PC	POLICE CLUB K-9 PROGRAM	50,000
ISLANDWOOD 4450 BLAKELY AVENUE NE BAINBRIDGE ISLAND, WA 98110	NONE	PC	ENVIRONMENTAL INSTRUCTION	5,000
GRAND LAKE STREAM ART FESTIVAL P O BOX 465 PRINCETON, ME 04668-0465	NONE	PC	ARTS AND CULTURE	1,000
AURA KITT PEAK 950 N CHERRY AVENUE TUCSON, AZ 85719	NONE	PC	SCIENCE	5,000
KNOX COUNTY HOMELESS COALITION P.O BOX 1696 ROCKLAND, ME 04841-1696	NONE	PC	SOCIAL SERVICES	250
ROCKLAND DISTRICT NURSING ASSOC. 44 LIMEROCK STREET ROCKLAND, ME 04841	NONE	PC	MEDICAL SUPPORT	250
Total			3a	156,200
b Approved for future payment				
Total			3b	

Part XVI-A	Analysis of Income-Producing Activities
-------------------	--

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
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	211,666	
4	Dividends and interest from securities			14	133,120	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	505,232	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a <u>OTHER INVEST LOSS</u>			18	(6,972)	
b						
c						
d						
e						
12	Subtotal Add columns (b), (d), and (e)				843,046	
13	Total. Add line 12, columns (b), (d), and (e)				843,046	

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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) (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 | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | 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. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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

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: *11/9/18* Title: **MANAGER**

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

**Paid
Preparer
Use Only**

PnnType preparer's name		Preparer's signature		Date		Check ☐ if		PTIN	
ROBERT G WILKINS EA		ROBERT G WILKINS EA		11-12-2018		self-employed		P00170295	
Firm's name ▶ PDQ TAX SERVICE INC						Firm's EIN ▶			
Firm's address ▶ 51 ADAMS DRIVE						Phone no			
SAINT JOHNSBURY VT 05819						802-748-3382			

Federal Supporting Statements

2017 PG01

Name(s) as shown on return

CASCADE FOUNDATION

FEIN

20-4956488

FORM 990PF - PART VIII
COMPENSATION EXPLANATION

STATEMENT #A01

NAME

DANIEL DIBNER

EXPLANATION

WAGES PAID TO ADMINISTER THE FOUNDATION, CONTROL AND OVERSEE THE ASSETS

FORM 990PF - PART VIII
COMPENSATION EXPLANATION

PG01
STATEMENT #A02

NAME

VICTORIA C DIBNER

EXPLANATION

ASSIST THE MANAGER IN MANAGING AND OVERSEEING THE FOUNDATIONS ASSETS

FORM 990PF - PART VIII
COMPENSATION EXPLANATION

PG01
STATEMENT #A03

NAME

AURORA C DIBNER

EXPLANATION

MEET WITH THE MANAGERS FOUR TIMES A YEAR TO ASSIST IN GUIDING THE FOUNDATION ASSETS

Federal Supporting Statements

2017 PG01

Name(s) as shown on return

FEIN

CASCADE FOUNDATION

20-4956488

**FORM 990PF - PART VIII
COMPENSATION EXPLANATION**

STATEMENT #A04

NAME

AVALON D FENNESSEY

EXPLANATION

MEET WITH THE MANAGERS FOUR TIMES A YEAR TO AID IN GUIDING THE
FOUDATION ASSETS

**FORM 990PF - PART VIII
COMPENSATION EXPLANATION**

PG01
STATEMENT #A05

NAME

BERN L DIBNER

EXPLANATION

MEET WITH THE MANAGERS FOUR TIMES A YEAR TO AID IN GUIDING THE
FOUNDATION ASSETS

**FORM 990PF - PART VIII - LINE 3
CONTRACTOR COMPENSATION EXPLANATION**

PG01
STATEMENT #C01

NAME

GOLDMAN SACHS

EXPLANATION

FEES DEDUCTED FROM VARIOUS CUSTOMER FUNDS
DURING EACH QTR OF 2017

Federal Supporting Statements

2017 PG01

Name(s) as shown on return

FEIN

CASCADE FOUNDATION

20-4956488

FORM 990PF - PART III - LINE 3
OTHER INCREASES SCHEDULE

STATEMENT #115

INHERITED FUNDS F DIBNER FUND	53
UNREALIZED GAINS	193,297
TOTAL	193,350

FORM 990PF - PART III - LINE 5
OTHER DECREASES SCHEDULEPG01
STATEMENT #116

MEALS @ 50%	1,035
EXCISE TAX 2016	6,272
TOTAL	7,307

FORM 990PF - PART II - LINE 13
INVESTMENTS: OTHER SCHEDULEPG01
STATEMENT #118

<u>CATEGORY</u>	<u>BOOK VALUE (BOY)</u>	<u>BOOK VALUE (EOY)</u>	<u>FMV (EOY)</u>
GS TACTICAL TILT PORTFOLIO	1,250,147	1,248,874	1,248,874
GSCAPITAL PARTNERS VI PARALLEL	346,545	162,010	162,010
VCFA PRIVATE EQUITY PARTNERS IV	101,006	80,634	80,634
GLOBAL OPPORTUNITIES PARTNERS II	167,588	204,020	204,020
WEST STREET CAP PARTNERS VII LP	28,605	95,774	95,774
MOUNT KELLETT CAPITAL PTRS	251,735	203,003	203,003
OTHER PRIVATE EQUITY	532,112	572,446	572,446
GS VINTAGE FUND LP	135,879	142,634	142,634
TOTAL	2,813,617	2,709,395	2,709,395

990

Overflow Statement

2017
Page 1

Name(s) as shown on return

CASCADE FOUNDATION

FEIN

20-4956488

PREPAID EXPENSES

Description	Amount
PREPAID INTEREST	\$ 20,443
EXCESS PAYROLL PAYROLL DEPOSITS.	8,026
Total:	\$ 28,469

PREPAID EXPENSES

Description	Amount
PREPAID INTEREST	\$ 2,828
EXCESS PAYROLL DEPOSITS	7,702
Total:	\$ 10,530

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CASCADE FOUNDATION

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FORM 990PF - PART II - LINE 15 OTHER ASSETS SCHEDULE

STATEMENT #120

<u>DESCRIPTION</u>	<u>BOY BOOK</u>	<u>EOY BOOK</u>	<u>FMV</u>
DAVINCI HORSE SCULPTURE (ANTIQUE)	5,800	5,800	5,800
BRONZE ART	3,985	3,985	3,985
DEPOSIT FOR EXCISE TAX	29,953	13,041	13,041
TOTAL	39,738	22,826	22,826

FORM 990PF - PART II - LINE 22 OTHER LIABILITIES SCHEDULE

PG01

STATEMENT #121

<u>DESCRIPTION</u>	<u>BOY AMOUNT</u>	<u>EOY AMOUNT</u>
PAYROLL TAXES MAINE W/H	10,420	4,578
TOTAL	10,420	4,578

FORM 990PF - PART II - LINE 10(B) INVESTMENTS: CORPORATE STOCK SCHEDULE

PG01

STATEMENT #137

<u>CATEGORY</u>	<u>BOY</u>	<u>BOOK VALUE</u>	<u>EOY FMV</u>
GOLDMAN SACHS VARIOUS STOCK FU	8,559,975	4,062,407	4,062,407
GOLDMAN SACHS		1,753,299	1,753,299
TOTALS	8,559,975	5,815,706	5,815,706

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Name(s) as shown on return

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CASCADE FOUNDATION

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FORM 990PF - PART II - LINE 10(C)
INVESTMENTS: CORPORATE BOND SCHEDULE

STATEMENT #138

<u>CATEGORY</u>	<u>BOY</u>	<u>BOOK VALUE</u>	<u>EOY FMV</u>
PRIVATE CORP BONDS	<u>5,191,591</u>	<u>5,944,087</u>	<u>5,944,087</u>
TOTALS	<u>5,191,591</u>	<u>5,944,087</u>	<u>5,944,087</u>

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Your Social Security Number

20-4956488

Name(s) as shown on return

CASCADE FOUNDATION

STATEMENT #103~

FORM 990PF - PART I - LINE 23 - OTHER EXPENSES SCHEDULE

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME	CHARITABLE PURPOSE
COMPUTER EXPENSE	2,124	2,124	0	0
SECURITY FEES	60	60	0	0
MISCELLANEOUS K-1 EXP	4,164	0	0	4,164
OFFICE EXPENSES	313	313	0	0
TELEPHONE	4,026	2,013	0	2,013
MEALS @50%	1,035	0	0	1,035
TOTALS	11,722	4,510	0	7,212

PG01

STATEMENT #106~

FORM 990PF - PART I - LINE 11 - OTHER INCOME SCHEDULE

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME
OTHER INVESTMENT LOSS	(6,972)	(6,972)	0
TOTALS	(6,972)	(6,972)	0

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Name(s) as shown on return

CASCADE FOUNDATION

Your Social Security Number

20-4956488

FORM 990-PF - PART IV - CAPITAL GAINS AND LOSSES INFORMATION (OVERFLOW)

STATEMENT #134~

DESCRIPTION	P-PURCHASE D-DONATION	DATE ACQUIRED	DATE SOLD	SALES PRICE	DEPRECIATION	COST OR OTHER BASIS	GAIN OR LOSS	GAINS MINUS EXCESS OR LOSSES
PUBLICALLY TRADED STOCK	P	04-03-2009	10-15-2017	100,000		100,000		
PUBLICALLY TRADED STOCK	P	12-31-2012	12-31-2017	131,767			131,767	131,767
PUBLICALLY TRADED STOCK	P	11-14-2014	01-20-2017	86,000		86,000		
PUBLICALLY TRADED STOCK	P	12-31-2015	12-31-2017	819,811		747,316	72,495	72,495
PUBLICALLY TRADED STOCK	P	12-31-2016	12-31-2017	993,757		923,996	69,761	69,761
PUBLICALLY TRADED STOCK	P	05-17-2017	12-31-2017	149,231		66,992	82,239	82,239
TOTAL				2,280,566		1,924,304	356,262	356,262

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2017 PG01

Your Social Security Number
20-4956488

Name(s) as shown on return
CASCADE FOUNDATION

STATEMENT #107~

FORM 990PF - PART I - LINE 16(A) - LEGAL FEES SCHEDULE

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME	CHARITABLE PURPOSE
DAY PITNEY LLP	1,667	1,667	0	0
TOTALS	1,667	1,667	0	0

PG01

STATEMENT #108~

FORM 990PF - PART I - LINE 16(B) - ACCOUNTING FEES SCHEDULE

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME	CHARITABLE PURPOSE
PDQ TAX SERVICE	11,300	11,300	0	0
TOTALS	11,300	11,300	0	0

Federal Supporting Statements

2017 PG01

Name(s) as shown on return

Your Social Security Number

CASCADE FOUNDATION

20-4956488

FORM 990PF - PART I - LINE 16(C) - OTHER PROFESSIONAL FEES SCHEDULE

STATEMENT #109~

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME	CHARITABLE PURPOSE
GOLDMAN MANAGEMENT FEES	85,588	0	0	85,588
TOTALS	85,588	0	0	85,588

FORM 990PF - PART I - LINE 18 - TAXES SCHEDULE

PG01

STATEMENT #110~

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME	CHARITABLE PURPOSE
FOREIGN TAXES WITHHELD	2,937	2,937	0	0
PAYROLL TAXES	20,167	0	0	20,167
PROPERTY TAXES	1,613	1,613	0	0
EXCISE TAX 2016	10,640	10,640	0	0
TOTALS	35,357	15,190	0	20,167

Federal Supporting Statements

2017 PG01

Name(s) as shown on return

Your Social Security Number

CASCADE FOUNDATION

20-4956488

FORM 990-PF - PART IV - CAPITAL GAINS AND LOSSES INFORMATION (OVERFLOW)

STATEMENT #134~

P-PURCHASE

DESCRIPTION	D-DONATION	DATE ACQUIRED	DATE SOLD	SALES PRICE	DEPRECIATION	COST OR OTHER BASIS	GAIN OR LOSS	GAINS MINUS EXCESS OR LOSSES
PUBLICALLY TRADED STOCK	P	04-03-2009	10-15-2017	100,000		100,000		
PUBLICALLY TRADED STOCK	P	12-31-2012	12-31-2017	131,767			131,767	131,767
PUBLICALLY TRADED STOCK	P	11-14-2014	01-20-2017	86,000		86,000		
PUBLICALLY TRADED STOCK	P	12-31-2015	12-31-2017	819,812		747,316	72,496	72,496
PUBLICALLY TRADED STOCK	P	12-31-2016	12-31-2017	993,757		923,996	69,761	69,761
PUBLICALLY TRADED STOCK	P	05-17-2017	12-31-2017	149,231		66,992	82,239	82,239
CAPITAL GAIN DIST	P	12-31-2017	12-31-2017	148,969			148,969	148,969
TOTAL				2,429,536		1,924,304	505,232	505,232