

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

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	18,447,445
2	Enter amount from Part I, line 27a	2	-1,385,455
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	17,061,990
5	Decreases not included in line 2 (itemize) ▶ _____	5	2,629,613
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	14,432,377

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a Publicly Traded Securities	P		
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 5,033,575	0	4,163,727	869,848
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a 0	0	0	869,848
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	2 869,848
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	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))
2017	2,160,240	17,664,902	0 122290
2016	1,669,396	16,176,933	0 103196
2015	1,716,157	14,055,419	0 122099
2014	1,910,842	11,924,116	0 160250
2013	2,389,617	10,311,515	0 231743

2 Total of line 1, column (d)	2	0 739578
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 147916
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	17,149,505
5 Multiply line 4 by line 3	5	2,536,686
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	11,217
7 Add lines 5 and 6	7	2,547,903
8 Enter qualifying distributions from Part XII, line 4	8	2,357,815

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	22,434
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	22,434
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	22,434
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	26,093
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	26,093
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	14
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,645
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ☐ 3,645 Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 0 (2) On foundation managers ☐ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ VT		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the taxable year beginning in 2018? See the instructions for Part XIV <i>If "Yes," complete Part XIV</i>	9	Yes
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions.	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>www.orton.org</u>	13	Yes	
14	The books are in care of <u>Carol Bertrand</u> Telephone no <u>(802) 495-0864</u>			

Located at 120 Graham Way 126 Shelburne VT ZIP+4 05482

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ☐ and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
16	At any time during calendar year 2018, 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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country <u></u>	16	Yes	No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance check here. ☐	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? If "Yes," list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u> ☐ Yes ☒ No			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2018 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 2018).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b		No

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

5a	During the year did the foundation pay or incur any amount to		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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	☐ Yes ☐ No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 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	7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?	☐ 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	(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 Additional Data Table				
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
Alece Montez 126 Graham Way 126 Shelburne, VT 05482	Director of Programs 40 00	116,993	19,183	0
Gabrielle Ratte Smith 126 Graham Way 126 Shelburne, VT 05482	Sr Assoc for Strat 40 00	84,371	18,503	0
Alexis Halbert 126 Graham Way 126 Shelburne, VT 05482	Sr Assoc of Progra 40 00	80,468	21,030	0
David Weaver 126 Graham Way 126 Shelburne, VT 05482	Director of Communica 40 00	97,688	20,737	0
Sara Lightner 126 Graham Way 126 Shelburne, VT 05482	Sr Assoc of Progra 40 00	75,996	24,947	0
Total number of other employees paid over \$50,000.				3

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
Wilmington Trust Financial Advisors 1100 North Market Street Wilmington, DE 19890	Investment Management Services	52,097
JB LaFleur Consultants 5 Free Street Camden, ME 04843	Community Engagement Consulting	68,200
Total number of others receiving over \$50,000 for professional services. ►		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 See Attached Statement	1,285,696
2 See Attached Statement	679,364
3 See Attached Statement	392,755
4 _____	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 _____ _____ _____	
2 _____ _____ _____	
All other program-related investments See instructions	
3 _____	

Total. Add lines 1 through 3 ►	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	16,970,317
b	Average of monthly cash balances.	1b	440,348
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	17,410,665
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	17,410,665
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	261,160
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	17,149,505
6	Minimum investment return. Enter 5% of line 5.	6	857,475

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	
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	
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	0

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	2,357,815
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	2,357,815
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,357,815

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				0
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014.				
c From 2015.				
d From 2016.				
e From 2017.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ _____				
a Applied to 2017, 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).	0			
d Applied to 2018 distributable amount.				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				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 2013 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2014.				
b Excess from 2015.				
c Excess from 2016.				
d Excess from 2017.				
e Excess from 2018.				

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 2018, enter the date of the ruling. 1995-08-18

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

	Tax year				(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	255,200	267,644	0	0	522,844
b 85% of line 2a	216,920	227,497	0	0	444,417
c Qualifying distributions from Part XII, line 4 for each year listed	2,357,815	2,160,240	1,669,396	1,716,157	7,903,608
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	2,357,815	2,160,240	1,669,396	1,716,157	7,903,608
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.	571,650	588,830	539,231	468,514	2,168,225
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

Lyman Orton

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	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>				
Total			▶ 3a	
b <i>Approved for future payment</i>				
Total			▶ 3b	

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Lyman Orton	Chair 4 00	0	0	0
126 Graham Way 126 Shelburne, VT 05482				
Susan Kirkpatrick	Secretary/Treasurer 2 00	4,000	0	0
126 Graham Way 126 Shelburne, VT 05482				
Tom Daniels	Director 2 00	4,000	0	0
126 Graham Way 126 Shelburne, VT 05482				
Jared Duval	Director 2 00	4,000	0	0
126 Graham Way 126 Shelburne, VT 05482				
Dr Carolyn Lukensmeyer	Director 2 00	3,000	0	0
126 Graham Way 126 Shelburne, VT 05482				
Janice Izzi	Director 2 00	0	0	0
126 Graham Way 126 Shelburne, VT 05482				
Ed McMahon	Director 2 00	4,000	0	0
126 Graham Way 126 Shelburne, VT 05482				
Scot Spencer	Director 2 00	4,000	0	0
126 Graham Way 126 Shelburne, VT 05482				
Tony Wood	Director 2 00	4,500	0	0
126 Graham Way 126 Shelburne, VT 05482				
David Leckey	Executive Director 40 00	215,827	26,223	0
126 Graham Way 126 Shelburne, VT 05482				
Carol Bertrand	Director of Finance & HR 40 00	93,237	21,312	0
126 Graham Way 126 Shelburne, VT 05482				

TY 2018 Accounting Fees Schedule**Name:** The Orton Family Foundation Inc**EIN:** 03-0346513

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
VT Area CPA Firm Audit & Tax Preparation Services	9,750	4,387	4,387	1,463

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

TY 2018 Depreciation Schedule

Name: The Orton Family Foundation Inc

EIN: 03-0346513

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
Leasehold Improvements		18,917	6,245	SL	7 0000000000000	2,702	47	47	
Office Equipment		113,796	60,091	SL	7 0000000000000	16,326	287	287	
Website		49,956	6,661	SL	5 0000000000000	9,991	125	125	

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

TY 2018 Gain/Loss from Sale of Other Assets Schedule

Name: The Orton Family Foundation Inc

EIN: 03-0346513

Gain Loss Sale Other Assets Schedule

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
Publicly Traded Securities		Purchased		Unrelated Third Parties	5,033,575	4,163,727			869,848	

General Explanation Attachment

Identifier	Return Reference	Explanation	
2		Part IX-A Summary of Direct Charitable Activities / Line 3	strengthens and builds relationships that will spread awareness andstrengthens and builds relationships that will spread awareness andstrengthens and builds relationships that will spread awareness andstrengthens and builds relationships that will spread awareness andstrengthens and builds relationships that will spread awareness and

TY 2018 Investments Corporate Stock Schedule

Name: The Orton Family Foundation Inc
EIN: 03-0346513

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
27sh Alphabet Inc.	28,214	28,214
3,433sh AT&T Inc.	97,978	97,978
175sh Facebook Inc.	22,941	22,941
512sh John Wiley & Sons	24,049	24,049
415sh T-Mobile US Inc.	26,398	26,398
1,098sh Verizon Communications Common	61,729	61,729
538sh Allison Transmission Holdings	23,624	23,624
485sh Best Buy Company Inc.	25,686	25,686
314sh CDW Corporation	25,450	25,450
689sh DR Horton Inc.	23,881	23,881
370sh Dunkin' Brands Group Inc.	23,724	23,724
1,817sh Extended Stay America Inc.	28,164	28,164
1,017sh General Motors Company	34,019	34,019
147sh Home Depot Inc.	25,258	25,258
200sh McDonald's Corporation	35,514	35,514
701sh Target Corporation	46,328	46,328
287sh Tractor Supply Company	23,946	23,946
1,063sh Altria Group Inc.	52,502	52,502
984sh Coca Cola Company	46,592	46,592
579sh General Mills Inc.	22,546	22,546
219sh Kimberly Clark Corporation	24,953	24,953
593sh Mondelez International Inc.	23,738	23,738
590sh Philip Morris International	39,388	39,388
726sh Procter & Gamble Company Inc.	66,734	66,734
360sh Sysco Corporation	22,558	22,558
830sh Chevron Corporation	90,296	90,296
594sh Exxon Mobil Corporation	40,505	40,505
1,285sh Occidental Petroleum Corporation	78,873	78,873
127sh Pioneer Natural Resources	16,703	16,703
619sh Valero Energy Corporation	46,406	46,406

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
261sh American Express Company	24,879	24,879
130sh American Tower Corporation	20,565	20,565
967sh Bank America Corporation	23,827	23,827
86sh Blackrock Inc.	33,783	33,783
1,790sh Blackstone MTG TR Inc.	57,029	57,029
853sh Citigroup Inc.	44,407	44,407
330sh Cyrusone Inc.	17,450	17,450
1,489sh First Hawaiian Inc.	33,517	33,517
1,327sh JP Morgan Chase & Company	129,542	129,542
1,390sh Keycorp New	20,544	20,544
1,146sh Main Street Capital Corporation	38,746	38,746
1,440sh Metlife Inc.	59,126	59,126
573sh Morgan Stanley Group Inc.	22,719	22,719
3,039sh Old Republic International Corp.	62,512	62,512
1,461sh Park Hotels & Resorts Inc.	37,957	37,957
672sh Prudential Financial Inc.	54,802	54,802
1,304sh Starwood Property Trust Inc.	25,702	25,702
1,293sh U.S. Bancorp Del Com New	59,090	59,090
1,636sh United Bankshares Inc.	50,896	50,896
857sh Ventas Inc.	50,212	50,212
1,333sh Wells Fargo & Company	61,425	61,425
863sh Abbvie Inc.	79,560	79,560
328sh Amgen Inc.	63,852	63,852
345sh Baxter International	22,708	22,708
437sh Bristo-Myers Squibb Company	22,715	22,715
1,309sh CVS Health Corporation	85,766	85,766
416sh Emergent Biosolutions Inc.	24,661	24,661
805sh Gilead Sciences Inc.	50,353	50,353
905sh Johnson & Johnson	116,790	116,790
1,516sh Merck & Company Inc.	115,838	115,838

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
2,329sh Pfizer Inc.	101,660	101,660
101sh UnitedHealth Group Inc.	25,161	25,161
107sh Wellcare Health Plans	25,261	25,261
187sh Avery Dennison Corporation	16,798	16,798
468sh Delta Air Lines Inc.	23,353	23,353
1,032sh Emerson Electric Company	61,662	61,662
238sh Insperty Inc.	22,220	22,220
253sh Lockheed Martin Corporation	66,246	66,246
154sh Norfolk Southern Corporation	23,029	23,029
1,063sh Sabre Corporation	23,003	23,003
484sh United Parcel Service	47,205	47,205
273sh Waste Management Inc.	24,294	24,294
46sh Adobe Inc.	10,407	10,407
124sh Apple Inc.	19,560	19,560
3,476sh Cisco Systems Inc.	150,615	150,615
587sh Intel Corporation	27,548	27,548
329sh IBM Corporation	37,397	37,397
182sh LAM Research Corporation	24,783	24,783
125sh Mastercard Inc.	23,581	23,581
1,297sh Maxim Integrated Products Inc.	65,952	65,952
244sh Microsoft Corporation	24,783	24,783
1,240sh Qualcomm Inc.	70,569	70,569
186sh VISA Inc.	24,541	24,541
177sh VMWARE Inc.	24,272	24,272
105sh Air Products & Chemicals Inc.	16,805	16,805
701sh American Electric Power Company Inc.	52,393	52,393
423sh Avangrid Inc.	21,188	21,188
533sh Duke Energy Holding Corporation	45,998	45,998
479sh Exelon Corporation	21,603	21,603
1,582sh FirstEnergy Corporation	59,404	59,404

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
368sh Nextera Energy Inc.	63,966	63,966
349sh ONEOK Inc.	18,828	18,828
3,761sh IShares Russell 1000 Growth ETF	492,353	492,353
4,521sh IShares Russell 1000 Value ETF	502,057	502,057
41,315sh LSV Value Equity Fund Strategy	951,505	951,505
23,737sh MSIF Growth Portfolio	997,889	997,889
5,173sh SPDR S&P 500 ETF	1,292,836	1,292,836
14,699sh IShares Russell 2000 ETF	1,968,196	1,968,196
1,464sh BP PLC Sponsored ADR	55,515	55,515
693sh Lyondellbasell Industries NV	57,630	57,630
891sh Eaton Corporation PLC	61,175	61,175
1,670sh Suncor Energy Inc.	46,710	46,710
1,158sh Toronto-Dominion Bank	57,576	57,576
23sh Cambiar International Equity Fund	409,459	409,459
7,614sh IShares Core MSCI	418,770	418,770
30,658sh WCM Focused Intl Growth	429,824	429,824
8,474sh IShares Core MSCI Emerging	399,549	399,549
207,366sh Wilmington International Fund	1,561,465	1,561,465

TY 2018 Investments - Other Schedule

Name: The Orton Family Foundation Inc

EIN: 03-0346513

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Cash & Money Market Funds in Investment Portfolio		549,519	549,519

TY 2018 Legal Fees Schedule**Name:** The Orton Family Foundation Inc**EIN:** 03-0346513

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NE Area Attorney Program Contract Services	1,166	0	0	1,166

TY 2018 Other Decreases Schedule

Name: The Orton Family Foundation Inc

EIN: 03-0346513

Description	Amount
Unrealized Loss on Investments	2,629,613

TY 2018 Other Expenses Schedule**Name:** The Orton Family Foundation Inc**EIN:** 03-0346513**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Advertising & Promotion	4,254	0	0	4,254
Bank & Credit Card Fees	2,792	76	76	2,564
Consultants & Subcontractors	339,736	1,996	1,996	333,748
Dues & Subscriptions	27,575	44	44	27,442
Equipment Costs	35,495	356	356	34,426
Insurance	11,740	186	186	11,183
Miscellaneous	55	5	5	40
Postage	4,537	50	50	4,386
Professional Development	29,812	2,033	2,033	23,713
Supplies	30,496	32	32	30,401

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Telephone & Internet	26,811	37	37	26,699
Subtract Accrual to Cash Change				-7,342

TY 2018 Other Income Schedule

Name: The Orton Family Foundation Inc

EIN: 03-0346513

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Miscellaneous Program Service Revenue	3,357	0	3,357

TY 2018 Other Professional Fees Schedule**Name:** The Orton Family Foundation Inc**EIN:** 03-0346513

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Inv Manager #1 Investment Management Services	52,097	52,097	52,097	0
Inv Manager #2 Investment Management Services	4,316	4,316	4,316	0

TY 2018 Taxes Schedule**Name:** The Orton Family Foundation Inc**EIN:** 03-0346513

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Payroll Taxes	88,955	1,154	1,154	85,492
Federal Excise Taxes	24,460	0	0	0