

Form **990-PF**

Return of Private Foundation

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

Department of the Treasury
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.
Go to www.irs.gov/Form990PF for instructions and the latest information

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning

, and ending

Name of foundation THE WILLIAM & LIA G. POORVU FAMILY FOUNDATION		A Employer identification number 04-2651199
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 380828	Room/suite	B Telephone number 617-576-1010
City or town, state or province, country, and ZIP or foreign postal code CAMBRIDGE, MA 02238		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		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 122,282,349.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part II Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(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	10,000,000.			
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	758,760.	736,243.		STATEMENT 1
	4 Dividends and interest from securities	820,000.	820,000.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	6,276,602.			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		6,276,602.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	543,465.	480,397.	0.	STATEMENT 3
	12 Total. Add lines 1 through 11	18,398,827.	8,313,242.	0.	
	13 Compensation of officers, directors, trustees, etc.	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	11,000.	0.	0.	11,000.
	c Other professional fees				
	17 Interest	40,825.	40,825.	0.	0.
	18 Taxes STMT 5	765,902.	162,870.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	614,542.	259,446.	0.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23	1,432,269.	463,141.	0.	11,000.
	25 Contributions, gifts, grants paid	8,501,000.			8,501,000.
	26 Total expenses and disbursements. Add lines 24 and 25	9,933,269.	463,141.	0.	8,512,000.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	8,465,558.			
	b Net investment income (if negative, enter -0-)		7,850,101.		
	c Adjusted net income (if negative, enter -0-)			0.	



THE WILLIAM & LIA G. POORVU

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FAMILY FOUNDATION

04-2651199

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Part II Balance Sheets

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

	Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1 Cash - non-interest-bearing	9,800,698.	12,130,239.	12,130,239.	
2 Savings and temporary cash investments				
3 Accounts receivable ▶				
Less: allowance for doubtful accounts ▶				
4 Pledges receivable ▶				
Less: allowance for doubtful accounts ▶				
5 Grants receivable				
6 Receivables due from officers, directors, trustees, and other disqualified persons				
7 Other notes and loans receivable ▶				
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				
b Investments - corporate stock				
c Investments - corporate bonds				
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 7	102,347,843.	108,483,860.	110,152,110.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	112,148,541.	120,614,099.	122,282,349.	
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				
22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances				
Foundations that follow SFAS 117, check here ▶ ☐				
and complete lines 24 through 26, and lines 30 and 31.				
24 Unrestricted				
25 Temporarily restricted				
26 Permanently restricted				
Foundations that do not follow SFAS 117, check here ▶ ☒				
and complete lines 27 through 31				
27 Capital stock, trust principal, or current funds	0.	0.		
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	112,148,541.	120,614,099.		
30 Total net assets or fund balances	112,148,541.	120,614,099.		
31 Total liabilities and net assets/fund balances	112,148,541.	120,614,099.		

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	112,148,541.
2 Enter amount from Part I, line 27a	2	8,465,558.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	120,614,099.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	120,614,099.

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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				
b SEE ATTACHED STATEMENTS				
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				
b				
c				
d				
e			6,276,602.	
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				
b				
c				
d				
e			6,276,602.	
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 6,276,602.
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). If (loss), enter -0- in Part I, line 8		{		3 N/A

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))
2017	5,229,750.	112,032,775.	.046681
2016	6,260,799.	102,560,471.	.061045
2015	5,086,520.	99,678,030.	.051029
2014	4,322,080.	94,298,741.	.045834
2013	4,310,740.	78,911,904.	.054627
2 Total of line 1, column (d)			2 .259216
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 .051843
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			4 118,754,048.
5 Multiply line 4 by line 3			5 6,156,566.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 78,501.
7 Add lines 5 and 6			7 6,235,067.
8 Enter qualifying distributions from Part XII, line 4			8 8,512,000.

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

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2018 estimated tax payments and 2017 overpayment credited to 2018

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2019 estimated tax

44,939. Refunded

Part VII A Statements Regarding Activities

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?

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.

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

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

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?

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

8a Enter the states to which the foundation reports or with which it is registered. See instructions.

MA

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

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 tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

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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? Website address ► <u>N/A</u>	X	
14 The books are in care of ► <u>THE FOUNDATION</u> Telephone no. ► <u>(617) 576-1010</u> Located at ► <u>44 BRATTLE STREET, CAMBRIDGE, MA</u> ZIP+4 ► <u>02138</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	N/A
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 ►		X

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 Organizations relying on a current notice regarding disaster assistance, check here	N/A	
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?		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 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 ►	☐ 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.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
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.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2018?		X

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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

N/A

Organizations relying on a current notice regarding disaster assistance, check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

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

☐ Yes ☒ No**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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(s) 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, and foundation managers and their compensation.

(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
LIA G. POORVU P O BOX 380828 CAMBRIDGE, MA 02238	TRUSTEE 5.00	0.	0.	0.
WILLIAM J. POORVU P O BOX 380828 CAMBRIDGE, MA 02238	TRUSTEE 5.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

Total. Add lines 1 through 3 0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	109,722,024.
b	Average of monthly cash balances	1b	10,840,461.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	120,562,485.
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	120,562,485.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,808,437.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	118,754,048.
6	Minimum investment return Enter 5% of line 5	6	5,937,702.

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	5,937,702.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	78,501.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	78,501.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	5,859,201.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	5,859,201.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	5,859,201.

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	8,512,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	8,512,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	78,501.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	8,433,499.

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.

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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				5,859,201.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013	478,551.			
b From 2014				
c From 2015	373,676.			
d From 2016	1,402,419.			
e From 2017	60,621.			
f Total of lines 3a through e	2,315,267.			
4 Qualifying distributions for 2018 from Part XII, line 4: ► \$	8,512,000.			
a Applied to 2017, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2018 distributable amount				5,859,201.
e Remaining amount distributed out of corpus	2,652,799.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,968,066.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2017. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
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)	0.			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7	478,551.			
9 Excess distributions carryover to 2019 Subtract lines 7 and 8 from line 6a	4,489,515.			
10 Analysis of line 9:				
a Excess from 2014				
b Excess from 2015	373,676.			
c Excess from 2016	1,402,419.			
d Excess from 2017	60,621.			
e Excess from 2018	2,652,799.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, 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)

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

Tax year

Prior 3 years

(a) 2018

(b) 2017

(c) 2016

(d) 2015

(e) Total

b 85% of line 2a

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

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

e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

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

a "Assets" alternative test - enter:

(1) Value of all assets

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

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

c "Support" alternative test - enter:

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

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

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**1 Information Regarding Foundation Managers:**

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

SEE STATEMENT 8

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.

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 Paid during the year				
ADOLESCENT CONSULTATION SERVICES	NONE	PUBLIC CHARITY	CHARITABLE	100,000.
AMERICAN ACADEMY OF ARTS AND SCIENCES	NONE	PUBLIC CHARITY	CHARITABLE	100,000.
AMERICAN FUND FOR CHARITIES	NONE	PUBLIC CHARITY	CHARITABLE	25,000.
AMERICAN JEWISH COMMITTEE	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
ARCHITECHTS FOUNDATION (HUNT FELLOWSHIP)	NONE	PUBLIC CHARITY	CHARITABLE	2,500.
Total			SEE CONTINUATION SHEET(S)	8,501,000.
b Approved for future payment				
NONE				
Total				0.

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

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date _____

Title

May the IRS discuss this return with the preparer shown below? See instr

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if
self-employed

PTIN

JANET E. SCOTT, CPA JANET E. SCOTT, C 11/12/19

Firm's name ▶ **WALTER & SHUFFAIN, P.C.**

Firm's address ► 101 STATION DRIVE, SUITE 250
WESTWOOD, MA 02090

Phone no. (617) 447-2700

Form **990-PF** (2018)

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	PASS THRU HIGHFIELDS CAPITAL - 1231			
b	PASS THRU HIGHFIELDS CAPITAL - ST			
c	PASS THRU HIGHFIELDS CAPITAL - LT			
d	PASS-THRU FINEPOINT CAPITAL ST			
e	PASS-THRU FINEPOINT CAPITAL LT			
f	PASS-THRU FINEPOINT CAPITAL 1231			
g	PASS-THRU ENERGY CAPITAL PARTNERS II-B			
h	PASS-THRU ABRAMS CAPITAL PARTNERS II ST			
i	PASS-THRU ABRAMS CAPITAL PARTNERS II LT			
j	PASS-THRU ABRAMS CAPITAL PARTNERS II 1231			
k	BAUPOST 1983 C-1 - ST			
l	BAUPOST 1983 C-1 - LT			
m	BAUPOST 1983 C-1 - 1231			
n	CITIC CAPITAL CHINA PARTNERS II			
o	PASS THRU SPRUCE HOUSE - ST			

(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			-76.
b			-138,028.
c			371,632.
d			-38,485.
e			213,482.
f			-3.
g			106,076.
h			72,762.
i			56,245.
j			3,977.
k			881,886.
l			4,175,819.
m			100,528.
n			390,302.
o			19,153.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-76.
b			-138,028.
c			371,632.
d			-38,485.
e			213,482.
f			-3.
g			106,076.
h			72,762.
i			56,245.
j			3,977.
k			881,886.
l			4,175,819.
m			100,528.
n			390,302.
o			19,153.

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 }

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).
If (loss), enter "-0-" in Part I, line 8

2

3

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	PASS THRU SPRUCE HOUSE - LT			
b	PASS THRU SPRUCE HOUSE - 1231			
c	PASS-THRU ENERGY CAPITAL PARTNERS III-B ST			
d	PASS-THRU ENERGY CAPITAL PARTNERS III-B LT			
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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			60,958.
b			-94.
c			-169.
d			637.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			60,958.
b			-94.
c			-169.
d			637.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	6,276,602.
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). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

THE WILLIAM & LIA G. POORVU
FAMILY FOUNDATION

04-2651199

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
BOSTON ARTS ACADEMY	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
BOSTON BAROQUE	NONE	PUBLIC CHARITY	CHARITABLE	125,000.
BOSTON BOOK FESTIVAL	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
BOSTON BY FOOT	NONE	PUBLIC CHARITY	CHARITABLE	21,000.
BOSTON CAMERATA	NONE	PUBLIC CHARITY	CHARITABLE	25,000.
BOSTON FOUNDATION	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
BOSTON LANDMARKS ORCHESTRA	NONE	PUBLIC CHARITY	CHARITABLE	25,000.
BOSTON LYRIC OPERA	NONE	PUBLIC CHARITY	CHARITABLE	3,500.
BOSTON MEDICAL CENTER (GROW CLINIC)	NONE	PUBLIC CHARITY	CHARITABLE	15,000.
BOSTON PREPATORY FOUNDATION, INC	NONE	PUBLIC CHARITY	CHARITABLE	25,000.
Total from continuation sheets				8,263,500.

THE WILLIAM & LIA G. POORVU
FAMILY FOUNDATION

04-2651199

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
BOSTON SYMPHONY ORCHESTRA	NONE	PUBLIC CHARITY	CHARITABLE	50,000.
BOTTOM LINE	NONE	PUBLIC CHARITY	CHARITABLE	2,500.
BRIDGE OVER TROUBLED WATERS	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
BRIGHAM & WOMEN'S HOSPITAL	NONE	PUBLIC CHARITY	CHARITABLE	250,000.
BROAD INSTITUTE	NONE	PUBLIC CHARITY	CHARITABLE	100,000.
CAMBRIDGE CENTER FOR ADULT EDUCATION	NONE	PUBLIC CHARITY	CHARITABLE	25,000.
CAMBRIDGE COMMUNITY FOUNDATION	NONE	PUBLIC CHARITY	CHARITABLE	50,000.
CAMBRIDGE PUBLIC LIBRARY FOUNDATION	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
CAMP JABBERWOCKY	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
CENTERVILLE PUBLIC LIBRARY CAPITAL CAMPAIGN	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
Total from continuation sheets				

THE WILLIAM & LIA G. POORVU
FAMILY FOUNDATION

04-2651199

Part XV. Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
COMBINED JEWISH PHILANTHROPIES	NONE	PUBLIC CHARITY	CHARITABLE	125,000.
COMMUNITY LEGAL SERVICES AND COUNSELING CENTER	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
CONSERVATORY LAB CHARTER SCHOOL	NONE	PUBLIC CHARITY	CHARITABLE	110,000.
CRADLES TO CRAYONS	NONE	PUBLIC CHARITY	CHARITABLE	25,000.
CURE ALZHEIMER'S FOUNDATION	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
DANA-FARBER	NONE	PUBLIC CHARITY	CHARITABLE	250,000.
DERMATOLOGY MEDICAL MISSIONS	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
ECOAMERICA	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
ELEANOR ROOSEVELT VAL-KILL PARTNERSHIP	NONE	PUBLIC CHARITY	@ZAHLOWAY - 11/05/18 10:02AM WORKSHEET PRIVATE FOUNDATION	10,000.
EVERY1 CAN WORK	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
Total from continuation sheets				

THE WILLIAM & LIA G. POORVU
FAMILY FOUNDATION

04-2651199

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
FACING HISTORY AND OURSELVES	NONE	PUBLIC CHARITY	CHARITABLE	25,000.
FAMILIES FIRST	NONE	PUBLIC CHARITY	CHARITABLE	12,500.
FORT TICONDEROGA	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
FRENCH CULTURAL CENTER	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
FRIENDS OF LONGFELLOW HOUSE	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
FRIENDS OF MT. AUBURN CEMETERY	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
GARDNER MUSEUM	NONE	PUBLIC CHARITY	CHARITABLE	50,000.
GREATER BOSTON LEGAL SERVICES	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
HARVARD BUSINESS SCHOOL	NONE	PUBLIC CHARITY	CHARITABLE	500,000.
HARVARD HILLEL	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
Total from continuation sheets				

THE WILLIAM & LIA G. POORVU
FAMILY FOUNDATION

04-2651199

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
HARVARD WM AND PUBLIC POLICY PROGRAM	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
INTEGRITY INITIATIVES (TSNE)	NONE	PUBLIC CHARITY	CHARITABLE	25,000.
IVY FUND/BOSTON EDUCATION	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
JEWISH COMMUNITY HOUSING FOR THE ELDERLY	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
JEWISH JUMPSTART	NONE	PUBLIC CHARITY	CHARITABLE	15,000.
LEGACY CHARTER SCHOOL	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
LET'S GET READY	NONE	PUBLIC CHARITY	CHARITABLE	25,000.
LONGY SCHOOL OF MUSIC	NONE	PUBLIC CHARITY	CHARITABLE	40,000.
MARTHA'S VINEYARD MUSEUM	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
MASSACHUSETTS EYE AND EAR INFIRMARY	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
Total from continuation sheets				

THE WILLIAM & LIA G. POORVU
FAMILY FOUNDATION

04-2651199

Part XV. Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
MASSACHUSETTS HISTORICAL SOCIETY	NONE	PUBLIC CHARITY	CHARITABLE	25,000.
MASSACHUSETTS HUMANITIES	NONE	PUBLIC CHARITY	CHARITABLE	25,000.
MCMULLEN MUSEUM OF ART (BOSTON COLLEGE)	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
METROPOLITAN BOSTON HOUSING PARTNERSHIP	NONE	PUBLIC CHARITY	CHARITABLE	2,500.
METROPOLITAN OPERA BROADCAST CAMPAIGN	NONE	PUBLIC CHARITY	CHARITABLE	15,000.
MORE THAN WORDS	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
MUSEUM OF FINE ARTS (ACKLEY FUND)	NONE	PUBLIC CHARITY	CHARITABLE	200,000.
NATIONAL PUBLIC RADIO FOUNDATION	NONE	PUBLIC CHARITY	CHARITABLE	375,000.
NEW ENGLAND HISTORIC GENEALOGICAL SOCIETY	NONE	PUBLIC CHARITY	CHARITABLE	37,500.
PHILLIPS ACADEMY ANDOVER	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
Total from continuation sheets				

THE WILLIAM & LIA G. POORVU
FAMILY FOUNDATION

04-2651199

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
PLANNED PARENTHOOD OF MASSACHUSETTS	NONE	PUBLIC CHARITY	CHARITABLE	15,000.
POLLY HILL ARBORETUM	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
RADCLIFFE INSTITUTE FOR ADVANCED STUDY	NONE	PUBLIC CHARITY	CHARITABLE	2,000,000.
SHAKESPEARE AND COMPANY	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
SHORENSTEIN CENTER ON MEDIA, POLITICS, AND PUBLIC POLICY	NONE	PUBLIC CHARITY	CHARITABLE	250,000.
SQUASHBUSTERS	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
SUMMER SEARCH BOSTON	NONE	PUBLIC CHARITY	CHARITABLE	100,000.
SUMMERBRIDGE/BREAKTHROUGH CAMBRIDGE	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
TENACITY	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
THE SCHWARTZ CENTER	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
Total from continuation sheets				

THE WILLIAM & LIA G. POORVU
FAMILY FOUNDATION

04-2651199

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
WBUR	NONE	PUBLIC CHARITY	CHARITABLE	25,000.
WELLESLEY CENTERS FOR WOMEN	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
WELLESLEY COLLEGE	NONE	PUBLIC CHARITY	CHARITABLE	1,000,000.
WGBH	NONE	PUBLIC CHARITY	CHARITABLE	50,000.
WHITEHEAD INSTITUTE	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
YALE HILLEL	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
YALE UNIVERSITY	NONE	PUBLIC CHARITY	CHARITABLE	2,000,000.
Total from continuation sheets				

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No 1545 0047

2018

Name of the organization

**THE WILLIAM & LIA G. POORVU
FAMILY FOUNDATION**

Employer identification number

04-2651199

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐

501(c)() (enter number) organization

☐4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

4947(a)(1) nonexempt charitable trust treated as a private foundation

☐

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**☒

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules☐

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I (entering "N/A" in column (b) instead of the contributor name and address), II, and III.☐For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization

**THE WILLIAM & LIA G. POORVU
FAMILY FOUNDATION**

Employer identification number

04-2651199**Part I** **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	WILLIAM J. POORVU P O BOX 380828 CAMBRIDGE, MA 02238	\$ <u>10,000,000.</u>	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization

**THE WILLIAM & LIA G. POORVU
FAMILY FOUNDATION**

Employer identification number

04-2651199**Part II** **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

**THE WILLIAM & LIA G. POORVU
FAMILY FOUNDATION**

Employer identification number

04-2651199

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this info. once) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BANK OF AMERICA	21.	21.	21.
FIRST REPUBLIC	15.	15.	15.
PASS-THRU ABRAMS CAPITAL PARTNERS II	13,256.	13,256.	13,256.
PASS-THRU BAUPOST LP 1983 C-1 - INTEREST	654,181.	654,181.	654,181.
PASS-THRU CITIC CAPITAL CHINA PARTNERS II, LP	361.	45.	361.
PASS-THRU ENERGY CAPITAL PARTNERS II-B	228.	228.	228.
PASS-THRU ENERGY CAPITAL PARTNERS III-B	2,947.	2,947.	2,947.
PASS-THRU FINEPOINT CAPITAL	27,814.	17,061.	27,814.
PASS-THRU HIGHFIELDS CAPITAL IV, LP	46,387.	46,387.	46,387.
PASS-THRU SPRUCE HOUSE	2,102.	2,102.	2,102.
UBTI REPORTED AS INTEREST	11,448.	0.	11,448.
TOTAL TO PART I, LINE 3	758,760.	736,243.	758,760.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CBL DIVIDENDS	35,819.	0.	35,819.	35,819.	35,819.
ENERGY CAPITAL PARTNERS IV-B	3.	0.	3.	3.	3.
FIDELITY STOCK ACCOUNT	120,017.	0.	120,017.	120,017.	120,017.
GOLDMAN SACHS	5,295.	0.	5,295.	5,295.	5,295.
MCR HOSPITALITY FUND	820.	0.	820.	820.	820.
PASS-THRU - ABRAMS CAPITAL PARTNERS II	21,168.	0.	21,168.	21,168.	21,168.
PASS-THRU - BAUPOST LP C-I	405,633.	0.	405,633.	405,633.	405,633.
PASS-THRU - CITIC CAPITAL CHINA PARTNERS II, LP	34,711.	0.	34,711.	34,711.	34,711.
PASS-THRU - CITIC CAPITAL CHINA PARTNERS, LP	30,214.	0.	30,214.	30,214.	30,214.

PASS-THRU - ENERGY CAPITAL PARTNERS II	1,594.	0.	1,594.	1,594.	1,594.
PASS-THRU - ENERGY CAPITAL PARTNERS IIIB	3,596.	0.	3,596.	3,596.	3,596.
PASS-THRU - HIGHFIELDS CAPITAL IV, LP	86,866.	0.	86,866.	86,866.	86,866.
PASS-THRU FINEPOINT CAPITAL	64,687.	0.	64,687.	64,687.	64,687.
PASS-THRU SPRUCE HOUSE	9,577.	0.	9,577.	9,577.	9,577.
TO PART I, LINE 4	820,000.	0.	820,000.	820,000.	820,000.

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FROM ABRAMS CAPITAL PARTNERS	9,416.	9,416.	0.
FROM BAUPOST 1983 C-1	307,172.	307,172.	0.
FROM FINEPOINT CAPITAL	51,625.	51,625.	0.
FROM HIGHFIELDS CAPITAL	-41,795.	-41,795.	0.
FROM SPRUCE HOUSE	43,265.	43,265.	0.
FROM ENERGY CAPITAL PARTNERS III-B	12,675.	12,675.	0.
STATE REFUNDS	44,865.	44,865.	0.
UBTI REPORTED AS CAPITAL GAINS	63,068.	0.	0.
IRS REFUNDS	49,000.	49,000.	0.
MCR HOSPITALITY FUND	2,308.	2,308.	0.
ENERGY CAPITAL PARTNERS IV	1,895.	1,895.	0.
CITIC CAPITAL CHINA PARTNERS II	-29.	-29.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	543,465.	480,397.	0.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	11,000.	0.	0.	11,000.
TO FORM 990-PF, PG 1, LN 16B	11,000.	0.	0.	11,000.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL TAXES	603,032.	0.	0.	0.	
FOREIGN TAXES	69,635.	69,635.	0.	0.	
STATE TAXES	93,235.	93,235.	0.	0.	
TO FORM 990-PF, PG 1, LN 18	765,902.	162,870.	0.	0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
DEDUCTIONS RELATED TO PORTFOLIO INCOME	612,873.	259,446.	0.	0.	
NON-DEDUCTIBLE EXPENSES	1,669.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	614,542.	259,446.	0.	0.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
ABRAMS CAPITAL PARTNERS II, LP	COST	1,868,311.	1,802,069.	
BAUPOST LIMITED PARTNERSHIP 1983 C-1	COST	86,126,750.	84,535,231.	
BLUE SPRUCE	COST	4,500,000.	5,363,712.	
CBL & ASSOCIATES	COST	1,298,150.	85,966.	
CITIC CAPITAL CHINA PARTNERS II, LP	COST	371,947.	555,922.	
CITIC CAPITAL CHINA PARTNERS, LP	COST	332,413.	248,697.	
ENERGY CAPITAL PARTNERS II-B LP	COST	274,499.	205,043.	
HIGHFIELDS CAPITAL IV, LP	COST	2,474,715.	2,042,711.	
NEW VERNON INDIA FUND II, LP	COST	1,250,000.	3,209,828.	
ENERGY CAPITAL PARTNERS III, LP	COST	787,009.	957,288.	
FINEPOINT CAPITAL PARTNERS II, LP	COST	5,042,359.	5,068,363.	
THE SPRUCE HOUSE PARTNERSHIP, LP	COST	2,773,042.	4,737,696.	
SQM FRONTIER AFRICA	COST	1,000,000.	921,486.	
MCR HOSPITALITY FUND LP	COST	144,083.	137,969.	
ENERGY CAPITAL PARTNERS IV-B LP	COST	240,582.	280,129.	
TOTAL TO FORM 990-PF, PART II, LINE 13		108,483,860.	110,152,110.	

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 8

NAME OF MANAGER

LIA G. POORVU
WILLIAM J. POORVU