

For calendar year 2018, or tax year beginning 01-01-2018, and ending 12-31-2018

Name of foundation THE LUCRETIA PHILANTHROPIC FOUNDATION INC C/O STANTON & COMPANY		A Employer identification number 20-3964837	
Number and street (or P O box number if mail is not delivered to street address) 400 W CUMMINGS PARK NO 5850		Room/suite	B Telephone number (see instructions) (781) 933-1744
City or town, state or province, country, and ZIP or foreign postal code WOBURN, MA 01801		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) ▶ \$ 35,973,401	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	2,513,947			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	7,085	7,085		
	4 Dividends and interest from securities	682,628	682,628		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,101,176			
	b Gross sales price for all assets on line 6a 14,769,401				
	7 Capital gain net income (from Part IV, line 2)		1,101,167		
	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) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	4,304,836	1,790,880		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,100	2,100		0
	c Other professional fees (attach schedule)	155,341	155,341		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	88,940	25,253		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	19,992	19,737		255
	24 Total operating and administrative expenses. Add lines 13 through 23	266,373	202,431		255
	25 Contributions, gifts, grants paid	2,631,100			2,631,100
	26 Total expenses and disbursements. Add lines 24 and 25	2,897,473	202,431		2,631,355
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	1,407,363			
	b Net investment income (if negative, enter -0-)		1,588,449		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing					
	2	Savings and temporary cash investments	1,019,505				
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U S and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)	3,262,339	4,649,140	5,259,899		
	c	Investments—corporate bonds (attach schedule)					
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	26,486,297	28,743,576	30,674,533		
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)	31,465	38,969	38,969			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	30,799,606	33,431,685	35,973,401			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶ _____)	0	1,224,716			
	23	Total liabilities (add lines 17 through 22)	0	1,224,716			
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	30,799,606	32,206,969			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0	0			
	29	Retained earnings, accumulated income, endowment, or other funds	0	0			
30	Total net assets or fund balances (see instructions)	30,799,606	32,206,969				
31	Total liabilities and net assets/fund balances (see instructions) .	30,799,606	33,431,685				

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	30,799,606
2	Enter amount from Part I, line 27a	2	1,407,363
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	32,206,969
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	32,206,969

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 SALES OF PUBLICLY-TRADED SECURITIES	P		
b CAPITAL GAINS DIVIDENDS	P		
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 14,459,844		13,668,234	791,610
b 309,557			309,557
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			791,610
b			309,557
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	1,101,167
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	2,018,854	33,093,742	0 061004
2016	1,549,675	27,041,822	0 057307
2015	1,672,000	29,006,867	0 057642
2014	1,501,714	25,177,953	0 059644
2013	1,275,497	19,757,758	0 064557
2 Total of line 1, column (d)			2 0 300154
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 060031
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			4 37,139,439
5 Multiply line 4 by line 3			5 2,229,518
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 15,884
7 Add lines 5 and 6			7 2,245,402
8 Enter qualifying distributions from Part XII, line 4			8 2,631,355

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	15,884
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	15,884
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	15,884
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	70,000
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	0
7	Total credits and payments. Add lines 6a through 6d.	7	70,000
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0
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	54,116
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ☐ 54,116 Refunded ☐	11	0

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	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 ▶ N/A	13	Yes	
14	The books are in care of ▶ THE FOUNDATION Telephone no ▶ (781) 933-1744			

Located at **▶** 400 W CUMMINGS PARK NO 5850 WOBURN MA ZIP+4 **▶** 01801

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

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. ☐	1b		
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? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
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 ▶ 20____, 20____, 20____, 20____			
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
NONE				
Total number of other employees paid over \$50,000.				0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
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.

1	Expenses
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	37,267,375
b	Average of monthly cash balances.	1b	398,670
c	Fair market value of all other assets (see instructions).	1c	38,969
d	Total (add lines 1a, b, and c).	1d	37,705,014
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	37,705,014
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	565,575
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	37,139,439
6	Minimum investment return. Enter 5% of line 5.	6	1,856,972

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	1,856,972
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	15,884
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	15,884
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,841,088
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,841,088
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	1,841,088

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	2,631,355
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	2,631,355
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	15,884
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,615,471

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				1,841,088
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2018				
a From 2013.	363,015			
b From 2014.	113,436			
c From 2015.	291,843			
d From 2016.	209,722			
e From 2017.	499,309			
f Total of lines 3a through e.	1,477,325			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 2,631,355				
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.				1,841,088
e Remaining amount distributed out of corpus	790,267			
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	2,267,592			
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 instructions			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 (see instructions).	363,015			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	1,904,577			
10 Analysis of line 9				
a Excess from 2014.	113,436			
b Excess from 2015.	291,843			
c Excess from 2016.	209,722			
d Excess from 2017.	499,309			
e Excess from 2018.	790,267			

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. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
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)) SARAH LUTZ	
b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. 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> See Additional Data Table				
Total			▶ 3a	
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	7,085	
4 Dividends and interest from securities.			14	682,628	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	1,101,176	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e).		0		1,790,889	0
13 Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)			13		1,790,889

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

[illegible]

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | | | |
|--|--|--------------|------------|-----------|
| 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | | Yes | No |
| a Transfers from the reporting foundation to a noncharitable exempt organization of | | | | |
| (1) Cash. | | 1a(1) | | No |
| (2) Other assets. | | 1a(2) | | No |
| b Other transactions | | | | |
| (1) Sales of assets to a noncharitable exempt organization. | | 1b(1) | | No |
| (2) Purchases of assets from a noncharitable exempt organization. | | 1b(2) | | No |
| (3) Rental of facilities, equipment, or other assets. | | 1b(3) | | No |
| (4) Reimbursement arrangements. | | 1b(4) | | No |
| (5) Loans or loan guarantees. | | 1b(5) | | No |
| (6) Performance of services or membership or fundraising solicitations. | | 1b(6) | | No |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees. | | 1c | | No |
| 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

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.		
	*****	2019-11-13	*****
	_____ 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
	CHARLES HULBERT JR CPA		2019-11-13		P01253253
	Firm's name ▶ KENNETH FREED & COMPANY PC				Firm's EIN ▶ 47-5422543
	Firm's address ▶ 400 WEST CUMMINGS PARK SUITE 5850 WOBURN, MA 018017238				Phone no (617) 424-1100

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
SARAH LUTZ	PRESIDENT 1 00	0	0	0
211 WEST 11TH STREET NEW YORK, NY 10014				
SARAH LUTZ	SECRETARY 1 00	0	0	0
211 WEST 11TH STREET NEW YORK, NY 10014				
PAM SOLO	ASSISTANT SECRETARY 1 00	0	0	0
C/O STANTON CO 400 W CUMMINGS PK 5850 WOBBURN, MA 01801				
SARAH LUTZ	TREASURER 1 00	0	0	0
211 WEST 11TH STREET NEW YORK, NY 10014				
PAM SOLO	ASSISTANT TREASURER 1 00	0	0	0
C/O STANTON CO 400 W CUMMINGS PK 5850 WOBBURN, MA 01801				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ADELANTE FOUNDATION PO BOX 200280 DENVER, CO 80220	N/A	PC	GENERAL SUPPORT	1,000
AIDS SUPPORT GROUP OF CAPE COD INC 96-98 BRADFORD ST PO BOX 1522 PROVINCETOWN, MA 02657	N/A	PC	GENERAL SUPPORT	3,000
AMERICAN CONTEMPORARY BALLET 700 SOUTH FLOWER ST 3200 LOS ANGELES, CA 90017	N/A	PC	GENERAL SUPPORT	15,000
Total ▶ 3a				2,631,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ASPCA NEW YORK CITY 520 8TH AVENUE 7TH FLOOR NEW YORK, NY 10018	N/A	PC	GENERAL SUPPORT	2,500
BALLET HISPANICO OF NEW YORK INC 167 WEST 89TH STREET NEW YORK, NY 10024	N/A	PC	GENERAL SUPPORT	2,500
BREAKING GROUND (FORMERLY KNOWN AS COMMON GROUND) 505 8TH AVENUE 5TH FLOOR NEW YORK, NY 10018	N/A	PC	GENERAL SUPPORT	270,000
Total ▶ 3a				2,631,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CATHOLIC MEDICAL MISSION BOARD 100 WALL ST 9TH NEW YORK, NY 10005	N/A	PC	GENERAL SUPPORT	10,000
CHILDREN'S ARTS GUILD 550J GRAND STREET 11F NEW YORK, NY 10002	N/A	PC	GENERAL SUPPORT	65,000
COALITION TO ABOLISH SLAVERY & TRAFFICKING 5042 WILSHIRE BLVD 586 LOS ANGELES, CA 90036	N/A	PC	GENERAL SUPPORT	25,000
Total ▶ 3a				2,631,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COMMUNITY OF LITERARY MAGAZINES & PRESSES 154 CHRISTOPHER ST NEW YORK, NY 10014	N/A	PC	GENERAL SUPPORT	25,000
COMMUNITY SOLUTIONS INTERNATIONAL INC (DBA COMMUNITY SOLUTIONS INC) 60 BROAD ST SUITE 2510 NEW YORK, NY 10004	N/A	PC	GENERAL SUPPORT	225,000
COVENANT HOUSE 5 PENN PLAZA 3RD FLOOR NEW YORK, NY 10001	N/A	PC	GENERAL SUPPORT	40,000
Total ▶ 3a				2,631,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
DOCTORS WITHOUT BORDERS 40 RECTOR ST 16TH FL NEW YORK, NY 10006	N/A	PC	GENERAL SUPPORT	300,000
ENVIRONMENTAL WORKING GROUP 1436 U STREET NW 100 WASHINGTON, DC 20009	N/A	PC	GENERAL SUPPORT	50,000
EPIPHANY MAGAZINE INC 71 BEDFORD STREET NEW YORK, NY 10014	N/A	PC	GENERAL SUPPORT	1,500
Total ▶ 3a				2,631,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FINE ARTS WORK CENTER IN PROVINCETOWN INC 24 PEARL STREET PROVINCETOWN, MA 02657	N/A	PC	GENERAL SUPPORT	1,000
FOOD BANK FOR NEW YORK CITY 39 BROADWAY 10TH FLOOR NEW YORK, NY 10006	N/A	PC	GENERAL SUPPORT	53,000
FOUNDATION FOR NATIONAL PROGRESS (DBA MOTHER JONES MAGAZINE) 222 SUTTER STREET SUITE 600 SAN FRANCISCO, CA 94108	N/A	PC	GENERAL SUPPORT	12,500
Total ▶ 3a				2,631,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GIRLS EDUCATIONAL AND MENTORING SERVICES INC (GEMS) 201 W 148TH ST NEW YORK, NY 100393148	N/A	PC	GENERAL SUPPORT	25,000
GO PROJECT 50 COOPER SQUARE 3RD FLOOR NEW YORK, NY 10003	N/A	PC	GENERAL SUPPORT	55,000
GREENWICH HOUSE INC 122 WEST 27TH ST 6TH FL NEW YORK, NY 10001	N/A	PC	GENERAL SUPPORT	2,000
Total ▶ 3a				2,631,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HIGH COUNTRY NEWSPO BOX 1090 PAONIA, CO 81428	N/A	PC	GENERAL SUPPORT	40,000
HOUSING PLUS SOLUTIONS INC 4 WEST 43RD STREET SUITE 316 NEW YORK, NY 10036	N/A	PC	GENERAL SUPPORT	5,000
INNER-CITY SCHOLARSHIP FUND 1011 FIRST AVENUE STE 1800 NEW YORK, NY 10022	N/A	PC	GENERAL SUPPORT	33,600
Total ▶ 3a				2,631,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LIFT UP THE VULNERABLE PO BOX 22027 NEW YORK, NY 10087	N/A	PC	GENERAL SUPPORT	150,000
LUNG CANCER RESEARCH FOUNDATION 155 EAST 55TH STREET SUITE 6-H NEW YORK, NY 10022	N/A	PC	GENERAL SUPPORT	5,000
MANHATTAN CAMERATA 45 TIEMANN PL APT 5A NEW YORK, NY 10027	N/A	PC	GENERAL SUPPORT	2,500
Total ▶ 3a				2,631,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MASSACHUSETTS COLLEGE OF ART 621 HUNTINGTON AVENUE BOSTON, MA 02115	N/A	PC	K - 12 OUTREACH PROGRAM	50,000
MAYA EDUCATIONAL FOUNDATION PO BOX 1483 WELLFLEET, MA 02667	N/A	PC	GENERAL SUPPORT	10,000
NEW ENGLAND CENTER FOR CIRCUS ARTS 10 TOWN CRIER DR BATTLEBORO, VT 05301	N/A	PC	GENERAL SUPPORT	5,000
Total ► 3a				2,631,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NEW YORK CITY BALLET INC 20 LINCOLN CENTER PLAZA NEW YORK, NY 100236580	N/A	PC	GENERAL SUPPORT	20,000
OAK GROVE MONTESSORI SCHOOL INC 132 PLEASANT VALLEY ROAD MANSFIELD CENTER, CT 06250	N/A	PC	GENERAL SUPPORT	2,000
ORATE INSTITUTE722 S HIGH POINT MADISON, WI 53719	N/A	CHURCH	GENERAL SUPPORT	6,000
Total ▶ 3a				2,631,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PARTNERS IN HEALTH 800 BOYLSTON ST SUITE 300 BOSTON, MA 02199	N/A	PC	GENERAL SUPPORT	50,000
PARTNERSHIP FOR INNER CITY EDUCATION 1011 FIRST AVENUE 1856 NEW YORK, NY 10022	N/A	PC	GENERAL SUPPORT	200,000
PAYOMET PERFORMING ARTS CHARITABLE TRUST PO BOX 1202 TRURO, MA 02666	N/A	PC	GENERAL SUPPORT	5,000
Total ▶ 3a				2,631,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
POLARIS PROJECTPO BOX 65323 WASHINGTON, DC 20035	N/A	PC	GENERAL SUPPORT	25,000
PROVINCETOWN ART ASSOCIATION AND MUSEUM INC 460 COMMERCIAL STREET PROVINCETOWN, MA 02657	N/A	PC	GENERAL SUPPORT	2,000
RESTORE NEW YORK CITYPO BOX 1003 NEW YORK, NY 10274	N/A	PC	GENERAL SUPPORT	125,000
Total ▶ 3a				2,631,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
RUTGERS UNIVERSITY FOUNDATION - INSTITUTE OF JAZZ STUDIES 335 GEORGE STREET NEW BRUNSWICK, NJ 08901	N/A	PC	GENERAL SUPPORT	60,000
SAVE THE CHILDREN FEDERATION INC 501 KINGS HIGHWAY EAST STE 400 FAIRFIELD, CT 06825	N/A	PC	GENERAL SUPPORT	200,000
THE NEW YORK WOMEN'S FOUNDATION 39 BROADWAY SUITE 2300 NEW YORK, NY 10006	N/A	PC	GENERAL SUPPORT	60,000
Total ▶ 3a				2,631,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE PERFORMANCE ZONE INC (DBA THE FIELD) 75 MAIDEN LANE SUITE 906 NEW YORK, NY 10038	N/A	PC	GENERAL SUPPORT	10,000
THE SISTERS OF LORETTO 4000 S WADSWORTH BLVD LITTLETON, CO 80123	N/A	PC	SUPPORT THE GHANA PROGRAM	10,000
THE STUDIO IN A SCHOOL ASSOCIATION INC 410 WEST 59TH STREET NEW YORK, NY 10019	N/A	PC	GENERAL SUPPORT	30,000
Total ▶ 3a				2,631,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TRURO CENTER FOR THE ARTS AT CASTLE HILL PO BOX 756 TRURO, MA 02666	N/A	PC	GENERAL SUPPORT	13,000
TRUST FOR CONSERVATION INNOVATION 405 14TH STREET SUITE 164 OAKLAND, CA 94612	N/A	PC	SANE ENERGY PROJECT	25,000
VERMONT STUDIO SCHOOL INC (AKA VERMONT STUDIO CENTER) PO BOX 613 JOHNSON, VT 05656	N/A	PC	GENERAL SUPPORT	85,000
Total ▶ 3a				2,631,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WCAI (THE CAPE AND ISLANDS NPR STATION) 3 WATER STREET PO BOX 82 WOODS HOLE, MA 02543	N/A	PC	GENERAL SUPPORT	1,000
WELLFLEET CONSERVATION TRUST PO BOX 84 WELLFLEET, MA 02667	N/A	PC	GENERAL SUPPORT	2,000
WELLFLEET HARBOR ACTORS THEATRE INC PO BOX 797 WELLFLEET, MA 02667	N/A	PC	GENERAL SUPPORT	2,000
Total			3a	2,631,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WELLFLEET PRESERVATION HALL 355 MAIN STREET PO BOX 3024 WELLFLEET, MA 02667	N/A	PC	GENERAL SUPPORT	2,000
WKCR - COLUMBIA UNIVERSITY 622 WEST 113TH ST MAIL CODE 4524 NEW YORK, NY 10025	N/A	PC	GENERAL SUPPORT	1,000
WNYC160 VARICK ST NEW YORK, NY 10013	N/A	PC	GENERAL SUPPORT	5,000
Total ► 3a				2,631,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
XAVIER MISSION55 WEST 15TH ST NEW YORK, NY 10011	N/A	PC	GENERAL SUPPORT	5,000
XAVIER UNIVERSITY 3800 VICTORY PARKWAY CINCINNATI, OH 452074531	N/A	PC	GENERAL SUPPORT	200,000
Total ▶ 3a				2,631,100

TY 2018 Accounting Fees Schedule

Name: THE LUCRETIA PHILANTHROPIC FOUNDATION
INC C/O STANTON & COMPANY

EIN: 20-3964837

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
KENNETH FREED & COMPANY (ACCOUNTING & TAX)	2,100	2,100		0

TY 2018 Investments Corporate Stock Schedule

Name: THE LUCRETIA PHILANTHROPIC FOUNDATION
INC C/O STANTON & COMPANY
EIN: 20-3964837

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ACCENTURE PLC	29,816	39,906
ADOBE SYSTEMS INC	16,335	43,664
ALLEGION PLC	19,821	23,993
ALPHABET INC CL C	73,214	119,095
ALPHABET INC CL A	38,560	55,383
AMAZON.COM INC	46,505	127,667
APPLE INC	95,544	122,879
BANK OF AMERICA CORP	56,852	72,097
BIOGEN INC	18,908	18,958
BRISTOL-MYERS SQUIBB CO	41,423	35,138
CELENE CORP	25,730	14,741
CITIGROUP INC	59,849	53,414
COMCAST CORP CL A	28,196	30,951
ELI LILLY & CO	37,527	54,967
FACEBOOK INC	22,375	34,083
FIDELITY NATIONAL INFO SERV	25,454	38,969
GILEAD SCIENCES INC	17,931	12,510
HOME DEPOT INC	38,698	59,622
HONEYWELL INTERNATIONAL INC	56,813	75,441
LOWE'S COS INC	29,312	38,052
MASTERCARD INC CL A	49,376	96,023
MICROSOFT CORP	88,447	185,873
MONDELEZ INTERNATIONAL INC	38,678	39,109
MORGAN STANLEY	58,630	65,700
NISOURCE INC	17,109	22,992
OCCIDENTAL PETROLEUM CORP	72,466	61,810
PEPSICO INC	52,504	59,438
PFIZER INC	68,894	86,994
PIONEER NATURAL RESOURCES CO	43,589	38,798
CHARLES SCHWAB CORP	18,349	22,883

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
STANLEY BLACK & DECKER INC	32,605	38,197
UNION PACIFIC CORP	48,619	59,439
UNITEDHEALTH GROUP INC	65,357	125,557
VERTEX PHARMACEUTICALS INC	14,238	24,525
VISA INC	23,263	38,790
WALT DISNEY CO	71,207	76,426
WELLS FARGO & CO	66,072	55,342
ANALOG DEVICES INC	32,479	35,791
BOSTON SCIENTIFIC CORP	31,606	51,561
BROADCOM LTD	35,927	73,995
CHARTER COMMUNICATIONS INC-A	43,165	47,305
CHUBB LTD	44,777	49,476
EOG RESOURCES INC	53,925	53,721
GENERAL DYNAMICS CORP	40,510	38,359
KEYCORP	30,495	30,018
MERCK & CO. INC.	35,646	43,554
NEXTERA ENERGY INC	32,048	38,588
NORTHROP GRUMMAN CORP	38,920	37,225
O'REILLY AUTOMOTIVE INC	17,822	24,447
SVB FINANCIAL GROUP	13,987	22,411
TEXAS INSTRUMENTS INC	28,383	46,778
WASTE CONNECTIONS INC	17,816	25,988
WEX INC	15,526	22,410
UNITED TECHNOLOGIES CORP	23,546	20,551
APTIV PLC	28,125	22,350
BERKSHIRE HATHAWAY INC	63,534	70,034
DELTA AIR LINES INC	23,223	21,657
DIAMONDBACK ENERGY INC	17,652	15,759
DOLLAR TREE	31,023	30,889
DOWDUPONT INC	72,579	67,064

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INTERCONTINENTAL EXCHANGE INC	13,252	17,175
NIKE INC	126,038	126,038
NORFOLK SOUTHERN CORP	49,672	54,133
NVIDIA CORP	53,175	31,239
PHILIP MORRIS INTERNATIONAL	50,591	33,580
ZIMMER HOLDINGS INC	57,896	53,416
AMERICAN EXPRESS CO	18,928	17,730
AUTOMATIC DATA PROCESSING	33,402	30,289
CISCO SYSTEMS INC	1,452,682	1,452,682
COCA-COLA CO	31,590	33,571
ELECTRONIC ARTS INC	40,698	32,669
LINDE PLC	24,094	23,406
MARATHON PETROLEUM CORP	54,766	43,431
MEDTRONIC PLC	37,198	41,023
NETFLIX INC	29,285	21,145
PARKER HANNIFIN CORP	24,362	17,449
PAYPAL HOLDINGS INC	28,672	28,254
PRUDENTIAL FINANCIAL INC	21,440	21,937
ROSS STORES INC	30,805	31,949
SALESFORCE.COM INC	42,945	44,241
WORLDPAY INC CL A	26,873	25,146
YUM! BRANDS INC	19,796	20,039

TY 2018 Investments - Other Schedule

Name: THE LUCRETIA PHILANTHROPIC FOUNDATION
INC C/O STANTON & COMPANY
EIN: 20-3964837

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
DODGE & COX INT'L STOCK	AT COST	1,296,025	1,174,278
JPM US LARGE CAP CORE PLUS FUND	AT COST	430,673	543,428
SPDR S&P 500 ETF TRUST	AT COST	4,003,954	6,336,971
OCH-ZIFF OXOFII PRIVATE INVESTORS TRANCHE G	AT COST	714,725	958,059
NEUBERGER BERMAN MU/C OPP	AT COST	389,891	595,294
MFS INTL VALUE	AT COST	1,107,239	1,207,954
WELLS FARGO CORE BOND FUND	AT COST	1,057,814	1,064,932
ABRAAJ LATIN AMERICA FUND II PRIVATE INVESTORS	AT COST	425,304	472,012
VINTAGE EUROPEAN OPPORTUNITY FUND	AT COST	279,918	346,573
AMG MANAGERS PICTET INTERNATIONAL	AT COST	1,136,286	1,032,323
ISHARES MSCI EAFE INTL INDEX FUND	AT COST	3,735,918	3,537,127
ARISTEIA INTERNATIONAL LIMITED	AT COST	325,000	351,422
BLUEMOUNTAIN CREDIT ALTERNATIVES	AT COST	335,000	333,580
EMERGING MARKET CURRENCY FUND	AT COST	325,000	300,643
LAKEWOOD CAPITAL OFFSHORE FUND	AT COST	650,000	632,091
NEWBROOK CAPITAL OFFSHORE FUND	AT COST	335,000	319,932
POLAR LONG/SHORT FUND	AT COST	335,000	348,853
THE WINTON FUND LIMITED TRANCHE B	AT COST	335,000	353,575
VANGUARD TOTAL INTL BOND	AT COST	1,042,935	1,039,560
BENEFITS STREET PARTNERS IV	AT COST	264,877	282,073
FIDELITY 500 INDEX	AT COST	5,859,874	5,432,754
JPM BETABUILDERS CANADA ETF	AT COST	744,686	641,720
JPM BETABUILDERS EUROPE ETF	AT COST	374,814	332,511
JPM BETABUILDERS JAPAN ETF	AT COST	1,342,463	1,196,680
JPM BETABUILDERS DEVELOPED ASIA EX	AT COST	376,486	337,980
VANGUARD SHORT-TERM BOND ETF	AT COST	343,500	345,472
PIMCO SHORT-TERM FD-INSTL	AT COST	376,206	371,636
PIMCO INVESTMENT GRADE CORPORATE	AT COST	717,488	702,600
ELEVAR EQUITY IV, L.P. FUND	AT COST	82,500	82,500

TY 2018 Other Assets Schedule

Name: THE LUCRETIA PHILANTHROPIC FOUNDATION
INC C/O STANTON & COMPANY

EIN: 20-3964837

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DIVIDEND ACCRUALS	31,465	38,969	38,969

TY 2018 Other Expenses Schedule

Name: THE LUCRETIA PHILANTHROPIC FOUNDATION
INC C/O STANTON & COMPANY

EIN: 20-3964837

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FILING FEES	255	0		255
INVESTMENT EXPENSES	19,737	19,737		0

TY 2018 Other Liabilities Schedule

Name: THE LUCRETIA PHILANTHROPIC FOUNDATION
INC C/O STANTON & COMPANY

EIN: 20-3964837

Description	Beginning of Year - Book Value	End of Year - Book Value
CASH OVERDRAFT	0	1,224,716

TY 2018 Other Professional Fees Schedule

Name: THE LUCRETIA PHILANTHROPIC FOUNDATION
INC C/O STANTON & COMPANY

EIN: 20-3964837

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
JP MORGAN (INVESTMENT MANAGEMENT FEES)	155,341	155,341		0

TY 2018 Taxes Schedule

Name: THE LUCRETIA PHILANTHROPIC FOUNDATION
INC C/O STANTON & COMPANY

EIN: 20-3964837

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	25,253	25,253		0
FEDERAL INCOME TAX	63,687	0		0

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491317028829	
Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service		Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Go to www.irs.gov/Form990 for the latest information			OMB No 1545-0047 2018
Name of the organization THE LUCRETIA PHILANTHROPIC FOUNDATION INC C/O STANTON & COMPANY				Employer identification number 20-3964837	

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 other 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 33¹/₃% 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, 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 990PF, 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 LUCRETIA PHILANTHROPIC FOUNDATION INC C/O STANTON & COMPANY	Employer identification number 20-3964837
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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
1	SARAH LUTZ	\$ 935,227	Person ☒
	211 WEST 11TH STREET		Payroll ☐
	NEW YORK, NY 10014		Noncash ☐ (Complete Part II for noncash contributions)
2	SARAH LUTZ	\$ 1,452,682	Person ☐
	211 WEST 11TH STREET		Payroll ☐
	NEW YORK, NY 10014		Noncash ☒ (Complete Part II for noncash contributions)
3	SARAH LUTZ	\$ 126,038	Person ☐
	211 WEST 11TH STREET		Payroll ☐
	NEW YORK, NY 10014		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 LUCRETIA PHILANTHROPIC FOUNDATION INC C/O STANTON & COMPANY	Employer identification number 20-3964837
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Part II Noncash Property			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
2	33,526 SHS CISCO SYSTEMS INC	\$ 1,452 682	2018-12-31
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
3	1,700 SHS NIKE INC	\$ 126 038	2018-12-31
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	

Name of organization THE LUCRETIA PHILANTHROPIC FOUNDATION INC C/O STANTON & COMPANY	Employer identification number 20-3964837
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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 information once. See instructions.) ▶ \$ _____ Use duplicate copies of Part III if additional space is needed
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(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