

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

Name of foundation THE QUAKER HILL FOUNDATION INC		A Employer identification number 27-3801257	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 111		B Telephone number (see instructions)	
City or town, state or province, country, and ZIP or foreign postal code North Andover, MA 01845		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) ▶ \$ 3,644,205		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)			

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 Check ▶ ☒ If the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities . . .	95,154			
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	163,894			
	b Gross sales price for all assets on line 6a _____ 881,211				
	7 Capital gain net income (from Part IV, line 2) . . .		163,894		
	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	259,048	163,894		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,500			
	c Other professional fees (attach schedule)	24,636	24,636		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	2,067	1,853		28
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	13,587			12,843
	24 Total operating and administrative expenses. Add lines 13 through 23	42,790	26,489		12,871
	25 Contributions, gifts, grants paid	197,413			197,413
	26 Total expenses and disbursements. Add lines 24 and 25	240,203	26,489		210,284
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	18,845			
	b Net investment income (if negative, enter -0-)		137,405		
c Adjusted net income (if negative, enter -0-) . . .				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		58,917	58,917		
	2	Savings and temporary cash investments	265,355	210,309	210,309		
	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)	2,206,993	2,173,371	2,904,920		
	c	Investments—corporate bonds (attach schedule)	425,108	473,704	470,059		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)					
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)						
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,897,456	2,916,301	3,644,205			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶ _____)					
	23	Total liabilities (add lines 17 through 22)	0	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	2,897,456	2,916,301			
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds					
	28	Paid-in or capital surplus, or land, bldg , and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds					
	30	Total net assets or fund balances (see instructions)	2,897,456	2,916,301			
31	Total liabilities and net assets/fund balances (see instructions) .	2,897,456	2,916,301				

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	2,897,456
2	Enter amount from Part I, line 27a	2	18,845
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	2,916,301
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	2,916,301

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a PUBLICLY TRADED SECURITIES	P		
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 881,211		717,317	163,894
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			163,894
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	163,894
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	219,159	3,735,907	0 058663
2016	213,984	3,573,854	0 059875
2015	208,855	3,816,399	0 054726
2014	185,439	3,900,984	0 047536
2013	204,086	3,645,867	0 055977

2 Total of line 1, column (d)	2	0 276777
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 055355
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	3,860,278
5 Multiply line 4 by line 3	5	213,686
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,374
7 Add lines 5 and 6	7	215,060
8 Enter qualifying distributions from Part XII, line 4	8	210,284

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	2,748
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	2,748
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	2,748
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	3,372
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	3,372
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	624
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ☐ 624 Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). 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	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 ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	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? If "Yes," attach a conformed copy of the changes	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? If "Yes," attach the statement required by General Instruction T	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? If "Yes," complete Part II, col (c), and Part XV	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ NJ		
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 .	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. If "Yes," complete Part XIV	9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	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 ► _____	13	Yes	
14	The books are in care of ► <u>ELIZABETH DUCOT</u> Telephone no ► <u>(978) 688-7211</u>			

Located at ► PO BOX 111 North Andover MAZIP+4 ► 01845

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		
	Organizations relying on a current notice regarding disaster assistance check here. ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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		No
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.		

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	
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	

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	3,697,319
b	Average of monthly cash balances.	1b	221,745
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	3,919,064
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	3,919,064
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	58,786
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	3,860,278
6	Minimum investment return. Enter 5% of line 5.	6	193,014

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	193,014
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	2,748
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,748
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	190,266
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	190,266
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	190,266

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	210,284
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	210,284
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	210,284

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				190,266
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2018				
a From 2013. 26,180				
b From 2014.				
c From 2015. 22,865				
d From 2016. 37,321				
e From 2017. 34,043				
f Total of lines 3a through e.	120,409			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 210,284				
a Applied to 2017, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2018 distributable amount.				190,266
e Remaining amount distributed out of corpus	20,018			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	140,427			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions).	26,180			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	114,247			
10 Analysis of line 9				
a Excess from 2014.				
b Excess from 2015. 22,865				
c Excess from 2016. 37,321				
d Excess from 2017. 34,043				
e Excess from 2018. 20,018				

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)

	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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))

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					
4 Dividends and interest from securities. . . .			14	95,154	
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	163,894	
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). .				259,048	
13 Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)			13		259,048

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.		
	*****	2019-11-08	*****
	_____ 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
	Christopher A Lee		2019-11-13		P00750159
	Firm's name ▶ Merrimack Valley Accounting Inc				Firm's EIN ▶
	Firm's address ▶ 105 Beverly Street North Andover, MA 01845				Phone no (978) 609-1937

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
ELIZABETH DUCOT	TREASURER 0 50	0	0	0
PO BOX 111 North Andover, MA 01845				
DANIEL MINER	TRUSTEE 0 50	0	0	0
PO BOX 111 North Andover, MA 01845				
PHEBE RICHARDS	TRUSTEE 0 50	0	0	0
PO BOX 111 North Andover, MA 01845				
MARY STEVENS	TRUSTEE 0 50	0	0	0
PO BOX 111 North Andover, MA 01845				
ANDREW CURRIE	TRUSTEE 0 50	0	0	0
PO BOX 111 North Andover, MA 01845				
ROBERT WILCOX	CHAIRMAN 0 50	0	0	0
PO BOX 111 North Andover, MA 01845				
SARA WILCOX	TRUSTEE 0 50	0	0	0
PO BOX 111 North Andover, MA 01845				
LEA MILLER	TRUSTEE 0 50	0	0	0
PO BOX 111 North Andover, MA 01845				
HELEN STEVENS	SECRETARY 0 50	0	0	0
PO BOX 111 North Andover, MA 01845				
EDWARD GOTTFRIED	TRUSTEE 0 50	0	0	0
PO BOX 111 North Andover, MA 01845				

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>				
AMERICAN DIABETES ASSOC 260 COCHITUATE RD STE 200 Framingham, MA 01701	UNRELATED	PC	TOUR DE CURE	75
ASCENSION HOLY TRINITY EP CHURCH 334 BURNS AVE Cincinnati, OH 45215	UNRELATED	PC	GENERAL SUPPORT	1,300
BALLARD FOOD BANK5130 LEAR AVE Seattle, WA 98107	UNRELATED	PC	GENERAL SUPPORT	1,000
Total ▶ 3a				197,413

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>				
BENNINGTON COLLEGE ONE COLLEGE DR Bennington, VT 05201	UNRELATED	PC	ANNUAL FUND SUPPORT	750
THE BLAKE SCHOOL110 BLAKE RD Hopkins, MN 55343	UNRELATED	PC	ANNUAL FUND SUPPORT	100
BLUE WATER THEATRE COMPANY PO BOX 662 Wayzata, MN 55391	UNRELATED	PC	GENERAL SUPPORT	2,500
Total ▶ 3a				197,413

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>				
CHILD HAVEN316 BROADWAY Seattle, WA 98122	UNRELATED	PC	GENERAL SUPPORT	500
CHRIST CHURCH CATHEDRAL 900 BROADWAY Nashville, TN 37203	UNRELATED	PC	GENERAL SUPPORT	4,800
THE CHURCH OF THE EPIPHANY 1317 G STREET NW Washington, DC 20005	UNRELATED	PC	COFFEE BREWER AND GENERAL SUPPORT	9,050
Total ▶ 3a				197,413

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				
COMPATIBLE TECHNOLOGY INTERNATIONAL 800 TRANSFER RD STE 6 Saint Paul, MN 55114	UNRELATED	PC	CTI POLLINATOR GALA GENERAL SUPPORT & EXPANSION	20,600
DALEKO ARTS110 MAIN ST E New Prague, MN 56071	UNRELATED	PC	GENERAL SUPPORT	50
DOCTORS WITHOUT BORDERS PO BOX 5030 Hagerstown, MD 21741	UNRELATED	PC	GENERAL SUPPORT	300
Total ▶ 3a				197,413

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>				
ECCF GREATER LAWR SUMMER FUND 175 ANDOVER ST STE 101 Danvers, MA 01923	UNRELATED	PC	SUMMER 2019 SUPPORT	13,000
ENDICOTT COLLEGE376 HALE ST Beverly, MA 01915	UNRELATED	PC	INTERNATIONAL NURSING TRIPS	2,500
EPAM ROTARYPO BOX 44603 Eden Prairie, MN 55344	UNRELATED	PC	ANNUAL FUND SUPPORT	1,000
Total ▶ 3a				197,413

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>				
ESSEX COUNTY GREENBELT ASSOCIATION 82 EASTERN AVE Essex, MA 01929	UNRELATED	PC	FUND FOR GREEN INITIATIVES AND GENERAL SUPPORT	1,250
EVERYDAY MIRACLES1211 JACKSON ST Minneapolis, MN 55413	UNRELATED	PC	GENERAL SUPPORT	100
FAMILY ENHANCEMENT CENTER 4826 CHICAGO AVE STE 105 Minneapolis, MN 55417	UNRELATED	PC	GENERAL SUPPORT	100
Total ► 3a				197,413

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>				
FAIRBAULT HOCKEY ASSOCIATION PO BOX 233 Faribault, MN 55021	UNRELATED	PC	GENERAL SUPPORT	1,000
FELLOWSHIP CHURCH 1002 SAYBROOK RD Middletown, CT 06457	UNRELATED	PC	GENERAL SUPPORT	1,177
FRIENDS OF ST PAUL PUBLIC LIBRARY 325 CEDAR ST STE 555 Saint Paul, MN 55101	UNRELATED	PC	MINNESOTA BOOK AWARDS SUPPORT	100
Total ▶ 3a				197,413

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>				
GIVING VOICE INITIATIVE 4627 BRUCE AVE Minneapolis, MN 55424	UNRELATED	PC	CONCERT AT ST PAULS ORDWAY CTR AND GENERAL SUPP	10,400
GOVERNORS ACADEMY1 ELM ST Byfield, MA 01922	UNRELATED	PC	GENERAL SUPPORT	1,250
GREATER MINNEAPOLIS CRISIS NURSERY 4544 4TH AVE Minneapolis, MN 55419	UNRELATED	PC	FORMULA FOR HOPE SUPPORT	135
Total ▶ 3a				197,413

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>				
GUTTMACHER INSTITUTE 125 MAIDEN LANE 7TH FLR New York, NY 10038	UNRELATED	PC	GENERAL SUPPORT	200
HALLIE Q BROWN COMMUNITY CTR 270 NORTH KENT ST Saint Paul, MN 55102	UNRELATED	PC	GENERAL SUPPORT	100
HIRAM COLLEGEPO BOX 67 Hiram, OH 44234	UNRELATED	PC	HIRAM FUND	2,500
Total ▶ 3a				197,413

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 HOUSE OF HOPE PRESB CHURCH 797 SUMMIT AVE Saint Paul, MN 55105	UNRELATED	PC	GENERAL SUPPORT	475
HOWLPO BOX 3514 Homer, AK 99603	UNRELATED	PC	GENERAL SUPPORT	2,500
HURRICANE ISLAND OUTWARD BOUND PO BOX 800 Camden, ME 04843	UNRELATED	PC	SCHOLARSHIP AND GENERAL SUPPORT	8,050
Total ▶ 3a				197,413

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				
HWEN CORPPO BOX 120521 Nashville, TN 37212	UNRELATED	PC	RESTORATION OF SCULPTURE IN FANNIE MAE DEES PARK	4,400
KCTS401 MERCER ST Seattle, WA 98109	UNRELATED	PC	GENERAL SUPPORT	200
KTISPO BOX 130517 ROSEVILLE, MN 55112	UNRELATED	PC	GENERAL SUPPORT	1,000
Total ▶ 3a				197,413

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>				
KUOWPO BOX 84148 Seattle, WA 98124	UNRELATED	PC	GENERAL SUPPORT	300
LAFAYETTE COLLEGEBOX 3000 Easton, PA 18042	UNRELATED	PC	ANNUAL FUND SUPPORT	250
LITERARY COUNCIL OF NORTHERN VA 2855 ANNANDALE RD Falls Church, VA 22042	UNRELATED	PC	COPIER COMPUTER UPGRADES GENERAL SUPPORT	12,600
Total ▶ 3a				197,413

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>				
LYRIC ARTS CO OF ANOKA 420 EAST MAIN ST Anoka, MN 55303	UNRELATED	PC	GENERAL SUPPORT	50
MACPHAIL CENTER FOR MUSIC 501 SOUTH 2ND ST Minneapolis, MN 55401	UNRELATED	PC	ANNUAL CAMPAIGN	50
MARSHALL ROAD ELEMENTARY SCHOOL 730 MARSHALL RD Vienna, VA 22180	UNRELATED	PC	RUNATHON SPONSOR	125
Total ▶ 3a				197,413

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>				
MERRIMACK VALLEY CHORUS 18 VERMONT RD Wilmington, MA 01887	UNRELATED	PC	GENERAL SUPPORT	2,500
MINNESOTA MUSEUM OF AMERICAN ART 141 EAST ST STE 101 Saint Paul, MN 55101	UNRELATED	PC	CAPITAL CAMPAIGN AND GENERAL SUPPORT	3,250
MINNESOTA PUBLIC RADIO 45 EAST 7TH ST Saint Paul, MN 55101	UNRELATED	PC	GENERAL SUPPORT	1,200
Total ► 3a				197,413

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>				
MMAA350 ROBERT ST Saint Paul, MN 55101	UNRELATED	PC	GENERAL SUPPORT	2,500
MONTEVERDE FRIENDS USPO BOX 1308 Greenfield, MA 01302	UNRELATED	PC	GENERAL SUPPORT	300
MOUNT HOLYOKE COLLEGE 50 COLLEGE ST South Hadley, MA 01075	UNRELATED	PC	GENERAL SUPPORT	250
Total ▶ 3a				197,413

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>				
NAMI3803 NORTH FAIRFAX DR Arlington, VA 22203	UNRELATED	PC	GENERAL SUPPORT	100
NAMI SEATTLE802 NW 70TH ST Seattle, WA 98177	UNRELATED	PC	GENERAL SUPPORT	3,000
NASHVILLE RESCUE MISSION PO BOX 333229 Nashville, TN 37203	UNRELATED	PC	GENERAL SUPPORT	250
Total ▶ 3a				197,413

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>				
NASHVILLE TOOLS FOR SCHOOLS PO BOX 158480 Nashville, TN 37215	UNRELATED	PC	SHELVING FOR INSTRUMENTS AT HIGH SCHOOL	3,300
NATICK SERVICE COUNCIL 9 WEBSTER ST Natick, MA 01760	UNRELATED	PC	GENERAL SUPPORT	50
NATURE CONSERVANCY 4245 NORTH FAIRFAX DR STE 100 Arlington, VA 22203	UNRELATED	PC	GENERAL SUPPORT	75
Total ▶ 3a				197,413

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>				
NORTHFIELD MOUNT HERMON SCHOOL ONE LAMPLIGHTER WAY Gill, MA 01354	UNRELATED	PC	CLASS OF 1968 50TH REUNION AND GENERAL SUPPORT	2,050
NORTHWEST OUTWARD BOUND SCHOOL 31520 E WOODARD RD Troutdale, OR 97060	UNRELATED	PC	GENERAL SUPPORT	2,000
NPR1111 NORTH CAPITAL ST NE Washington, DC 20022	UNRELATED	PC	GENERAL SUPPORT	300
Total ▶ 3a				197,413

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>				
NPTPO BOX 305172 DEPT 62 Nashville, TN 37230	UNRELATED	PC	GENERAL SUPPORT	60
OUR SAVIORS LUTHERAN CHURCH 1207 PRAIRIE AVE SW Faribault, MN 55021	UNRELATED	PC	GENERAL SUPPORT	1,000
OUTWARD BOUND USA 910 JACKSON ST STE 140 Golden, CO 80401	UNRELATED	PC	GENERAL SUPPORT	250
Total ▶ 3a				197,413

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>				
OXFAM AMERICA 226 CAUSEWAY ST 5TH FLR Boston, MA 02114	UNRELATED	PC	GENERAL SUPPORT	2,500
PARK SQUARE THEATRE 408 ST PETER ST STE 110 Saint Paul, MN 55102	UNRELATED	PC	GENERAL SUPPORT	500
PBS2100 CRYSTAL DR 3RD FLR Arlington, VA 22202	UNRELATED	PC	GENERAL SUPPORT	200
Total ▶ 3a				197,413

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>				
PIKE SCHOOL34 SUNSET ROCK RD Andover, MA 01810	UNRELATED	PC	GENERAL SUPPORT	500
PLANNED PARENTHOOD 434 WEST 33RD ST New York, NY 10001	UNRELATED	PC	GENERAL SUPPORT	400
PLANNED PARENTHOOD FED OF AMERICA PO BOX 97166 Washington, DC 20077	UNRELATED	PC	GENERAL SUPPORT	3,200
Total ▶ 3a				197,413

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>				
PLANNED PARENTHOOD OF MN ND SD 671 VANDALIA ST Saint Paul, MN 55114	UNRELATED	PC	GENERAL SUPPORT	1,000
PROJECT HELPING 8821 E HAMPDEN AVE 256 Denver, CO 80231	UNRELATED	PC	EXPAND KINDFULNESS FOR KIDS PROGRAM	6,400
RAILS TO TRAILS 2121 WARD CT NW 5TH FLR Washington, DC 20037	UNRELATED	PC	GENERAL SUPPORT	75
Total ► 3a				197,413

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 ROTARY FOUNDATION 1860 SHERMAN AVE Evanston, IL 60201	UNRELATED	PC	GENERAL SUPPORT	250
SCHOOL GARDEN PROJECT OF LANE CTY PO BOX 30072 Eugene, OR 97403	UNRELATED	PC	GENERAL SUPPORT	11,000
SEATTLE OPERA1020 JOHN ST Seattle, WA 98109	UNRELATED	PC	GENERAL SUPPORT	258
Total ▶ 3a				197,413

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>				
SHRINERS HOSPITAL FOR CHILDREN 2900 NORTH ROCKY POINT DR Tampa, FL 33607	UNRELATED	PC	SUPPORT FOR SHRINERS HOSPITAL TWIN CITIES	1,000
SOLID GROUND1501 NORTH 45TH ST Seattle, WA 98103	UNRELATED	PC	GENERAL SUPPORT	1,000
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVE Montgomery, AL 36104	UNRELATED	PC	GENERAL SUPPORT	550
Total ▶ 3a				197,413

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>				
SPECIAL OLYMPICS MN 900 SECOND AVE SOUTH STE 300 Minneapolis, MN 55402	UNRELATED	PC	GENERAL SUPPORT	100
ST BARTHOLOMEW CHURCH 9375 WINTON RD Cincinnati, OH 45231	UNRELATED	PC	GENERAL SUPPORT	180
ST JAMES EPISCOPAL CHURCH 119 WASHINGTON ST Groveland, MA 01834	UNRELATED	PC	GENERAL SUPPORT	3,000
Total ▶ 3a				197,413

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				
ST JOHNS EPISCOPAL CHURCH 48 MIDDLE ST Gloucester, MA 01930	UNRELATED	PC	GENERAL SUPPORT	125
ST JUDE CHILDRENS RESEARCH HOSP 501 ST JUDE PLACE Memphis, TN 38105	UNRELATED	PC	GENERAL SUPPORT	1,000
ST LUKES COMMUNITY HOUSE 5601 NEW YORK AVE Nashville, TN 37209	UNRELATED	PC	GENERAL SUPPORT	250
Total ▶ 3a				197,413

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>				
ST MARK CATHOLIC CHURCH 9970 VALE RD Vienna, VA 22181	UNRELATED	PC	GENERAL SUPPORT	1,225
THE HUMANE LEAGUEPO BOX 10476 Rockville, MD 20849	UNRELATED	PC	GENERAL SUPPORT	50
THE OPEN DOOR28 EMERSON AVE Gloucester, MA 01930	UNRELATED	PC	EXPAND IPSWICH PANTRY HOURS	13,900
Total ▶ 3a				197,413

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>				
TWIN CITIES PUBLIC TELEVISION 480 CEDAR ST Saint Paul, MN 55101	UNRELATED	PC	GENERAL SUPPORT	1,200
UNION GOSPEL MISSION ASSOC ST PAUL 77 EAST 9TH ST Saint Paul, MN 55101	UNRELATED	PC	GENERAL SUPPORT	98
UNITED WAY OF GR CINCINNATI 2400 READING RD Cincinnati, OH 45202	UNRELATED	PC	GENERAL SUPPORT	3,030
Total ▶ 3a				197,413

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>				
UNITED WAY OF KING COUNTY 720 SECOND AVE Seattle, WA 98104	UNRELATED	PC	GENERAL SUPPORT	500
UNIVERSITY SCHOOL OF NASHVILLE 2000 EDGEHILL AVE Nashville, TN 37212	UNRELATED	PC	GENERAL SUPPORT	2,600
UNIVERSITY UNITARIAN CHURCH 6556 35TH ST Seattle, WA 98115	UNRELATED	PC	CAPITAL CAMPAIGN AND GENERAL SUPPORT	8,000
Total ▶ 3a				197,413

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>				
USA FOR UNHCR1775 K ST NW Washington, DC 20006	UNRELATED	PC	GENERAL SUPPORT	2,500
WALKING SHADOW THEATER COMPANY 820 E 36TH ST Minneapolis, MN 55407	UNRELATED	PC	GENERAL SUPPORT	50
WELLSPRING FAMILY SERVICES 1900 RAINIER AVE Seattle, WA 98144	UNRELATED	PC	GENERAL SUPPORT	2,000
Total ▶ 3a				197,413

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>				
WIKIMEDIA FOUNDATION 149 NEW MONTGOMERY 6TH FLR San Francisco, CA 94105	UNRELATED	PC	GENERAL SUPPORT	100
WNYCPO BOX 1550 New York, NY 10116	UNRELATED	PC	GENERAL SUPPORT	200
WORLD CENTRAL KITCHEN PO BOX 392239 Pittsburgh, PA 15251	UNRELATED	PC	GENERAL SUPPORT	50
Total ▶ 3a				197,413

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>				
WPLNPO BOX 440567 Nashville, TN 37244	UNRELATED	PC	GENERAL SUPPORT	50
YALE UNIVERSITYPO BOX 205 New Haven, CT 06501	UNRELATED	PC	YALE WOMENS CREW	100
Total ▶ 3a				197,413

TY 2018 Accounting Fees Schedule**Name:** THE QUAKER HILL FOUNDATION INC**EIN:** 27-3801257

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE	2,500	0	0	0

TY 2018 Investments Corporate Bonds Schedule**Name:** THE QUAKER HILL FOUNDATION INC**EIN:** 27-3801257**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CONAGRA FOODS INC SR	0	0
AMPHENOL CORP	50,002	49,967
EXPRESS SCRIPTS	49,617	49,787
KLA TENCOR CORP	75,096	74,897
ZIMMER HOLDINGS	75,053	74,285
STRYKER CORP	50,004	49,922
ROPER TECHNOLOGIES INC	75,094	73,476
SUN INITIATIVE	25,000	25,000
MCCORMICK AND CO INC	73,838	72,725

TY 2018 Investments Corporate Stock Schedule

Name: THE QUAKER HILL FOUNDATION INC
EIN: 27-3801257

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BBH LIMITED DURATION FUND	235,070	232,090
AKRE FOCUS FUND	115,000	178,609
DOLLAR GENERAL CORP	7,784	8,214
COMCAST CORP CL A	8,291	27,410
DISCOVERY COMMUNICATIONS C	12,889	11,425
LIBERTY INTERACTIVE CORP A	0	0
LIBERTY GLOBAL PLC C	12,686	8,462
DIAGEO PLC	6,803	17,016
NESTLE A	4,140	8,906
UNILEVER	7,412	10,491
QURATE RETAIL INC	7,025	11,849
BBH INCOME FUND	270,890	272,580
KROGER CO	12,138	15,400
COPART INC	10,832	10,273
ALLEGION PLC	9,937	9,565
BERKSHIRE HATHAWAY INC CL B	14,899	37,773
KLA TENCOR CORP	7,398	6,712
SABRE CORP	11,481	11,577
US BANCORP	11,032	22,165
WELLS FARGO & CO	10,408	16,589
DENTSPLY SIRONA INC	0	0
NOVARTIS	13,191	22,740
HENRY SCHEIN INC	7,926	15,704
ZOETIS INC	5,959	17,536
PERRIGO CO PLC	21,194	7,983
WASTE MANAGEMENT INC	2,570	8,543
NIELSEN HOLDINGS PLC	0	0
ALPHABET INC CL C	8,299	28,997
FLEETCOR TECHNOLOGIES INC	13,901	20,243
MICROSOFT CORP	0	0

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ORACLE CORP	27,346	32,102
PAYPAL HOLDINGS INC	959	11,352
QUALCOMM INC	11,719	11,951
CELANESE CORP	5,364	11,696
PRAXAIR INC	0	0
ALPS SER TR CLARKSTON PRTNR FD	92,121	104,803
LONGLEAF PARTNERS SM CAP FD	65,120	56,626
BBH INTERNTL EQUITY FUND	214,372	213,344
GQG PART EMERG MKTS EQ INST	69,900	62,888
SELECT VALUE REAL ESTATE SECUR	0	0
BOLLORE SA	0	0
NOVOZYMES AS SHS B	15,391	44,960
TOMRA SYSTEMS ASA	15,348	44,400
ALPHABET INC	42,287	78,372
APPLE INC	5,996	47,322
APTARGROUP	18,425	56,442
AUTOMATIC DATA PROCESSING INC	0	0
CVS HEALTH CORP	22,474	50,778
DANAHER CORP	31,969	46,404
WALT DISNEY CO	38,396	41,119
KONINKLIJKE DSM	19,192	16,333
IBM	33,036	25,576
BIOGEN INC	33,564	30,092
ILLUMINA INC	14,792	82,481
JOHNSON AND JOHNSON	19,792	45,168
NEW YORK TIMES	12,992	12,817
ORMAT TECHNOLOGIES INC	32,733	26,150
KROGER	0	0
MASTERCARD	29,623	75,460
NESTLE	20,734	48,570

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NOVARTIS	25,179	42,905
PROCTOR AND GAMBLE	20,373	36,768
ROCKWELL AUTOMATION	22,881	37,620
LINDE PLC	14,711	14,044
NIKE INC	28,388	37,070
WASTE MANAGEMENT	16,725	31,147
XYLEM INC	13,087	28,356
SMUCKER J M CO	0	0
ABBOTT LABORATORIES	0	0
FORTIVE CORP	0	0
FACEBOOK INC	19,369	19,664
NVIDIA CORP	10,773	40,050
PAYPAL HOLDINGS INC	32,414	65,170
SABRE CORP	0	0
KERRY GROUP PLC	22,582	19,776
SOFTBANK GROUP CORP	41,540	32,600
PANASONIC CORP	23,450	15,801
STRYKER CORP	29,875	35,269
XILINX INC	43,351	61,748
TELADOC HEALTH INC	20,675	29,742
TWITTER INC	18,206	22,992
ZUORA INC	26,992	18,140

TY 2018 Other Expenses Schedule**Name:** THE QUAKER HILL FOUNDATION INC**EIN:** 27-3801257**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
WEB HOSTING	151	0	0	151
ADMINISTRATIVE EXPENSE	6,500	0	0	6,500
INSURANCE	744	0	0	0
TRAVEL AND MEETINGS	6,192	0	0	6,192

TY 2018 Other Professional Fees Schedule**Name:** THE QUAKER HILL FOUNDATION INC**EIN:** 27-3801257

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	24,636	24,636	0	0

TY 2018 Taxes Schedule**Name:** THE QUAKER HILL FOUNDATION INC**EIN:** 27-3801257

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	1,853	1,853	0	0
FEDERAL TAX	186	0	0	0
ANNUAL REPORT	28	0	0	28