

Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

Do not enter social security numbers on this form as it may be made public

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

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning

JUL 1, 2018

, and ending

JUN 30, 2019

Name of foundation

Brooks Family Foundation

A Employer identification number

04-3582018

Number and street (or P O box number if mail is not delivered to street address)

c/o LWC, 230 Congress Street

Room/suite

B Telephone number

617-523-6531

City or town, state or province, country, and ZIP or foreign postal code

Boston, MA 02110

C If exemption application is pending, check here ☐

G Check all that apply.

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 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 foundationE 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)

\$ 17,261,542.

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

(a) Revenue and

(b) Net investment

(c) Adjusted net

(d) Disbursements for charitable purposes

| | | | |
|------|----------|-------------|---------|
| 2014 | 500,500. | 10,441,945. | .047932 |
| 2013 | 484,000. | 10,136,822. | .047747 |

2 Total of line 1, column (d)

2

.259699

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

.051940

4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5

4

15,323,412.

5 Multiply line 4 by line 3

5

795,898.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6

1,911.

7 Add lines 5 and 6

7

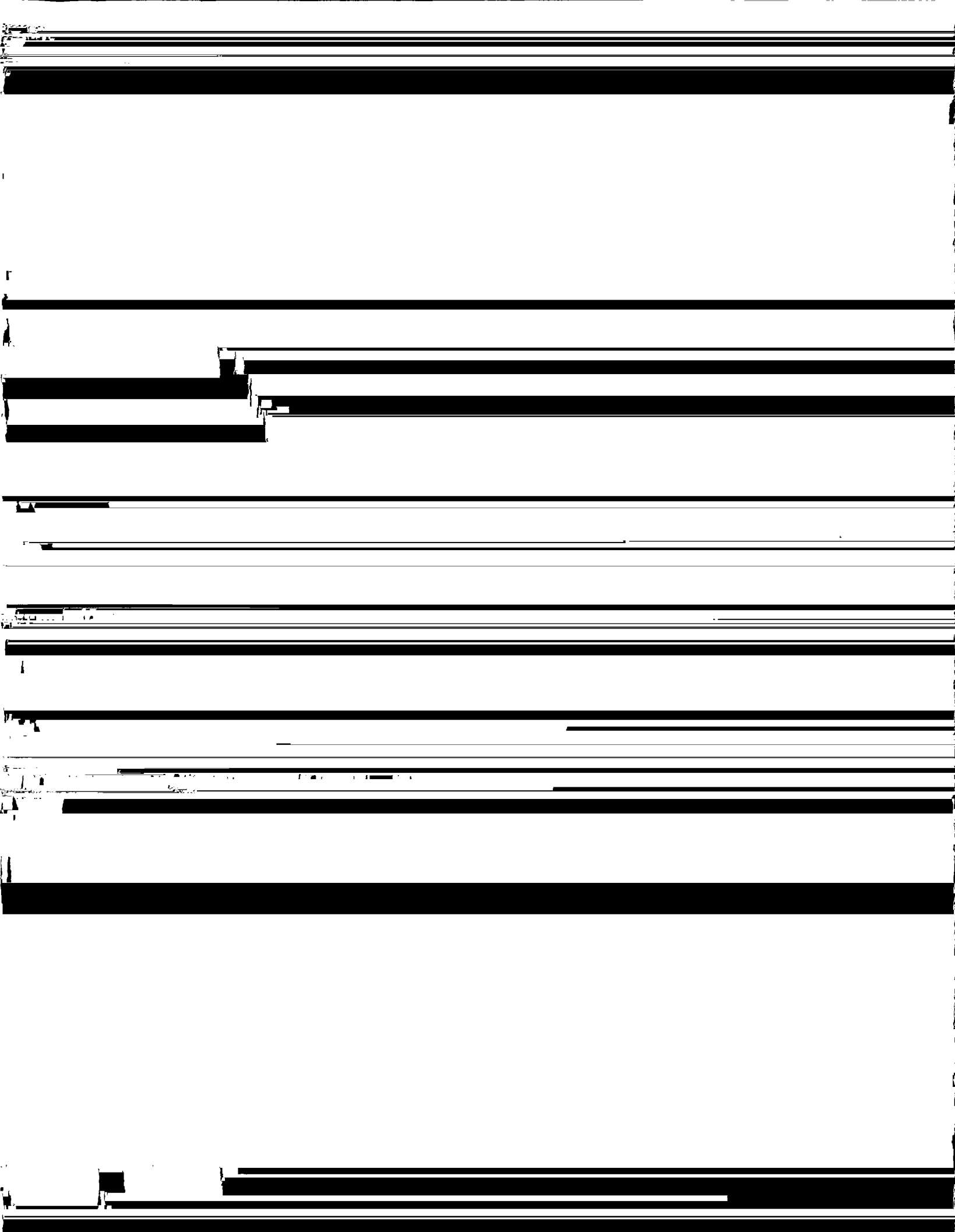
797,809.

8 Enter qualifying distributions from Part XII, line 4

8

869,280.

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 IV Capital Gains and Losses for Tax on Investment Income

(b) How acquired

3

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1
Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1%
of Part I, line 27b

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)

3 Add lines 1 and 2

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

5 Tax based on investment income. Subtract line 4 from line 3. Enter net amount.

| | |
|---|--------|
| | |
| 1 | 1,911. |
| | |
| 2 | 0. |
| 3 | 1,911. |
| 4 | 0. |
| 5 | 1,911. |

Part VII-A Statements Regarding Activities (continued)

| | Yes | No |
|--|-----|----|
| 11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions | | X |
| 12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions | | X |
| 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? | X | |

Website address ▶ N/A

14 The books are in care of ▶ Loring, Wolcott & Coolidge Trust, L Telephone no ▶ 617-523-6531
Located at ▶ c/o LWC, 230 Congress Street, Boston, MA ZIP+4 ▶ 02110

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here ▶ ☐
and enter the amount of tax exempt interest received or accrued during the year ▶ 15 N/A

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

5a During the year, did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1) (5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions

N/A

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

☒

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?

☐ Yes ☒ No**Part VIII.** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, and foundation managers and their compensation.

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------|---|---|---|---------------------------------------|
| Wendy S. Holding | Trustee | | | |
| 230 Congress Street | | | | |
| Boston, MA 02110 | 3.00 | 30,680. | 0. | 0. |
| W. Andrew Mims | Trustee | | | |
| 230 Congress Street | | | | |
| Boston, MA 02110 | 3.00 | 30,680. | 0. | 0. |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

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

| (a) Name and address of each employee paid more than \$50,000 | (b) Title, and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---|---|------------------|---|---------------------------------------|
| NONE | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

Total number of other employees paid over \$50,000

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

| | Expenses |
|-------|----------|
| 1 N/A | |
| | |
| | |
| | |
| 2 | |
| | |
| | |
| | |
| 3 | |
| | |
| | |
| | |
| 4 | |
| | |
| | |
| | |

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

| | Amount |
|--|--------|
| 1 N/A | |
| | |
| | |
| | |
| 2 | |
| | |
| | |
| | |
| All other program-related investments. See instructions. | |
| 3 | |
| | |
| | |
| | |
| | |
| | |

Total. Add lines 1 through 3

0.

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

| | | | |
|---|---|----|-------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: | | |
| a | Average monthly fair market value of securities | 1a | 13,315,857. |
| b | Average of monthly cash balances | 1b | 1,428,454. |
| c | Fair market value of all other assets | 1c | 812,452. |
| d | Total (add lines 1a, b, and c) | 1d | 15,556,763. |
| 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 | 15,556,763. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 233,351. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 15,323,412. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 766,171. |

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 | 766,171. |
| 2a | Tax on investment income for 2018 from Part VI, line 5 | 2a | 1,911. |
| b | Income tax for 2018 (This does not include the tax from Part VI.) | 2b | 30,730. |
| c | Add lines 2a and 2b | 2c | 32,641. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 733,530. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | 0. |
| 5 | Add lines 3 and 4 | 5 | 733,530. |
| 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 | 733,530. |

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 | 869,280. |
| 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 | 869,280. |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b | 5 | 1,911. |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 867,369. |

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 | | | | 733,530. |
| 2 Undistributed income, if any, as of the end of 2018 | | | | |
| a Enter amount for 2017 only | | | 0. | |
| b Total for prior years: | | 0. | | |
| 3 Excess distributions carryover, if any, to 2018: | | | | |
| a From 2013 | | | | |
| b From 2014 | | | | |
| c From 2015 | | | | |
| d From 2016 | 188,359. | | | |
| e From 2017 | 68,325. | | | |
| f Total of lines 3a through e | 256,684. | | | |
| 4 Qualifying distributions for 2018 from Part XII, line 4: ▶ \$ 869,280. | | | | |
| 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 | | | | 733,530. |
| e Remaining amount distributed out of corpus | 135,750. | | | |
| 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: | 392,434. | | | |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5 | | | | |
| b Prior years' undistributed income Subtract line 4b from line 2b | | 0. | | |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | 0. | | |
| d Subtract line 6c from line 6b. Taxable amount - see instructions | | 0. | | |
| e Undistributed income for 2017. Subtract line 4a from line 2a. Taxable amount - see instr. | | | 0. | |
| f Undistributed income for 2018. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019 | | | | 0. |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions) | 0. | | | |
| 8 Excess distributions carryover from 2013 not applied on line 5 or line 7 | 0. | | | |
| 9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a | 392,434. | | | |
| 10 Analysis of line 9 | | | | |
| a Excess from 2014 | | | | |
| b Excess from 2015 | | | | |
| c Excess from 2016 | 188,359. | | | |
| d Excess from 2017 | 68,325. | | | |
| e Excess from 2018 | 135,750. | | | |

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

N/A

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

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

| Tax year | Prior 3 years | | | (e) Total |
|----------|---------------|----------|----------|-----------|
| (a) 2018 | (b) 2017 | (c) 2016 | (d) 2015 | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

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

1 Information Regarding Foundation Managers:

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

None

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

None

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines

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

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

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|--|--------------------------------------|-------------------------------------|-----------------|
| a Paid during the year | | | | |
| Advocacy Center of Tompkins County P.O. Box 164 Ithaca, NY 14851 | N/A | PC | General Support | 1,000. |
| Aguaclara Reach 407 College Avenue, Suite 230 Ithaca, NY 14850 | N/A | PC | General Support | 5,000. |
| Alcohol and Drug Council of Tompkins County 201 E. Green Street, Suite 500 Ithaca, NY 14850 | N/A | PC | General Support | 1,000. |
| Amref Health Africa, Inc. 75 Broad Street, Suite 703 New York, NY 10004 | N/A | PC | General Support | 5,000. |
| Bangor Area Homeless Center 263 Main Street Bangor, ME 04401 | N/A | PC | General Support | 3,000. |
| Total | See continuation sheet(s) | | | 835,000. |
| b Approved for future payment | | | | |
| None | | | | |
| | | | | |
| | | | | |
| | | | | |
| Total | | | | 0. |

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Part XVI-A

Analysis of Income-Producing Activities

Unrelated business income

Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations

| | | |
|---|--|-------------------|
| <p>1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c)(3) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | <p>1a(1)</p> <p>1a(2)</p> <p>1b(1)</p> <p>1b(2)</p> <p>1b(3)</p> <p>1b(4)</p> <p>1b(5)</p> <p>1b(6)</p> <p>1c</p> | <p>Yes</p> |
|---|--|-------------------|

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
|--------------------------|--------------------------|---------------------------------|
| N/A | | |
| | | |
| | | |
| | | |
| | | |

**Sign
Here**

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

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

☒ Yes ☐ No

(Signature of officer or trustee)

Date: _____

Title

► Trustee

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ self-employed

PTIN

Nicholas E. Porto

09/30/19

P01310283

Firm's name ► Baker Newman & Noyes

Firm's EIN ► 01-0494526

Firm's address ► P.O. Box 507
Portland, ME 04112

Phone no (207) 879-2100

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Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|--|--------------------------------------|---------------------------------------|-----------------|
| Boys and Girls Club of Southern Maine 277 Cumberland Avenue Portland, ME 04101 | N/A | PC | General Support | 15,000. |
| Camp Kessem 10586 W. Pico Blvd, #196 Los Angeles, CA 90064 | N/A | PC | Support for Camp Kessem at Cornell | 2,000. |
| CNY Arts Inc. 421 Montgomery Street, 11th Floor Syracuse, NY 13202 | N/A | PC | General Support | 2,000. |
| Common Dreams P.O. Box 443 Portland, ME 04112 | N/A | PC | General Support | 2,000. |
| Community Partners International 2560 Ninth Street Berkeley, CA 94710 | N/A | PC | General Support | 10,000. |
| Cornell School of Veterinary Medicine Cornell University Ithaca, NY 14853 | N/A | PC | General Support | 1,000. |
| Cornell University 377 Pine Tree Road Ithaca, NY 14850 | N/A | PC | General Support | 10,000. |
| Democracy Now Productions, Inc. 207 West 25th Street, 11th Floor New York, NY 10001 | N/A | PC | General Support | 2,000. |
| Displaced Homemakers Center of Tompkins County, Inc. 315 N. Tioga Street Ithaca, NY 14850 | N/A | PC | General Support | 2,000. |
| Doctors Without Borders USA 40 Rector Street, 16th Floor New York, NY 10006 | N/A | PC | General Support | 5,000. |
| Total from continuation sheets | | | | 820,000. |

Brooks Family Foundation

04-3582018

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|--|--------------------------------------|--|--------|
| Eco-Soap Bank 2617 Shady Avenue, Unit 3 Pittsburgh, PA 15217 | N/A | PC | General Support | 5,000. |
| Educate the Children International 192 Garfield Avenue Staten Island, NY 10305 | N/A | PC | General Support | 1,000. |
| Evidence Action P.O. Box 65480 Washington, DC 20035 | N/A | PC | General Support | 5,000. |
| Family & Children's Services of Ithaca, Inc. 127 W. State Street Ithaca, NY 14850 | N/A | PC | General Support | 5,000. |
| Figures of Speech 77 Durham Road Freeport, ME 04032 | N/A | PC | General Support | 1,000. |
| Finger Lakes Land Trust 202 E. Court Street Ithaca, NY 14850 | N/A | PC | General Support | 1,000. |
| Finger Lakes Toy Library P.O. Box 6769 Ithaca, NY 14851 | N/A | PC | General Support | 2,000. |
| First Presbyterian Church of Dryden 6 North Street Dryden, NY 13053 | N/A | PC | Support for Dryden Kitchen Cupboard | 1,000. |
| Food Bank of Central NY 7066 Interstate Island Drive Syracuse, NY 13209 | N/A | PC | General Support | 5,000. |
| Food Bank of Southern Tier 388 Upper Oakwood Avenue Elmira, NY 14903 | N/A | PC | General Support | 5,000. |
| Total from continuation sheets | | | | |

Brooks Family Foundation

04-3582018

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|--|--------------------------------------|-------------------------------------|---------|
| Food Bank of Western NY 91 Holt Street Buffalo, NY 14206 | N/A | PC | General Support | 5,000. |
| Foodlink, Inc. 1999 Mt Read Boulevard Rochester, NY 14615 | N/A | PC | General Support | 5,000. |
| Franziska Racker Centers 3226 Wilkins Road Ithaca, NY 14850 | N/A | PC | General Support | 1,000. |
| Friends of Mount Auburn Cemetery 580 Mount Auburn Street Cambridge, MA 02138 | N/A | PC | General Support | 1,000. |
| Friends of the Blaine House P.O. Box 68 Augusta, ME 04332 | N/A | PC | General Support | 2,000. |
| Friends of the Portland Community Free Clinic 10A Beach Street, Suite 2 Portland, ME 04101 | N/A | PC | General Support | 10,000. |
| Friendship Donations Network 1013 West State Street Ithaca, NY 14850 | N/A | PC | General Support | 2,000. |
| Friendship with Cambodia 12651 San Pabb Avenue, #5473 Richmond, CA 94801 | N/A | PC | General Support | 3,000. |
| Gadabout Transportation Services, Inc. 737 Willow Avenue Ithaca, NY 14850 | N/A | PC | General Support | 2,000. |
| Golden Opportunity, Inc. 505 Linn Street Ithaca, NY 14850 | N/A | PC | General Support | 20,000. |
| Total from continuation sheets | | | | |

Brooks Family Foundation

04-3582018

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|--|--------------------------------------|-------------------------------------|----------|
| Good Shepherd Food Bank 1321 Hotel Road Auburn, ME 04210 | N/A | PC | General Support | 15,000. |
| Grassroots International 179 Boylston Street, 4th Floor Boston, MA 02130 | N/A | PC | General Support | 2,500. |
| Greater Portland Landmarks 93 High Street Portland, ME 04101 | N/A | PC | General Support | 4,000. |
| HealthReach 10 Water Street Waterville, ME 04901 | N/A | PC | General Support | 120,000. |
| Healthy Smiles for ME 39 Breton Lane Oxford, ME 04270 | N/A | PC | General Support | 10,000. |
| Historic Ithaca 212 Center Street Ithaca, NY 14850 | N/A | PC | General Support | 1,000. |
| History Center of Tompkins County 401 E. State Street Ithaca, NY 14850 | N/A | PC | General Support | 1,000. |
| Hope and Comfort P.O. Box 241 Newton Upper Falls, MA 02464 | N/A | PC | General Support | 1,000. |
| International Vision Volunteers 300 H Street, Suite D Antioch, CA 94509 | N/A | PC | General Support | 13,000. |
| Ithaca College 953 Danby Road Ithaca, NY 14850 | N/A | PC | General Support | 25,000. |
| Total from continuation sheets | | | | |

Brooks Family Foundation

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Part XV, Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|--|--------------------------------------|-------------------------------------|---------|
| Ithaca Health Alliance P.O. Box 362 Ithaca, NY 14851 | N/A | PC | General Support | 5,000. |
| Ithaca Waldorf School 20 Nelson Road Ithaca, NY 14850 | N/A | PC | General Support | 45,000. |
| Kennebec Valley Dental Coalition, Inc. 93 Main Street Waterville, ME 04901 | N/A | PC | General Support | 7,000. |
| Khan Academy P.O. Box 1630 Mountain View, CA 94042 | N/A | PC | General Support | 1,000. |
| Kino, Inc. 33 Chamberlain Avenue Portland, ME 04101 | N/A | PC | General Support | 2,000. |
| Last Mile Health P.O. Box 130122 Boston, MA 02113 | N/A | PC | General Support | 5,000. |
| Lifeflight of Maine 43 Whiting Hill Road, Suite 400 Brewer, ME 04412 | N/A | PC | General Support | 5,000. |
| Lovin' Soap Project 1250 NE Depot Drive Lees Summit, MO 64086 | N/A | PC | General Support | 3,000. |
| MADRE 121 W. 27th Street, Suite 301 New York, NY 10001 | N/A | PC | General Support | 3,000. |
| Maine Children's Home 93 Silver Street Waterville, ME 04901 | N/A | PC | General Support | 2,000. |
| Total from continuation sheets | | | | |

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|--|--------------------------------------|-------------------------------------|---------|
| Maine Historical Society 489 Congress Street Portland, ME 04101 | N/A | PC | General Support | 1,000. |
| Maine Humanities Council 674 Brighton Avenue Portland, ME 04102 | N/A | PC | General Support | 3,000. |
| Maine Media Workshops and College P.O. Box 200 Rockport, ME 04856 | N/A | PC | General Support | 2,500. |
| Maine Public 1450 Lisbon Street Lewiston, ME 04240 | N/A | PC | General Support | 2,000. |
| Mayo Street Arts 10 Mayo Street Portland, ME 04101 | N/A | PC | General Support | 22,000. |
| Mid-Coast Health Net 22 White Street Rockland, ME 04841 | N/A | PC | General Support | 15,000. |
| Mid-Maine Homeless Shelter 19 Colby Street Waterville, ME 04901 | N/A | PC | General Support | 2,000. |
| MIT Council on the Arts 77 Massachusetts Avenue Cambridge, MA 02139 | N/A | PC | General Support | 5,000. |
| Nepal Youth Foundation 3030 Bridgeway, Suite 202 Sausalito, CA 94965 | N/A | PC | General Support | 10,000. |
| Foodnet Meals on Wheels 2422 N Triphammer Road Ithaca, NY 14850 | N/A | PC | General Support | 2,000. |
| Total from continuation sheets | | | | |

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|--|--------------------------------------|-------------------------------------|---------|
| Oasis Free Clinic 66 Baribeau Drive Brunswick, ME 04011 | N/A | PC | General Support | 15,000. |
| Occupational Knowledge International 4444 Geary Boulevard, Suite 208 San Francisco, CA 94118 | N/A | PC | General Support | 5,000. |
| Oceanside Conservation Trust P.O. Box 10404 Portland, ME 04104 | N/A | PC | General Support | 2,000. |
| Opportunities Alternatives and Resources of Tompkins County 910 W State Street Ithaca, NY 14850 | N/A | PC | General Support | 1,000. |
| Partners in Health 150 State Street Brewer, ME 04412 | N/A | PC | General Support | 10,000. |
| Planned Parenthood Federation of America 123 Williams Street New York, NY 10038 | N/A | PC | General Support | 5,000. |
| Portland Adult Education P.O. Box 3185 Portland, ME 04104 | N/A | PC | General Support | 1,000. |
| Portland Community Health Center 234 Oxford Street Portland, ME 04101 | N/A | PC | General Support | 5,000. |
| Portland Education Foundation 353 Cumberland Avenue Portland, ME 04101 | N/A | PC | General Support | 2,000. |
| Portland Museum of Art 7 Congress Square Portland, ME 04101 | N/A | PC | General Support | 1,000. |
| Total from continuation sheets | | | | |

Brooks Family Foundation

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Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|--|--------------------------------------|-------------------------------------|---------|
| Portland Stage Company 25A Forest Avenue Portland, ME 04101 | N/A | PC | General Support | 21,000. |
| Portland Symphony Orchestra 50 Monument Square, 2nd Floor Portland, ME 04101 | N/A | PC | General Support | 2,000. |
| Preble Street 38 Preble Street Portland, ME 04101 | N/A | PC | General Support | 5,000. |
| President and Trustees of Bates College 216 Lane Hall, 2 Andrews Road Lewiston, ME 04240 | N/A | PC | General Support | 50,000. |
| Rain for the Sahel and Sahara P.O. Box 1503 Portsmouth, NH 03802 | N/A | PC | General Support | 3,000. |
| Regional Food Bank of Northeastern NY 965 Albany Shaker Road Latham, NY 12110 | N/A | PC | General Support | 5,000. |
| RISE UP P.O. Box 551 Boulder, CO 80306 | N/A | PC | General Support | 5,000. |
| Samuel Curtis Johnson Graduate School of Management 130 E Seneca Street Ithaca, NY 14850 | N/A | SO I | General Support | 5,000. |
| SavingSmiles P.O. Box 119 Windsor, ME 04363 | N/A | PC | General Support | 7,000. |
| Southern Maine Community College Foundation 2 Fort Road South Portland, ME 04106 | N/A | PC | General Support | 50,000. |
| Total from continuation sheets | | | | |

Brooks Family Foundation

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Part XV, Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|--|--------------------------------------|-------------------------------------|---------|
| SPACE Gallery 538 Congress Street Portland, ME 04101 | N/A | PC | General Support | 1,000. |
| Speech Therapy Cambodia 4189 26th Street San Francisco, CA 94131 | N/A | PC | General Support | 1,000. |
| St. Boniface Haiti Foundation 383 Elliot Street, Door G, Suite 100 Newton Upper Falls, MA 02464 | N/A | PC | General Support | 5,000. |
| St. James AME Zion Church 116 Cleveland Avenue Ithaca, NY 14850 | N/A | PC | General Support | 2,000. |
| Sunrise Opportunities P.O. Box 88 Machias, ME 04654 | N/A | PC | General Support | 10,000. |
| The Children's Initiative 15 Chadwick Street Portland, ME 04102 | N/A | PC | General Support | 5,000. |
| The Telling Room 225 Commercial Street, Suite 201 Portland, ME 04101 | N/A | PC | General Support | 8,000. |
| Third Monday Foundation 1 Memorial Way Pawling, NY 12564 | N/A | PC | General Support | 10,000. |
| Tompkins County Public Library 509 Esty Street Ithaca, NY 14850 | N/A | PC | General Support | 2,500. |
| Trustees of Hamilton College 198 College Hill Road Clinton, NY 13323 | N/A | PC | General Support | 2,500. |
| Total from continuation sheets | | | | |

Brooks Family Foundation

04-3582018

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|--|--------------------------------------|-------------------------------------|---------|
| Trustees of Mount Holyoke College 50 College Street South Hadley, MA 01075 | N/A | PC | General Support | 8,000. |
| United Way of Aroostook 830 Main Street, D11 Presque Isle, ME 04769 | N/A | PC | General Support | 10,000. |
| United Way of Broome County 101 Jensen Road Vestal, NY 13850 | N/A | PC | General Support | 5,000. |
| United Way of Central NY 518 James Street Syracuse, NY 13203 | N/A | PC | General Support | 5,000. |
| United Way of Cortland County 50 Clinton Avenue Cortland, NY 13045 | N/A | PC | General Support | 5,000. |
| United Way of Eastern Maine 700 Main Street, #1 Bangor, ME 04401 | N/A | PC | General Support | 10,000. |
| United Way of Greater Portland 1 Canal Plaza Portland, ME 04101 | N/A | PC | General Support | 15,000. |
| United Way of Tri-Valley Area 218 Fairbanks Road Farmington, ME 04938 | N/A | PC | General Support | 10,000. |
| University at Buffalo Foundation P.O. Box 900 Buffalo, NY 14226 | N/A | PC | General Support | 2,000. |
| USM School of Music 96 Falmouth Street Portland, ME 04103 | N/A | GOV | General Support | 2,000. |
| Total from continuation sheets | | | | |

04-3582018

9 Grants and Contributions Paid During the Year (Continuation)**Total from continuation sheets**

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

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

OMB No 1545-0047

2018

Name of the organization

Employer identification number

Brooks Family Foundation**04-3582018**

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

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I (entering "N/A" in column (b) instead of the contributor name and address), II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc.

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

| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|-------------------------------------|---|--------------------------------|----------------------------------|--------|
| Name and address (home or business) | | | | |
| a Paid during the year | | | | |

Name of organization

Employer identification number

Brooks Family Foundation

04-3582018

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 | James E. Brooks 364 Spring Street Portland, ME 04102 | \$ 1,500,000. | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions) |

Name of organization

Employer identification number

Brooks Family Foundation**04-3582018****Total****▶ 3b****0.**Form **990-PF** (2018)

Name of organization

Employer identification number

Brooks Family Foundation

04-3582018

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

Use duplicate copies of Part III if additional space is needed

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

| | | |
|--|--|--|
| | | |
| | | |
| | | |

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

| | | |
|--|--|--|
| | | |
| | | |
| | | |

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

| | | |
|--|--|--|
| | | |
| | | |
| | | |

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

| | | |
|--|--|--|
| | | |
| | | |
| | | |

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

| Source | (a) Revenue Per Books | (b) Net Investment Income | (c) Adjusted Net Income |
|-------------------------|-----------------------------|---------------------------------|-------------------------------|
| Interest Income | 98,544. | 98,544. | |
| Total to Part I, line 3 | 98,544. | 98,544. | |

Form 990-PF Dividends and Interest from Securities Statement 2

| Source | Gross Amount | Capital Gains Dividends | (a) Revenue Per Books | (b) Net Invest- ment Income | (c) Adjusted Net Income |
|-------------------|-----------------|-------------------------------|-----------------------------|-----------------------------------|-------------------------------|
| Dividend Income | 84,392. | 0. | 84,392. | 84,392. | |
| To Part I, line 4 | 84,392. | 0. | 84,392. | 84,392. | |

Form 990-PF Other Income Statement 3

| Description | (a) Revenue Per Books | (b) Net Invest- ment Income | (c) Adjusted Net Income |
|---------------------------------------|-----------------------------|-----------------------------------|-------------------------------|
| From Passthrough | 185,776. | 976. | |
| Total to Form 990-PF, Part I, line 11 | 185,776. | 976. | |

Form 990-PF Legal Fees Statement 4

| Description | (a) Expenses Per Books | (b) Net Invest- ment Income | (c) Adjusted Net Income | (d) Charitable Purposes |
|----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| Legal Fees | 350. | 0. | | 350. |
| To Fm 990-PF, Pg 1, ln 16a | 350. | 0. | | 350. |

| Form 990-PF | Taxes | | Statement | 7 |
|-------------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| Description | (a) Expenses Per Books | (b) Net Invest- ment Income | (c) Adjusted Net Income | (d) Charitable Purposes |
| Unrelated Business Income Tax | 9,725. | 0. | | 0. |
| State Unrelated Business Income Tax | 930. | 0. | | 0. |
| Foreign Tax Expense | 2,204. | 2,204. | | 0. |
| To Form 990-PF, Pg 1, ln 18 | 12,859. | 2,204. | | 0. |

Form 990-PF Other Expenses Statement 8

| Description | (a) Expenses Per Books | (b) Net Invest- ment Income | (c) Adjusted Net Income | (d) Charitable Purposes |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| Massachusetts Filing Fees | 500. | 0. | | 500. |
| Investment Fees | 74. | 74. | | 0. |
| To Form 990-PF, Pg 1, ln 23 | 574. | 74. | | 500. |

Form 990-PF U.S. and State/City Government Obligations Statement 9

| Description | U.S. Gov't | Other Gov't | Book Value | Fair Market Value |
|--|---------------|----------------|------------|----------------------|
| US Bonds & Bond Funds - See Statement 17 | X | | 4,980,955. | 4,980,955. |
| Total U.S. Government Obligations | | | 4,980,955. | 4,980,955. |
| Total State and Municipal Government Obligations | | | | |
| Total to Form 990-PF, Part II, line 10a | | | 4,980,955. | 4,980,955. |

Form 990-PF Corporate Stock Statement 10

| Description | Book Value | Fair Market Value |
|---|-------------|----------------------|
| Equities - See Statement 17 | 10,859,524. | 10,859,524. |
| Total to Form 990-PF, Part II, line 10b | 10,859,524. | 10,859,524. |

Form 990-PF

Other Investments

Statement 11

| Description | Valuation Method | Book Value | Fair Market Value |
|---------------------------|---------------------|------------|----------------------|
| Domini Impact Investments | FMV | 517,361. | 517,361. |