

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.

For calendar year 2018 or tax year beginning

JUL 1, 2018

, and ending

JUN 30, 2019

Name of foundation

EDWARD S & WINIFRED G MOSELEY FOUNDATION

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

PRIO WEALTH, 265 FRANKLIN ST 20FL

A Employer identification number

74-3201002

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

BOSTON, MA 02110-3199

G Check all that apply:

Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)

J Accounting method: Cash Accrual

► \$ 23,471,926. (Part I, column (d) must be on cash basis.)

B Telephone number

617-224-1900

C If exemption application is pending, check here ► 6D 1 Foreign organizations, check here ► 2 Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received				
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch R				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities				
5a	Gross rents				
h	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	1,546,706.			
h	Gross sales price for all assets on line 6a	3,875,982.			
7	Capital gain net income (from Part IV, line 2)		1,546,706.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total Add lines 1 through 11	1,982,482.	1,982,482.		
13	Compensation of officers, directors, trustees, etc	20,000.	0.		20,000.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	4,300.	2,881.		1,419.
c	Other professional fees	107,534.	74,027.		33,507.
17	Interest				
18	Taxes	41,421.	3,884.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	449.	0.		449.
22	Printing and publications				
23	Other expenses	298.	173.		0.
24	Total operating and administrative expenses. Add lines 13 through 23	174,002.	80,965.		55,375.
25	Contributions, gifts, grants paid	1,070,750.			1,070,750.
26	Total expenses and disbursements. Add lines 24 and 25	1,244,752.	80,965.		1,126,125.
27	Subtract line 26 from line 12:	737,730.			
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		1,901,517.		
c	Adjusted net income (if negative, enter -0-)			N/A	

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Operating and Administrative Expenses

Revenue

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments		1,256,078.	782,790.	782,790.
	3 Accounts receivable ►	548,229.			
	Less: allowance for doubtful accounts ►			548,229.	548,229.
	4 Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ►				
	Less: allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations	STMT 7	0.	1,241,338.	1,259,915.
	b Investments - corporate stock	STMT 8	10,895,090.	10,571,543.	18,346,907.
	c Investments - corporate bonds	STMT 9	2,360,300.	2,105,298.	2,110,808.
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other	STMT 10	412,811.	412,811.	423,277.
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		14,924,279.	15,662,009.	23,471,926.
	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)		0.	0.	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26, and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		17,302,381.	17,302,381.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		-2,378,102.	-1,640,372.	
	30 Total net assets or fund balances		14,924,279.	15,662,009.	
	31 Total liabilities and net assets/fund balances		14,924,279.	15,662,009.	

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 14,924,279.
2 Enter amount from Part I, line 27a	2 737,730.
3 Other increases not included in line 2 (itemize) ►	3 0.
4 Add lines 1, 2, and 3	4 15,662,009.
5 Decreases not included in line 2 (itemize) ►	5 0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 15,662,009.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b	SEE ATTACHED STATEMENTS				
c					
d					
e					
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g))	
a					
b					
c					
d					
e	3,875,982.		2,329,276.	1,546,706.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a					
b					
c					
d					
e				1,546,706.	
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	1,546,706.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }			3	N/A

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

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

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

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

 Yes No

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2017	1,081,509.	22,196,675.	.048724
2016	1,182,961.	20,475,040.	.057776
2015	1,133,180.	19,886,125.	.056983
2014	1,055,920.	21,147,818.	.049930
2013	1,076,183.	20,018,561.	.053759

2 Total of line 1, column (d)

2 **.267172**

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 **.053434**

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

4 **22,474,346.**

5 Multiply line 4 by line 3

5 **1,200,894.**

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

6 **19,015.**

7 Add lines 5 and 6

7 **1,219,909.**

8 Enter qualifying distributions from Part XII, line 4

8 **1,126,125.**

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.

EDWARD S & WINIFRED G MOSELEY FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	4000 INVESCO LTD	P	10/28/13	09/25/18
b	4000 INVESCO LTD	P	01/02/14	09/25/18
c	4000 CAPITAL ONE FINL CORP	P	05/31/13	09/26/18
d	750 MCDONALDS CORP	P	10/14/09	11/08/18
e	2800 EXXON MOBIL CORP	P	07/12/06	11/08/18
f	2219 DOWDUPONT INC	P	07/12/06	11/08/18
g	281 DOWDUPONT INC	P	12/24/09	11/08/18
h	3000 WEYERHAEUSER CO	P	06/23/11	11/08/18
i	1550 APPLE INC	P	05/23/11	11/08/18
j	250 APPLE INC	P	09/09/10	11/08/18
k	1000 SALESFORCE COM INC	P	04/25/13	11/08/18
l	3500 DENTSPLY SIRONA INC	P	02/21/18	11/16/18
m	250000 MCDONALDS CORP MED TER NT BE 1.875% DUE 05	P	01/29/13	02/01/19
n	80 WABTEC	P	07/12/06	03/01/19
o	500 RAYTHEON	P	02/10/10	03/01/19

(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 91,726.		131,322.	-39,596.
b 91,725.		144,622.	-52,897.
c 389,741.		246,660.	143,081.
d 138,304.		43,375.	94,929.
e 232,176.		178,668.	53,508.
f 132,741.		67,083.	65,658.
g 16,809.		6,964.	9,845.
h 80,584.		73,480.	7,104.
i 322,775.		73,568.	249,207.
j 52,061.		9,462.	42,599.
k 142,852.		40,938.	101,914.
l 130,132.		204,968.	-74,836.
m 249,260.		250,199.	-939.
n 5,703.		2,649.	3,054.
o 92,815.		26,749.	66,066.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-39,596.
b			-52,897.
c			143,081.
d			94,929.
e			53,508.
f			65,658.
g			9,845.
h			7,104.
i			249,207.
j			42,599.
k			101,914.
l			-74,836.
m			-939.
n			3,054.
o			66,066.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

3

If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

EDWARD S & WINIFRED G MOSELEY FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	1000 AUTOMATIC DATA PROCESS	P	10/18/06	03/01/19
b	.56 WABTEC	P	07/12/06	03/01/19
c	100 ALPHABET INC CLASS C	P	03/16/15	03/21/19
d	500 HOME DEPOT INC	P	06/22/15	03/21/19
e	1475 ABBOTT LABS	P	06/06/17	03/21/19
f	1025 ABBOTT LABS	P	07/12/06	03/21/19
g	600 THERMO FISHER SCIENTIFIC INC	P	02/27/08	03/21/19
h	200 WEYERHAEUSER CO	P	06/23/11	03/21/19
i	3200 WEYERHAEUSER CO	P	07/12/06	03/21/19
j	.01 DOW INC	P	12/24/09	04/12/19
k	.66 DOW INC	P	12/24/09	04/12/19
l	2000 PFIZER INC	P	03/01/16	04/15/19
m	6000 PFIZER INC	P	02/02/17	04/15/19
n	.67 CORTEVA INC	P	12/24/09	06/07/19
o	.67 DUPONT DE NEMOURS INC	P	12/24/09	06/07/19

(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 153,296.		37,308.	115,988.
b 41.		19.	22.
c 122,984.		55,347.	67,637.
d 94,718.		56,665.	38,053.
e 118,169.		68,848.	49,321.
f 82,117.		21,927.	60,190.
g 162,670.		34,638.	128,032.
h 5,219.		4,899.	320.
i 83,512.		71,070.	12,442.
j 1.			1.
k 37.		16.	21.
l 83,879.		60,164.	23,715.
m 251,639.		188,877.	62,762.
n 18.		9.	9.
o 49.		33.	16.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			115,988.
b			22.
c			67,637.
d			38,053.
e			49,321.
f			60,190.
g			128,032.
h			320.
i			12,442.
j			1.
k			21.
l			23,715.
m			62,762.
n			9.
o			16.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

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

2	
3	

EDWARD S & WINIFRED G MOSELEY FOUNDATION

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.)
a 974 CORTEVA INC		P	12/24/09	06/28/19
b 975 ABBOTT LABS		P	07/12/06	06/28/19
c 3000 PFIZER INC		P	03/01/16	06/28/19
d 1000 PFIZER INC		P	03/04/16	06/28/19
e 500 RAYTHEON		P	02/10/10	06/28/19
f 1000 RAYTHEON		P	06/23/11	06/28/19
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 28,506.		13,018.	15,488.
b 81,585.		20,858.	60,727.
c 130,354.		90,246.	40,108.
d 43,451.		29,848.	13,603.
e 88,111.		26,749.	61,362.
f 176,222.		48,030.	128,192.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			15,488.
b			60,727.
c			40,108.
d			13,603.
e			61,362.
f			128,192.
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	1,546,706.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	}	3	N/A

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)1a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1.

Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

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

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

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

3 Add lines 1 and 2

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

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

6 Credits/Payments:

a 2018 estimated tax payments and 2017 overpayment credited to 2018

6a 24,000.

b Exempt foreign organizations - tax withheld at source

6b 0.

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

6c 0.

d Backup withholding erroneously withheld

6d 0.

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

7 24,000.

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

8 0.

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

9 14,030.

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

10

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

Refunded ►

11

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

Yes No b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

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

Yes No

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

Yes No

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

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

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

Yes No

If "Yes," attach a detailed description of the activities.

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

Yes No

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

Yes No

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

Yes No If "Yes," attach the statement required by *General Instruction T*.

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

Yes No

- By language in the governing instrument, or
- By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV

N/A

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

Yes No

MA

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanationYes No

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV

Yes No

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

Yes No

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	11	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	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X
14 The books are in care of ► <u>C. T. BARROW, PRIO WEALTH</u> Located at ► <u>265 FRANKLIN ST 20FL, BOSTON, MA</u> Telephone no. ► <u>(617) 224-1900</u> ZIP+4 ► <u>02110</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A
16 At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	X

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions		
Organizations relying on a current notice regarding disaster assistance, check here ►		
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?		
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ► _____, _____, _____, _____, _____		
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.)		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
► _____, _____, _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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?		

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:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Yes	No
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	<input checked="" type="checkbox"/>		
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	<input type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b	<input checked="" type="checkbox"/>	
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A		
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
CHRISTOPHER T BARROW PRIO WEALTH, 265 FRANKLIN ST BOSTON, MA 02110	TRUSTEE 4.00	0.	0.	0.
ROGER D SCOVILLE PRIO WEALTH, 265 FRANKLIN ST BOSTON, MA 02110	TRUSTEE 2.00	0.	0.	0.
ROBERT G HOWE 311 E. MORSE BLVD, #6-21 WINTER PARK, FL 32789	TRUSTEE 7.50	10,000.	0.	0.
KAY HOWE 311 E. MORSE BLVD, #6-21 WINTER PARK, FL 32789	TRUSTEE 7.50	10,000.	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		
SEE STATEMENT 11		0.
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		
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 21,702,966.
b	Average of monthly cash balances	1b 1,113,629.
c	Fair market value of all other assets	1c
d	Total (add lines 1a, b, and c)	1d 22,816,595.
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 22,816,595.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 342,249.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 22,474,346.
6	Minimum investment return Enter 5% of line 5	6 1,123,717.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here ► and do not complete this part.)

1	Minimum investment return from Part X, line 6	1 1,123,717.
2a	Tax on investment income for 2018 from Part VI, line 5	2a 38,030.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b
c	Add lines 2a and 2b	2c 38,030.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 1,085,687.
4	Recoveries of amounts treated as qualifying distributions	4 0.
5	Add lines 3 and 4	5 1,085,687.
6	Deduction from distributable amount (see instructions)	6 0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7 1,085,687.

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 1,126,125.
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 1,126,125.
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 0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 1,126,125.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				1,085,687.
2 Undistributed income, if any, as of the end of 2018			0.	
a Enter amount for 2017 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013	87,581.			
b From 2014	56,965.			
c From 2015	157,710.			
d From 2016	172,369.			
e From 2017				
f Total of lines 3a through e	474,625.			
4 Qualifying distributions for 2018 from Part XII, line 4: ► \$ 1,126,125.			0.	
a Applied to 2017, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2018 distributable amount				1,085,687.
e Remaining amount distributed out of corpus	40,438.			
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:	515,063.			
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	87,581.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	427,482.			
10 Analysis of line 9:				
a Excess from 2014	56,965.			
b Excess from 2015	157,710.			
c Excess from 2016 ..	172,369.			
d Excess from 2017				
e Excess from 2018	40,438.			

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 XI 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 for active conduct of exempt

3 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).)

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	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				
ACTION INC 180 MAIN STREET <u>GLOUCESTER, MA 01930</u>	NONE	501(C)(3)	ALTERNATIVE EDUCATION	<u>15,000.</u>
PHILLIPS ACADEMY ABLS & PALS 180 MAIN STREET <u>ANDOVER, MA 01810</u>	NONE	501(C)(3)	ANDOVER BREAD LOAF ABL & PALS	<u>10,000.</u>
KINGSLEY PINES CAMP 51 COUGHLAN COVE ROAD RAYMOND, ME 04071	NONE	501(C)(3)	ASPIRATIONS PROGRAM: PROMOTING YOUTH DEVELOPMENT IN ESSEX COUNTY	<u>10,000.</u>
BEVERLY BOOTSTRAPS 371 CABOT STREET <u>BEVERLY, MA 01915</u>	NONE	501(C)(3)	KIDS HEALTHY EATING INITIATIVE	<u>15,000.</u>
BEVERLY CHILDREN'S LEARNING CENTER 550 CABOT STREET <u>BEVERLY, MA 01915</u>	NONE	501(C)(3)	REPLACE LIGHTING INSIDE AND OUTSIDE OF THE BUILDING	<u>10,000.</u>
Total	SEE CONTINUATION SHEET(S)			► 3a <u>1,070,750.</u>
b Approved for future payment				
NONE				
Total				► 3b <u>0.</u>

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
ANNA JACQUES COMMUNITY HEALTH FOUNDATION 25 HIGHLAND AVENUE <u>NEWBURYPORT, MA 01950</u>	NONE	501(C)(3)	MANDATORY REQUEST	<u>60,000.</u>
BLESSED STEPHEN BELLESINI O.S.A. ACADEMY 94 BRADFORD ST <u>LAWRENCE, MA 01840</u>	NONE	501(C)(3)	2018-19 ANNUAL FUND	<u>25,000.</u>
CHALLENGE UNLIMITED IRONSTONE FARM 450 LOWELL STREET <u>ANDOVER, MA 01810</u>	NONE	501(C)(3)	SUPPORT CHILDREN WITH BEHAVIOR DISORDERS	<u>10,000.</u>
BOYS & GIRLS CLUB OF LYNN 25 NORTH COMMON <u>LYNN, MA 01902</u>	NONE	501(C)(3)	YEAR-ROUND EDUCATION SUPPORT	<u>25,000.</u>
BOYS AND GIRLS CLUB OF HAVERHILL 55 EMERSON STREET <u>HAVERHILL, MA 01830</u>	NONE	501(C)(3)	SUMMER PROGRAM CAMP TASKER & AFTER SCHOOL TEEN PROGRAM	<u>25,000.</u>
BOYS AND GIRLS CLUB OF SALISBURY 18 MAPLE STREET <u>SALISBURY, MA 01952</u>	NONE	501(C)(3)	AFTER SCHOOL ENRICHMENT PROGRAM	<u>30,000.</u>
FIREHOUSE CENTER FOR THE ARTS MARKET SQUARE <u>NEWBURYPORT, MA 01950</u>	NONE	501(C)(3)	ARTS YOUTH EDUCATION PROGRAM	<u>25,000.</u>
COMMUNITY ACTION (HAVERHILL) 145 ESSEX STREET <u>HAVERHILL, MA 01832</u>	NONE	501(C)(3)	AMESBURY CENTER	<u>20,000.</u>
COR UNUM 118 SOUTH BROADWAY <u>LAWRENCE, MA 01843</u>	NONE	501(C)(3)	COR UNUM MEAL CENTER	<u>30,000.</u>
GREATER LAWRENCE FAMILY HEALTH CENTER 34 HAVERHILL STREET <u>LAWRENCE, MA 01841</u>	NONE	501(C)(3)	TRAIN PHYSICIANS FOR LOWER INCOME NEIGHBORHOODS	<u>40,000.</u>
<u>Total from continuation sheets</u>				<u>1,010,750.</u>

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CAHOLIC CHARITIES NORTH 117 NORTH COMMON STREET LYNN, MA 01902	NONE	501(C)(3)	SUPPORT PROGRAM COORDINATION POSITION FOR THE AGENCY'S ESOL IN LYNN & SALEM MA	30,000.
FAMILY & CHILDREN'S SERVICE OF GREATER LYNN 111 NORTH COMMON STREET LYNN, MA 01902	NONE	501(C)(3)	TEEN SCENE	5,000.
FAMILY SERVICES OF THE MERRIMACK VALLEY 430 NORTH CANAL STREET LAWRENCE, MA 01840	NONE	501(C)(3)	EDUCATION AND JOB TRANING PROGRAMS	15,000.
OPEN DOOR 28 EMERSON AVENUE GLOUCESTER, MA 01930	NONE	501(C)(3)	FOOD PANTRY	40,000.
GROUNDWORK LAWRENCE 50 ISLAND STREET, SUITE 101 LAWRENCE, MA 01840	NONE	501(C)(3)	GROUNDWORK LAWRENCE YOUTH EDUCATION PROGRAMS	15,000.
HAWC - HEALING ABUSE WORKING FOR CHANGE 27 CONGRESS STREET, SUITE 201 SALEM, MA 01970	NONE	501(C)(3)	CHILD TRAUMA RECOVERY PROGRAM	50,000.
RAW ART WORKS 37 CENTRAL SQUARE LYNN, MA 01901	NONE	501(C)(3)	FREE ARTS-BASED OUT OF SCHOOL TIME PROGRAMMING FOR UNDERSERVED YOUTH	20,000.
JEANNE GEIGER CRISIS CENTER TWO HARRIS STREET NEWBURYPORT, MA 01950	NONE	501(C)(3)	CHILDREN'S SAFETY PROJECT	50,000.
LA VIDA SCHOLARS 40 GREEN STREET LYNN, MA 01902	NONE	501(C)(3)	COLLEGE SCHOLARSHIPS	25,000.
UTEC - UNITED TEEN EQUALITY CENTER 15 WARREN STREET, #3 LOWELL, MA 01852	NONE	501(C)(3)	NEW OVEN FOR STUDENT RUN CAFE	10,000.
Total from continuation sheets				

Part XV | Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
LAZARUS HOUSE MINISTRIES INC P.O. BOX 408 <u>LAWRENCE, MA 01842</u>	NONE	501(C)(3)	PROVIDES MEALS AND HOUSING	25,000.
LOWELL'S MARITIME FOUNDATION (LOWELL'S BOAT SHOP) 459 MAIN ST <u>AMESBURY, MA 01913</u>	NONE	501(C)(3)	APPRENTICE PROGRAMS	15,000.
MERROHAWKE NATURE SCHOOL PO BOX 235, 54R MERRIMAC ST <u>NEWBURYPORT, MA 01950</u>	NONE	501(C)(3)	SCHOLARSHIPS FOR YOUTH AT SEA	5,000.
MID COAST HUNGER PREVENTION PROGRAM 12 TENNEY WAY <u>BRUNSWICK, ME 04011</u>	NONE	501(C)(3)	BACKPACK AND PANTRY PROGRAM	3,750.
NORTEHRN ESSEX COMMUNITY COLLEGE 100 ELLIOTT STREET <u>HAVERHILL, MA 01830</u>	NONE	501(C)(3)	SUMMER STEM PROGRAM	10,000.
GOVERNOR'S ACADEMY 1 ELM STREET <u>BYFIELD, MA 01922</u>	NONE	501(C)(3)	GOVSPLUS (POWERFUL LEARNERS UNLOCKING SUCCESS)	20,000.
NOTRE DAME CRISTO REY HIGH SCHOOL 303 HAVERHILL STREET <u>LAWRENCE, MA 01840</u>	NONE	501(C)(3)	EXPANDING NDCR'S COLLEGE AND ALUMNI COUNSELING PROGRAM	35,000.
MELMARK NEW ENGLAND 461 RIVER ROAD <u>ANDOVER, MA 01810</u>	NONE	501(C)(3)	STAFF TRAINING	5,000.
OUR NEIGHBORS' TABLE P.O. BOX 592, 145 MAIN STREET <u>AMESBURY, MA 01860</u>	NONE	501(C)(3)	FOOD PANTRY	25,000.
PATHWAYS FOR CHILDREN 29 EMERSON AVENUE <u>GLOUCESTER, MA 01930</u>	NONE	501(C)(3)	PARENT/CHILD NURTURING PROGRAM	20,000.
<u>Total from continuation sheets</u>				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
PINGREE SCHOOL 537 HIGHLAND STREET SOUTH HAMILTON, MA 01982	NONE	501(C)(3)	PREP AT PINGREE	25,000.
YWCA OF NEWBURYPORT 13 MARKET STREET NEWBURYPORT, MA 01950	NONE	501(C)(3)	CHILDREN'S CENTER (BABY SITTING)	20,000.
PREGNANCY CARE CENTER OF LAWRENCE 124 AMES ST LAWRENCE, MA 01841	NONE	501(C)(3)	COUNSELING/PROVIDES BABY ITEMS	17,000.
SALEM STATE UNIVERSITY FOUNDATION INC 352 LAFAYETTE ST SALEM, MA 01970	NONE	501(C)(3)	YOUTH AT RISK CONFERENCE	5,000.
KIPP ACADEMY 90 HIGH ROCK STREET LYNN, MA 01902	NONE	501(C)(3)	EXTRA CURRICULUM ACTIVITIES	50,000.
STRAIGHT AHEAD MINISTRIES 791 MAIN STREET WORCESTER, MA 01610	NONE	501(C)(3)	PREPARES YOUTH IN PRISON TO RE-ENTER SOCIETY	20,000.
SUENOS BASKETBALL 2 LINDEN ST LAWRENCE, MA 01841	NONE	501(C)(3)	SUMMER PROGRAM	5,000.
THE HAVEN PROJECT 57 MUNROE STREET LYNN, MA 01901	NONE	501(C)(3)	DROP-IN CENTER SERVICES	18,000.
NEW LIBERTY INNOVATION FUND 2 EAST INDIA SQUARE SALEM, MA 01970	NONE	501(C)(3)	SUPPORT NEW LIBERTY INNOVATION FUND	3,000.
THE PETTENGILL HOUSE, INC 13 LAFAYETTE ROAD SALISBURY, MA 01952	NONE	501(C)(3)	SUPPORT PETTENGILL HOUSE	50,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Part XVI-A Analysis of Income-Producing Activities

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
	(a) Business code	(b) Amount	(c) Exclu- sion 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	435,776.	
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			14	1,546,706.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		1,982,482.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	1,982,482.
(See worksheet in line 13 instructions to verify calculations.)					

Relationship of Activities to the Accomplishment of Exempt Purposes

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
STATE STREET BANK-NOMINEE	435,776.	0.	435,776.	435,776.	
TO PART I, LINE 4	435,776.	0.	435,776.	435,776.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAX PREPARATION	4,300.	2,881.		1,419.	
TO FORM 990-PF, PG 1, LN 16B	4,300.	2,881.		1,419.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MGMT FEE	101,537.	68,030.		33,507.	
CUSTODIAL FEES	5,997.	5,997.		0.	
TO FORM 990-PF, PG 1, LN 16C	107,534.	74,027.		33,507.	

FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	3,884.	3,884.		0.	
EXCISE TAX	37,537.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	41,421.	3,884.		0.	

FORM 990-PF

OTHER EXPENSES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FORM PC FILING FEE	125.	0.		0.
ADR FEES	173.	173.		0.
TO FORM 990-PF, PG 1, LN 23	298.	173.		0.

FOOTNOTES

STATEMENT

6

PART VIII

CHRISTOPHER T BARROW AND ROGER G SCOVILLE, TRUSTEES, ARE RETIRED PRINCIPALS OF THE INVESTMENT FIRM, PRIO WEALTH. THEY EACH PROVIDE INVESTMENT MANAGEMENT AND HAVE BEEN COMPENSATED FOR THEIR INVESTMENT SERVICES IN ACCORDANCE WITH THE COMPANY'S STANDARD RATE SCHEDULE. PRIO WEALTH WAS FORMERLY SEAWARD MANAGEMENT LP.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US TREASURY NOTES 2.75% 6/30/25	X		252,637.	263,095.
US TREASURY BILLS	X		494,150.	498,910.
US TREASURY BILLS	X		494,551.	497,910.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,241,338.	1,259,915.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,241,338.	1,259,915.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
3M CO	109,545.	260,010.
ABBOTT LABORATORIES	171,137.	672,800.
ALPHABET INC CL A(GOOGLE INC-A)	98,698.	324,840.
ALPHABET INC CL A(GOOGLE INC-CL C)	264,541.	648,546.
AMAZON COM INC	82,930.	284,045.
AMGEN	132,560.	368,560.
APPLE INC	189,245.	989,600.
AUTOMATIC DATA PROCESSING	104,281.	495,990.
BANK OF AMERICA	293,606.	507,500.
BECTON DICKINSON & CO	127,306.	378,015.
BOOKING HOLDINGS INC (FORMERLY THE PRICELINE GROUP)	199,236.	328,074.
BOSTON SCIENTIFIC CORP	330,941.	515,760.
CHUBB LTD	267,370.	354,527.
COCA COLA CO	133,148.	310,612.
CONOCOPHILIPS	260,089.	305,000.
DEERE & CO	148,361.	331,420.
DIAGEO PLC ADR	208,356.	516,960.
DISNEY (THE WALT) COMPANY	388,929.	488,740.
EXXON MOBIL CORP	446,670.	536,410.
FACEBOOK INC	293,941.	579,000.
GENERAL ELECTRIC	496,650.	157,500.
GOLDMAN SACHS GROUP INC	327,496.	409,200.
HOME DEPOT INC	283,326.	519,925.
INTEL CORP	133,200.	287,220.
MCDONALDS CORP	72,292.	259,575.
MERCK & CO INC	347,460.	461,175.
ORACLE CORP	371,520.	569,700.
PEPSICO INC	186,145.	393,390.

PFIZER INC	149,169.	216,600.
PHILLIPS 66-W/I	129,577.	369,483.
PROCTER & GAMBLE	125,224.	241,230.
SALESFORCE COM	163,753.	606,920.
SCHLUMBERGER	254,557.	119,220.
THERMO FISHER SCIENTIFIC INC	127,711.	704,832.
TORONTO DOMINION BANK	239,221.	350,160.
UNION PACIFIC CORP	53,647.	338,220.
UNITED PARCEL SERVICE INC-B	353,383.	340,791.
UNITED TECHNOLOGIES CORP	121,143.	221,340.
VANGUARD FTSE ALL-WORLD EX-US INDEX	144,738.	137,673.
WAL-MART STORES INC	428,190.	626,478.
DOW INC	23,513.	48,028.
DUPONT DE NEMOURS INC	35,884.	73,118.
EBAY INC	223,645.	237,000.
NORTHERN TRUST CORP	294,100.	252,000.
SCHWAB CHARLES CORP	299,971.	233,102.
XYLEM INC	311,344.	368,016.
NOKIA CORP	277,826.	225,450.
SMITH & NEPHEW PLC	345,968.	383,152.

TOTAL TO FORM 990-PF, PART II, LINE 10B

10,571,543.

18,346,907.

FORM 990-PF	CORPORATE BONDS	STATEMENT .9
DESCRIPTION		FAIR MARKET BOOK VALUE VALUE
APPLE INC 2.15%	250,147.	250,982.
CAP ONE FINL CO V/R	250,254.	249,348.
CHEVRON CORP 2.427% 6/24/20	200,306.	200,184.
DEERE & CO 2.60%	203,041.	202,380.
GOLDMAN SACHS GROUP 2.6%, 4/23/20	249,795.	250,477.
HOME DEPOT INC 2.70%	253,862.	255,523.
INTEL CORP 2.7%	200,952.	203,490.
JP MORGAN CHASE & CO 2.4%	252,240.	250,675.
WAL-MART STORE INC 2.35%	244,701.	247,749.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,105,298.	2,110,808.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VANGUARD INTM TERM INV'T GRADE	COST	412,811.	423,277.
TOTAL TO FORM 990-PF, PART II, LINE 13		412,811.	423,277.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 11

ACTIVITY ONE

THE EDWARD S & WINIFRED G MOSELEY FOUNDATION WAS CREATED TO PROVIDE FINANCIAL SUPPORT TO CHARITABLE ORGANIZATIONS WHICH ARE ENTITLED TO EXEMPTION UNDER SECTION 501(C)(3) OF THE IRS CODE OF 1986. THE FOUNDATION FURTHER LIMITS ITS SUPPORT TO ORGANIZATIONS WHICH FOSTER THE HEALTH, EDUCATION, SAFETY OR WELFARE OF CHILDREN, WITH PARTICULAR ATTENTION TO (BUT NOT LIMITED TO) ORGANIZATIONS, ORGANIZED AND OPERATING WITHIN THE GREATER BOSTON AREA. THE TRUSTEES FOCUS ON ORGANIZATIONS THAT SUPPORT FAMILIES AS WELL AS CHILDREN.

TO FORM 990-PF, PART IX-A, LINE 1

EXPENSES

0.