

Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0047

Department of the Treasury
Internal Revenue Service

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

▶ Go to www.irs.gov/Form990PF for instructions and the latest information.**2019**

Open to Public Inspection

For calendar year 2019 or tax year beginning December 1, 2019, and ending November 30, 2019

Name of foundation

Baker Brook Foundation: H Leonard, K Angell, W Leonard, D Leonard Co-Trustees

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

267 Main Street

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

Concord, MA 01742

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) ▶ \$ **884,238**

J Accounting method: ☒ Cash ☐ Accrual

☐ Other (specify) _____

(Part I, column (d), must be on cash basis.)

A Employer identification number**04 6879863****B** Telephone number (see instructions)**978 369 0854****C** If exemption application is pending, check here ☐**D** 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) (see instructions))

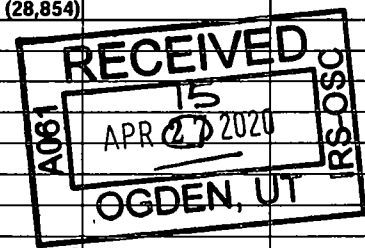
	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)	70			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	573	573		
4 Dividends and interest from securities	20,687	20,687		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	(50,114)			
b Gross sales price for all assets on line 6a	100,737			
7 Capital gain net income (from Part IV, line 2)		(50,114)		
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) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	(28,784)	(28,854)		
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	0	0		0
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	70	70		70
24 Total operating and administrative expenses. Add lines 13 through 23	70	70		70
25 Contributions, gifts, grants paid	102,750			102,750
26 Total expenses and disbursements. Add lines 24 and 25	102,820	70		102,820
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	(131,604)			
b Net investment income (if negative, enter -0-)		-0-		
c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form **990-PF** (2019)

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	3,688	2,248	2,248
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	573,066	437,288	687,189
	c Investments—corporate bonds (attach schedule)	188,995	194,609	194,800
	11 Investments—land, buildings, and equipment, basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment, basis ▶ Less: accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	765,749	634,145	884,238	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/> and complete lines 24, 25, 29, and 30.			
	24 Net assets without donor restrictions	765,749	634,145	
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ <input type="checkbox"/> and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
	29 Total net assets or fund balances (see instructions)	765,749	634,145	
30 Total liabilities and net assets/fund balances (see instructions)	765,749	634,145		

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 29 (must agree with end-of-year figure reported on prior year's return)	1	765,749
2 Enter amount from Part I, line 27a	2	(131,604)
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	634,145
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29	6	634,145

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 See Schedule G				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
a				
b				
c				
d				
e				
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):		If gain, also enter in Part I, line 8, column (c) See instructions. If (loss), enter -0- in Part I, line 8		3

(50,114)**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))
2018			
2017			
2016			
2015			
2014			
2 Total of line 1, column (d)			2
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
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
8 Enter qualifying distributions from Part XII, line 4			8

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b	1	-0-
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	2	-0-
3	Add lines 1 and 2	3	-0-
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4	-0-
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	-0-
6	Credits/Payments:		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	1,619
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	1,619
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	-0-
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,619
11	Enter the amount of line 10 to be: Credited to 2020 estimated tax 1,619 Refunded	11	-0-

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		✓
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		✓
c Did the foundation file Form 1120-POL for this year?		✓
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ -0- (2) On foundation managers. ▶ \$ -0-		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ -0-		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		✓
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i> .		✓
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	✓	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. ▶ Massachusetts		
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 <i>General Instruction G</i> ? If "No," attach explanation	✓	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV		✓
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		✓

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		✓
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		✓
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>n/a</u>	✓	
14 The books are in care of ► <u>Herman B. Leonard, Co-Trustee</u> Telephone no. ► <u>978 369 0854</u> Located at ► <u>267 Main Street Concord MA 01742</u> ZIP+4 ► <u>01742-2405</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		<input type="checkbox"/>
	15	
16 At any time during calendar year 2019, 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 ►		

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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	1b	
Organizations relying on a current notice regarding disaster assistance, check here ► <input type="checkbox"/>		
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 2019?	1c	✓
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 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2019 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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 2019?	4b	✓

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

5a	During the year, did the foundation pay or incur any amount to:		Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<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		5b	
	Organizations relying on a current notice regarding disaster assistance, check here	<input 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?	<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?		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?	<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. See instructions.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Herman B. Leonard				
267 Main Street Concord MA 01742	Co-Trustee / 1	-0-	-0-	-0-
Kathryn A. Angell				
267 Main Street Concord MA 01742	Co-Trustee / 2	-0-	-0-	-0-
Whitney A. Leonard				
1841 Toklat Street Anchorage AK 99508	Co-Trustee / 2	-0-	-0-	-0-
Dana A. Leonard				
655 Bradford Street #236 Redwood City CA 94063	Co-Trustee / 2	-0-	-0-	-0-

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

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

Total number of other employees paid over \$50,000 **NONE**

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

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

[illegible]**Total number of others receiving over \$50,000 for professional services**

NONE

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 | No direct activities; all activities are grants to 501c(3) organizations | NONE |
| 2 | | |
| 3 | | |
| 4 | | |

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

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

Amount

- | | | |
|--|------|------|
| 1 | NONE | |
| 2 | | NONE |
| All other program-related investments See instructions | | |
| 3 | | |

Total. Add lines 1 through 3

NONE

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	836,888
b	Average of monthly cash balances	1b	22,300
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	859,188
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	-0-
3	Subtract line 2 from line 1d	3	859,188
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	12,888
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	846,301
6	Minimum investment return. Enter 5% of line 5	6	42,315

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	42,315
2a	Tax on investment income for 2019 from Part VI, line 5	2a	-0-
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	-0-
c	Add lines 2a and 2b	2c	-0-
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	42,315
4	Recoveries of amounts treated as qualifying distributions	4	-0-
5	Add lines 3 and 4	5	42,315
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	42,315

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	102,820
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	-0-
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	-0-
b	Cash distribution test (attach the required schedule)	3b	-0-
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	102,820
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions	5	-0-
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	102,820

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 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				42,315
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only			(40,571)	
b Total for prior years. 20____, 20____, 20____		-0-		
3 Excess distributions carryover, if any, to 2019:				
a From 2014				
b From 2015				
c From 2016				
d From 2017				
e From 2018				
f Total of lines 3a through e	-0-			
4 Qualifying distributions for 2019 from Part XII, line 4: ► \$ 102,820				
a Applied to 2018, but not more than line 2a			(40,571)	
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 2019 distributable amount				143,391
e Remaining amount distributed out of corpus	-0-			
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a).)	-0-			-0-
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	-0-			
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 2018. Subtract line 4a from line 2a. Taxable amount—see instructions			-0-	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				(101,076)
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 2014 not applied on line 5 or line 7 (see instructions)	-0-			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	-0-			
10 Analysis of line 9:				
a Excess from 2015				
b Excess from 2016				
c Excess from 2017				
d Excess from 2018				
e Excess from 2019				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, 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)

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

Tax year	Prior 3 years			(e) Total
(a) 2019	(b) 2018	(c) 2017	(d) 2016	
b 85% of line 2a				
c Qualifying distributions from Part XII, line 4, for each year listed				
d Amounts included in line 2c not used directly for active conduct of exempt activities				
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				
3 Complete 3a, b, or c for the alternative test relied upon:				
a "Assets" alternative test—enter:				
(1) Value of all assets				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6, for each year listed				
c "Support" alternative test—enter:				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				
(3) Largest amount of support from an exempt organization				
(4) Gross investment income				

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

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

Herman B. Leonard, Co-Trustee

- 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. See instructions

- a** The name, address, and telephone number or email address of the person to whom applications should be addressed:
- b** The form in which applications should be submitted and information and materials they should include:
- c** Any submission deadlines:
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	✓
	(2) Other assets	1a(2)	✓
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	✓
	(3) Rental of facilities, equipment, or other assets	1b(3)	✓
	(4) Reimbursement arrangements	1b(4)	✓
	(5) Loans or loan guarantees	1b(5)	✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)	✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	✓
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received		



[illegible]

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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


 Signature of officer or trustee
 
 Date
 Co-Trustee
 Title

May the IRS discuss this return with the preparer shown below? See instructions ☐ Yes ☒ No

Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check <input type="checkbox"/> if self-employed	PTIN	
	Firm's name ▶					Firm's EIN ▶		
	Firm's address ▶					Phone no		

Schedule A

Baker Brook Foundation

FY 2019

December 1, 2018 -- November 30, 2019

Schedule of Professional Fees

FY 2019 Form 990 PF Part I Line 16c

Financial investment advisory fees	0
Total	0

Schedule B

Baker Brook Foundation

FY 2019

December 1, 2018 -- November 30, 2019

Schedule of Tax Payments

FY 2019 Form 990 PF Part I Line 18

Federal investment income tax payments:	
FY2019 paid with prior year Form 990PF	0
Est tx 3/24/2019 by EFTPS by HBLEonard	0
Total taxes paid	0

Schedule C

Baker Brook Foundation

FY 2019

December 1, 2018 -- November 30, 2019

Schedule of Other Expenses

FY 2019 Form 990 PF Part I Line 23

State Registration Fee	70
Supplies	0
Banking Fee	0
Total Other Expenses	70

Schedule D

Baker Brook Foundation

FY 2019

December 1, 2018 -- November 30, 2019

Statement of Revenues and Expenses

FY 2019 Form 990 PF Part I

	Actual	IRS Basis
Revenues		
Gifts	70	70
Non-capital gains investment income		
Int on savings	573	
Div and int from sec	20,687	
Total	21,260	21,260
Capital gains investment income	-50,114	0
Total Revenues	-28,784	21,330

Contributions and Expenses

Contributions Paid

AFS Intercultural Programs/USA	500
ACLU Foundation	5,000
AIDS Action Committee of MA	500
Alaska Conservation Foundation	1,250
Americans for Peace Now	250
Boston Women's Fund	1,000
Casa Myrna Vasquez	1,000
Center for Reproductive Rights	5,000
Conservation Law Foundation	5,000
Council on American-Islamic Relations	1,500
Defenders of Wildlife	1,250
Gorongosa Project	1,000
Earthjustice	8,000
Environmental Defense Fund	2,500
Gay and Lesbian Alliance Against Defamation	1,500
Global Fund for Women	2,500
Grassroots International	250
Greater Yellowstone Coalition	500
Honor the Earth	2,500
Indian Law Resource Center	3,500
Lawyer's Committee for Civil Rights	10,000
Mass. Center for Native American Affairs	750
Medical Students for Choice	5,000
Mercy Corps	2,000
Mountain Institute	0
National Center for Lesbian Rights	6,750
National Immigrant Law Center	6,000
National Parks Conservation Association	500
National Women's Law Center	8,000

Statement of Revenues and Expenses
 FY 2019 Form 990 Part I
 December 31, 2019
 Wild Things Unlimited
 Vermont Natural Resources Cour 250
 Union of Concerned Scientists 1,500
 Trustees for Alaska 5,000
 The American Chestnut Foundati 19
 Southern Poverty Law Center 250
 Sierra Club Foundation 500
 Planned Parenthood Federation c 5,750
 Peaceful Tomorrows 5,000
 Natural Resources Defense Coun 4,500

Actual	Revenues	Total Contributions Paid
102,750	102,750	102,750
Expenses		
Investment advisory fees	Non-capital gains investment income	
Investment interest	Interest savings	
Fed 2% inv inc exc tx w/prior yr	Dividnd int from	
51,200	51,200	
	Fed 2% inv inc exc estimated tax	
	0	
Other expenses:		
State registration fee	Capital gains income	
Supplies	0	
Legal expenses	0	
51,330	51,330	

Actual	Contributions Paid	Total Expenses
70	70	70
102,820	102,820	102,820
Excess of Revenues over Contributions and Expenses		
409,131	-131,604	-81,490
8,000	National Women's Law Center	
500	National Parks Conservation Ass	
6,000	National Immigrant Law Center	
6,750	National Center for Lesbian Right	
0	Mountain Institute	
2,000	Mercy Corps	
5,000	Medical Students for Choice	
750	Mass Center for Native American	
10,000	Lawyer's Committee for Civil Right	
3,500	Indian Law Resource Center	
2,500	Honor the Earth	
2,500	Greater Yellowstone Coalition	
500	Grassroots International	
250	Global Fund for Women	
2,500	Gay and Lesbian Alliance Against	
1,500	Environmental Defense Fund	
2,500	Earthjustice	
8,000	Gorongosa Project	
1,000	Defenders of Wildlife	
1,250	Council on American-Islamic Rel	
1,500	Conservation Law Foundation	
2,000	Center for Reproductive Rights	
2,000	Casa Alyssa Vasquez	
1,000	Boston Women's Fund	
1,000	American for Peace Now	
250	Alaska Conservation	

Schedule E

Baker Brook Foundation

FY 2019

December 1, 2018 -- November 30, 2019

Statement of Assets and Liabilities

FY 2019 Form 990 PF Part II

	At Market Value	At Book Value	At Donor's Basis
Cash and Cash Equivalent	2,248	2,248	2,248
Less Checks Outstanding	0	0	0
Net Cash due from Unsettled Trades	0	0	0
Total, Cash Assets	2,248	2,248	2,248
Corporate Bonds and Mutual Funds	194,800	194,609	194,609
Equities and Mutual Funds	687,189	437,288	395,363
Total, All Financial Assets	884,238	634,145	592,220

Schedule F

Baker Brook Foundation

FY 2019

December 1, 2018 – November 30, 2019

Schedule of Corporate Investments

FY 2019 Form 990 PF Part II Lines 1, 10b, 10c

	Book Value	Market Value
Cash and Cash Equivalent	2,248	2,248
Less Checks Outstanding	0	0
Net Cash due from Unsettled Trades	0	0
<hr/>		
Total, Cash Assets	2,248	2,248
Corporate Bonds (Mutual Funds)	194,609	194,800
Corporate Equities and Stock Mutual Funds	437,288	687,189
<hr/>		
Total, All Financial Assets	634,145	884,238

Summary of Equity and Mutual Fund Assets:

				Totals	631,897	881,989.54
Purch Date	Shares	Company		Basis	Tot Basis	Mkt Price Mkt Val
Donor stock:						
18-Oct-18	916	Vernt (Comverse founder stock after divisions)		45.7700	41,925	48.61 44,527
Acquired Stock and Mutual Funds:						
(insert below this row)						
Stock	12-Jul-10	689.321 Emerg Mkts Stk Idx Adm (VEMAX)		33.11	22,820.40	34.98 24,112.44
Stock	12-Jul-10	527.647 Energy Fund Adm (VGELX)		98.84	52,153.25	86.44 45,609.80
Bonds	12-Jul-10	0.000 Infl Prot Sec Adm (VAIPX)			0.00	0.00 0.00
Stock	12-Jul-10	3145.811 Intl Value Fund (VTRIX)		28.32	89,086.97	37.09 116,678.12
Stock	12-Jul-10	951.143 Mid-Cap Index Fund Adm (VIMAX)		105.91	100,735.41	216.65 206,065.13
Bonds	12-Jul-10	18154.726 Short Term Inv Gr Adm (VFSUX)		10.72	194,609.13	10.73 194,800.20
Stock	12-Jul-10	860.316 500 Index Fund Adm (VFIAX)		151.77	130,566.61	290.82 250,197.09

Schedule G

Baker Brook Foundation

FY 2019

December 1, 2018 -- November 30, 2019

Schedule of Capital Gains and Losses

FY 2019 Form 990 PF Part IV

Purch Date	Shares	Company	Basis	Tot Basis	Sale Date	Sale Price	Sale Cst	Proceeds	Gain/Loss
		Totals		150,851.07				100,736.82	-50,114.25
		(add below this line)							
1-Jul-10		Emerg Mkts Stk Idx Adm (VEMAX)	-	-				-	0.00
1-Jul-10		Energy Fund Adm (VGELX)	-	-				-	0.00
1-Jul-10		Infl Prot Sec Adm (VAIPX)	-	-				-	0.00
1-Jul-10		Intl Value Fund (VTRIX)	-	-				-	0.00
1-Jul-10		Mid-Cap Index Fund Adm (VIMAX)	-	-				-	0.00
1-Jul-10		Short Term Inv Gr Adm (VFSUX)	-	-				-	0.00
1-Jul-10		500 Index Fund Adm (VFIAX)	-	-				-	0.00
18-Oct-18	1991	VERINT	91,128.07	3-Dec-18	44.77192			89,140.89	(1,987.18)
23-Apr-99	259	VERINT	59,723.00	3-Dec-18	44.77192			11,595.93	(48,127.07)

Schedule H

Baker Brook Foundation

FY 2019

December 1, 2018 – November 30, 2019

Schedule of Grants and Contributions Paid

FY 2019 Form 990 PF Part XV line 3a

Index	Name of Organization	Relnshp to mgr or contributor	Status	Purpose	Amount
1	AFS Intercultural Programs/USA 120 Wall St 4th Fl New York, NY 10269	none	501c(3)	build worldwide understanding through intercultural learning experiences	500
2	ACLU Foundation 125 Broad Street, 18th Floor New York, NY 10004	none	501c(3)	defend and preserve the individual right liberties guaranteed by the Constitution and laws of the United States	5,000
3	AIDS Action Committee of MA 75 Amory Street Boston, MA 02119	none	501c(3)	prevent new HIV infections & optimize health of those infected	500
4	Alaska Conservation Foundation 911 West 8th Avenue, Suite 300 Anchorage, AK 99501	none	501c(3)	protect Alaskan ecosystems	1,250
5	Americans for Peace Now 2100 M St NW, Suite 619 Washington, D.C. 20037	none	501c(3)	respect rights as seek comprehensive political settlement in Mid-East	250
6	Boston Women's Fund 14 Beacon Street Suite 805 Boston MA 02108	none	501c(3)	women's empowerment grants	1,000
7	Casa Myrna Vasquez PO Box 180019 Boston, MA 02118	none	501c(3)	eradicate violence against women and children and work for social justice	1,000
8	Center for Reproductive Rights 199 Water St, 22nd Fl New York, NY 10038	none	501c(3)	use the law to advance reproductive freedom as fundamental human right	5,000
9	Conservation Law Foundation 62 Summer Street Boston, MA 02110-1016	none	501c(3)	protect New England's environment for benefit of all people	5,000
10	Council on American-Islamic Relations 453 New Jersey Avenue, SE Washington, DC 20003	none	501c(3)	enhance understanding of Islam and bu that promote justice and mutual understanding	1,500
11	Defenders of Wildlife 1130 17th St NW Washington, DC 20036	none	501c(3)	conserve native wild animals and protect habitats	1,250
12	Gorongosa Project	none	501c(3)	Cyclone relief fund for Gorongosa	1,000

313 N. Water Ave
Idaho Falls ID 83402

National Park, Mozambique

13 Earthjustice 50 California St., Suite 500 San Francisco, CA 94111	none	501c(3)	protect national parks, wildlife habitat, achieve environmental justice	8,000
14 Environmental Defense Fund PO Box 5055 Hagerstown, MD 21741	none	501c(3)	protect & defend natural environment & wildlife	2,500
15 Gay and Lesbian Alliance Against Defamation 5455 Wilshire Boulevard #1500 Los Angeles CA 90036	none	501c(3)	promote and ensure fair, inclusive representation as means to eliminate homophobia	1,500
16 Global Fund for Women 222 Sutter Street, Suite 500 San Francisco, CA 94108	none	501c(3)	women's rights organizations worldwide grants	2,500
17 Grassroots International 179 Boylston Street Boston, MA 02130	none	501c(3)	promote global justice through partnerships with social change organizations	250
18 Greater Yellowstone Coalition 215 S. Wallace Ave. Bozeman MT 59715	none	501c(3)	conserve and protect Greater Yellowstone ecosystem	500
19 Honor the Earth 607 Main Ave PO Box 63 Callaway, MN 56521	none	501c(3)	create awareness & support for Native environmental issues & develop resources for sustainable Native communities	2,500
20 Indian Law Resource Center 602 North Ewing Street Helena MT 59601	none	501c(3)	legal assistance to Native tribes and nations	3,500
21 Lawyer's Committee for Civil Rights Under Law 1401 New York Ave NW #400 Washington, DC 20005	none	501c(3)	secure equal justice for all through the law	10,000
22 Mass. Center for Native American Awareness P O Box 5885 Boston, MA 02114	none	501c(3)	provide educational programs to confront & correct misconceptions & stereotypes about Native American history & issues	750
23 Medical Students for Choice PO Box 40188 Philadelphia, PA 19106	none	501c(3)	ensuring full range of reproductive health care choices	5,000
24 Mercy Corps PO Box 2669 Portland, OR 97208	none	501c(3)	humanitarian relief & development programs	2,000
25 Mountain Institute PO Box 100 Boulder, CO 80501	none	501c(3)	advance mountain cultures & conservation	0

	3000 Connecticut Ave NW, Suite 101 Washington, DC 20008			preserve mountain environments	
26	National Center for Lesbian Rights 870 Market Street, Suite 370 San Francisco CA 94102	none	501c(3)	advance legal and human rights of lesbian, gay, bisexual, and transgender people	6,750
27	National Immigrant Law Center 3435 Wilshire Blvd , Suite 1600 Los Angeles, CA 90010	none	501c(3)	defend and advance the rights of low-income immigrants	6,000
28	National Parks Conservation Associatio 777 6th St NW, Suite 700 Washington, DC 20001	none	501c(3)	protect & enhance national park system	500
29	National Women's Law Center 11 Dupont Circle NW, Suite 800 Washington, D C 20036	none	501c(3)	protect and promote equality and oppor for women and families	8,000
30	Natural Resources Defense Council 40 West 20th St New York, NY 10011	none	501c(3)	environmental sustainability & justice	4,500
31	Peaceful Tomorrows P O. Box 20145 Park West Finance Station New York, NY 10025	none	501c(3)	seek peaceful options in search for justice by identifying commonality with other people	500
32	Planned Parenthood Federation of Ame 434 West 33rd St , Fl 12 New York, NY 10001	none	501c(3)	reproductive health care services & education	5,750
33	Sierra Club Foundation 85 Second Street, Suite 750 San Francisco, CA 94105	none	501c(3)	protect the environment, provide urban children with outdoor environmental opportunities through Inspiring Connections Outdoor	500
34	Southern Poverty Law Center 400 Washington Avenue Montgomery, AL 36104	none	501c(3)	battle racial and social injustice by fighti teaching tolerance, and seeking justice	250
35	The American Chestnut Foundation 50 N Merrimon Ave , Suite 115 Asheville, NC 28804	none	501c(3)	restore American chestnut trees to Eastern forests	500
36	Trustees for Alaska 1026 West Fourth Avenue, Suite 201 Anchorage, AK 99501	none	501c(3)	use the law to protect and defend Alask waters, clean air, wildlife, and people	5,000
37	Union of Concerned Scientists Two Brattle Square Cambridge, MA 02138	none	501c(3)	develop & implement solutions to press including climate change and misinformation	1,500
38	Vermont Natural Resources Council 9 Bailey Avenue Montpelier VT 05602	none	501c(3)	protect Vermont's natural resources and environment	250
39	Wild Things Unlimited PO Box 1522 Bozeman, MT 59771	none	501c(3)	increase effectiveness of wildlife management	500

Total Contributions and Grants Paid

102,750