

EXTENDED TO NOVEMBER 16, 2020

## Return of Private Foundation

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

Form 990-PF

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](http://www.irs.gov/Form990PF) for instructions and the latest information.

OMB No. 1545-0047

2019

Open to Public Inspection

For calendar year 2019 or tax year beginning

, and ending

Name of foundation <b>WAGNER FOUNDATION</b> <b>#0746800</b>		A Employer identification number <b>20-6079941</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>NUTTER MCCLENNEN FISH LLP POB 51400</b>	Room/suite	B Telephone number <b>617-439-2498</b>
City or town, state or province, country, and ZIP or foreign postal code <b>BOSTON, MA 02205</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input checked="" type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 167164209.</b>	J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)
Revenue	1 Contributions, gifts, grants, etc., received	20000000.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	226246.	226246.		STATEMENT 1
	4 Dividends and interest from securities	2566275.	2556196.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	11559124.			
	b Gross sales price for all assets on line 6a	56206732.			
	7 Capital gain net income (from Part IV, line 2)		11559124.		
	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	-187179.	-187179.		STATEMENT 3	
12 Total Add lines 1 through 11	34164466.	14154387.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	18000.	13500.		4500.
	b Accounting fees STMT 5	4000.	3000.		1000.
	c Other professional fees STMT 6	10085.	7564.		2520.
	17 Interest				
	18 Taxes STMT 7	73109.	43109.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 8	1369268.	1007378.		336790.
	24 Total operating and administrative expenses Add lines 13 through 23	1474462.	1074551.		344810.
	25 Contributions, gifts, grants paid	9091690.			9091690.
26 Total expenses and disbursements Add lines 24 and 25	10566152.	1074551.		9436500.	
27 Subtract line 26 from line 12	23598314.				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		13079836.			
c Adjusted net income (if negative, enter -0-)			N/A		

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
Assets	1 Cash - non-interest-bearing	499.	602.	602.
	2 Savings and temporary cash investments	17019627.	1428117.	1428117.
	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			
	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			
	b Investments - corporate stock STMT 9	40576307.	58238743.	60642264.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 10	72099055.	93626340.	105093226.	
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)	129695488.	153293802.	167164209.	
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			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input type="checkbox"/>			
	and complete lines 24, 25, 29, and 30			
	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 26 through 30			
	26 Capital stock, trust principal, or current funds	0.	0.	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
28 Retained earnings, accumulated income, endowment, or other funds	129695488.	153293802.		
29 Total net assets or fund balances	129695488.	153293802.		
30 Total liabilities and net assets/fund balances	129695488.	153293802.		

**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	129695488.
2 Enter amount from Part I, line 27a	2	23598314.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	153293802.
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 29	6	153293802.

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**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 <b>SEE ATTACHED STATEMENTS</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 <b>56206732.</b>		<b>44647608.</b>	<b>11559124.</b>

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			<b>11559124.</b>

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	<b>11559124.</b>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div> <div>If gain, also enter in Part I, line 8, column (c)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	3	<b>N/A</b>

**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	<b>7589104.</b>	<b>131902842.</b>	<b>.057536</b>
2017	<b>4266525.</b>	<b>113217018.</b>	<b>.037684</b>
2016	<b>4247623.</b>	<b>94722183.</b>	<b>.044843</b>
2015	<b>5006194.</b>	<b>104336909.</b>	<b>.047981</b>
2014	<b>4673834.</b>	<b>80362043.</b>	<b>.058160</b>

2 Total of line 1, column (d)	2	<b>.246204</b>
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 50, or by the number of years the foundation has been in existence if less than 5 years	3	<b>.049241</b>
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	<b>144414354.</b>
5 Multiply line 4 by line 3	5	<b>7111107.</b>
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	<b>130798.</b>
7 Add lines 5 and 6	7	<b>7241905.</b>
8 Enter qualifying distributions from Part XII, line 4	8	<b>9436500.</b>

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

Part VI

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

1a

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

b

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

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-)	0.
3	Add lines 1 and 2	130798.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	0.
5	<b>Tax based on investment income</b> Subtract line 4 from line 3. If zero or less, enter -0-	130798.

6

Credits/Payments:

6a	2019 estimated tax payments and 2018 overpayment credited to 2019	64890.
6b	Exempt foreign organizations - tax withheld at source	0.
6c	Tax paid with application for extension of time to file (Form 8868)	30000.
6d	Backup withholding erroneously withheld	0.

7	Total credits and payments. Add lines 6a through 6d	94890.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	0.
9	<b>Tax due</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	35908.
10	<b>Overpayment</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	
11	Enter the amount of line 10 to be <b>Credited to 2020 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	

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?		X
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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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		X
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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
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 General Instruction T		X
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?		X
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	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions <input type="checkbox"/> <u>MA</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

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**Part VII-A** Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	X	
14 The books are in care of ► <u>NUTTER, MCCLENNEN &amp; FISH, LLP</u> Telephone no. ► <u>617-439-2498</u> Located at ► <u>SEAPORT WEST 155 SEAPORT BLVD, BOSTON, MA</u> ZIP+4 ► <u>02210-2604</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		
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 ►		X

**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 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 2019?		X
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 ►		
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 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)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
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?		X

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

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

☐

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No

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

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?

☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, and foundation managers and their compensation.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
HERBERT S. WAGNER III	TRUSTEE			
P.O. BOX 51400				
BOSTON, MA 02205	0.00	0.	0.	0.
CHARLOTTE R. CRAMER WAGNER	TRUSTEE			
P.O. BOX 51400				
BOSTON, MA 02205	0.00	0.	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

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

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

## Expenses

Amount

**Total.** Add lines 1 through 3

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	45924577.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	10771681.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	89917299.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	146613557.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	146613557.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	2199203.
<b>5</b>	<b>Net value of noncharitable-use assets</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	144414354.
<b>6</b>	<b>Minimum investment return</b> Enter 5% of line 5	<b>6</b>	7220718.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	7220718.
<b>2a</b>	Tax on investment income for 2019 from Part VI, line 5	<b>2a</b>	130798.
<b>b</b>	Income tax for 2019 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	130798.
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1	<b>3</b>	7089920.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	7089920.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	7089920.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	9436500.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	9436500.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	130798.
<b>6</b>	<b>Adjusted qualifying distributions</b> Subtract line 5 from line 4	<b>6</b>	9305702.

**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
<b>1</b> Distributable amount for 2019 from Part XI, line 7				<b>7089920.</b>
<b>2</b> Undistributed income, if any, as of the end of 2019				
<b>a</b> Enter amount for 2018 only			<b>0.</b>	
<b>b</b> Total for prior years		<b>0.</b>		
<b>3</b> Excess distributions carryover, if any, to 2019				
<b>a</b> From 2014 <b>763481.</b>				
<b>b</b> From 2015				
<b>c</b> From 2016				
<b>d</b> From 2017				
<b>e</b> From 2018 <b>1098512.</b>				
<b>f</b> Total of lines 3a through e	<b>1861993.</b>			
<b>4</b> Qualifying distributions for 2019 from Part XII, line 4: <b>\$ 9436500.</b>				
<b>a</b> Applied to 2018, but not more than line 2a			<b>0.</b>	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		<b>0.</b>		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	<b>0.</b>			
<b>d</b> Applied to 2019 distributable amount				<b>7089920.</b>
<b>e</b> Remaining amount distributed out of corpus	<b>2346580.</b>			
<b>5</b> Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a))	<b>0.</b>			<b>0.</b>
<b>6</b> Enter the net total of each column as indicated below				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	<b>4208573.</b>			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		<b>0.</b>		
<b>c</b> 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		<b>0.</b>		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions		<b>0.</b>		
<b>e</b> Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount - see instr.			<b>0.</b>	
<b>f</b> Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				<b>0.</b>
<b>7</b> 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)	<b>0.</b>			
<b>8</b> Excess distributions carryover from 2014 not applied on line 5 or line 7	<b>763481.</b>			
<b>9</b> Excess distributions carryover to 2020 Subtract lines 7 and 8 from line 6a	<b>3445092.</b>			
<b>10</b> Analysis of line 9.				
<b>a</b> Excess from 2015				
<b>b</b> Excess from 2016				
<b>c</b> Excess from 2017				
<b>d</b> Excess from 2018 <b>1098512.</b>				
<b>e</b> Excess from 2019 <b>2346580.</b>				

N/A

Form **990-PF** (2019)

## WAGNER FOUNDATION

Form 990-PF (2019)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution * *	Amount
<b>a Paid during the year</b>				
ALDRICH CONTEMPORARY ART MUSEUM 258 MAIN ST RIDGEFIELD, CT 06877	NONE	PUBLIC	GENERAL ADMINISTRATION	10000.
AMERICAS FOUNDATION OF THE SERPENTINE GALLERIES 767 5TH AVE NEW YORK, NY 10153	NONE	PUBLIC	GENERAL ADMINISTRATION	32000.
BIG BROTHER AND BIG SISTERS OF MASSACHUSETTS 75 FEDERAL ST BOSTON, MA 02110	NONE	PUBLIC	FORE SPONSOR	25000.
BOSTON BOOK FESTIVAL 32R ESSEX ST. SUITE 5 CAMBRIDGE, MA 02139	NONE	PUBLIC	2018 FESTIVAL SPONSORSHIP	10000.
BOSTON CYCLIST UNION P.O BOX 191710 ROXBURY, MA 02119	NONE	PUBLIC	GENERAL FUND	50000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>9091690.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>

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	
		14	226246.	
		14	2566275.	
		14	-187179.	
		18	11559124.	
	0.		14164466.	0.

13 14164466

Form **990-PF** (2019)

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

- |          |   | Yes   | No |
|----------|---|-------|----|
| <b>1</b> | 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?   |       |    |
| <b>a</b> | Transfers from the reporting foundation to a noncharitable exempt organization of.  |       |    |
|          | (1) Cash  | 1a(1) | X  |
|          | (2) Other assets  | 1a(2) | X  |
| <b>b</b> | Other transactions.   |       |    |
|          | (1) Sales of assets to a noncharitable exempt organization  | 1b(1) | X  |
|          | (2) Purchases of assets from a noncharitable exempt organization  | 1b(2) | X  |
|          | (3) Rental of facilities, equipment, or other assets  | 1b(3) | X  |
|          | (4) Reimbursement arrangements  | 1b(4) | X  |
|          | (5) Loans or loan guarantees  | 1b(5) | X  |
|          | (6) Performance of services or membership or fundraising solicitations  | 1b(6) | X  |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees  | 1c    | X  |
| <b>d</b> | 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
N/A		

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.

Sign Here
Hebert S. Wagner IV
11/13/20
TRUSTEE

Signature of officer or trustee      Date      Title

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name <i>Paul T. Schir</i>	Preparer's signature <i>Paul T. Schir</i>	Date <i>11/1/10</i>	Check <input type="checkbox"/> if self-employed	PTIN <b>P00567473</b>
	Firm's name ▶ <b>NUTTER MCCLENNEN &amp; FISH LLP</b>				Firm's EIN ▶ <b>04-2106505</b>
	Firm's address ▶ <b>SEAPORT WEST 155 SEAPORT BLVD. BOSTON, MA 02210-2604</b>				Phone no. <b>(617) 439-2503</b>

**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	MASON CAPITAL LP	P	01/01/19	12/31/19
b	MASON CAPITAL LP	P	01/01/18	12/31/19
c	RA CAPITAL HEALTHCARE FUND LP	P	01/01/19	12/31/19
d	RA CAPITAL HEALTHCARE FUND LP	P	01/01/18	12/31/19
e	FEDERATED US TREAS CASH RESERVE	P	01/01/18	12/31/19
f	FPA CRESCENT FUND	P	01/01/18	12/31/19
g	FPA CRECENT FUND	P	02/03/12	08/14/19
h	OAKMARK INTL FUND	P	05/04/06	08/26/19
i	MATHEWS KOREA FUND	P	01/07/08	08/14/19
j	T ROWE PRICE EQUITY INCOME FUND	P	12/31/10	08/14/19
k	VANGUARD VALUE INDEX FUND	P	12/31/10	08/14/19
l	FPA CRESCENT FUND	P	12/18/18	08/14/19
m	MATHEWS KOREA FUND	P	12/12/18	08/14/19
n	T ROWE PRICE EQUITY INCOME FUND	P	09/26/18	08/14/19
o	VANGUARD VALUE INDEX FUND	P	09/27/18	08/14/19

(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 6946.			6946.
b 8079.			8079.
c		580729.	-580729.
d		69674.	-69674.
e 2.			2.
f 152719.			152719.
g 11291839.		10549381.	742458.
h 8969064.		8867195.	101869.
i 566317.		806035.	-239718.
j 11107443.		9683059.	1424384.
k 14362177.		7904286.	6457891.
l 1140730.		1068655.	72075.
m 98334.		108750.	-10416.
n 1215219.		1152173.	63046.
o 395625.		381749.	13876.

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			6946.
b			8079.
c			-580729.
d			-69674.
e			2.
f			152719.
g			742458.
h			101869.
i			-239718.
j			1424384.
k			6457891.
l			72075.
m			-10416.
n			63046.
o			13876.

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

3

**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 OAKMARK INTL FUND		P	12/31/18	08/23/19
b HAWKEYE CAPITAL INSTUTUIONAL LP		P	01/01/19	12/31/19
c HAWKEYE CAPITAL INSTUTUIONAL LP		P	01/01/18	12/31/19
d CAPE ANN GLOBAL DEVELOPING MARKETS FUND		P	01/01/19	12/31/19
e CAPE ANN GLOBAL DEVELOPING MARKETS FUND		P	01/01/18	12/31/19
f COLUMBUS HILL PARTNERS LP		P	01/01/19	12/31/19
g COLUMBUS HILL PARTNERS LP		P	01/01/18	12/31/19
h FARMSTEAD PARTNERS LP		P	01/01/19	12/31/19
i FARMSTEAD PARTNERS LP		P	01/01/18	12/31/19
j KENSICO ASSOCIATES LP		P	01/01/19	12/31/19
k KENSICO ASSOCIATES LP		P	01/01/18	12/31/19
l ROSE GROVE PARTNERS LP		P	01/01/19	12/31/19
m ROSE GROVE PARTNERS LP		P	01/01/18	12/31/19
n CORMORANT GLOBAL HEALTH		P	01/01/19	12/31/19
o CORMORANT GLOBAL HEALTH		P	01/01/18	12/31/19

(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 650055.		646991.	3064.
b		7219.	-7219.
c 1990.			1990.
d 93026.			93026.
e 319453.			319453.
f		271203.	-271203.
g 632819.			632819.
h 10896.			10896.
i		109700.	-109700.
j 168971.			168971.
k 40275.			40275.
l 82213.			82213.
m		33332.	-33332.
n		272128.	-272128.
o 457808.			457808.

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			3064.
b			-7219.
c			1990.
d			93026.
e			319453.
f			-271203.
g			632819.
h			10896.
i			-109700.
j			168971.
k			40275.
l			82213.
m			-33332.
n			-272128.
o			457808.

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) If (loss), enter "-0-" in Part I, line 8 }	3

**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 CORMORANT PRIVATE HEALTHCARE FUND II LP	P	01/01/19	12/31/19
b CORMORANT PRIVATE HEALTHCARE FUND II LP	P	01/01/18	12/31/19
c THE NIPPON VALUE INVESTORS	P	01/01/19	12/31/19
d THE NIPPON VALUE INVESTORS	P	01/01/18	12/31/19
e CHARLES SCHWAB	P	01/01/18	12/31/19
f 3481 SHS VANGUARD INSTL INDEX FD INSTL	P	08/15/19	08/23/19
g 1851 SHS VANGUARD INSTL INDEX	P	11/20/19	12/03/19
h 1507 SHS VANUARD UNSTL INDEX	P	11/20/19	12/17/19
i ABRAMS CAPITAL PARTNERS II LP	P	01/01/19	12/31/19
j ABRAMS CAPITAL PARTNERS II LP	P	01/01/18	12/31/19
k SIGULAR GUFF	P	01/01/18	12/31/19
l MOONRISE VENTURES PARTNERS II LP	P	01/01/19	12/31/19
m MOONRISE VENTURES PARTNERS II LP	P	01/01/18	12/31/19
n BAUPOST VALUE PARTNERS LP	P	01/01/19	12/31/19
o BAUPOST VALUE PARTNERS LP	P	01/01/18	12/31/19

(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		2378.	-2378.
b		11870.	-11870.
c	83186.		83186.
d	364950.		364950.
e	1298512.		1298512.
f	900000.	899842.	158.
g	520000.	522257.	-2257.
h	437386.	425236.	12150.
i	362431.		362431.
j		124097.	-124097.
k	187.		187.
l		317.	-317.
m		1404.	-1404.
n	324632.		324632.
o		147948.	-147948.

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			-2378.
b			-11870.
c			83186.
d			364950.
e			1298512.
f			158.
g			-2257.
h			12150.
i			362431.
j			-124097.
k			187.
l			-317.
m			-1404.
n			324632.
o			-147948.

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

3



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**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	MFN PARTNERS LP	P	01/01/19	12/31/19
b	MFN PARTNERS LP	P	01/01/18	12/31/19
c	SIGULER GUFF	P	01/01/18	12/31/19
d				
e				
f				
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 50904.			50904.
b 46808.			46808.
c 45736.			45736.
d			
e			
f			
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			50904.
b			46808.
c			45736.
d			
e			
f			
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

11559124.

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

## WAGNER FOUNDATION

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BOSTON FOUNDATION 75 ARLINGTON ST # 1000 BOSTON, MA 02116	NONE	PUBLIC	IN SUPPORT OF CIVIC LETTERSHP FUND AND IN SUPPORT OF MLK BOSTON'S KING LEGACY NIGHT	10000.
BOYS AND GIRLS CLUBS OF BOSTON 200 HIGH ST BOSTON, MA 02110	NONE	PUBLIC	OPEN DOOR CAMPAIGN	500000.
CAMBRIDGE COMMUNITY FOUNDATION 99 BISHOP RICHARD ALLEN DR CAMBRIDGE, MA 02139	NONE	PUBLIC	2018 ANNUAL DINNER	20000.
CAMBRIDGE HISTORICAL SOCIETY 159 BRATTLE STREET CAMBRIDGE, MA 02138	NONE	PUBLIC	GENERAL FUND	5000.
CAMP HARBORVIEW FOUNDATION 200 CLARENDON ST BOSTON, MA 02116	NONE	PUBLIC	2018 BEACH BALL SPONSORSHIP	50000.
CAMPAIGN FOR CATHOLIC SCHOOLS 66 BROOKS DRIVE BRAINTREE, MA 02184	NONE	PUBLIC	FUND FOR THE FUTURE	400000.
CATHOLIC SCHOOLS FOUNDATION 67 BATTERYMARCH ST 6TH FLOOR BOSTON, MA 02110	NONE	PUBLIC	SUPPORT OF INNER-CITY SCHOLARSHIP FUND	100000.
CHARLES RIVER CONSERVANCY S3-3, 43 THORNDIKE ST, CAMBRIDGE, MA 02141	NONE	PUBLIC	GENERAL OPERATION	25000.
EMERALD NECKLACE 125 THE FENWAY BOSTON, MA 02115	NONE	PUBLIC	JUSTINE MEE LIFF FUND FOR THE EMERALD NECKLESS	10000.
EQUAL JUSTICE INITIATIVE 122 COMMERCE ST MONTGOMERY, AL 36104	NONE	PUBLIC	ANNUAL FUND	100000.
Total from continuation sheets				8964690.

## WAGNER FOUNDATION

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FAMILY INDEPENDENCE INITIATIVE 1201 MARTIN LUTHER KING DR OAKLAND, CA 94612	NONE	PUBLIC	OPERATING SUPPORT, CAMBRIDGE MA SITE	100000.
FULL FRAME INITIATIVE 308 MAIN ST STE 2A GREENFIELD, MA 01301	NONE	PUBLIC	GENERAL FUND	250000.
GRANTMAKERS IN THE ARTS 522 COURTLANDT AVENUE, 1ST FLOOR BRONX, NY 10451	NONE	PUBLIC	GENERAL FUND	1100.
HOPE ON A STRING P.O BOX 714 BEDFORD HILLS, NY 10504	NONE	PUBLIC	GENERAL FUND	25000.
INSTITUTE OF CONTEMPORARY ART 25 HARBOR SHORE DR BOSTON, MA 02210	NONE	PUBLIC	ACQUISITION CIRCLE	1102500.
INSTITUTE OF CONTEMPORARY ART BOSTON 25 HARBOR SHORE DR BOSTON, MA 02210	NONE	PUBLIC	GENERAL FUND	35000.
INTEGRATED HEALTH P.O. BOX 605 MEDWAY, MA 02053	NONE	PUBLIC	GENERAL OPERATING SUPPORT	200000.
MORE THAN WORDS 56 FELTON ST WALTHAM, MA 02453	NONE	PUBLIC	ANNUAL FUND	100000.
MT AUBURN HOSPITAL 330 MOUNT AUBURN ST CAMBRIDGE, MA 02138	NONE	PUBLIC	AUBURN HOSPITAL'S MAH PARTY OF THE YEAR	10000.
MUSEUM OF CONTEMPORARY ART CHICAGO 220 E CHICAGO AVE CHICAGO, IL 60611	NONE	PUBLIC	IN SUPPORT OF HOWARDENA PINDELL EXHIBITION WHAT REMAINS TO BE SEEN	50000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NORTH BENNET STREET SCHOOL 150 NORTH ST BOSTON, MA 02109	NONE	PUBLIC	GENERAL FUND	75000.
OUR SISTERS SCHOOL 145 BROWNELL AVE NEW BEDFORD, MA 02740	NONE	PUBLIC	GENERAL FUND	10000.
PARTNERS IN HEALTH A NON PROFIT CORP 800 BOYLSTON ST SUITE 300 BOSTON, MA 02199	NONE	PUBLIC	UNRESTRICTED OPERATING SUPPORT AND IMPACT INITIATIVE	3025000.
PIVOT WORKS 800 BOYLSTON ST SUITE 300 BOSTON, MA 02199	NONE	PUBLIC	GENERAL FUND	200000.
RED SOX FOUNDATION 4 YAWKEY WAY BOSTON, MA 02114	NONE	PUBLIC	GENERAL FUND	35000.
ROOT CAPITAL 130 BISHOP ALLEN DR CAMBRIDGE, MA 02139	NONE	PUBLIC	SUPPORT FOR THE WOMEN IN AGRICULTURE INITIATIVE & RESEARCH STUDY PROJECT	635000.
SILVER LINING MENTORING 727 ATLANTIC AVE 3RD FLOOR BOSTON, MA 02111	NONE	PUBLIC	GENERAL FUND	25000.
SISTERS OF ST JOSEPH PRISON MINISTRY 1020 STATE ST BADEN, PA 15005	NONE	PUBLIC	PRISON MINISTRY AFTERCARE PROGRAM FOR WOMEN RUN BY SR MAUREEN CLARK	15000.
ST. PETER SCHOOL 96 CONCORD AVE CAMBRIDGE, MA 02138	NONE	PUBLIC	GENERAL FUND	50000.
TATE AMERICAS FOUNDATION 520 WEST 27TH STREET, UNIT #404 NEW YORK, NY 10001	NONE	PUBLIC	NORTH AMERICA ACQUISITIONS COMMITTEE	40000.
Total from continuation sheets				

## WAGNER FOUNDATION

#0746800

20-6079941

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
US BIENNIAL INC P.O BOX 5880 NEW ORLEANS, LA 70158	NONE	PUBLIC	PROSPECT FOR THE LOTUS IN SPITE OF THE SWAMP EXHIBITIONS	50000.
VIA ART FUND 83 NEWBURY ST BOSTON, MA 02116	NONE	PUBLIC	GENERAL FUND	125000.
Y2Y NETWORK INC 10 WARE ST CAMBRIDGE, MA 02138	NONE	PUBLIC	ANNUAL FUND	15000.
YEAR-UP-BOSTON 45 MILK ST BOSTON, MA 02109	NONE	PUBLIC	THE OPPORTUNITY CAMPAIGN	625000.
ARTISTS FOR HUMANITY 100 W 2ND ST BOSTON, MA 02127	NONE	PUBLIC	GENERAL FUND	50000.
CAREMESSAGE 1800 DIAGONAL ROAD SUITE 600 ALEXANDRIA, VA 22314	NONE	PUBLIC	GENERAL FUND	25000.
CENTER FOR ECONOMIC DEMOCRACY 434 MASS AVE SUITE 201 BOSTON, MA 02118	NONE	PUBLIC	GENERAL FUND	25000.
DANA- FARBER CANCER INSTITUTE 450 BROOKLINE AVE BOSTON, MA 02215	NONE	PUBLIC	GENERAL FUND	10000.
GRANTER MAKER FOR EFFECTIVE ORGANIZATIONS 1310 L STREET NW SUITE 650 WASHINGTON, DC 20005	NONE	PUBLIC	GENERAL FUND	8590.
HEALTH EQUITY INTERNATIONAL 15 W SCENIC POINTE DRIVE STE 100 DRAPER, UT 84020	NONE	PUBLIC	GENERAL FUND	10000.
Total from continuation sheets				

## WAGNER FOUNDATION

#0746800

20-6079941

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INNERCITY WEIGHLIFTING P.O BOX 171313 BOSTON, MA 02117	NONE	PUBLIC	GENERAL FUND	50000.
NEW ORLEANS MUSEUM OF ART 1 COLLINS DIBOLL CIR NEW ORLEANS, LA 70124	NONE	PUBLIC	GENERAL FUND	50000.
NEW PROFIT 225 FRANKLIN ST STE 305 BOSTON, MA 02110	NONE	PUBLIC	GENERAL FUND	250000.
NOW AND THERE 186 SOUTH ST STE 302 BOSTON, MA 02111	NONE	PUBLIC	GENERAL FUND	25000.
PHILANTHROPY MASSACHUSETTS 133 FEDERAL ST STE 802 BOSTON, MA 02110	NONE	PUBLIC	SUPPORT OF THE RACIAL EQUITY IN ATRS FUNDING WORKSHOP	7500.
PROJECT PLACE 1145 WASHINGTON ST BOSTON, MA 02118	NONE	PUBLIC	IN SUPPORT OF OPEN DORRS GALA AND FUNDRAISING EFFORTS OF EILEEN CONORS	10000.
REGIS COLLEGE 235 WELLESLEY ST WESTON, MA 02493	NONE	PUBLIC	SUPPORT OF REGIS IN HAITI ANDVANCING CLINICAL MURSING EDUCATION AND PRACTICE TO IMPROVE HEALTH	375000.
RENAISSANCE SOCIETY AT THE UNIVERSITY OF CHICAGO 5811 S ELLIS AVE CHICAGO, IL 60637	NONE	PUBLIC	GRANT IN SUPPORT OF THE KEVIN BEASLEY CATALOGUE	40000.
SCHOLAR ATHLETES 57 MAGAZINE ST, ROXBURY, MA 02119	NONE	PUBLIC	IN SUPPORT OF THE 10TH ANNIVERSARY GALA	10000.
Total from continuation sheets				

**Part XV** Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - REGIS COLLEGE

SUPPORT OF REGIS IN HAITI ANDVANCING CLINICAL MURSING EDUCATION AND

PRACTICE TO IMPROVE HEALTH ACCESS EQUITY &amp; OUTCOMES

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

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

OMB No 1545-0047

**2019**

Name of the organization

**WAGNER FOUNDATION**  
**#0746800**

Employer identification number

**20-6079941**

Organization type (check one)

**Filers of:****Section:**

Form 990 or 990-EZ

- ☐ 501(c)( ) (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990 PF

- ☐ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☒ 501(c)(3) taxable private foundation

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

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

**Special Rules**

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ \_\_\_\_\_

**Caution:** An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).



Name of organization

WAGNER FOUNDATION  
#0746800

Employer identification number

20-6079941

**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	HERBERT S., III & CHARLOTTE R WAGNER P.O BOX 51400 BOSTON, MA 02205	\$ 11000000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	CHARLOTTE ROSE CRAMER P.O BOX 51400 BOSTON, MA 02205	\$ 9000000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

WAGNER FOUNDATION  
#0746800

Employer identification number

20-6079941

**Part II Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions )	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

**WAGNER FOUNDATION****#0746800**

Employer identification number

**20-6079941**

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

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
FEDERATED GOV'T OBLIGATION FUND	226246.	226246.	
TOTAL TO PART I, LINE 3	226246.	226246.	

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ABRAMS CAPTIAL PARTNERS LP	273205.	0.	273205.	273205.	
BAUPOST VALUE PARTNERS LP	301032.	0.	301032.	301032.	
BAUPOST VALUE PARTNERS LP TA EXEMPT INC	3536.	0.	3536.	0.	
CAPE ANN GLOBAL DEVELOPING MARKET FUND	74972.	0.	74972.	74972.	
CHARLES SCHWAB & CO	420432.	0.	420432.	420432.	
COLUMBUS HILL LLP CORMORANT PRIVATE HEALTHCARE FUND II LP	198155.	0.	198155.	198155.	
	2592.	0.	2592.	2592.	
DIVIDENDS AND INTEREST	405030.	0.	405030.	405030.	
FARMSTEAD PARTNERS LP	142537.	0.	142537.	142537.	
FARMSTEAD PARTNERS LP EXEMPT INC	4560.	0.	4560.	0.	
HAWKEYE CAPITAL INST. LP	173730.	0.	173730.	173730.	
HYPERPLANE II LP	2790.	0.	2790.	2790.	
KENSICO ASSOCIATES LP	219332.	0.	219332.	219332.	
MASON CAPITAL	65414.	0.	65414.	65414.	
MASON CAPITAL MUNI	1983.	0.	1983.	0.	
MFN PARTNERS LP	18851.	0.	18851.	18851.	
MOONRISE VENTURES PARTNERS II LP	1238.	0.	1238.	1238.	

RA CAPITAL				
HEALTHCARE FUND LP	6986.	0.	6986.	6986.
ROSE GROVE				
PARTNERS I LP	192280.	0.	192280.	192280.
SIGULAR GUFF	194.	0.	194.	194.
THE NIPPON VALUE				
INVESTORS	57426.	0.	57426.	57426.
TO PART I, LINE 4	2566275.	0.	2566275.	2556196.

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ABRAMS CAPITAL PARTNER LP	-83118.	-83118.	
ABRAMS CAPITAL PARTNER LL LP 1256	2316.	2316.	
ABRAMS CAPITAL PARTNER LP SEC 1231	28847.	28847.	
BAUPOST VALUE PARTNERS LP	-154362.	-154362.	
BAUPOST VALUE PARTNERS LP SEC 1231	-6401.	-6401.	
BAUPOST VALUE PARTNERS LP SEC 1256	48413.	48413.	
COLUMBUS HILL PARTNER LP ORDINARY INCOME	14150.	14150.	
COLUMBUS HILL PARTNER LP SEC 1256	-86777.	-86777.	
COLUMBUS HILL PARTNER LP SEC 988	-7767.	-7767.	
COLUMBUS HILL PARTNER LP SWAP INC	-23225.	-23225.	
CORMORANT GLOBAL HEALTHCARE FUND LP	-128469.	-128469.	
CORMORANT PRIVATE HEALTHCARE FUND II LP	13.	13.	
FARMSTEAD PARTNERS LP	13011.	13011.	
HAWKEYE	1289.	1289.	
KENSICO ASSOCIATES LP	-3750.	-3750.	
MASON CAPITAL LP INC	-98029.	-98029.	
MASON CAPITAL LP INC SEC 1256	-3034.	-3034.	
MASON CAPITAL LP INC SWAP INC	4410.	4410.	
MASON CAPITAL LP SECTION 988	8376.	8376.	
MFN PARTNERS LP	3800.	3800.	
RA CAPITAL HEALTHCARE FUND LP	595.	595.	
HAWKEYE 988 GAINS	-18756.	-18756.	
CAPE ANN GLOBAL DEVELOPMENT FD LP	18467.	18467.	
FARMSTEAD PARTNERS LP SEC 1231 GAINS	20534.	20534.	
FARMSTEAD PARTNERS LP ORDINARY INCOME	-61281.	-61281.	
ROSE GROVE PARTNERS LP ORDINARY INC	2085.	2085.	
ROSE GROVE PARTNERS LP OTHERINC	499.	499.	
NIPPON VALUE INVESTORS	324808.	324808.	
SIGULAR GUFF	-3844.	-3844.	
MOONRISE VENTURES PARTNERS II LP	21.	21.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-187179.	-187179.	

FORM 990-PF	LEGAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
NUTTER MCCLENNEN & FISH LLP	18000.	13500.		4500.	
TO FM 990-PF, PG 1, LN 16A	18000.	13500.		4500.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
NUTTER MCCLENNEN & FISH LLP	4000.	3000.		1000.	
TO FORM 990-PF, PG 1, LN 16B	4000.	3000.		1000.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MEMBERSHIP DUES					
GRANTMAKERS IN THE ARTS	5000.	3750.		1250.	
WEB LISTING INC	85.	64.		20.	
MEMBERSHIP FEE NEID	5000.	3750.		1250.	
TO FORM 990-PF, PG 1, LN 16C	10085.	7564.		2520.	

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
990-PF EXCISE TAX	30000.	0.		0.	
FOREIGN TAXES ABRAMS	7602.	7602.		0.	
FOREIGN TAXES BAUPOST	1537.	1537.		0.	
FOREIGN TAXES COLUMBUS HILL	549.	549.		0.	
FOREIGN TAXES HAWKEYE	1155.	1155.		0.	
MASON CAPITAL FOREIGN TAX	6448.	6448.		0.	
RA CAPITAL HEALTHCARE FD LP	30.	30.		0.	
CAPE ANN GLOBAL DEVELOPMENT FD LP	7537.	7537.		0.	
FARMSTEAD PARTNERS	253.	253.		0.	
KENSICO	312.	312.		0.	
THE NIPPON VALUE INVESTERS	5463.	5463.		0.	
FOREIGN TAXES SCHWAB	11228.	11228.		0.	
ABRAHAMS TAXES WITHHELD	14.	14.		0.	
ABRAHAMS ST TAX	667.	667.		0.	
MFN PARTNERS LP FOREIGN TAXES PD	314.	314.		0.	
TO FORM 990-PF, PG 1, LN 18	73109.	43109.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ABRAHAMS SECTION 179 DEDUCTION	10.	8.		2.	
ABRAMS CAPITAL PARTNERS LP	193438.	145079.		48359.	
BAUPOST PARTNERS, STATE TAXES	823.	617.		206.	
BAUPOST VALUE PARTNERS, LP	77963.	58472.		19491.	
COLUMBUS HILL PARTNERS LP	257299.	192974.		64325.	
CORMORANT GLOBAL HEALTHCARE FD LP	76788.	57591.		19197.	
CORMORANT PRIVATE HEALTHCARE FUND II LP	36633.	27475.		9158.	
FARMSTEAD PARTNERS LP EXP	75080.	56310.		18770.	
HAWKEYE CAPITAL INST LP INV EXPENSE	901.	676.		225.	
HAWKEYE CAPITAL INST LP INV INTEREST EXPENSE	44971.	33728.		11243.	

HYPERPLANE II LP	72014.	54011.	18003.
KENSICIO ASSOCIATES	200744.	150558.	50186.
MASS FORM PC ANNUAL FILING FEE	1000.	0.	1000.
MFN PARTNERS LP	27879.	20909.	6970.
ROSE GROVE PARTNERS I LP	101117.	75838.	25279.
MASON CAPITAL LP INVEST INC EXPENSE	17699.	13274.	4425.
RA CAPITAL HEALTHCARE FD LP	44035.	33026.	11009.
CAPE ANN GLOBAL DEVELOPMENT FD IN	43.	32.	11.
CHARLES SCHWAB	30990.	23243.	7747.
SIGULAR GUFF	37649.	28237.	9412.
MOONRISE VENTURES PARTNERS II LP	46882.	35162.	11720.
THE NIPPON VALUE INVESTORS	20000.	0.	0.
CHARLES SCHWAB WIRE FEES	210.	158.	52.
OTHER EXPENSES NON DEDUCTABLE	5100.	0.	0.
TO FORM 990-PF, PG 1, LN 23	1369268.	1007378.	336790.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CHARLES SCHWAB STOCKS	58238743.	60642264.
TOTAL TO FORM 990-PF, PART II, LINE 10B	58238743.	60642264.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ABRAMS CAPITAL PARTNERS LP	COST	15828402.	17504345.
BAUPOST VALUE PARTNERS LP	COST	17447087.	16388613.
COLUMBUS HILL PARTNERS LP	COST	10040029.	11625070.
CORMORANT GLOBAL HEALTHCARE FD LP	COST	3261174.	7702228.
CORMORANT PRIVATE HEALTHCARE FUND II LP	COST	2068443.	2518949.
FARMSTEAD PARTNERS LP	COST	3203522.	3306546.
HAWKEYE CAPITAL INST LP	COST	4914847.	4907248.
HYPERPLANE II LP	COST	1399140.	1614093.
KENSICO ASSOCIATES LP	COST	7762399.	8723002.
MASON CAPITAL LP	COST	2192894.	2841398.
MFN PARTNERS LP	COST	1711594.	1702396.



ROSE GROVE PARTNERS I LP	COST	5235205.	5255167.
RA CAPITAL HEALTHCARE FUND LP	COST	4313113.	6356999.
CAPE ANN GLOBAL DEVELOPING MARKETS FD	COST	5475146.	5901566.
THE NIPPON VALUE INVESTORS INC	COST	5784708.	5746313.
MOONRISE VENTURES PARTNERS II LP	COST	962643.	973299.
REFLOW MEDICAL INC	COST	2025994.	2025994.
TOTAL TO FORM 990-PF, PART II, LINE 13		93626340.	105093226.

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FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10	STATEMENT 11
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NAME OF CONTRIBUTOR	ADDRESS
HERBERT S. WAGNER	P O BOX 51400 BOSTON, MA 02205
CHARLOTTE R. CRAMER WAGNER	P O BOX 51400 BOSTON, MA 02205

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FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT 12
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NAME OF MANAGER
HERBERT S. WAGNER III
CHARLOTTE R. CRAMER WAGNER