

Form 990-PF

Department of the Treasury
Internal Revenue ServiceExtended to November 16, 2020
Return of Private Foundation

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

► Do not enter social security numbers on this form as it may be made public.
► Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0047

2019

Open to Public Inspection

For calendar year 2019 or tax year beginning

, and ending

Name of foundation

Edith H. Overly Foundation

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

Choate LLP PO Box 961019

A Employer identification number

22-3043340

B Telephone number

(617) 248-4760

C If exemption application is pending, check here ►

b

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 ►

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name changeH Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year J Accounting method: Cash Accrual
(from Part II, col. (c), line 16) Other (specify) 04

► \$ 28,981,398. (Part I, column (d), must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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	Revenue	14,999,571.		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		28,483.	28,483.	Statement 1	
4 Dividends and interest from securities		571,016.	571,016.	Statement 2	
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		52,244.			
b Gross sales price for all assets on line 6a		11,081,285.			
7 Capital gain net income (from Part IV, line 2)			52,244.		
8 Net short-term capital gain					
9 Income modifications					
Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		15,651,314.	651,743.		0.
13 Compensation of officers, directors, trustees, etc		0.	0.		
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees Stmt 3		2,150.	1,075.		1,075.
c Other professional fees Stmt 4		147,914.	133,123.		14,791.
17 Interest Stmt 5		57,856.	0.		
18 Taxes Stmt 5			0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 6		125.	0.		125.
24 Total operating and administrative expenses. Add lines 13 through 23		208,045.	134,198.		15,991.
25 Contributions, gifts, grants paid		635,000.			635,000.
26 Total expenses and disbursements. Add lines 24 and 25		843,045.	134,198.		650,991.
27 Subtract line 26 from line 12:		14,808,269.			
a Excess of revenue over expenses and disbursements			517,545.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

923501 12-17-19 LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2019)

10031016 793251 14377-865

2019.04030 Edith H. Overly Foundation 14377031

Assets	Part II Balance Sheets	Beginning of year			End of year		
		(a) Book Value		(b) Book Value		(c) Fair Market Value	
		985,419.	1,493,066.	1,493,066.			
1	Cash - non-interest-bearing						
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						
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 7	7,291,771.	17,730,776.	17,730,776.		
c	Investments - corporate bonds	Stmt 8	755,349.	5,904,240.	5,904,240.		
11	Investments - land, buildings, and equipment basis ►						
	Less accumulated depreciation ►						
12	Investments - mortgage loans						
13	Investments - other	Stmt 9	2,376,215.	3,853,316.	3,853,316.		
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)		11,408,754.	28,981,398.	28,981,398.		
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.	0.		
Liabilities	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					
Net Assets or Fund Balances	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		11,381,746.	28,650,541.			
27	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.			
28	Retained earnings, accumulated income, endowment, or other funds		27,008.	330,857.			
29	Total net assets or fund balances		11,408,754.	28,981,398.			
30	Total liabilities and net assets/fund balances		11,408,754.	28,981,398.			

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	11,408,754.
2	Enter amount from Part I, line 27a	2	14,808,269.
3	Other increases not included in line 2 (itemize) ► <u>Unrealized Gain on Investments</u>	3	2,764,375.
4	Add lines 1, 2, and 3	4	28,981,398.
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	28,981,398.

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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 Publicly Traded Securities			P		
b Capital Gains Dividends					
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 10,994,211.		11,029,041.			-34,830.
b 87,074.					87,074.
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					-34,830.
b					87,074.
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		52,244.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3		N/A

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

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

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

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

 Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	11,445.	12,259,028.	.000934
2017	653,214.	11,763,616.	.055528
2016	649,986.	10,687,524.	.060817
2015	644,852.	11,239,178.	.057375
2014	631,499.	11,849,099.	.053295

2 Total of line 1, column (d)

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

4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5

5 Multiply line 4 by line 3

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

7 Add lines 5 and 6

8 Enter qualifying distributions from Part XII, line 4

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)		1 10,351.
1b	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	
1c	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 10,351.
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 10,351.
6	Credits/Payments:	
6a	a 2019 estimated tax payments and 2018 overpayment credited to 2019	6a 34,400.
6b	b Exempt foreign organizations - tax withheld at source	6b 0.
6c	c Tax paid with application for extension of time to file (Form 8868)	6c 0.
6d	d Backup withholding erroneously withheld	6d 0.
7	Total credits and payments. Add lines 6a through 6d	7 34,400.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 24,049.
11	Enter the amount of line 10 to be: Credited to 2020 estimated tax ► 24,049. Refunded ► 11 0.	

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
1b	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.	
1c	Did the foundation file Form 1120-POL for this year?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
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.	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
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?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
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>	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
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	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
8a	Enter the states to which the foundation reports or with which it is registered. See instructions. ► MA	
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? If "No," attach explanation	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
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	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11		X
12		X
13	X	
14	Choate Hall & Stewart LLP	Telephone no. (617) 248-4760
	Located at Two International Place, Boston, MA	ZIP+4 02110
15	► 15 0.	
16	Yes	No
	X	

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 ► N/A

14 The books are in care of ► Choate Hall & Stewart LLP Telephone no. ► (617) 248-4760
Located at ► Two International Place, Boston, MA ZIP+4 ► 02110

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 | 0.

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)	<input type="checkbox"/> Yes	X No
(2)	<input type="checkbox"/> Yes	X No
(3)	X Yes	No
(4)	X Yes	No
(5)	<input type="checkbox"/> Yes	X No
(6)	<input type="checkbox"/> Yes	X 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?	
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	X 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	X 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.)	
N/A		
3b		
4a		
4b		

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 ► N/A

14 The books are in care of ► Choate Hall & Stewart LLP Telephone no. ► (617) 248-4760
Located at ► Two International Place, Boston, MA ZIP+4 ► 02110

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 | 0.

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 (continued)

	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No					
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))?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>			
(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"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>			
(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"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>			
(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"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	N/A					
Organizations relying on a current notice regarding disaster assistance, check here	<input checked="" type="checkbox"/>					
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>		
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"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>			
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"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A					
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>			

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
William A. Lowell Choate Hall & Stewart LLP, Two Int'l Boston, MA 02110	Trustee 1.00	0.	0.	0.
Charles A. Cheever Choate Hall & Stewart LLP, Two Int'l Boston, MA 02110	Trustee 1.00	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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Choate Hall & Stewart LLP	Invest Mgmt, Record	
Two International Place, Boston, MA 02110	keeping	147,914.

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

0

Part IX-A | Summary of Direct Charitable Activities

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

Expenses

number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenditure
1	N/A	
2		
3		
4		

Part IX-B Summary of Program-Related Investments

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

Amount

1	N/A	
2		
3	All other program-related investments. See instructions.	
Total. Add lines 1 through 3	►	0.

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	
a	Average monthly fair market value of securities	1a 20,758,428.
b	Average of monthly cash balances	1b 1,356,654.
c	Fair market value of all other assets	1c
d	Total (add lines 1a, b, and c)	1d 22,115,082.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.
2	Acquisition indebtedness applicable to line 1 assets	2 0.
3	Subtract line 2 from line 1d	3 22,115,082.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 331,726.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5 21,783,356.
6	Minimum investment return. Enter 5% of line 5	6 1,089,168.

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

1	Minimum investment return from Part X, line 6	1 1,089,168.
2a	Tax on investment income for 2019 from Part VI, line 5	2a 10,351.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b
c	Add lines 2a and 2b	2c 10,351.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 1,078,817.
4	Recoveries of amounts treated as qualifying distributions	4 0.
5	Add lines 3 and 4	5 1,078,817.
6	Deduction from distributable amount (see instructions)	6 0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7 1,078,817.

[Part XIII] 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 650,991.
b	Program-related investments - total from Part IX-B	1b 0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2
3	Amounts set aside for specific charitable projects that satisfy the:	
a	Suitability test (prior IRS approval required)	3a
b	Cash distribution test (attach the required schedule)	3b
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4 650,991.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5 0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 650,991.

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				1,078,817.
2 Undistributed income, if any, as of the end of 2019			137,996.	
a Enter amount for 2018 only				
b Total for prior years:		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: ► \$ 650,991.			137,996.	
a Applied to 2018, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2019 distributable amount				512,995.
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 instr.				0.
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				565,822.
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	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 XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Robert Treat Paine Historical Trust 100 Robert Treat Paine Drive Waltham, MA 02452	N/A	PC	General Support	25,000.
American Alpine Club 710 Tenth Street, Suite 100 Golden, CO 80401	N/A	PC	General Support	40,000.
Appalachian Mountain Club 10 City Square Boston, MA 02129	N/A	PC	General Support	10,000.
Sudbury Valley Trustees 18 Wolbach Road Sudbury, MA 01776	N/A	PC	General Support	20,000.
Walthour-Moss Foundation P.O. Box 1794 Southern Pines, NC 28388	N/A	PC	General Support	10,000.
Total	See continuation sheet(s)			► 3a 635,000.
b Approved for future payment				
None				
Total				► 3b 0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated.		Unrelated business income		(e) Related or exempt function income
		(a) Business code	(b) Amount	
1 Program service revenue:				
a				
b				
c				
d				
e				
f				
g Fees and contracts from government agencies				
2 Membership dues and assessments				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities				
5 Net rental income or (loss) from real estate:				
a Debt-financed property				
b Not debt-financed property				
6 Net rental income or (loss) from personal property				
7 Other investment income				
8 Gain or (loss) from sales of assets other than inventory				
9 Net income or (loss) from special events				
10 Gross profit or (loss) from sales of inventory				
11 Other revenue:				
a				
b				
c				
d				
e				
12 Subtotal. Add columns (b), (d), and (e)			0.	651,743.
13 Total Add line 12, columns (b), (d), and (e)				13 651,743.
(See worksheet in line 13 instructions to verify calculations.)				

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

- (1) Cash
- (2) Other assets

- b Other transactions**
 - (1) Sales of assets to a noncharitable exempt organization
 - (2) Purchases of assets from a noncharitable exempt organization
 - (3) Rental of facilities, equipment, or other assets
 - (4) Reimbursement arrangements
 - (5) Loans or loan guarantees
 - (6) Performance of services or membership or fundraising solicitations

c. Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

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.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527?

Yes No

b If "Yes," complete the following schedule.

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

**(Sign)
(Here)**

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

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

(Signature of officer or trustee)		(Date)	Title		
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Nicholas E. Porto		10/16/20		P01310283
	Firm's name ► Baker Newman & Noyes			Firm's EIN ► 01-0494526	
Firm's address ► P.O. Box 507 Portland, ME 04112			Phone no. (207) 879-2100		

Edith H. Overly Foundation

22-3043340

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
The Nature Conservancy 4245 North Fairfax Drive, Suite 100 Arlington, VA 22203	N/A	PC	General Support	20,000.
Carolina Horse Park Foundation 2814 Montrose Road Raeford, NC 28376	N/A	PC	General Support	10,000.
Trustees of Reservations 200 High Street, 4th Floor Boston, MA 02110	N/A	PC	General Support	15,000.
Memorial Sloan-Kettering Cancer Center P.O. Box 27106 New York, NY 10087	N/A	PC	General Support	25,000.
Mass Eye & Ear Infirmary 243 Charles Street Boston, MA 02114	N/A	PC	General Support	30,000.
Mass General Hospital (MGH Cancer) 125 Nashua Street, Suite 540 Boston, MA 02114	N/A	PC	General Support	10,000.
American Cancer Society 250 Williams Street NW Atlanta, GA 30303	N/A	PC	General Support	35,000.
Spaulding Rehabilitation Hospital 300 First Avenue Boston, MA 02129	N/A	PC	General Support	30,000.
Dana-Farber Cancer Center 450 Brookline Avenue Boston, MA 02115	N/A	PC	General Support	25,000.
Boston Symphony Orchestra 301 Massachusetts Avenue Boston, MA 02115	N/A	PC	General Support	20,000.
Total from continuation sheets				530,000.

923631
04-01-19

Edith H. Overly Foundation

22-3043340

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
The Metropolitan Opera Association 30 Lincoln Center New York, NY 10023	N/A	PC	General Support	25,000.
WGBH Educational Foundation One Guest Street Boston, MA 02135	N/A	PC	General Support	30,000.
Boston Athenaeum 10 1/2 Beacon Street Boston, MA 02108	N/A	PC	General Support	20,000.
Museum of Science 1 Science Park Boston, MA 02114	N/A	PC	General Support	25,000.
Museum of Fine Arts 465 Huntington Avenue Boston, MA 02115	N/A	PC	General Support	15,000.
Old Sturbridge Village 1 Old Sturbridge Village Road Sturbridge, MA 01566	N/A	PC	General Support	15,000.
New England Aquarium Central Wharf Boston, MA 02110	N/A	PC	General Support	10,000.
Shady Hill School 178 Coolidge Hill Cambridge, MA 02138	N/A	PC	General Support	15,000.
Winsor School 103 Pilgrim Road Boston, MA 02215	N/A	PC	General Support	15,000.
Thompson's Island Outward Bound Center P.O. Box 127 Boston, MA 02127	N/A	PC	General Support	15,000.
Total from continuation sheets				

923631
04-01-19

Edith H. Overly Foundation

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

923631
04-01-19

Schedule B

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

Schedule of Contributors

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

OMB No. 1545-0047

2019

Name of the organization

Employer identification number

Edith H. Overly Foundation22-3043340

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 organizationForm 990-PF 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.

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

General Rule

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

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, 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

Employer identification number

Edith H. Overly Foundation

22-3043340

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	Edith H. Overly Trust Dtd May 9, 1980 Choate LLP, Two Int'l Place Boston, MA 02110	\$ 14,999,571.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

Employer identification number

Edith H. Overly Foundation

22-3043340

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
1	Publicly Traded Securities	\$ 14,335,651.	05/03/19
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	

923453 11-06-19

Schedule B (Form 990, 990-EZ, or 990-PF) (2019)

Name of organization

Employer identification number

Edith H. Overly Foundation

22-3043340

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.

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 <hr/> <hr/> <hr/>		
(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 <hr/> <hr/> <hr/>		
(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 <hr/> <hr/> <hr/>		
(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 <hr/> <hr/> <hr/>		
(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 <hr/> <hr/> <hr/>		

Edith H. Overly Foundation

22-3043340

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

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Interest Income	28,483.	28,483.	
Total to Part I, line 3	28,483.	28,483.	

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Dividend Income	658,090.	87,074.	571,016.	571,016.	
To Part I, line 4	658,090.	87,074.	571,016.	571,016.	

Form 990-PF Accounting Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Tax Prep Fees	2,150.	1,075.		1,075.
To Form 990-PF, Pg 1, ln 16b	2,150.	1,075.		1,075.

Form 990-PF Other Professional Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Invt Mgmt, Recordkeeping, Custody Fees	147,914.	133,123.		14,791.
To Form 990-PF, Pg 1, ln 16c	147,914.	133,123.		14,791.

Edith H. Overly Foundation

22-3043340

Form 990-PF Taxes Statement 5

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise Taxes	57,856.	0.		0.
To Form 990-PF, Pg 1, ln 18	57,856.	0.		0.

Form 990-PF Other Expenses Statement 6

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
MA Filing Fee	125.	0.		125.
To Form 990-PF, Pg 1, ln 23	125.	0.		125.

Form 990-PF Corporate Stock Statement 7

Description	Book Value	Fair Market Value
Corporate Stock - See Statement 10	17,730,776.	17,730,776.
Total to Form 990-PF, Part II, line 10b	17,730,776.	17,730,776.

Form 990-PF Corporate Bonds Statement 8

Description	Book Value	Fair Market Value
Corporate Bonds - See Statement 10	5,904,240.	5,904,240.
Total to Form 990-PF, Part II, line 10c	5,904,240.	5,904,240.

Edith H. Overly Foundation

22-3043340

Form 990-PF	Other Investments	Statement	9
Description	Valuation Method	Book Value	Fair Market Value
Other Investments - See Statement 10	FMV	3,853,316.	3,853,316.
Total to Form 990-PF, Part II, line 13		3,853,316.	3,853,316.

10031016 793251 14377-865

25 Statement(s) 9
2019.04030 Edith H. Overly Foundation 14377031

Asset Detail

Statement of Value and Activity

December 1, 2019 - December 31, 2019

Asset Detail

Description	Shares/Quantity	Market Value	Unrealized G/L	Accrued Income	Cost Basis	% of Account
Cash						
Cash & Cash Equivalents						
Fidelity Institutional Government Portfolio	1,493,035.90	\$1,493,035.90	\$0.00	\$1,752.81	\$1,493,035.90	5.15%
TICKER FRGXX						
Cash						
	\$30.33				\$30.33	0.00%
Total Cash		\$1,493,066.23	\$0.00	\$1,752.81	\$1,493,066.23	5.15%
U S Fixed Income						
Taxable U S Bonds						
Fidelity Conservative Income Bond Fund	318,162.13	\$3,197,529.41	\$3,181.63	\$5,150.37	\$3,194,347.78	11.00%
TICKER FCNVX						
Vanguard Intermediate Term Government Bond Fund	41,073.00	\$2,706,710.70	\$70,567.64	\$0.00	\$2,636,143.06	9.34%
TICKER VGIT						
Total U S Fixed Income		\$5,904,240.11	\$73,749.27	\$5,150.37	\$5,830,490.84	20.34%
Alternative Fixed Income						
High Yield Bonds and Loans						
Artisan High Income Fund	113,792.18	\$1,114,025.45	\$22,447.33	\$0.00	\$1,091,578.12	3.84%
TICKER APHFX						
	\$1,114,025.45	\$22,447.33	\$0.00	\$1,091,578.12		3.84%

Asset Detail (continued)

Statement of Value and Activity

December 1, 2019 - December 31, 2019

Description	Shares/Quantity	Market Value	Unrealized GL	Accrued Income	Cost Basis	% of Account
Opportunistic Credit						
Putnam Mortgage Opportunities Fund	103,043.50	\$1,081,956.70	-\$1,022.89	\$0.00	\$1,082,979.59	3.73%
TICKER PMOTX						
Semper MBS Total Return Fund	78,585.07	\$819,642.30	-\$19,646.27	\$0.00	\$839,288.57	2.83%
TICKER SEMMX						
Total Alternative Fixed Income		\$1,901,599.00	-\$20,669.16	\$0.00	\$1,922,268.16	6.56%
Global Equities						
U S Mid and Small Capitalization						
iShares Core S&P Small-Cap ETF	3,412.00	\$286,096.20	\$4,418.13	\$0.00	\$281,678.07	0.99%
TICKER IJR						
Spyglass Growth Fund	51,580.60	\$726,770.58	\$17,699.85	\$0.00	\$709,070.73	2.51%
TICKER SPYGX						
		\$1,012,866.78	\$22,117.98	\$0.00	\$990,748.80	3.50%
U S Large Capitalization						
Artisan Thematic Fund	117,676.96	\$1,905,190.01	\$140,330.25	\$0.00	\$1,764,859.76	6.57%
TICKER APDTX						
Edgewood Growth Fund	25,624.88	\$987,070.22	\$93,274.54	\$0.00	\$893,795.68	3.41%
TICKER EGFIX						
Invesco S&P 500 Equal Weight ETF	18,702.00	\$2,164,195.44	\$152,376.37	\$0.00	\$2,011,819.07	7.47%
TICKER RSP						
iShares Core S&P 500 ETF	3,743.00	\$1,209,887.32	\$180,768.19	\$0.00	\$1,029,119.13	4.17%
TICKER IVV						
SPDR S&P 500 ETF Trust	8,235.00	\$2,650,517.10	\$242,864.98	\$12,928.88	\$2,407,652.12	9.15%
TICKER SDY						

Asset Detail (continued)

Statement of Value and Activity

December 1, 2019 - December 31, 2019

Description	Shares/Quantity	Market Value	Unrealized G/L	Accrued Income	Cost Basis	% of Account
SPDR S&P 500 Fossil Fuel Free ETF TICKER SPYX	12,090 00	\$953,538 30	\$136,970 34	\$0 00	\$816,567 96	3 28%
	\$9,870,398 39	\$946,584 67	\$12,928 88		\$8,923,813 72	
<i>Emerging Markets</i>						
iShares Core MSCI Emerging Markets ETF TICKER IEMG	10,973 00	\$589,908 48	\$2,689 45	\$0 00	\$587,219 03	2 04%
Matthews China Fund TICKER MCFX	33,197 20	\$633,402 63	\$100,153 58	\$0 00	\$533,249 05	2 19%
Matthews Pacific Tiger Fund TICKER MPTX	44,272 21	\$1,271,055 03	-\$47,890 01	\$0 00	\$1,318,945 04	4 39%
	\$2,494,366 14	\$54,953 02		\$0 00	\$2,439,413 12	8 62%
<i>International Developed Markets</i>						
MFS Int'l Intrinsic Value Fund- TICKER MINIX	26,811 50	\$1,280,517 05	\$59,433 53	\$1,126 68	\$1,221,083 52	4 42%
Pear Tree Polaris Foreign Value Fund TICKER QFVRX	162,640 82	\$1,876,875 01	-\$12,096 60	\$0 00	\$1,888,971 61	6 48%
WCM Focused International Growth Fund TICKER WCMIX	63,233 89	\$1,195,752 77	\$155,412 40	\$0 00	\$1,040,340 37	4 13%
	\$4,353,144 83	\$202,749 33		\$1,126 68	\$4,150,395 50	15 03%
Total Global Equities	\$11,730,776 14	\$1,226,405 00		\$14,055 56	\$16,504,371 14	61 21%

Asset Detail (continued)

Statement of Value and Activity

December 1, 2019 - December 31, 2019

Description	Shares/Quantity	Market Value	Unrealized G/L	Accrued Income	Cost Basis	% of Account
<i>Alternative Equities</i>						
Low Volatility Equity						
Invesco S&P International Developed	6,422 00	\$219,118 64	\$6,992 91	\$0 00	\$212,125 73	0 76%
Low Volatility ETF						
TICKER IDLV						
iShares Edge MSCI Min Vol Emerging Markets ETF	1,905 00	\$111,747 30	\$826 56	\$0 00	\$110,920 74	0 39%
iShares Edge MSCI Min Vol USA ETF						
TICKER EEMV						
iShares Edge MSCI Min Vol USA ETF	7,726 00	\$506,825 60	\$46,071 68	\$0 00	\$460,753 92	1 75%
TICKER USMV						
Total Alternative Equities	\$837,691 54	\$53,891 15	\$0 00	\$783,800 39	2 90%	
Total All Assets	\$28,981,398.47	\$1,355,823.59	\$20,958.74	\$27,625,574.88	100.00%	