

For calendar year 2019, or tax year beginning 01-01-2019, and ending 12-31-2019

Name of foundation THE FALCON CHARITABLE FOUNDATION		A Employer identification number 22-3340779	
Number and street (or P.O. box number if mail is not delivered to street address) C/O ROBERT B GREGORY		B Telephone number (see instructions) (207) 563-8104	
City or town, state or province, country, and ZIP or foreign postal code DAMARISCOTTA, ME 04543		C If exemption application is pending, check here ▶ ☐	
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here..... ▶ ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ... ▶ ☐	
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 6,254,754		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐	
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (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) (see instructions).)		(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 (attach schedule)	136,538			
	2 Check ▶ ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	61	61		
	4 Dividends and interest from securities . . .	167,911	167,911		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	1,453,203			
	b Gross sales price for all assets on line 6a _____ 4,277,893				
	7 Capital gain net income (from Part IV, line 2) . . .		1,453,203		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)	0			
	11 Other income (attach schedule)	12,375			
	12 Total. Add lines 1 through 11	1,770,088	1,621,175	0	
	13 Compensation of officers, directors, trustees, etc.	45,600			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	0			
	b Accounting fees (attach schedule)	1,620			
	c Other professional fees (attach schedule)	45,173	45,173		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	12,296	3,194		
	19 Depreciation (attach schedule) and depletion . . .	1,282			
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications	636			
	23 Other expenses (attach schedule)	9,181			
	24 Total operating and administrative expenses. Add lines 13 through 23	115,788	48,367		0
	25 Contributions, gifts, grants paid	2,616,249			2,616,249
	26 Total expenses and disbursements. Add lines 24 and 25	2,732,037	48,367		2,616,249
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-961,949			
	b Net investment income (if negative, enter -0-)		1,572,808		
c Adjusted net income (if negative, enter -0-) . . .				0	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	89,096	15,392	15,392
	2 Savings and temporary cash investments	544,115	176,003	176,003
	3 Accounts receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)		0	
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less: allowance for doubtful accounts ▶ _____		0	
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	2,653,261	4,289,405	4,796,891
	c Investments—corporate bonds (attach schedule)	893,828	1,185,080	1,188,068
	11 Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____		0	
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)		0	
	14 Land, buildings, and equipment: basis ▶ _____ 70,000 Less: accumulated depreciation (attach schedule) ▶ 14,049	57,233	55,951	70,000
15 Other assets (describe ▶ _____)	2,454,647	8,400	8,400	
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	6,692,180	5,730,231	6,254,754	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons		0	
	21 Mortgages and other notes payable (attach schedule)		0	
	22 Other liabilities (describe ▶ _____)	0	0	
	23 Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ ☐ 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 ▶ ☒ and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds	6,692,180	5,730,231	
	29 Total net assets or fund balances (see instructions)	6,692,180	5,730,231	
30 Total liabilities and net assets/fund balances (see instructions) .	6,692,180	5,730,231		

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	6,692,180
2 Enter amount from Part I, line 27a	2	-961,949
3 Other increases not included in line 2 (itemize) ▶ _____	3	
4 Add lines 1, 2, and 3	4	5,730,231
5 Decreases not included in line 2 (itemize) ▶ _____	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	5,730,231

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 See Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(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	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,453,203
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	-5,184

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 does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see 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	294,856	5,037,669	0.058530
2017	100,000	4,277,377	0.023379
2016	1,593,443	4,738,762	0.336257
2015	227,500	5,242,420	0.043396
2014	49,000	5,497,720	0.008913

2 Total of line 1, column (d)	2	0.470475
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	0.094095
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	5,741,863
5 Multiply line 4 by line 3	5	540,281
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	15,728
7 Add lines 5 and 6	7	556,009
8 Enter qualifying distributions from Part XII, line 4	8	2,616,249

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	1	15,728
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	15,728
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	15,728
6	Credits/Payments:		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	5,200
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	5,200
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	10,528
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2020 estimated tax ☐ 0 Refunded ☐	11	

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?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>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.</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ _____ (2) On foundation managers. ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
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?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ ME		
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? <i>If "No," attach explanation .</i>	8b	Yes
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 taxable year beginning in 2019? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.FIREHOUSEFALCONCENTER.COM</u>	13	Yes	
14	The books are in care of ► <u>ROBERT B GREGORY</u> Telephone no. ► <u>(207) 563-8104</u>			

Located at ► PO BOX 760 DAMARISCOTTA ME ZIP+4 ► 04543

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			
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?	16	Yes	No
	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.

1a	During the year did the foundation (either directly or indirectly):		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions ☐	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019? ☐	1c		No
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 (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019? ☐ Yes ☒ No If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.) ☐	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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 Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2019.) ☐	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?	4b		No

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

5a	During the year did the foundation pay or incur any amount to:		Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ 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		5b	
	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?	☐ Yes ☐ No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			
	<i>If "Yes" to 6b, file Form 8870.</i>			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		7b	
b	If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?			
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 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, foundation managers and their compensation. See instructions				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROBERT B GREGORY PO BOX 760 DAMARISCOTTA, ME 04543	TRUSTEE 5.00	45,600	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
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 (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. ►		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ►	

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	5,784,694
b	Average of monthly cash balances.	1b	44,609
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	5,829,303
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	
3	Subtract line 2 from line 1d.	3	5,829,303
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	87,440
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,741,863
6	Minimum investment return. Enter 5% of line 5.	6	287,093

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	287,093
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	15,728
b	Income tax for 2019. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	15,728
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	271,365
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	271,365
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	271,365

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	2,616,249
b	Program-related investments—total from Part IX-B.	1b	
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	2,616,249
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	15,728
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,600,521

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				271,365
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only.				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2019:				
a From 2014. 0				
b From 2015. 227,500				
c From 2016. 1,594,400				
d From 2017. 100,000				
e From 2018. 48,173				
f Total of lines 3a through e.	1,970,073			
4 Qualifying distributions for 2019 from Part XII, line 4: ► \$ 2,616,249				
a Applied to 2018, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2019 distributable amount.				271,365
e Remaining amount distributed out of corpus	2,344,884			
5 Excess distributions carryover applied to 2019. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	4,314,957			
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.				
d Subtract line 6c from line 6b. Taxable amount—see instructions.		0		
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount—see instructions.			0	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a.	4,314,957			
10 Analysis of line 9:				
a Excess from 2015. 227,500				
b Excess from 2016. 1,594,400				
c Excess from 2017. 100,000				
d Excess from 2018. 48,173				
e Excess from 2019. 2,344,884				

Part XIV

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

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(i)(3) or ☐ 4942(j)(5)

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

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

Part XV

1 Information Regarding Foundation Managers:

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

See Additional Data Table

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

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

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

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

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

c Any submission deadlines:

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
See Additional Data Table				
Total ▶ 3a				2,616,249
b <i>Approved for future payment</i>				
Total ▶ 3b				

Enter gross amounts unless otherwise indicated.

[illegible]

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

[illegible]

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

b If "Yes," complete the following schedule.

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

**Sign
Here**

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

2020-06-23

Signature of officer or trustee

Date _____

Title

May the IRS discuss this return with the preparer shown below

(see instr.) ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's Signature

Date _____

Check if self-employed ☒

PTIN

P01229052

Firm's name ▶	Bruce A Bachelder CPA
---------------	-----------------------

Firm's EIN ►

Firm's address ► 285 Biscay Road

Phone no. (207) 563-7540

Damariscotta, ME 04543

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
6 AO SMITH	P	2019-02-13	2019-03-20
219 AO SMITH	P	2019-02-13	2019-05-21
11 ASHLAND GLOBAL	P	2018-06-12	2019-03-20
5 AT&T	P	2019-01-28	2019-03-20
4 BANK UNITED	P	2019-01-28	2019-03-20
839.203 BLACKROCK MULTI ASSET	P	2018-06-12	2019-03-20
57.901 BLACKROCK STRATEGIC INCOME	P	2019-01-28	2019-03-20
38.449 BNY MELLON INTL BOND	P	2019-01-28	2019-03-20
2 CA NATIONAL RR	P	2019-01-28	2019-03-20
4 CHARLES SCHWAB	P	2019-01-28	2019-03-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
312	0	308	4
9,604	0	11,245	-1,641
853	0	876	-23
152	0	153	-1
140	0	136	4
8,971	0	9,061	-90
563	0	559	4
574	0	570	4
173	0	166	7
182	0	190	-8

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(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	
0	0	0	4
0	0	0	-1,641
0	0	0	-23
0	0	0	-1
0	0	0	4
0	0	0	-90
0	0	0	4
0	0	0	4
0	0	0	7
0	0	0	-8

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
566 CHURCH & DWIGHT	P	2018-12-26	2019-11-05
6 CISCO SYSTEMS	P	2019-01-28	2019-03-20
1 DIGITAL RLTY	P	2019-01-28	2019-03-20
2 EATON CORP	P	2019-01-28	2019-03-20
2 EXXON MOBIL	P	2019-01-28	2019-03-20
16 FASTENAL	P	2019-01-28	2019-03-20
1 GOLDMAN SACHS	P	2019-01-28	2019-03-20
22.764 GOLDMAN SACHS EMG MKTS	P	2019-01-28	2019-03-20
5 INTEL	P	2019-01-28	2019-03-20
131 MSCI EAFE	P	2018-06-12	2019-03-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
38,078	0	42,194	-4,116
318	0	273	45
116	0	106	10
163	0	135	28
162	0	141	21
1,000	0	949	51
199	0	198	1
278	0	270	8
270	0	232	38
8,544	0	9,264	-720

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(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	
0	0	0	-4,116
0	0	0	45
0	0	0	10
0	0	0	28
0	0	0	21
0	0	0	51
0	0	0	1
0	0	0	8
0	0	0	38
0	0	0	-720

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
1539 RUSSELL MIDCAP	P	2019-06-13	2019-09-06
3 JP MORGAN CHASE	P	2019-01-28	2019-03-20
3 KELLOGG	P	2019-01-28	2019-03-20
4 NATIONAL RETAIL PPTYS	P	2019-01-28	2019-03-20
102 NUCOR	P	2019-01-28	2019-02-13
55 OSHKOSH	P	2019-01-28	2019-02-13
2 PEPISCO	P	2019-01-28	2019-03-20
5 PFIZER	P	2019-01-28	2019-03-20
2 RAYTHEON	P	2019-02-13	2019-03-20
533.617 REBECO BOSTON PARTNERS	P	2018-06-12	2019-03-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
86,324	0	85,106	1,218
319	0	310	9
164	0	173	-9
210	0	205	5
6,229	0	5,917	312
4,354	0	3,799	555
236	0	217	19
210	0	199	11
359	0	363	-4
8,026	0	8,975	-949

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(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	
0	0	0	1,218
0	0	0	9
0	0	0	-9
0	0	0	5
0	0	0	312
0	0	0	555
0	0	0	19
0	0	0	11
0	0	0	-4
0	0	0	-949

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
2 TARGET	P	2019-01-28	2019-03-20
3 UTILITIES SELECT	P	2019-01-28	2019-03-20
22.911 VANGUARD ST FEDERAL	P	2019-01-28	2019-03-20
1182.933 VERTUX SEIX FL RATE	P	2019-01-28	2019-09-06
2 VISA	P	2019-01-28	2019-03-20
5 WALT DISNEY	P	2019-01-28	2019-03-20
12 ABBOTT LABS	P	2010-02-16	2019-03-20
5 APPLE	P	2016-03-01	2019-03-20
868.661 BAIRD CORE PLUS BOND	P	2015-01-26	2019-03-20
4859.382 BAIRD CORE PLUS BOND	P	2015-01-26	2019-09-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
156	0	143	13
171	0	159	12
243	0	242	1
9,972	0	10,008	-36
307	0	270	37
551	0	555	-4
956	0	314	642
929	0	497	432
9,616	0	9,798	-182
56,612	0	54,748	1,864

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(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	
0	0	0	13
0	0	0	12
0	0	0	1
0	0	0	-36
0	0	0	37
0	0	0	-4
0	0	0	642
0	0	0	432
0	0	0	-182
0	0	0	1,864

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
6347.107 BAIRD CORE PLUS BOND	P	2015-02-27	2019-09-12
943.482 BLACKROCK MULTI ASSET	P	2015-03-30	2019-09-06
11 CHEVRON	P	2011-01-06	2019-03-20
12 CHURCH & DWIGHT	P	2016-03-01	2019-03-20
288 CHRUCH & DWIGHT	P	2016-03-01	2019-11-05
247.773 CREDIT SUISSE COMM RET	P	2014-08-14	2019-03-20
7 DEERE	P	2010-12-16	2019-03-20
243 DEERE	P	2010-02-16	2019-09-06
84.226 DODGE & COX INCOME	P	2014-08-21	2019-03-20
1473.839 DODGE & COX INCOME	P	2011-06-24	2019-09-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
73,182	0	71,405	1,777
10,265	0	10,680	-415
1,375	0	999	376
793	0	548	245
19,376	0	13,150	6,226
1,172	0	1,791	-619
1,117	0	377	740
38,144	0	13,090	25,054
1,150	0	1,173	-23
20,943	0	20,000	943

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(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	
0	0	0	1,777
0	0	0	-415
0	0	0	376
0	0	0	245
0	0	0	6,226
0	0	0	-619
0	0	0	740
0	0	0	25,054
0	0	0	-23
0	0	0	943

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
1504.549 DODGE & COX INCOME	P	2014-08-24	2019-09-06
4 ECOLAB	P	2015-12-22	2019-03-20
10 ENERGY SELECT SECTOR	P	2010-02-16	2019-03-20
340 ENERGY SELECT SECTOR	P	2010-02-16	2019-09-06
204.858 FIDELITY CONTRAFUND	P	2008-06-12	2019-03-20
7214.642 FIDELITY CONTRAFUND	P	2008-06-12	2019-09-06
74.14 FIDELITY SM CAP DISCOVER	P	2015-03-03	2019-03-20
2586.457 FIDELITY SM CAP DISCOVER	P	2015-03-03	2019-09-06
400 FIRST FINACIAL BANCORP	P	2017-12-27	2019-09-06
110.464 GOLDMAN SACHS SM/MD GROWTH	P	2015-03-03	2019-03-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
21,380	0	20,958	422
697	0	455	242
661	0	567	94
19,867	0	19,275	592
2,571	0	1,381	1,190
95,089	0	48,619	46,470
1,650	0	2,272	-622
57,626	0	77,728	-20,102
9,366	0	10,795	-1,429
2,323	0	2,431	-108

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(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	
0	0	0	422
0	0	0	242
0	0	0	94
0	0	0	592
0	0	0	1,190
0	0	0	46,470
0	0	0	-622
0	0	0	-20,102
0	0	0	-1,429
0	0	0	-108

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
150000 HEMPSTEAD NY	P	2018-01-03	2019-08-01
861 CORE S&P TOTAL US STOCK MKT	P	2007-11-01	2019-03-20
30260 CORE S&P TOTAL US STOCK MKT	P	2007-11-01	2019-09-06
1966 MSCI EAFE	P	2007-11-01	2019-09-06
2652 MSCI EAFE	P	2007-11-01	2019-09-06
64 MSCI EMERGING MKTS	P	2007-11-01	2019-03-20
1668 MSCI EMERGING MKTS	P	2007-11-01	2019-09-06
580 MSCI EMERGING MKTS	P	2016-12-02	2019-09-06
2 RUSSELL 2000	P	2011-01-06	2019-03-20
6 JOHNSON & JOHNSON	P	2010-02-16	2019-03-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
150,000	0	150,000	0
55,245	0	29,247	25,998
2,041,222	0	963,531	1,077,691
126,814	0	123,155	3,659
171,064	0	182,522	-11,458
2,772	0	3,450	-678
68,857	0	66,650	2,207
23,943	0	20,393	3,550
308	0	158	150
823	0	382	441

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(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	
0	0	0	0
0	0	0	25,998
0	0	0	1,077,691
0	0	0	3,659
0	0	0	-11,458
0	0	0	-678
0	0	0	2,207
0	0	0	3,550
0	0	0	150
0	0	0	441

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
3 LOCKHEED MARTIN	P	2010-02-16	2019-03-20
87 LOCKHEED MARTIN	P	2010-02-16	2019-09-08
6 LOWES	P	2014-01-31	2019-03-20
194 LOWES	P	2014-01-31	2019-09-06
6 MCDONALDS	P	2010-02-16	2019-03-20
194 MCDONLADS	P	2010-02-16	2019-09-08
14 MERCK	P	2013-06-03	2019-03-20
354.977 MET WEST BOND	P	2015-01-26	2019-03-20
11 MICROSOFT	P	2010-02-16	2019-03-20
11 NIKE	P	2010-02-16	2019-03-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
887	0	228	659
37,447	0	7,375	30,072
622	0	281	341
22,332	0	9,069	13,263
1,096	0	383	713
42,615	0	11,637	30,978
1,142	0	688	454
3,749	0	3,915	-166
1,287	0	311	976
959	0	173	786

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(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	
0	0	0	659
0	0	0	30,072
0	0	0	341
0	0	0	13,263
0	0	0	713
0	0	0	30,978
0	0	0	454
0	0	0	-166
0	0	0	976
0	0	0	786

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
389 NIKE	P	2010-02-16	2019-09-06
200 NUCOR	P	2015-12-22	2019-02-13
27.673 OPPENHEIMER DEV MKTS	P	2014-08-12	2019-03-20
10 PAYCHEX	P	2014-01-31	2019-03-20
10 PROCTER & GAMBLE	P	2011-01-06	2019-03-20
419.941 ROBECO BOSTON PTRS	P	2011-01-06	2019-09-06
46.39 SOUND SHORE FUND	P	2009-06-17	2019-03-20
1618.236 SOUND SHORE FUND	P	2009-06-17	2019-09-06
2 S&P MID CAP 400	P	2011-01-06	2019-03-20
58 S&P MID CAP 400	P	2011-01-06	2019-09-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
34,555	0	5,748	28,807
12,214	0	8,201	4,013
1,175	0	1,108	67
790	0	420	370
1,014	0	648	366
6,433	0	7,063	-630
1,923	0	1,113	810
67,836	0	38,841	28,995
688	0	332	356
20,276	0	9,615	10,661

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(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	
0	0	0	28,807
0	0	0	4,013
0	0	0	67
0	0	0	370
0	0	0	366
0	0	0	-630
0	0	0	810
0	0	0	28,995
0	0	0	356
0	0	0	10,661

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
5 STRIKER	P	2016-03-01	2019-03-20
21 TECHNOLOGY SELECT	P	2010-02-16	2019-03-20
729 TECHNOLOGY SELECT	P	2010-02-16	2019-09-06
14 TJX	P	2015-12-22	2019-03-20
6 UPS	P	2010-02-16	2019-03-20
194 UPS	P	2010-02-16	2019-09-06
4 UNITED TECHNOLOGIES	P	2015-12-22	2019-03-20
461.78 VANGUARD INTER TERM BOND	P	2010-11-18	2019-03-20
16382.026 VANGUARD INTER TERM BOND	P	2010-11-18	2019-09-06
22 VANGUARD REIT	P	2016-01-08	2019-03-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
983	0	498	485
1,536	0	455	1,081
59,401	0	15,783	43,618
731	0	491	240
640	0	344	296
23,319	0	11,124	12,195
502	0	377	125
5,204	0	5,338	-134
196,257	0	170,504	25,753
1,865	0	1,734	131

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(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	
0	0	0	485
0	0	0	1,081
0	0	0	43,618
0	0	0	240
0	0	0	296
0	0	0	12,195
0	0	0	125
0	0	0	-134
0	0	0	25,753
0	0	0	131

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
578 VANGUARD REIT	P	2016-01-08	2019-09-06
226.914 VANGUARD ST INV GRADE	P	2012-12-04	2019-03-20
6964.921 VANGUARD ST INV GRADE	P	2012-12-04	2019-09-06
1056.612 VANGUARD ST INV GRADE	P	2012-12-04	2019-09-06
122.397 VANGUARD ST BOND	P	2014-08-12	2019-03-20
4331.25 VANGUARD ST BOND	P	2014-08-12	2019-09-06
8 VERIZON	P	2010-02-16	2019-03-20
292 VERIZON	P	2010-02-16	2019-09-06
579.635 VERTUS SEIX FL RATE	P	2013-04-11	2019-03-20
13970.185 VERTUS SEIX FL RATE	P	2013-04-11	2019-09-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
54,025	0	45,009	9,016
2,396	0	2,469	-73
74,943	0	74,923	20
11,369	0	11,496	-127
1,271	0	1,288	-17
45,955	0	45,565	390
459	0	219	240
17,193	0	8,003	9,190
4,956	0	5,263	-307
117,769	0	126,272	-8,503

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(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	
0	0	0	9,016
0	0	0	-73
0	0	0	20
0	0	0	-127
0	0	0	-17
0	0	0	390
0	0	0	240
0	0	0	9,190
0	0	0	-307
0	0	0	-8,503

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
9 WALMART	P	2008-10-06	2019-03-20
309 WALMART	P	2008-10-06	2019-09-06
CAPITAL GAIN DISTRIBUTION	P	2017-12-31	2019-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
891	0	517	374
35,727	0	16,729	18,998
28,136	0	0	28,136

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(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	
0	0	0	374
0	0	0	18,998
0	0	0	28,136

Form 990PF Part XV Line 1a - List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000).

MARY F FIORE
MARY F FIORE TRUST
JOSEPH A AND MARY F FIORE NIMCRUT

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MAINE FARMLAND TRUST 97 MAIN STREET BELFAST, ME 04915		PUBLIC	UNRESTRICTED	2,591,249
STEPPING STONE HOUSINGPO BOX 21 DAMARISCOTTA, ME 04543		PUBLIC	UNRESTRICTED	20,000
UNCSA FOUNDATION 1533 S MAIN STREET WINSTONSALEM, NC 27127		PUBLIC	UNRESTRICTED	5,000
Total ▶ 3a				2,616,249

TY 2019 Accounting Fees Schedule**Name:** THE FALCON CHARITABLE FOUNDATION**EIN:** 22-3340779

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BRUCE A BACHELDER CPA 990 PF	1,620			

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2019 Depreciation Schedule

Name: THE FALCON CHARITABLE FOUNDATION

EIN: 22-3340779

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
STORAGE BUILDING	2009-01-01	70,000	12,767	SL	39.00000000000000	1,282			

TY 2019 Investments Corporate Bonds Schedule**Name:** THE FALCON CHARITABLE FOUNDATION**EIN:** 22-3340779**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BNY MELLON INTL BOND	96,091	96,768
BAIRD CORE PLUS BOND	217,331	226,063
BLACKROCK STRATEGIC INCOME	124,587	125,663
GOLDMAN SACHS TR EMG MKTS	47,012	46,917
METROPOLITAN WEST T/R BOND	546,807	542,768
VANGUARD S-T BOND INDEX	105,599	105,392
VIRTUS SEIX FLOATING	47,653	44,497

TY 2019 Investments Corporate Stock Schedule

Name: THE FALCON CHARITABLE FOUNDATION
 EIN: 22-3340779

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
OPPENHERIMER DEVELOPING MKTS	502,887	544,640
AT&T	46,543	51,272
ABBOTT LABORATORIES	54,857	74,786
APPLE	40,791	82,222
ASHLAND GLOBAL HOLDINGS	37,750	37,117
BANK UNITED	32,163	36,487
BLACKROCK	46,020	54,794
BROWN ADV SM CAP	233,292	243,289
CANADIAN NATIONAL RR	42,644	42,059
CHEVRON	44,864	60,978
CISCO SYSTEMS	53,579	53,427
DIGITAL RLTY TR	45,700	44,184
DISNEY	55,819	64,216
ECOLAB	45,100	54,037
EXXON MOBIL	39,422	39,077
FASTENAL	39,497	52,026
FIRST REPUBLIC BANK	71,904	90,671
GOLDMAN SACHS	38,179	42,537
INTEL	65,092	78,164
ISHARES RUSSELL 2000	246,364	275,344
JP MORGAN CHASE	56,966	71,512
JOHNSON AND JOHNSON	35,905	52,805
KELLOGG	41,521	45,369
LAZARD INTL STRATEGIC EQTY	369,222	389,392
MERCK	36,055	58,481
MICROSOFT	25,851	68,915
NATIONAL RETAIL PPTYS	58,431	57,159
PAYCHEX	43,797	55,799
PEPSICO	49,843	51,388
PFIZER	48,155	51,169

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PROCTER & GAMBLE	25,581	45,214
QUEST DIAGNOSTICS	57,510	60,550
RAYTHEON	39,386	46,585
T ROWE PRICE OVERSEAS	346,258	377,477
S&P 500	95,672	102,673
CHARLES SCHWAB	35,448	40,949
SPDR UTILITIES SELECT	63,444	66,236
STRYKER	68,473	81,877
TJX	56,419	70,097
TARGET	51,876	63,079
UNITED TECHNOLOGIES	40,109	50,170
VISA	63,686	68,020
EATON CORP	38,183	44,708
BLACKROCK MULTI ASSETS INCOME	238,680	237,244
CREDIT SUISSE COMM RET STRATEGY	141,568	127,871
PRINCIPAL REAL ESTATE SECURITIES	172,214	171,351
BOSTON PARTERS RESEARCH FUND	206,685	219,474

TY 2019 Land, Etc. Schedule

Name: THE FALCON CHARITABLE FOUNDATION

EIN: 22-3340779

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
STORAGE BUILDING JEFFERSON MAINE	70,000	14,049	55,951	

TY 2019 Other Assets Schedule

Name: THE FALCON CHARITABLE FOUNDATION

EIN: 22-3340779

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ARTWORK OF JOSEPH A FIORE	2,454,647	8,400	8,400

TY 2019 Other Expenses Schedule**Name:** THE FALCON CHARITABLE FOUNDATION**EIN:** 22-3340779**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GALLERY EXPENSE	7,701			
REPAIR AND RESTORATION	1,480			

TY 2019 Other Income Schedule

Name: THE FALCON CHARITABLE FOUNDATION

EIN: 22-3340779

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
SALE OF ART	12,375		

TY 2019 Other Professional Fees Schedule**Name:** THE FALCON CHARITABLE FOUNDATION**EIN:** 22-3340779

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FIRST FINANCIAL BANCORP INVESTMENT MANAGEMENT	45,173	45,173		

TY 2019 Taxes Schedule**Name:** THE FALCON CHARITABLE FOUNDATION**EIN:** 22-3340779

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
REAL ESTATE	942			
FOREIGN TAX	3,194	3,194		
990 PF	8,160			

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Go to www.irs.gov/Form990 for the latest information.	OMB No. 1545-0047
		2019
Name of the organization THE FALCON CHARITABLE FOUNDATION		Employer identification number 22-3340779

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 other 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 33¹/₃% 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 990PF, 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
THE FALCON CHARITABLE FOUNDATION

Employer identification number
22-3340779

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	ESTATE OF MARY F FIORE C/O ROBERT GREGORY PO BOX 760 DAMARISCOTTA, ME 04543	\$ 136,538	☒ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)

Name of organization THE FALCON CHARITABLE FOUNDATION	Employer identification number 22-3340779
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Part II Noncash Property			
(a) No. from Part I	(b) Description of noncash property given (see instructions). Use duplicate copies of Part II if additional space is needed.	(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
-		\$	
(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
-		\$	

Name of organization THE FALCON CHARITABLE FOUNDATION	Employer identification number 22-3340779
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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 information once. See instructions.) ► \$ _____**

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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee