

EXTENDED TO NOVEMBER 16, 2020

Return of Private Foundation

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

OMB No. 1545-0047

2019

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

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

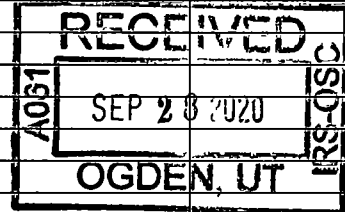
For calendar year 2019 or tax year beginning

, and ending

Name of foundation LINCOLN & THERESE FILENE FOUNDATION, INC #0706176		A Employer identification number 23-7423946
Number and street (or P.O. box number if mail is not delivered to street address) NUTTER MCCLENNEN & FISH LLP PO BOX 51400	Room/suite	B Telephone number 617-439-2498
City or town, state or province, country, and ZIP or foreign postal code BOSTON, MA 02205		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) \$ 26837081.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (Specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	300000.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	22165.	22165.		STATEMENT 1
	4 Dividends and interest from securities	658158.	658158.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	647503.			STATEMENT 3
	b Gross sales price for all assets on line 6a	2823379.			
	7 Capital gain net income (from Part IV, line 2)		637744.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	1627826.	1318067.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	78632.	51111.		27521.
	b Accounting fees STMT 5	5000.	3250.		1750.
	c Other professional fees STMT 6	73771.	47951.		25820.
	17 Interest				
	18 Taxes STMT 7	37617.	4230.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	81951.	53268.		28683.
	22 Printing and publications	750.	0.		0.
	23 Other expenses STMT 8	1265.	0.		1265.
	24 Total operating and administrative expenses. Add lines 13 through 23	278986.	159810.		85039.
	25 Contributions, gifts, grants paid	1110100.	-		1110100.
26 Total expenses and disbursements. Add lines 24 and 25	1389086.	159810.		1195139.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	238740.				
b Net investment income (if negative, enter -0-)		1158257.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	500.	500.	500.
	2 Savings and temporary cash investments	798263.	2057418.	2057418.
	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 STMT 9	1650351.	1298906.	1309571.
	b Investments - corporate stock STMT 10	8049067.	7630010.	19963418.
	c Investments - corporate bonds STMT 11	3542591.	3292681.	3506174.
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
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)	14040772.	14279515.	26837081.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ ☐			
	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	12163601.	12163601.	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
28 Retained earnings, accumulated income, endowment, or other funds	1877171.	2115914.		
29 Total net assets or fund balances	14040772.	14279515.		
30 Total liabilities and net assets/fund balances	14040772.	14279515.		

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	14040772.
2 Enter amount from Part I, line 27a	2	238740.
3 Other increases not included in line 2 (itemize) ▶ ROUNDING	3	3.
4 Add lines 1, 2, and 3	4	14279515.
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	14279515.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
1a				
b SEE ATTACHED STATEMENTS				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a				
b				
c				
d				
e 2823404.		2185660.	637744.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e			637744.	
2 Capital gain net income or (net capital loss)		2		637744.
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	1186607.	24353986.	.048723
2017	1158594.	23553071.	.049191
2016	1161570.	22115605.	.052523
2015	1101258.	22267046.	.049457
2014	1017150.	22562705.	.045081
2 Total of line 1, column (d)			2 .244975
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 .048995
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5			4 24614161.
5 Multiply line 4 by line 3			5 1205971.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 11583.
7 Add lines 5 and 6			7 1217554.
8 Enter qualifying distributions from Part XII, line 4			8 1195139.

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 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	3000 SHS AT&T INC	P	01/01/20	09/24/19
b	1500 SHS ABBVIE	P	02/22/05	06/18/19
c	500 SHS AMERICAN EXPRESS CO	P	11/16/93	03/26/19
d	1000 SHS CISCO SYSTEMS	P	10/04/10	02/25/19
e	1500 SHS CISCO SYSTEMS	P	10/04/10	03/26/19
f	4500 SHS CITIZENS FINANCIAL	P	10/24/17	10/22/19
g	2500 SHS CITIZENS FINANCIAL	P	12/18/17	10/22/19
h	2000 SHS GENERAL ELECTRIC INC	P	01/01/20	02/25/19
i	4000 SHS GENERAL ELECTRIC INC	P	12/18/17	02/25/19
j	1000 SHS INTEL CORP	P	03/12/96	02/25/19
k	1000 SHS INTEL CORP	P	03/12/96	03/26/19
l	500 SHS I-SHARES MSCI EAFE ETF	P	01/26/15	03/26/19
m	500 SHS JPMORGAN CHASE & CO	P	01/17/89	03/26/19
n	500 SHS MICROSOFT CORP	P	01/27/03	03/26/19
o	1000 SHS PROCTOR & GAMBLE CO	P	01/01/20	03/26/19

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 113038.		9263.	103775.
b 116731.		35997.	80734.
c 55034.		4133.	50901.
d 50699.		19573.	31126.
e 80010.		29359.	50651.
f 161584.		173168.	-11584.
g 89769.		105856.	-16087.
h 22481.		1967.	20514.
i 44961.		71520.	-26559.
j 53249.		6813.	46436.
k 53469.		6813.	46656.
l 32430.		31060.	1370.
m 49894.		4789.	45105.
n 59220.		12488.	46732.
o 103117.		2064.	101053.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			103775.
b			80734.
c			50901.
d			31126.
e			50651.
f			-11584.
g			-16087.
h			20514.
i			-26559.
j			46436.
k			46656.
l			1370.
m			45105.
n			46732.
o			101053.

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

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	500 SHS PROCTOR & GAMBLE CO	P	01/01/20	06/18/19
b	800 SHS PROCTOR & GAMBLE CO	P	01/01/20	09/24/19
c	3500 SHS SCHLUMBERGER LTD	P	01/28/08	06/18/19
d	2000 SHS SCHLUMBERGER LTD	P	12/08/08	06/18/19
e	500 SHS UNITED TECHNOLOGIES CORP	P	08/30/10	09/24/19
f	300 SHS VISA INC	P	12/14/15	06/18/19
g	150000 SHS VERIZON COMMUNICATIONS INC NOTES 3%	P	02/24/15	04/01/19
h	100000 SHS VERIZON COMMUNICATIONS INC NOTES 3%	P	06/03/15	04/01/19
i	100000 SHS CATERPILLAR FINANCIAL SERVICES CORP NO	P	02/09/09	02/15/19
j	250000 SHS SHELL INT'L FINANCA BV NOTES 4.3%	P	10/09/09	09/23/19
k	250000 SHS U.S. TREASURY NOTES 1 5/8%	P	08/26/14	07/31/19
l	0.9361 SHS WABTEC CORP	P	02/26/19	03/07/19
m	85 SHS WABTEC CORP	P	02/26/19	03/26/19
n	150000 SHS COMCAST CORP NOTES 3.3%	P	02/11/19	11/13/19
o	250000 SHS U.S. TREASURY NOTES 3 1/8%	P	06/19/18	05/15/19

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 55024.		1032.	53992.
b 99309.		1651.	97658.
c 129883.		267249.	-137366.
d 74219.		83820.	-9601.
e 67864.		33030.	34834.
f 50691.		22901.	27790.
g 151592.		150000.	1592.
h 101061.		99977.	1084.
i 100000.		100494.	-494.
j 250000.		251400.	-1400.
k 250000.		249648.	352.
l 64.		72.	-8.
m 5981.		6541.	-560.
n 152030.		151185.	845.
o 250000.		251797.	-1797.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			53992.
b			97658.
c			-137366.
d			-9601.
e			34834.
f			27790.
g			1592.
h			1084.
i			-494.
j			-1400.
k			352.
l			-8.
m			-560.
n			845.
o			-1797.

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	637744.
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

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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	23165.
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	23165.
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	23165.
6 Credits/Payments:			
a 2019 estimated tax payments and 2018 overpayment credited to 2019	6a	21764.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	12983.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	34747.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	0.	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	11582.	
11 Enter the amount of line 10 to be Credited to 2020 estimated tax	11	0.	
			11582. Refunded

Part VII-A Statements Regarding Activities

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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year, did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions

N/A

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?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?**6b**☒

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?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b**8** Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHED SCHEDULE				
	0.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000**0**

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NUTTER, MCCLENNEN & FISH, LLP - SEAPORT WEST, 155 SEAPORT BLVD., BOSTON, MA 02210	TRUSTEE, LEGAL & TAX PREPARATION FEES	157403.
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 N/A	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	23751918.
b	Average of monthly cash balances	1b	1237078.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	24988996.
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	24988996.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	374835.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	24614161.
6	Minimum investment return. Enter 5% of line 5	6	1230708.

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	1230708.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	23165.
b	Income tax for 2019 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	23165.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1207543.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1207543.
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	1207543.

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	1195139.
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	1195139.
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	1195139.

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.

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LINCOLN & THERESE FILENE FOUNDATION, INC

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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				1207543.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2019:				
a From 2014				
b From 2015	55700.			
c From 2016	81864.			
d From 2017	1926.			
e From 2018				
f Total of lines 3a through e	139490.			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ \$ 1195139.				
a Applied to 2018, but not more than line 2a			0.	
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				1195139.
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).)	12404.			12404.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	127086.			
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				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	127086.			
10 Analysis of line 9:				
a Excess from 2015	43296.			
b Excess from 2016	81864.			
c Excess from 2017	1926.			
d Excess from 2018				
e Excess from 2019				

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

N/A

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



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

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

Tax year	Prior 3 years			
(a) 2019	(b) 2018	(c) 2017	(d) 2016	(e) Total

b 85% of line 2a

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

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

e Qualifying distributions made directly for active conduct of exempt activities

Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6, for each year listed

c "Support" alternative test - enter.

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 12

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:

LINCOLN & THERESE FILENE FOUNDATION, INC

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ART RESOURCE COLLABORATIVE FOR KIDS	NONE	PUBLIC	ART FOR SOCIAL IMPACT AT J. QUINCY SCHOOL	15000.
ASCENTRIA COMMUNITY SERVICES	NONE	PUBLIC	SURVIVORS OF EMPOWERMENT PROJECT	20000.
BETH ISRAEL DEACONESS MEDICAL CENTER	NONE	PUBLIC	GENERAL FUND	5000.
BILL OF RIGHTS INSTITUTE	NONE	PUBLIC	CONSTITUTIONAL SEMINARS IN BOSTON	35000.
BIRD STREET COMMUNITY CENTER	NONE	PUBLIC	VIOLENCE PREVENTION PROGRAM	20000.
Total	SEE CONTINUATION SHEET(S)			1110100.
b Approved for future payment				
NONE				
Total				0.

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BOSTON AREA RAPE CRISIS CENTER	NONE	PUBLIC	PROJECT "HOME SAFE"	10000.
BOSTON CHILDREN'S MUSEUM	NONE	PUBLIC	SUPPORT OF THE SCHOOL READINESS FRIDAY NIGHTS PROGRAM	7500.
BOY'S AND GIRLS CLUB OF DORCHESTER	NONE	PUBLIC	SUPPORT OF MUSIC THERAPY PROGRAM	10000.
CAMBRIDGE CENTER FOR ADULT EDUCATION	NONE	PUBLIC	TANDEM LEARNING PROGRAM & EMPOWERMENT INITIATIVES	15000.
CASA MYRNA VAZQUEZ INC	NONE	PUBLIC	CHILDRENS SERVICES	10000.
CENTER FOR GREIVING CHILDREN	NONE	PUBLIC	INTERCULTURAL PEER SUPPORT PROGRAM	2500.
CHAMELEON ARTS ENSEMBLE OF BOSTON	NONE	PUBLIC	MUSIC EDUCATION PROGRAM	5000.
CHELSEA COLLABORATIVE INC	NONE	PUBLIC	SUMMER YOUTH EMPLOYMENT INITIATIVE	25000.
CHELSEA NEIGHBORHOOD DEVELOPERS INC	NONE	PUBLIC	FINANCIAL COACHING PROGRAM	40000.
CODMAN ACADEMY FOUNDATION	NONE	PUBLIC	THEATRE ARTS PROGRAM	10000.
Total from continuation sheets				1015100.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
COMBINED JEWISH PHILANTROPIES	NONE	PUBLIC	GENERAL FUND	5000.
COMMUNITY ART CENTER	NONE	PUBLIC	TEEN MEDIA PROGRAM	5000.
DARTMOUTH COLLEGE	NONE	PUBLIC	ALUMNI FUND	100.
DISCOVERING JUSTICE	NONE	PUBLIC	SUPPORT OF CHILDREN DISCOVERING JUSTICE	20000.
DORCHESTER YOUTH COLLABORATIVE	NONE	PUBLIC	WORKFORCE DEVELOPMENT	10000.
DOVE INC	NONE	PUBLIC	EMERGENCY CASH ASSISTANCE FUND	7000.
ECONOMIC MOBILITY PATHWAYS	NONE	PUBLIC	ABBOT HOUSE -SUPPORTIVE HOUSING FOR YOUNG MOTHERS AND THEIR CHILDREN	20000.
EMERGE INC	NONE	PUBLIC	SUPPORT OF RESPONSIBLE FATHERHOOD PROGRAM	10000.
ENROOT	NONE	PUBLIC	PROGRAMS FOR HIGH SCHOOL IMMIGRANTS	20000.
EPIPHANY SCHOOL	NONE	PUBLIC	SUMMER INTENSIVE PROGRAM	10000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
EVKIDS INC	NONE	PUBLIC	SUPPORT OF TUTORING PROGRAM	20000.
FAMILY SERVICES OF THE MERRIMACK VALLEY	NONE	PUBLIC	SIEMPRE PAPA PROGRAM	10000.
FRIENDS OF THE CHILDREN-BOSTON	NONE	PUBLIC	PROFESSIONAL MENTORING FOR HIGH-RISK YOUTH	15000.
GENERATION CITIZEN INC	NONE	PUBLIC	TEACHER COHORT FOR BOSTON ACTION CIVICS	20000.
HYDE SQUARE TASK FORCE	NONE	PUBLIC	SUPPORT OF MUSICIANS IN THE COMMUNITY	10000.
ICIVICS	NONE	PUBLIC	NEWS MEDIA & LITERACY PROGRAM	10000.
INTERCOLLEGIATE STUDIES INSTITUTE	NONE	PUBLIC	GENERAL FUND	50000.
JEREMIAH PROGRAM	NONE	PUBLIC	SUPPORT OF PROMOTING SELF SUFFICIENCY FOR SINGLE MOTHERS	10000.
JEWISH VOCATIONAL SERVICES	NONE	PUBLIC	GENERAL FUND	35000.
JOSHIA QUINCY ORCHESTRA PROGRAM LTD	NONE	PUBLIC	AFTER SCHOOL PROGRAM	10000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LA VIDA INC	NONE	PUBLIC	LA VIDA SCHOLARS	10000.
LAWRENCE FAMILY DEVELOPMENT	NONE	PUBLIC	SISU WORKFORCE DEVELOPMENT PROGRAM	20000.
LESLEY UNIVERSITY	NONE	PUBLIC	SUPPORT OF MUSIC THERAPY OROGRAM	16000.
MAB COMMUNITY SERVICES	NONE	PUBLIC	ADULT DISABILITY SERVICES MUSIC THERAPY PROGRAM	5000.
MAINE BOYS TO MEN	NONE	PUBLIC	THE MAINE BOYS NETWORK	15000.
MAINE PUBLIC BROADCASTING CORPORATION	NONE	PUBLIC	SUPPORT HIGH SCHOOL QUIZ SHOW	10000.
MAKING MUSIC MATTERS	NONE	PUBLIC	GENERAL FUND	12500.
MUSICCONNECTS	NONE	PUBLIC	BOSTON PUBLIC SCHOOLS PROGRAMING	15000.
MY LIFE MY CHOICE, A PROGRAM OF JUSTICE RESOURCE	NONE	PUBLIC	SURVIVOR MENTORING PROGRAM	20000.
NETWORK FOR TEACHING ENTREPRENEURSHIP NEW ENGLAND	NONE	PUBLIC	SOUTHERN NEW ENGLAND ENTREPRENEURSHIP EDUCATION INITIATIVE	15000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NOBLE AND GREENOUGH SCHOOL	NONE	PUBLIC	GENERAL FUND	5000.
NORTHEASTERN UNIVERSITY MARINE SCIENCE CENTER	NONE	PUBLIC	FROM SEA TO SCHOOL	10000.
PHILLIPS BROOKS HOUSE ASSOCIATION	NONE	PUBLIC	MISSION HILL SUMMER PROGRAM	8000.
PROJECT CITIZEN	NONE	PUBLIC	SUPPORT OF CIVIC ENGAGEMENT FOR IMMIGRANTS	5000.
RIA HOUSE INC	NONE	PUBLIC	SISTERS LEADING SISTERS	20000.
SCHOOL ON WHEELS OF MA	NONE	PUBLIC	PATHWAYS TO STUDENT SUCESS MENTORING PROGRAM	10000.
SHELTER MUSIC BOSTON	NONE	PUBLIC	CLASSICAL MUSIC CONCERTS IN BOSTON AREA HOMELESS SHELTERS	12500.
SKIDMORE COLLEGE	NONE	PUBLIC	FILENE MUSIC SCHOLARSHIP/HELEN FILENE LADD CONCERT H	175000.
SUFFOLK UNIVERSITY LAW SCHOOL	NONE	PUBLIC	THE MARSHALL-BRENNEN CONSTITUTIONAL LITERCY PROJECT	10000.
TUFTS UNIVERSITY	NONE	PUBLIC	COMMUNITY MUSIC AT TUFTS	4000.
Total from continuation sheets				

Part XV | **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
WOLF TRAP FOUNDATION FOR THE PERFORMING ARTS	NONE	PUBLIC	BUILDING FUND, INTERNSHIP, OPERA & EARLY LEARNING	175000.
WORCESTER YOUTH CENTER	NONE	PUBLIC	EXPANSION OF CAREER PREPARATION ROOM	10000.
Total from continuation sheets				

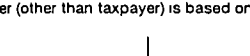
Part XVII Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | Yes | No |
|---|---|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c)(3) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| 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
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. ☒ Yes ☐ No	
	Signature of officer or trustee		Date		Title	
Paid Preparer Use Only	Print/Type preparer's name Paul F. Lechin		Preparer's signature 		Date 9/15/20	
	Check ☐ if self-employed		PTIN		P00567473	
	Firm's name ▶ NUTTER MCCLENNEN & FISH LLP					Firm's EIN ▶ 04-2106505
Firm's address ▶ SEAPORT WEST 155 SEAPORT BLVD. BOSTON, MA 02210-2604					Phone no. (617) 439-2503	

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

LINCOLN & THERESE FILENE FOUNDATION, INC
#0706176

Employer identification number

23-7423946

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

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

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

Special Rules

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

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

Name of organization

LINCOLN & THERESE FILENE FOUNDATION, INC
#0706176

Employer identification number

23-7423946

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	JASON D. HILL 11106 RIVER TRENT COURT LEHIGH ACRES, FL 33971	\$ 250000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	COLETTE G. BACKLUND C/O NUTTER MCCLENNAN & FISH 155 SEAPORT BLVD BOSTON, MA 02210	\$ 50000.	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

LINCOLN & THERESE FILENE FOUNDATION, INC
#0706176

Employer identification number

23-7423946

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

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

Name of organization

LINCOLN & THERESE FILENE FOUNDATION, INC
#0706176

Employer identification number

23-7423946

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
1	DONATION	GENERAL FUND	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
		NONE	
2	DONATION	GENERAL FUND	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
		NONE	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
FEDERATED GOV'T OBLIGAION FUND	22165.	22165.	
TOTAL TO PART I, LINE 3	22165.	22165.	

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
CORPORATE INTEREST	127763.	0.	127763.	127763.	
DOMESTIC DIVIDENDS	425214.	0.	425214.	425214.	
FOREIGN DIVIDENDS	66725.	0.	66725.	66725.	
US GOVERNMENT INTEREST	38456.	0.	38456.	38456.	
TO PART I, LINE 4	658158.	0.	658158.	658158.	

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT

3

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3000 SHS AT&T INC	113038.	9428.	0.	0.	103610.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1500 SHS ABBVIE	116731.	36577.	0.	0.	80154.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
500 SHS AMERICAN EXPRESS CO	55034.	4239.	0.	0.	50795.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1000 SHS CISCO SYSTEMS	50699.	19573.	0.	0.	31126.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1500 SHS CISCO SYSTEMS	80010.	29359.	0.	0.	50651.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4500 SHS CITIZENS FINANCIAL	161584.	173168.	0.	0.	-11584.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2500 SHS CITIZENS FINANCIAL	89769.	105856.	0.	0.	-16087.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2000 SHS GENERAL ELECTRIC INC	22481.	13124.	0.	0.	9357.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4000 SHS GENERAL ELECTRIC INC	44961.	26247.	0.	0.	18714.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1000 SHS INTEL CORP	53249.	11359.	0.	0.	41890.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1000 SHS INTEL CORP	53469.	11359.	0.	0.	42110.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
500 SHS I-SHARES MSCI EAFE ETF	32430.	31452.	0.	0.	978.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
500 SHS JPMORGAN CHASE & CO	49894.	7637.	0.	0.	42257.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
500 SHS MICROSOFT CORP	59220.	12857.	0.	0.	46363.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1000 SHS PROCTOR & GAMBLE CO	103117.	2064.	0.	0.	101053.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
500 SHS PROCTOR & GAMBLE CO	55024.	1032.	0.	0.	53992.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
800 SHS PROCTOR & GAMBLE CO	99309.	1651.	0.	0.	97658.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3500 SHS SCHLUMBERGER LTD	129883.	230503.	0.	0.	-100620.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2000 SHS SCHLUMBERGER LTD	74219.	131716.	0.	0.	-57497.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
500 SHS UNITED TECHNOLOGIES CORP	67864.	33030.	0.	0.	34834.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
300 SHS VISA INC	50691.	22551.	0.	0.	28140.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
150000 SHS VERIZON COMMUNICATIONS INC NOTES 3%	151592.	150000.	0.	0.	1592.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
100000 SHS VERIZON COMMUNICATIONS INC NOTES 3%	PURCHASED	06/03/15	04/01/19		
101061.	99977.	0.	0.	1084.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
100000 SHS CATERPILLAR FINANCIAL SERVICES CORP NOTES 7.15%	PURCHASED	02/09/09	02/15/19		
100000.	100494.	0.	0.	-494.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
250000 SHS SHELL INT'L FINANCA BV NOTES 4.3%	PURCHASED	10/09/09	09/23/19		
250000.	251400.	0.	0.	-1400.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
250000 SHS U.S. TREASURY NOTES 1 5/8%	250000.	249648.	0.	0.	352.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.9361 SHS WABTEC CORP	64.	72.	0.	0.	-8.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
85 SHS WABTEC CORP	5981.	6541.	0.	0.	-560.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
150000 SHS COMCAST CORP NOTES 3.3%	152030.	151185.	0.	0.	845.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
250000 SHS U.S. TREASURY NOTES 3 1/8%	250000.	251797.	0.	0.	-1797.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
CORTEVA SALE REVERSAL	-25.	-20.	0.	0.	-5.

NET GAIN OR LOSS FROM SALE OF ASSETS	647503.
CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	647503.

FORM 990-PF	LEGAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	78632.	51111.		27521.
TO FM 990-PF, PG 1, LN 16A	78632.	51111.		27521.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION	5000.	3250.		1750.
TO FORM 990-PF, PG 1, LN 16B	5000.	3250.		1750.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TRUSTEE COMPENSATION	73771.	47951.		25820.
TO FORM 990-PF, PG 1, LN 16C	73771.	47951.		25820.

FORM 990-PF	TAXES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	11623.	0.		0.
FOREIGN TAX PAID	4230.	4230.		0.
ESTIMATES	21764.	0.		0.
TO FORM 990-PF, PG 1, LN 18	37617.	4230.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	265.	0.		265.
MEMBERSHIP DUES	1000.	0.		1000.
TO FORM 990-PF, PG 1, LN 23	1265.	0.		1265.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	9
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	X		1298906.	1309571.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1298906.	1309571.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			1298906.	1309571.

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	7630010.	19963418.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7630010.	19963418.

FORM 990-PF	CORPORATE BONDS	STATEMENT	11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	3292681.	3506174.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3292681.	3506174.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 12

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ALANE H WALLIS;NUTTER MCCLENNEN & FISH LLP;155 SEAPORT BLVD. BOSTON MA 0211

TELEPHONE NUMBER

617-439-2498

FORM AND CONTENT OF APPLICATIONS

GUIDELINES AVAILABLE BY REQUEST 617-439-2458 OR @FILENEFOUNDATION.ORG

ANY SUBMISSION DEADLINES

MARCH 1 & SEPTEMBER 1

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTS LIMITED TO NEW ENGLAND 1)CIVIC EDUCATION 2)HUMAN DEVELOPEMENT
3)BROADCASTING 4)PERFORMING ARTS