

Form **990-PF****Return of Private Foundation**

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

Department of the Treasury  
Internal Revenue Service

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

OMB No 1545-0047

**2019**

Open to Public Inspection

For calendar year 2019 or tax year beginning **MAY 1, 2019**, and ending **APR 30, 2020**

Name of foundation  
**CHARLESBANK HOMES**  
**C/O BONANNO, SAVINO, DAVIES & GANLEY, PC**

Number and street (or P O box number if mail is not delivered to street address) **105 CHESTNUT ST** Room/suite **32**

City or town, state or province, country, and ZIP or foreign postal code  
**NEEDHAM, MA 02492**

A Employer identification number  
**04-2103755**

B Telephone number  
**781-449-3919**

C If exemption application is pending, check here ☐ **6**

D 1 Foreign organizations, check here ☐  
2 Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

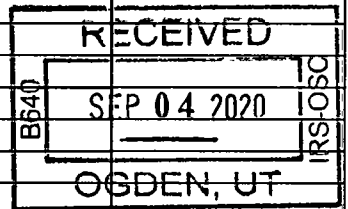
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity  
☐ Final return ☐ Amended return  
☐ Address change ☐ Name change

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation **04**  
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 18,081,358.** J Accounting method: ☐ Cash ☐ Accrual  
☒ Other (specify) **MOD. CASH BASIS** (Part I, column (d), must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	50,000.		N/A	
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	632,936.	632,936.		STATEMENT 1
5a	Gross rents				
b	Net rental income (or loss)				
6a	Net gain (or loss) from sale of assets not on line 10	270,265.			
b	Gross sales price for all assets on line 6a <b>2,207,534.</b>				
7	Capital gain net income (from Part IV, line 2)		270,265.		
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	953,201.	903,201.		
13	Compensation of officers, directors, trustees, etc.	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees <b>STMT 2</b>	8,625.	8,625.		1,725.
c	Other professional fees <b>STMT 3</b>	32,745.	32,745.		0.
17	Interest				
18	Taxes <b>STMT 4</b>	5,927.	5,927.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses <b>STMT 5</b>	3,046.	821.		0.
24	Total operating and administrative expenses. Add lines 13 through 23	50,343.	48,118.		1,725.
25	Contributions, gifts, grants paid	1,037,472.			1,037,472.
26	Total expenses and disbursements. Add lines 24 and 25	1,087,815.	48,118.		1,039,197.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-134,614.			
b	Net investment income (if negative, enter -0-)		855,083.		
c	Adjusted net income (if negative, enter -0-)			N/A	



g-22

**CHARLESBANK HOMES**

Form 990-PF (2019)

**C/O BONANNO, SAVINO, DAVIES & GANLEY, PC**
**04-2103755**

Page 2

<b>Part II Balance Sheets</b> <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing	23,911.	117,838.	117,838.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ 268,441.			
	Less: allowance for doubtful accounts ▶ 268,441.			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	1,125.	1,125.	1,125.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock <b>STMT 7</b>	19,143,423.	17,962,395.	17,962,395.
	c Investments - corporate bonds			
	<b>Liabilities</b>	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 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)		19,168,459.	18,081,358.	18,081,358.
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 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.		
<b>Net Assets or Fund Balances</b>	Foundations that follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/> <b>and complete lines 24, 25, 29, and 30</b>			
	24 Net assets without donor restrictions	19,168,459.	18,081,358.	
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ <input type="checkbox"/> <b>and complete lines 26 through 30</b>			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg, and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
29 <b>Total net assets or fund balances</b>	19,168,459.	18,081,358.		
30 <b>Total liabilities and net assets/fund balances</b>	19,168,459.	18,081,358.		

**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	19,168,459.
2 Enter amount from Part I, line 27a	2	-134,614.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	19,033,845.
5 Decreases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 6</b>	5	952,487.
6 <b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 29	6	18,081,358.

Form 990-PF (2019)

**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>VANGUARD</b>	<b>P</b>		
b <b>VANGUARD</b>	<b>P</b>		
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a <b>2,165,713.</b>		<b>1,898,278.</b>	<b>267,435.</b>
b <b>41,821.</b>		<b>38,991.</b>	<b>2,830.</b>
c			
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			<b>267,435.</b>
b			<b>2,830.</b>
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	<b>270,265.</b>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).	<div> <div>If gain, also enter in Part I, line 8, column (c)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	3	<b>N/A</b>

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	<b>913,069.</b>	<b>18,522,319.</b>	<b>.049296</b>
2017	<b>900,197.</b>	<b>18,692,735.</b>	<b>.048158</b>
2016	<b>807,448.</b>	<b>16,894,493.</b>	<b>.047794</b>
2015	<b>642,965.</b>	<b>16,737,032.</b>	<b>.038416</b>
2014	<b>924,100.</b>	<b>17,661,065.</b>	<b>.052324</b>

2 Total of line 1, column (d)	2	<b>.235988</b>
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	<b>.047198</b>
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	<b>18,549,981.</b>
5 Multiply line 4 by line 3	5	<b>875,522.</b>
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	<b>8,551.</b>
7 Add lines 5 and 6	7	<b>884,073.</b>
8 Enter qualifying distributions from Part XII, line 4	8	<b>1,039,197.</b>

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	8,551.
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	8,551.
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	8,551.
6 Credits/Payments:			
a 2019 estimated tax payments and 2018 overpayment credited to 2019	6a	12,000.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	12,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0.	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,449.	
11 Enter the amount of line 10 to be: Credited to 2020 estimated tax <input checked="" type="checkbox"/> 3,449. Refunded <input type="checkbox"/>	11	0.	

**Part VII-A Statements Regarding Activities**

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

N/A

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

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>N/A</b>	X	
14 The books are in care of <b>WESLEY K. BLAIR, TREAS</b> Telephone no. <b>617-927-7494</b> Located at <b>8 WHITTIER PLACE, UNIT 14, BOSTON, MA</b> ZIP+4 <b>02114</b>		
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 <b>15</b> <b>N/A</b>		
16 At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country <b>N/A</b>		X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year, did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here <b>N/A</b>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a At the end of tax year 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <b>N/A</b>		
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.) <b>N/A</b>		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <b>N/A</b>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2019 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019) <b>N/A</b>		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?		X

Form 990-PF (2019)

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

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

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b ☐ Yes ☒ No

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 ☐ Yes ☐ No

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 STATEMENT 8		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

(continued)

**(c) Compensation**

--	--

---

0

## Expenses

---

## Amount

---

0.

**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	18,710,952.
b	Average of monthly cash balances	1b	121,516.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	18,832,468.
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	18,832,468.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	282,487.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	18,549,981.
6	Minimum investment return. Enter 5% of line 5	6	927,499.

**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	927,499.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	8,551.
b	Income tax for 2019 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	8,551.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	918,948.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	918,948.
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	918,948.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,039,197.
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	1,039,197.
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	8,551.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,030,646.

**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				918,948.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			168,293.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2019:				
a From 2014				
b From 2015				
c From 2016				
d From 2017				
e From 2018				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2019 from Part XII, line 4. ▶ \$ 1,039,197.				
a Applied to 2018, but not more than line 2a			168,293.	
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				870,904.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2018 Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020				48,044.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2020 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2015				
b Excess from 2016				
c Excess from 2017				
d Excess from 2018				
e Excess from 2019				

N/A

- 3 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

Form **990-PF** (2019)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
BAY COVE HUMAN SERVICES 66 CANAL STREET BOSTON, MA 02114	N/A	PUBLIC CHARITY	RENOVATION	49,800.
BREAD & ROSES HOUSING, INC 15 UNION STREET STE 401 LAWRENCE, MA 01840	N/A	PUBLIC CHARITY	CONSTRUCTION	50,000.
CARITAS COMMUNITIES, INC. 1876 BEACON STREET BROOKLINE, MA 02445	N/A	PUBLIC CHARITY	CONSTRUCTION	50,000.
COMMUNITY DEVELOPMENT PARTNERSHIP 3 MAIN STREET MERCANTILE UNIT 7 EASTHAM, MA 02642	N/A	PUBLIC CHARITY	RENOVATION	50,000.
COMMUNITY TEAMWORK 155 MERRIMACK STREET LOWELL, MA 01852	N/A	PUBLIC CHARITY	RENOVATION	50,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>1,037,472.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>

**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
COVENANT COMMONWEALTH CORP 34 WASHINGTON STREET BRIGHTON, MA 02135	N/A	PUBLIC CHARITY	CONSTRUCTION	100,000.
FATHER BILL'S & MAINSPRING 422 WASHINGTON STREET QUINCY, MA 02301	N/A	PUBLIC CHARITY	COVID 19 DONATION	5,000.
FRIENDS OF BOSTON'S HOMELESS 12 WISE ST BOSTON, MA 02130	N/A	PUBLIC CHARITY	COVID 19 DONATION	5,000.
HABITAT FOR HUMANITY - BOSTON 240 COMMERCIAL STREET STE 4B BOSTON, MA 02109	N/A	PUBLIC CHARITY	CONSTRUCTION	50,000.
HABITAT FOR HUMANITY- BUZZARDS BAY 8 COUNTRY ROAD STE 2 MATTAPoisETT, MA 02739	N/A	PUBLIC CHARITY	CONSTRUCTION	50,000.
HABITAT FOR HUMANITY- NORTH CENTRAL MA 201 GREAT ROAD STE 301 ACTON, MA 01720	N/A	PUBLIC CHARITY	CONSTRUCTION	50,000.
HEARTH 1640 WASHINGTON STREET BOSTON, MA 02118	N/A	PUBLIC CHARITY	CONSTRUCTION	100,000.
HOUSING ASSISTANCE CORP OF CC 460 W MAIN STREET HYANNIS, MA 02601	N/A	PUBLIC CHARITY	CONSTRUCTION	50,000.
HOUSING ASSISTANCE CORP OF CC 460 W MAIN STREET HYANNIS, MA 02601	N/A	PUBLIC CHARITY	COVID 19 DONATION	5,000.
HOUSING CORPORATION OF ARLINGTON 252 MASSACHUSETTS AVENUE ARLINGTON, MA 02474	N/A	PUBLIC CHARITY	CONSTRUCTION	50,000.
<b>Total from continuation sheets</b>				<b>787,672.</b>

**Part XV Supplementary Information**

<b>3 Grants and Contributions Paid During the Year (Continuation)</b>				
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
ISLAND HOUSING TRUST 346 STATE ROAD VINEYARD HAVEN, MA 02568	N/A	PUBLIC CHARITY	CONSTRUCTION	50,000.
JAMAICA PLAIN NEIGHBORHOOD DEVELOPMENT 31 GERMANIA STREET BOSTON, MA 02130	N/A	PUBLIC CHARITY	CONSTRUCTION	50,000.
LYNN SHELTER ASSOCIATION 91 LIBERTY ST LYNN, MA 01902	N/A	PUBLIC CHARITY	COVID 19 DONATION	5,000.
NEW ENGLAND CENTER & HOME VETERANS 17 COURT STREET BOSTON, MA 02108	N/A	PUBLIC CHARITY	RENOVATION	42,672.
NEW ENGLAND CENTER & HOME VETERANS 17 COURT STREET BOSTON, MA 02108	N/A	PUBLIC CHARITY	COVID 19 DONATION	5,000.
PINE STREET INN 444 HARRISON AVE BOSTON, MA 02118	N/A	PUBLIC CHARITY	RENOVATION	50,000.
PINE STREET INN 444 HARRISON AVE BOSTON, MA 02118	N/A	PUBLIC CHARITY	COVID 19 DONATION	5,000.
PLYMOUTH AREA COALITION FOR THE HOMELESS 149 BISHOP'S HIGHWAY KINGSTON, MA 02364	N/A	PUBLIC CHARITY	RENOVATION	50,000.
PLYMOUTH AREA COALITION FOR THE HOMELESS 149 BISHOP'S HIGHWAY KINGSTON, MA 02364	N/A	PUBLIC CHARITY	COVID 19 DONATION	5,000.
ST. FRANCIS HOUSE 39 BOYLSTON STREET BOSTON, MA 02116	N/A	PUBLIC CHARITY	COVID 19 DONATION	5,000.
<b>Total from continuation sheets</b>				

Part XV	Supplementary Information
---------	---------------------------

### 3 Grants and Contributions Paid During the Year (Continuation)



Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
VALLEY COMMUNITY DEVELOPMENT 30 MARKET STREET NORTHAMPTON, MA 01060	N/A	PUBLIC CHARITY	RENOVATION	50,000.
YWCA NORTHEASTERN MA 38 LAWRENCE ST LAWRENCE, MA 01840	N/A	PUBLIC CHARITY	COVID 19 DONATION	5,000.
<b>Total from continuation sheets</b>				



		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		X
	(2) Other assets		X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X

**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

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

**Sign Here**   **TREASURER**  
 Signature of officer or trustee Date Title

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

Form **990-PF** (2019)



FORM 990-PF		DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT 1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
VANGUARD - BRKRG ACCTS	631,411.	0.	631,411.	631,411.	
VANGUARD- CHECKING	1,525.	0.	1,525.	1,525.	
TO PART I, LINE 4	632,936.	0.	632,936.	632,936.	

FORM 990-PF		ACCOUNTING FEES			STATEMENT 2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING AND LEGAL FEES	8,625.	8,625.		1,725.	
TO FORM 990-PF, PG 1, LN 16B	8,625.	8,625.		1,725.	

FORM 990-PF		OTHER PROFESSIONAL FEES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MANAGEMENT FEES	32,745.	32,745.		0.	
TO FORM 990-PF, PG 1, LN 16C	32,745.	32,745.		0.	

FORM 990-PF		TAXES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL TAXES	5,927.	5,927.		0.	
TO FORM 990-PF, PG 1, LN 18	5,927.	5,927.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BOARD MEMBERS EXPENSE	1,281.	256.		0.
INSURANCE	1,500.	300.		0.
FILING FEES	265.	265.		0.
TO FORM 990-PF, PG 1, LN 23	3,046.	821.		0.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 6
DESCRIPTION		AMOUNT
CHANGE IN UNREALIZED GAIN ON SECURITIES		952,487.
TOTAL TO FORM 990-PF, PART III, LINE 5		952,487.

FORM 990-PF	CORPORATE STOCK	STATEMENT 7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
VANGUARD BROKERAGE	17,962,395.	17,962,395.
TOTAL TO FORM 990-PF, PART II, LINE 10B	17,962,395.	17,962,395.

FORM 990-PF      PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS      STATEMENT 8

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
THOMAS W. CORNU 42 WINTER ST NAHANT, MA 01908	TRUSTEE 2.00	0.	0.	0.
SUSAN K. KELLER 69 SAGAMORE AVE MEDFORD, MA 02155	TRUSTEE 2.00	0.	0.	0.
PHILIP J. NOTOPOULOS 48 FAIRMONT STREET BELMONT, MA 02478	TRUSTEE 2.00	0.	0.	0.
RICHARD H SAYRE 7 WAINWRIGHT ROAD #85 WINCHESTER, MA 01890	TRUSTEE & PRESIDENT 2.00	0.	0.	0.
CHARLES J. MANEIKIS JR 38 PIERCE AVE DORCHESTER, MA 02122	TRUSTEE 2.00	0.	0.	0.
JEANNE PINADO 34 AVON STREET JAMAICA PLAIN, MA 02130	TRUSTEE 2.00	0.	0.	0.
KATHRYN ROY 382 MARRETT ROAD LEXINGTON, MA 02421	TRUSTEE, VICE PRES. & SECRET 2.00	0.	0.	0.
WESLEY K. BLAIR P.O. BOX 2009 DENNIS, MA 02638	TRUSTEE & TREASURER 2.00	0.	0.	0.
L. JASON LAW 8 EUCLID AVE. WINCHESTER, MA 01890	TRUSTEE 2.00	0.	0.	0.
ELIZABETH HIBBARD 887 MAIN STREET NORWELL, MA 02061	TRUSTEE 2.00	0.	0.	0.

\* CHARLESBANK HOMES C/O BONANNO, SAVINO, D

04-2103755

FELICIA JACQUES  
27 MICA LANE  
WELLESLEY, MA 02481

TRUSTEE  
2.00

0. 0. 0.

MARK WINKELLER  
2 AVERY STREET, 19-C  
BOSTON, MA 02111

TRUSTEE  
0.00

0. 0. 0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

0. 0. 0.

FORM 990-PF

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

STATEMENT 9

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

RICHARD SAYRE  
C/O WATCH HILL COMPANY, 63 SHORE ROAD, SUITE 35  
WINCHESTER, MA 01890

TELEPHONE NUMBER

781-729-0900

FORM AND CONTENT OF APPLICATIONS

WRITTEN REQUESTS TO INCLUDE STATEMENT OF PURPOSE, DOLLAR AMOUNT ASKED, AND  
COPY OF EXEMPTION CERTIFICATE

ANY SUBMISSION DEADLINES

NONE STIPULATED AT PRESENT

RESTRICTIONS AND LIMITATIONS ON AWARDS

AWARDS ARE GENERALLY MADE TO BOSTON AREA ORGANIZATIONS; TYPICALLY FOR  
"BRICKS & MORTAR" PROJECTS - NOT FOR OPERATING BUDGETS.