

Form **990-PF**
 Department of the Treasury
 Internal Revenue Service

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

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

OMB No. 1545-0052

2019

Open to Public Inspection

For calendar year 2019, or tax year beginning 08-01-2019 , and ending 07-31-2020

Name of foundation THE WINDOVER FOUNDATION		A Employer identification number 04-6897800	
Number and street (or P.O. box number if mail is not delivered to street address) Room/suite NUTTER MCCLENNEN 155 SEAPORT BLVD		B Telephone number (see instructions) (617) 439-2000	
City or town, state or province, country, and ZIP or foreign postal code BOSTON, MA 02210		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here..... <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ... <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ <u>20,663,898</u>		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	678	678		
	4 Dividends and interest from securities	496,045	496,045		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	897,438			
	b Gross sales price for all assets on line 6a	2,777,269			
	7 Capital gain net income (from Part IV, line 2)		897,438		
	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) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	1,394,161	1,394,161			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	100,732	50,366		50,366
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	13,475			13,475
	c Other professional fees (attach schedule)	95,686	95,686		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,039	789		250
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	210,932	146,841		64,091
	25 Contributions, gifts, grants paid	538,000			538,000
26 Total expenses and disbursements. Add lines 24 and 25	748,932	146,841		602,091	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	645,229				
b Net investment income (if negative, enter -0-)		1,247,320			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	13,551	77,236	77,236
	2 Savings and temporary cash investments	512,449	523,882	523,882
	3 Accounts receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ 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 (attach schedule)	1,875,060	1,841,104	1,963,366
	b Investments—corporate stock (attach schedule)	6,488,202	6,861,056	8,827,010
	c Investments—corporate bonds (attach schedule)	3,262,764	3,490,106	3,707,314
	11 Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	4,969,262	4,959,385	5,565,090
	14 Land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	17,121,288	17,752,769	20,663,898	
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 (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input type="checkbox"/> and complete lines 24, 25, 29 and 30.			
	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/> and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds	17,121,288	17,752,769	
29 Total net assets or fund balances (see instructions)	17,121,288	17,752,769		
30 Total liabilities and net assets/fund balances (see instructions) .	17,121,288	17,752,769		

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	17,121,288
2 Enter amount from Part I, line 27a	2	645,229
3 Other increases not included in line 2 (itemize) ▶ _____	3	8,513
4 Add lines 1, 2, and 3	4	17,775,030
5 Decreases not included in line 2 (itemize) ▶ _____	5	22,261
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	17,752,769

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Additional Data Table				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a See Additional Data Table				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a See Additional Data Table				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	897,438
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	{ If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }		3	13,376

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?
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part. Yes No

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	589,421	19,217,520	000000.030671
2017	869,800	19,126,884	000000.045475
2016	975,576	18,206,575	000000.053584
2015	2,100,477	18,339,282	000000.114534
2014	1,000,184	20,094,019	000000.049775
2 Total of line 1, column (d)			2 000000.294039
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 000000.058808
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5			4 19,614,567
5 Multiply line 4 by line 3			5 1,153,493
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 12,473
7 Add lines 5 and 6			7 1,165,966
8 Enter qualifying distributions from Part XII, line 4			8 602,091

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)

Table with 11 rows for excise tax calculation. Includes questions about exempt foundations, tax under section 511, and tax due. Total tax due is 5,356.

Part VII-A Statements Regarding Activities

Table with 10 rows for statements regarding activities. Includes questions about political campaigns, political expenditures, and state reporting. Includes a Yes/No column.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-14 regarding controlled entities, donor advised funds, public inspection requirements, and books in care of DAVID W LEWIS JR.

Located at NUTTER MCLENNEN- 155 SEAPORT BLVD BOSTON MA ZIP+4 02210

Table with 3 columns: Question, Yes, No. Rows 15-16 regarding nonexempt charitable trusts and foreign country interests.

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.

Main table with 3 columns: Question, Yes, No. Rows 1a-4b regarding Form 4720 exceptions and requirements.

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation

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

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 NONE	0
2	
3	
4	

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

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3 ▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities.	1a	19,311,056
b	Average of monthly cash balances.	1b	602,210
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	19,913,266
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	19,913,266
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	298,699
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	19,614,567
6	Minimum investment return. Enter 5% of line 5.	6	980,728

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	980,728
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	24,946
b	Income tax for 2019. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	24,946
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	955,782
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	955,782
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	955,782

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	602,091
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	602,091
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	602,091

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				955,782
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only.				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2019:				
a From 2014.				
b From 2015.	241,684			
c From 2016.	81,574			
d From 2017.				
e From 2018.				
f Total of lines 3a through e.	323,258			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ \$ _____ 602,091				
a Applied to 2018, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2019 distributable amount.				602,091
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2019. <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	323,258			323,258
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				30,433
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2015.				
b Excess from 2016.				
c Excess from 2017.				
d Excess from 2018.				
e Excess from 2019.				

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

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

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

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:
 DAVID W LEWIS JR
 NUTTER 155 SEAPORT BLVD
 BOSTON, MA 02210
 (617) 439-2043
 dlewisnutter.com

b The form in which applications should be submitted and information and materials they should include:
 NO FORMAL APPLICATION

c Any submission deadlines:
 NONE ADOPTED

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
 NONE

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	538,000
b <i>Approved for future payment</i>				
Total			▶ 3b	

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
75000 MASS ST HEALTH E	P	2001-12-01	2019-09-03
35 ECOLAB	P	2001-12-01	2019-09-10
250000 GEN ELEC CAP	P	2001-12-01	2019-12-09
2055 COLGATE PALMOLIVE	P	2001-12-01	2020-01-07
3465 COMCAST	P	2001-12-01	2020-01-07
1545 DOVER CORP	P	2001-12-01	2020-01-07
1370 JP MORGAN	P	2001-12-01	2020-01-07
2725 STATE STREET	P	2001-12-01	2020-01-07
1575 TIFFANY	P	2001-12-01	2020-01-07
1160 UNITED TECHNOLOGIES	P	2001-12-01	2020-01-07

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
75,000		75,000	
7,209		1,967	5,242
250,000		250,000	
139,213		146,505	-7,292
156,068		122,932	33,136
177,375		106,933	70,442
189,733		137,833	51,900
216,496		172,096	44,400
210,460		109,134	101,326
176,884		94,490	82,394

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			5,242
			-7,292
			33,136
			70,442
			51,900
			44,400
			101,326
			82,394

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1895 VALERO ENERGY	P	2001-12-01	2020-01-07
220 ABBVIE	P	2001-12-01	2020-01-07
10 JOHNSON JOHNSON	P	2001-12-01	2020-01-07
110 SUNCOR ENERGY	P	2001-12-01	2020-01-07
240 WALGREENS BOOTS ALLINCE	P	2001-12-01	2020-01-07
60 ABBOTT LABS	P	2001-12-01	2020-01-07
210 APPLE	P	2001-12-01	2020-01-07
270 BANK OZK	P	2001-12-01	2020-01-07
40 CUMMINS	P	2001-12-01	2020-01-07
30 DISNEY	P	2001-12-01	2020-01-07

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
172,438		147,760	24,678
19,529		14,068	5,461
1,445		664	781
3,615		3,684	-69
14,059		19,970	-5,911
5,163		4,106	1,057
62,615		4,255	58,360
8,209		8,040	169
7,000		5,588	1,412
4,410		3,014	1,396

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			24,678
			5,461
			781
			-69
			-5,911
			1,057
			58,360
			169
			1,412
			1,396

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
310 EMEROSN ELECTRIC	P	2001-12-01	2020-01-07
140 GALLAGHER	P	2001-12-01	2020-01-07
30 HOME DEPOT	P	2001-12-01	2020-01-07
130 MICROSOFT	P	2001-12-01	2020-01-07
20 PEPSICO	P	2001-12-01	2020-01-07
430 RPM ITL	P	2001-12-01	2020-01-07
120 STANLEY BLACK DECKER	P	2001-12-01	2020-01-07
20 STRYKER	P	2001-12-01	2020-01-07
340 SYSCO	P	2001-12-01	2020-01-07
300 TJX	P	2001-12-01	2020-01-07

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
23,485		17,404	6,081
13,262		11,267	1,995
6,543		4,030	2,513
20,697		7,020	13,677
2,705		1,078	1,627
32,296		27,395	4,901
19,900		15,308	4,592
4,188		1,175	3,013
28,588		17,763	10,825
18,363		11,740	6,623

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			6,081
			1,995
			2,513
			13,677
			1,627
			4,901
			4,592
			3,013
			10,825
			6,623

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
180 UPS	P	2001-12-01	2020-01-07
60 VISA	P	2001-12-01	2020-01-07
1375 WALMART	P	2001-12-01	2020-01-07
3295 WELLS FARGO	P	2001-12-01	2020-01-07
90 ACCENTURE	P	2001-12-01	2020-01-07
190 MEDTRONIC	P	2001-12-01	2020-01-07
30 CHUBB	P	2001-12-01	2020-01-07
140 PROCTER GAMBLE	P	2001-12-01	2020-01-07
BNY MELLON NOMINEE	P	2019-12-31	2020-07-31
BNY MELLON NOMINEE	P	2001-01-01	2020-07-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
20,886		20,491	395
11,398		7,026	4,372
161,931		105,553	56,378
175,327		160,994	14,333
18,818		14,412	4,406
21,592		13,577	8,015
4,665		4,312	353
17,184		11,247	5,937
13,376			13,376
140,414			140,414

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			395
			4,372
			56,378
			14,333
			4,406
			8,015
			353
			5,937
			13,376
			140,414

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
SUSANNA FULLER 2705 FERN LN HALIFAX NS B3K 4L3 CA	TRUSTEE 000.25	0		
THOMAS HASTINGS 320 WATER ST 4TH FL AUGUSTA, ME 04338	TRUSTEE 000.25	0		
DR DIANE HASTINGS 26 TRAILRIDGE CT POTOMAC, MD 20853	TRUSTEE 000.25	0		
NUTTER MCCLENNEN 155 SEAPORT BLVD BOSTON, MA 02210	TRUSTEE 004.00	100,732		
TIMOTHY B GEORGE 201 WASHINGTON ST BOSTON, MA 02108	TRUSTEE 000.25	0		

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AUGUSTA FOOD BANK 161 MT VERNON AVE AUGUSTA, ME 04330	NONE	PC	GENERAL	10,000
BOSTON CHILDREN'S HOSPITAL 300 LONGWOOD AVE BOSTON, MA 02115	NONE	PC	GENERAL	10,000
BREAD OF LIFE MINISTRIES 157 WATER ST AUGUSTA, ME 04330	NONE	PC	GENERAL	10,000
Total ▶ 3a				538,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GLASTONBURY ABBEY16 HULL ST HINGHAM, MA 02043	NONE	PC	GENERAL	50,000
GROWING TO GIVE30 E COXON RD BRUNSWICK, ME 04011	NONE	PC	GENERAL	33,000
MAINE APPALACHIAN TRAIL CLUB PO BOX 7564 PORTLAND, ME 04112	NONE	PC	GENERAL	20,000
Total ▶ 3a				538,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MAINE COAST WALDORF SCHOOL 57 DESERT ST FREEPORT, ME 04332	NONE	PC	GENERAL	200,000
ODYSSEY OPERA OF BOSTON 376 WASHINGTON ST MALDEN, MA 02148	NONE	PC	GENERAL	50,000
ST ANDREW'S EPISCOPAL SCHOOL 11 GLIDDEN ST NEW CASTLE, ME 04543	NONE	PC	GENERAL	125,000
Total ▶ 3a				538,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
STRAWBERRY BANKE MUSEUM 14 HANCOCK ST PORTSMOUTH, NH 03801	NONE	PC	GENERAL	20,000
THE PROGRESS CENTER5 FORE ST OXFORD, ME 04370	NONE	PC	GENERAL	10,000
Total ▶ 3a				538,000

TY 2019 Accounting Fees Schedule**Name:** THE WINDOVER FOUNDATION**EIN:** 04-6897800**Software ID:** 19009610**Software Version:** 19.2.1.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MCCABE TAX CONSULTING	13,475			13,475

TY 2019 Investments Corporate Bonds Schedule

Name: THE WINDOVER FOUNDATION

EIN: 04-6897800

Software ID: 19009610

Software Version: 19.2.1.0

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
GENERAL ELECTRIC CAPITAL 4.63 2021-01-07	250,287	253,857
HSBC BK 4.88 2020-08-24	250,207	250,638
JPMORGAN CHASE 2.40 2021-06-07	250,366	253,945
CVS HEALTH CORP SR 2.75 2022-12-01	250,857	261,695
ARROW ELECTRONICS 3.50 2022-04-01	14,947	15,449
ORACLE 2.50 2022-05-15	14,947	15,528
CBS 3.38 2028-02-15	253,138	276,057
BOSTON PROPERTIES 4.13 2021-05-15	9,839	10,186
A.B.B. FINANCE USA 2.88 2022-05-08	19,752	20,828
GOLDMAN SACHS GRP 6.75 1937-10-01	18,637	30,044
FEDEX 3.10 2029-08-05	252,479	277,680
AMGEN 5.65 2042-06-15	11,195	14,974
INTEL 2.70 2022-12-15	4,979	5,276
JP MORGAN CHASE 3.38 2023-05-01	14,718	16,070
EBAY 2.88 2021-08-01	19,061	20,713
BURLINGTON NORTH SANTA FE 3.45 2021-09-15	15,607	15,405
ADOBE SYSTEMS 3.25 2025-02-01	14,848	16,797
SPECTRA ENERGY PARTNERS 3.50 2025-03-15	9,964	10,955
MICROSOFT 3.75 2045-02-12	19,847	21,954
CITIZENS BANK 2.25 2025-04-28	14,962	15,943

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CUBESMART 4.80 2022-07-15	11,031	10,597
MORGAN STANLEY 4.88 2022-11-01	36,649	38,095
BANK OF AMERICA 3.95 2025-04-21	24,918	28,069
TOTAL SYSTEM SERVICES 4.80 2026-04-01	21,082	23,788
EXELON 3.40 2026-04-15	10,018	11,325
UBS COMMERCIAL MORTGAGE TRUST 3.40 2045-05-10	9,680	9,303
APPLE 4.38 2045-05-13	14,892	20,991
ANHEUSER-BUSH 4.90 1946-02-01	14,965	18,915
AERCAP IRELAND CAP 4.50 2021-05-15	20,628	20,401
KIMCO REALTYCORP 3.40 2022-11-01	15,872	15,775
ABBVIE 2.90 2022-11-06	15,216	15,773
TELEFONICA EMISIONES 4.10 2024-03-08	9,985	11,607
CITIGROUP 4.45 2027-09-29	21,085	23,284
VERIZON COMMUNIATIONS 5.50 1947-03-16	29,936	46,672
ALEXANDRIA REAL ESTATE 4.30 2026-01-15	10,781	11,653
APPLE 2.40 2023-05-03	245,588	264,340
CREDIT SUISSE GRP 3.80 2022-09-15	21,384	22,119
BP CAPITAL MARKETS 2.50 2022-11-06	9,655	10,442
AMAZON.COM 2.40 2023-02-22	14,499	14,764
COMCAST 3.60 2024-03-01	25,927	27,873

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CONCHO RESOURCES 4.30 2028-08-15	9,994	11,335
CVS HEALTH 4.78 1938-03-25	14,702	19,272
NISOURCE FINANCE 3.95 1948-03-30	9,989	12,441
WFRBS COMMERCIAL MORTGAGE TR 3.20 1948-03-15	10,364	10,469
GEORGE WASHINGTON UNIVERSITY 4.13 1948-09-15	10,000	13,560
BANK OF AMERICA 3.54 2011-07-07	250,000	250,643
HOSPITALITY PROPERTIES 4.95 2027-02-15	246,354	226,325
OMNICOM GROUP 3.65 2024-11-01	249,132	276,863
ATT 4.55 2048-03-09	18,189	24,503
PRUDENTIAL FINANCIAL 4.35 1950-02-25	14,964	19,519
BLACK HILLS CB 4.35 2033-05-01	4,977	5,963
ROYAL BANK OF SCOTLAND 5.08 2030-01-27	15,021	18,438
UNITED AIR 4.15 2031-08-25	17,788	17,293
LAM RESEARCH 4.00 2029-03-15	14,889	18,246
NATIONAL RETAIL PROP 4.30 2028-10-15	4,964	5,570
CENTERPOINT ENERGY 4.25 2028-11-01	9,972	11,919
DOWDUPONT 4.49 2025-11-15	5,000	5,843
JB HUNT TRANSPORT SERVICES 3.88 2026-03-01	14,999	17,435
PROVINCE OF ONTARIO 3.05 2024-01-29	24,975	27,259
UNION PACIFIC 3.15 2024-03-01	14,994	16,318

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
RYDER SYSTEMS 3.65 2024-03-18	10,006	10,895
DELTA AIRLINES 3.20 2019-03-13	10,000	10,031
NORTHROP GRUMMAN 2.93 2025-01-15	14,628	16,332
SHELL INTL FIN 3.50 2023-11-13	20,470	21,917
JOHN DEERE CAPITAL 2.95 2022-04-01	10,020	10,433
ORACLE 3.90 2035-05-15	16,878	18,860
TAKEDA PHARMACEUTICAL 2.05 2030-03-31	9,980	10,271
COSTCO 1.60 2030-04-20	14,974	15,526
WALT DISNEY 2.65 2031-01-13	4,997	5,439
NUTRIEN 1.90 2023-05-13	9,991	10,322
PORT AUTHORITY OF NY NJ 1.09 2023-07-01	10,000	10,127
TOYOTA MOTOR CREDIT 1.80 2025-02-13	24,955	26,167
BANCO SANTANDER 2.75 2025-05-28	10,044	10,563
LLOYDS BANKING 2.44 2026-02-05	10,000	10,629
TJX 3.75 2027-04-15	9,993	11,604
BROADCOM 3.50 2028-01-15	16,122	16,282
AMERICAN HOMES 4.90 2029-02-15	11,353	11,869
SALES TAX SECURITIZATION 3.41 2043-01-01	20,000	21,053

TY 2019 Investments Corporate Stock Schedule**Name:** THE WINDOVER FOUNDATION**EIN:** 04-6897800**Software ID:** 19009610**Software Version:** 19.2.1.0**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
2845 shares of AFLAC	68,962	101,197
1215 shares of AMERICAN EXPRESS	77,369	113,384
1110 shares of PEPSICO	70,259	152,803
550 shares of APPLE	18,356	233,772
1275 shares of CHEVRON	139,264	107,024
725 shares of STRYKER	41,627	140,142
3145 shares of CISCO SYSTEMS	99,866	148,130
780 shares of ECOLAB	47,130	145,922
2830 shares of ORACLE	152,787	156,923
1670 shares of MERCK	153,400	134,001
1710 shares of ABBVIE	117,070	162,296
1036 shares of DISNEY	104,489	121,033
690 shares of HOME DEPOT	98,653	183,188
1895 shares of OMNICOM GROUP	150,980	101,818
1330 shares of MEDTRONIC	97,409	128,318
2510 shares of TJX COS	97,827	130,495
1995 shares of EMERSON ELECTRIC	115,642	123,710
1970 shares of EXPEDITORS INTL WASHINGTON	152,734	166,485
610 shares of AMGEN	146,034	149,961
865 shares of 3M	155,750	130,157
1280 shares of UNITED PARCEL SERVICE	137,930	182,733
895 shares of AUTOMATIC DATA PROCESSING	89,134	118,954
975 shares of MICROSOFT	52,648	199,885
2165 shares of CHURCH DWIGHT	104,453	208,554
1795 shares of SYSCO	95,853	94,866
2615 shares of WALGREENS BOOTS ALLIANCE	178,867	106,457
1490 shares of NIKE	151,620	145,439
1217 shares of PROCTER GAMBLE	76,973	159,573
620 shares of MOODYS	149,605	174,406
930 shares of CARLISLE COS	149,618	110,744

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
560 shares of CINTAS	150,235	169,047
845 shares of CUMMINS	117,795	163,305
420 shares of ROPER TECHNOLOGIES	151,224	181,629
840 shares of WATSCO	150,533	198,298
1700 shares of STARBUCKS	150,961	130,101
985 shares of CHUBB LTD	138,905	125,331
815 shares of VISA	95,437	155,176
3870 shares of ATT	151,039	114,475
1640 shares of TRACTOR SUPPLY	137,962	234,094
4640 shares of SUNCOR ENERGY	141,267	73,126
4820 shares of BANK OZK	121,819	115,921
1590 shares of GALLAGHER	127,956	170,909
1725 shares of ABBOTT LABS	118,042	173,604
1050 shares of JOHNSON JOHNSON	82,022	153,048
915 shares of STANLEY BLACK DECKER	116,723	140,288
725 shares of ACCENTURE PLC	114,601	162,966
2025 shares of RPM INTL	126,721	165,220
BNY MELLON STOCKS	1,375,505	1,868,102

TY 2019 Investments Government Obligations Schedule**Name:** THE WINDOVER FOUNDATION**EIN:** 04-6897800**Software ID:** 19009610**Software Version:** 19.2.1.0**US Government Securities - End
of Year Book Value:** 1,709,575**US Government Securities - End
of Year Fair Market Value:** 1,823,720**State & Local Government
Securities - End of Year Book
Value:** 131,529**State & Local Government
Securities - End of Year Fair
Market Value:** 139,646

TY 2019 Investments - Other Schedule**Name:** THE WINDOVER FOUNDATION**EIN:** 04-6897800**Software ID:** 19009610**Software Version:** 19.2.1.0**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BNY MELLON SHORT-TERM US GOVT	FMV	131,695	126,758
BNY MELLON BOND FUND	FMV	247,848	258,378
BNY MELLON SELECT MNGRS SM CAP GR	FMV	153,069	225,668
BNY MELLON INTL STOCK FUND	FMV	259,297	387,633
BNY MELLON INTL EQUITY FUND	FMV	255,770	278,491
BNY MELLON FOCUSED EQUITY OPPOR FD	FMV	198,005	242,739
BNY MELLON US EQUITY FUND	FMV	323,514	476,371
BNY MELLON MID CAP MULTI-STRATEGY	FMV	395,661	551,981
BNY MELLON SELECT MNGRS SM CAP VALUE	FMV	207,514	198,205
BNY MELLON INTL SM CAP FUND	FMV	200,000	193,620
BNY MELLON INCOME STOCK FUND	FMV	321,367	328,602
BNY MELLON MIDCAP INDEX FUND	FMV	255,820	214,946
ISHARES MSCI EAFE INDEX FD	FMV	224,505	241,995
ISHARES RUSSELL 2000 GROWTH	FMV	154,015	214,080
BNY MELLON DIVERSIFIED EMERGING MKTS	FMV	137,500	193,147
ISHARES US PREFERRED STOCK	FMV	496,714	465,818
DFA EMERGING MKTS CORE EQUITY FD	FMV	237,500	256,546
BNY MELLON GLOBAL REAL ESTATE SEC	FMV	120,000	102,311
FIRST TRUST SHORT DURATION	FMV	489,591	466,336
BNY MELLON FLOATING RATE INCOME FD	FMV	75,000	68,657
BNY MELLON HIGH YIELD FUND	FMV	75,000	72,808

TY 2019 Other Decreases Schedule**Name:** THE WINDOVER FOUNDATION**EIN:** 04-6897800**Software ID:** 19009610**Software Version:** 19.2.1.0

Description	Amount
FISCAL 7/31/19 ADDITIONAL BALANCE DUE	292
FISCAL 7/31/20 FEDERAL ESTIMATED PAYMENTS	19,600
BOND AMORTIZATION	2,369

TY 2019 Other Increases Schedule**Name:** THE WINDOVER FOUNDATION**EIN:** 04-6897800**Software ID:** 19009610**Software Version:** 19.2.1.0

Description	Amount
TAX EXEMPT INTEREST- WELCH FORBES	1,924
TAX EXEMPT INTEREST- BNY MELLON	766
ACCRETION OF BONDS	467
FISCAL 7/31/19 FEDERAL OVERPAYMENT APPLIED TO FISCAL 7/31/20 ESTIMATES	5,356

TY 2019 Other Professional Fees Schedule**Name:** THE WINDOVER FOUNDATION**EIN:** 04-6897800**Software ID:** 19009610**Software Version:** 19.2.1.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
WELCH FORBES-INVESTMENT MGT	63,627	63,627		
BNY MELLON- INVESTMENT MGT	32,059	32,059		

TY 2019 Taxes Schedule**Name:** THE WINDOVER FOUNDATION**EIN:** 04-6897800**Software ID:** 19009610**Software Version:** 19.2.1.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MASS EXCISE TAX	250			250
FOREIGN TAXES PAID	789	789		