

EXTENDED TO NOVEMBER 15, 2019

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

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning , and ending

| | | |
|---|--|--|
| Name of foundation BARR FOUNDATION | | A Employer identification number 04-6579815 |
| Number and street (or P.O. box number if mail is not delivered to street address) TWO ATLANTIC AVENUE | | B Telephone number (617) 854-3500 |
| City or town, state or province, country, and ZIP or foreign postal code BOSTON, MA 02110 | | C If exemption application is pending, check here <input type="checkbox"/> |
| G Check all that apply: <div style="display: flex; justify-content: space-between;"> <div> <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change </div> <div> <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change </div> </div> | | 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) ▶ \$ 1,806,028,494. (Part I, column (d) must be on cash basis.) | | 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 type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) MODIFIED ACCRUAL | | |

| 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 | | 30,601,961. | | N/A | |
| 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B | | | | | |
| 3 Interest on savings and temporary cash investments | | 474,417. | 474,417. | | STATEMENT 2 |
| 4 Dividends and interest from securities | | 15,937,071. | 15,793,506. | | STATEMENT 3 |
| 5a Gross rents | | | | | |
| b Net rental income or (loss) | | | | | |
| 6a Net gain or (loss) from sale of assets not on line 10 | | 119,045,386. | | | STATEMENT 1 |
| b Gross sales price for all assets on line 6a 174,928,898. | | | | | |
| 7 Capital gain net income (from Part IV, line 2) | | | 118,276,259. | | |
| 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 | | 25,908,579. | <2,949,136.> | | STATEMENT 4 |
| 12 Total. Add lines 1 through 11 | | 191,967,414. | 131,595,046. | | |
| 13 Compensation of officers, directors, trustees, etc. | | 579,502. | 0. | | 579,502. |
| 14 Other employee salaries and wages | | 3,508,575. | 0. | | 3,684,316. |
| 15 Pension plans, employee benefits | | 1,474,385. | 0. | | 1,461,895. |
| 16a Legal fees STMT 5 | | 50,202. | 19,984. | | 32,476. |
| b Accounting fees STMT 6 | | 105,503. | 0. | | 62,788. |
| c Other professional fees STMT 7 | | 14,873,970. | 13,871,612. | | 956,613. |
| 17 Interest | | 1,227,991. | 1,140,041. | | 0. |
| 18 Taxes STMT 8 | | 913,326. | 1,105,797. | | 0. |
| 19 Depreciation and depletion | | 77,707. | 0. | | |
| 20 Occupancy | | | | | |
| 21 Travel, conferences, and meetings | | 222,533. | 0. | | 220,742. |
| 22 Printing and publications | | 4,612. | 0. | | 6,259. |
| 23 Other expenses STMT 9 | | 5,406,314. | 547,302. | | 4,903,164. |
| 24 Total operating and administrative expenses. Add lines 13 through 23 | | 28,444,620. | 16,684,736. | | 11,907,755. |
| 25 Contributions, gifts, grants paid | | 81,909,301. | | | 81,909,301. |
| 26 Total expenses and disbursements. Add lines 24 and 25 | | 110,353,921. | 16,684,736. | | 93,817,056. |
| 27 Subtract line 26 from line 12: | | | | | |
| a Excess of revenue over expenses and disbursements | | 81,613,493. | | | |
| b Net investment income (if negative, enter -0-) | | | 114,910,310. | | |
| c Adjusted net income (if negative, enter -0-) | | | | N/A | |

| 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 | 735,530. | 1,166,047. | 1,166,016. |
| | 2 Savings and temporary cash investments | 47,712,309. | 62,980,224. | 62,980,239. |
| | 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 | 104,992. | 49,318. | 49,318. |
| | 10a Investments - U.S. and state government obligations | | | |
| | b Investments - corporate stock STMT 10 | 111,897,405. | 100,226,093. | 110,476,277. |
| | c Investments - corporate bonds | | | |
| Liabilities | 11 Investments - land, buildings, and equipment: basis | | | |
| | Less: accumulated depreciation | | | |
| | 12 Investments - mortgage loans | | | |
| | 13 Investments - other STMT 11 | 1,065,469,437. | 1,141,486,467. | 1,627,687,828. |
| | 14 Land, buildings, and equipment: basis 596,693. | | | |
| | Less: accumulated depreciation STMT 12 252,094. | 422,306. | 344,599. | 344,599. |
| | 15 Other assets (describe DISTRIBUTIONS & OTH) | 3,394,355. | 3,324,217. | 3,324,217. |
| | 16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I) | 1,229,736,334. | 1,309,576,965. | 1,806,028,494. |
| | 17 Accounts payable and accrued expenses | 2,210,921. | 1,080,348. | |
| | 18 Grants payable | | | |
| Net Assets or Fund Balances | 19 Deferred revenue | | | |
| | 20 Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 Mortgages and other notes payable | | | |
| | 22 Other liabilities (describe DEFERRED TAX LIAB) | 5,582,330. | 4,940,041. | |
| | 23 Total liabilities (add lines 17 through 22) | 7,793,251. | 6,020,389. | |
| | Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31. | | | |
| | 24 Unrestricted | 1,221,943,083. | 1,303,556,576. | |
| | 25 Temporarily restricted | | | |
| | 26 Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31. | | | |
| | 27 Capital stock, trust principal, or current funds | | | |
| | 28 Paid-in or capital surplus, or land, bldg., and equipment fund | | | |
| | 29 Retained earnings, accumulated income, endowment, or other funds | | | |
| | 30 Total net assets or fund balances | 1,221,943,083. | 1,303,556,576. | |
| | 31 Total liabilities and net assets/fund balances | 1,229,736,334. | 1,309,576,965. | |

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 30 (must agree with end-of-year figure reported on prior year's return) | 1 | 1,221,943,083. |
| 2 Enter amount from Part I, line 27a | 2 | 81,613,493. |
| 3 Other increases not included in line 2 (itemize) | 3 | 0. |
| 4 Add lines 1, 2, and 3 | 4 | 1,303,556,576. |
| 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 30 | 6 | 1,303,556,576. |

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 NET CAPITAL GAINS FROM PASS-THRU INVESTMENTS | P | | |
| b NET UBTI CAPITAL GAINS FROM PASS-THRU INVESTMENTS --SEE STMT. 20 | P | | |
| d CAPITAL GAIN INCOME --SEE ATTACHED SCHEDULE | | | |
| e "A" | | | |

| (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 66,521,759. | | | 66,521,759. |
| b | | | |
| c 769,127. | | 769,127. | 0. |
| d | | | |
| e 95,119,401. | | 43,364,901. | 51,754,500. |
| 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 | | | 66,521,759. |
| b | | | |
| c | | | 0. |
| d | | | |
| e | | | 51,754,500. |

| | | | |
|--|---|----------|---------------------|
| 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 | 118,276,259. |
| 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)) |
|---|---------------------------------------|---|--|
| 2017 | 82,701,764. | 1,703,246,727. | .048555 |
| 2016 | 81,502,936. | 1,602,794,861. | .050851 |
| 2015 | 62,699,741. | 1,631,374,786. | .038434 |
| 2014 | 55,894,420. | 1,583,420,695. | .035300 |
| 2013 | 58,571,680. | 1,389,398,837. | .042156 |

| | | |
|---|----------|-----------------------|
| 2 Total of line 1, column (d) | 2 | .215296 |
| 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 | .043059 |
| 4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5 | 4 | 1,820,841,596. |
| 5 Multiply line 4 by line 3 | 5 | 78,403,618. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 1,149,103. |
| 7 Add lines 5 and 6 | 7 | 79,552,721. |
| 8 Enter qualifying distributions from Part XII, line 4 | 8 | 93,817,056. |

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 | 1,149,103. |
| 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 | 1,149,103. |
| 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 | 1,149,103. |
| 6 Credits/Payments: | | | |
| a 2018 estimated tax payments and 2017 overpayment credited to 2018 | 6a | 2,211,146. | |
| 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 | 2,211,146. | |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input 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 | 1,062,043. | |
| 11 Enter the amount of line 10 to be: Credited to 2019 estimated tax <input checked="" type="checkbox"/> 1,062,043. 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? | X | |
| 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. <input checked="" type="checkbox"/> MA, CA | | |
| 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 2018 or the tax year beginning in 2018? 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 |

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 | 11 | 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 | 12 | X |
| 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.BARRFOUNDATION.ORG</u> | 13 | X |
| 14 The books are in care of ► <u>THE ORGANIZATION</u> Telephone no. ► <u>617-854-3500</u> Located at ► <u>TWO ATLANTIC AVENUE, BOSTON, MA</u> ZIP+4 ► <u>02110</u> | | |
| 15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year | 15 | N/A |
| 16 At any time during calendar year 2018, 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 ► | 16 | 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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No | | |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input 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 | 1b | X |
| Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/> | | |
| 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 2018? | 1c | 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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years: , , , | | |
| b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A | 2b | |
| c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► , , , | | |
| 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 2018 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2018.) N/A | 3b | |
| 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4a | 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 2018? | 4b | X |

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

| | Yes | No |
|---|-----------|-----|
| 5a During the year, did the foundation pay or incur any amount to: | | |
| (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 <input type="checkbox"/> | 5b | X |
| Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/> | | |
| c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | 6b | X |
| If "Yes" to 6b, file Form 8870. | | |
| 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | 7b | N/A |
| 8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 15 | | 579,502. | 45,992. | 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 |
|---|---|------------------|---|---------------------------------------|
| ROGER NOZAKI | VICE PRESIDENT | | | |
| TWO ATLANTIC AVENUE, BOSTON, MA 02110 | 40.00 | 324,517. | 61,622. | 0. |
| LEAH HAMILTON | DIRECTOR OF EDUCATION | | | |
| TWO ATLANTIC AVENUE, BOSTON, MA 02110 | 40.00 | 270,415. | 58,880. | 0. |
| MARIELLA PUERTO | CO-DIRECTOR OF CLIMATE | | | |
| TWO ATLANTIC AVENUE, BOSTON, MA 02110 | 40.00 | 211,497. | 49,866. | 0. |
| MARY SKELTON ROBERTS | CO-DIRECTOR OF CLIMATE | | | |
| TWO ATLANTIC AVENUE, BOSTON, MA 02110 | 40.00 | 200,500. | 50,037. | 0. |
| SAN SAN WONG | DIRECTOR OF ARTS & CREATIVITY | | | |
| TWO ATLANTIC AVENUE, BOSTON, MA 02110 | 40.00 | 187,536. | 36,258. | 0. |
| Total number of other employees paid over \$50,000 <input type="checkbox"/> | | | | 25 |

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 |
|--|---------------------|------------------|
| ERNST & YOUNG, LLP 200 PLAZA DR., SECAUCUS, NJ 07094 | CONSULTING | 1,100,000. |
| ATTUNED EDUCATION PARTNERS, LLC 716 VALLEY RD., MONTCLAIR, NJ 07043 | CONSULTING | 210,000. |
| ORGANIZATIONAL SERVICES, INC. 3380 TRAVIS POINTE RD., ANN ARBOR, MI 48108 | CONSULTING | 175,663. |
| DENTERLEIN 3 POST OFFICE SQUARE, BOSTON, MA 02109 | CONSULTING | 173,855. |
| INTERACTION INSTITUTE FOR SOCIAL CHANGE 89 SOUTH ST. #405, BOSTON, MA 02111 | CONSULTING | 172,824. |
| Total number of others receiving over \$50,000 for professional services | | 21 |

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 THESE FUNDS WERE UTILIZED TO COMMISSION AN ERNST & YOUNG STUDY THAT FOCUSED ON BOSTON PUBLIC SCHOOLS OFF-TRACK YOUTH ENGAGEMENT. | 1,100,000. |
| 2 | |
| SEE STATEMENT 16 | 210,000. |
| 3 | |
| SEE STATEMENT 17 | 192,634. |
| 4 | |
| SEE STATEMENT 18 | 175,663. |

Part IX-B Summary of Program-Related Investments

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. | Amount |
|---|--------|
| 1 N/A | |
| 2 | |
| All other program-related investments. See instructions. | |
| 3 | |
| | |
| | |
| | |
| | |
| Total. Add lines 1 through 3 | 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 | 183,925,811. |
| b | Average of monthly cash balances | 1b | 35,673,462. |
| c | Fair market value of all other assets | 1c | 1,628,970,875. |
| d | Total (add lines 1a, b, and c) | 1d | 1,848,570,148. |
| 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 | 1,848,570,148. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 27,728,552. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 1,820,841,596. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 91,042,080. |

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 | 91,042,080. |
| 2a | Tax on investment income for 2018 from Part VI, line 5 | 2a | 1,149,103. |
| b | Income tax for 2018. (This does not include the tax from Part VI.) | 2b | |
| c | Add lines 2a and 2b | 2c | 1,149,103. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 89,892,977. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | 41,936. |
| 5 | Add lines 3 and 4 | 5 | 89,934,913. |
| 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 | 89,934,913. |

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 | 93,817,056. |
| 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 | 0. |
| 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 | 93,817,056. |
| 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 | 1,149,103. |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 92,667,953. |

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 2017 | (c) 2017 | (d) 2018 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2018 from Part XI, line 7 | | | | 89,934,913. |
| 2 Undistributed income, if any, as of the end of 2018: | | | | |
| a Enter amount for 2017 only | | | 72,964,095. | |
| b Total for prior years: | | 0. | | |
| 3 Excess distributions carryover, if any, to 2018: | | | | |
| a From 2013 | | | | |
| b From 2014 | | | | |
| c From 2015 | | | | |
| d From 2016 | | | | |
| e From 2017 | | | | |
| f Total of lines 3a through e | 0. | | | |
| 4 Qualifying distributions for 2018 from Part XII, line 4: ▶ \$ 93,817,056. | | | | |
| a Applied to 2017, but not more than line 2a | | | 72,964,095. | |
| 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 2018 distributable amount | | | | 20,852,961. |
| e Remaining amount distributed out of corpus | 0. | | | |
| 5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a).) | 0. | | | 0. |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 | 0. | | | |
| b Prior years' undistributed income. Subtract line 4b from line 2b | | 0. | | |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | 0. | | |
| d Subtract line 6c from line 6b. Taxable amount - see instructions | | 0. | | |
| e Undistributed income for 2017. Subtract line 4a from line 2a. Taxable amount - see instr. | | | 0. | |
| f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019 | | | | 69,081,952. |
| 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 2013 not applied on line 5 or line 7 | 0. | | | |
| 9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a | 0. | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2014 | | | | |
| b Excess from 2015 | | | | |
| c Excess from 2016 | | | | |
| d Excess from 2017 | | | | |
| e Excess from 2018 | | | | |

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 2018, 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 | | | (e) Total |
|----------|---------------|----------|----------|-----------|
| (a) 2018 | (b) 2017 | (c) 2016 | (d) 2015 | |

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).)

SEE STATEMENT 19

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:

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

c Any submission deadlines:

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

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

| Recipient 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 | | | | |
| CHARITABLE CONTRIBUTIONS ALLOCATED FROM PASS-THRU'S | NONE | CHARITY | GENERAL | 5,203. |
| SEE STATEMENT B | NONE | CHARITY | GENERAL | 81,904,098. |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| Total | | | 3a | 81,909,301. |
| b Approved for future payment | | | | |
| ALL GRANTS APPROVED FOR FUTURE PAYMENTS ARE SUBJECT TO CONTINGENCIES. | | | | |
| | | | | |
| | | | | |
| Total | | | 3b | 0. |

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

- | | | | |
|---|-------|-----|----|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash _____</p> <p>(2) Other assets _____</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization _____</p> <p>(2) Purchases of assets from a noncharitable exempt organization _____</p> <p>(3) Rental of facilities, equipment, or other assets _____</p> <p>(4) Reimbursement arrangements _____</p> <p>(5) Loans or loan guarantees _____</p> <p>(6) Performance of services or membership or fundraising solicitations _____</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees _____</p> <p>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.</p> | | Yes | No |
| | 1a(1) | | X |
| | 1a(2) | | X |
| | | | |
| | 1b(1) | | X |
| | 1b(2) | | X |
| | 1b(3) | | X |
| | 1b(4) | | X |
| | 1b(5) | | X |
| | 1b(6) | | X |
| | 1c | | X |

[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 | | |
| | | |
| | | |
| | | |
| | | |

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
Thomas G. Curiale
11/15/19
PRESIDENT & TRUSTEE

Signature of officer or trustee
 Date
 Title

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

| | | | | | |
|------------------------------|---|--------------------------|----------|---|-------------------------|
| Paid Preparer Use Only | Print/Type preparer's name | Preparer's signature | Date | Check <input type="checkbox"/> if self-employed | PTIN |
| | GARRY T. NICHOL | <i>Garry Todd Nichol</i> | 11/14/19 | | |
| | Firm's name ▶ RAPHAEL AND RAPHAEL LLP | | | | Firm's EIN ▶ 04-2208128 |
| | Firm's address ▶ 78 BLANCHARD ROAD, SUITE 106 BURLINGTON, MA 01803 | | | Phone no. 617-357-0100 | |



Department of the Treasury
Internal Revenue Service
Ogden, UT 84201

001109.152982.506421.3071 1 AV 0.383 370



BARR FOUNDATION
2 ATLANTIC AVE
BOSTON MA 02110-3918



001109

| | |
|--------------------|--|
| Notice | CP211A |
| Tax period | December 31, 2018 |
| Notice date | June 3, 2019 |
| Employer ID number | 04-6579815 |
| To contact us | Phone 877-829-5500 FAX 877-792-2864 |

Page 1 of 1

Important information about your December 31, 2018 Form 990PF

We approved your Form 8868, Application for Extension of Time To File an Exempt Organization Return

We approved the Form 8868 for your
December 31, 2018 Form 990PF.
Your new due date is November 15, 2019.

What you need to do

File your December 31, 2018 Form 990PF by November 15, 2019. We encourage you to use electronic filing—the fastest and easiest way to file.

Visit www.irs.gov/charities to learn about approved e-File providers, what types of returns can be filed electronically, and whether you are required to file electronically.

Additional information

- Visit www.irs.gov/cp211a
- For tax forms, instructions, and publications, visit www.irs.gov/forms-pubs or call 800-TAX-FORM (800-829-3676).
- Keep this notice for your records.

If you need assistance, please don't hesitate to contact us.

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

2018

Name of the organization

BARR FOUNDATION

Employer identification number

04-6579815

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

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

Special Rules

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

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

| | |
|----------------------|--------------------------------|
| Name of organization | Employer identification number |
| BARR FOUNDATION | 04-6579815 |

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 | AMOS B. HOSTETTER JR. AND BARBARA W. HOSTETTER TWO ATLANTIC AVENUE BOSTON, MA 02110 | \$ 15,000,176. | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| 2 | AMOS B. HOSTETTER JR. AND BARBARA W. HOSTETTER TWO ATLANTIC AVENUE BOSTON, MA 02110 | \$ 15,601,785. | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |

| | |
|----------------------|--------------------------------|
| Name of organization | Employer identification number |
| BARR FOUNDATION | 04-6579815 |

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 |
|------------------------------|--|---|----------------------|
| 2 | 123,850 COMCAST CORPORATION COMMON CLASS A VOTING SHARES (CMCSA) | \$ 4,999,824. | 02/05/18 |
| 2 | 396,032 SHARES RANGE RESOURCES CORPORATION COMMON STOCK (RRC) | \$ 6,760,266. | 10/02/18 |
| 2 | 87,271 SHARES VOYAGER THERAPEUTICS, INC. COMMON STOCK (VYGR) | \$ 1,474,444. | 10/02/18 |
| 2 | 20,244 SHARES ZUORA, INC. COMMON STOCK CLASS A (ZUO) | \$ 427,857. | 10/02/18 |
| 2 | 75,705 SHARES CHEETAH MOBILE, INC. ADR COMMON STOCK (CMCM) | \$ 727,525. | 10/02/18 |
| 2 | 28,318 SHARES MOMO, INC. ADR COMMON STOCK (MOMO) | \$ 1,211,869. | 10/02/18 |

| | |
|----------------------|--------------------------------|
| Name of organization | Employer identification number |
| BARR FOUNDATION | 04-6579815 |

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

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

| (A) DESCRIPTION OF PROPERTY | (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS |
|--|-----------------------------|-------------------------------|---------------------------|----------------|---------------------|
| NET CAPITAL GAINS FROM PASS-THRU INVESTMENTS | 66,521,759. | 0. | 0. | 0. | 66,521,759. |

| (A) DESCRIPTION OF PROPERTY | (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS |
|---|-----------------------------|-------------------------------|---------------------------|----------------|---------------------|
| NET UBTI CAPITAL GAINS FROM PASS-THRU INVESTMENTS —SEE STMT. 20 | 769,127. | 0. | 0. | 0. | 769,127. |

| (A) DESCRIPTION OF PROPERTY | (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS |
|--|-----------------------------|-------------------------------|---------------------------|----------------|---------------------|
| CAPITAL GAIN INCOME —SEE ATTACHED SCHEDULE "A" | 95,119,401. | 43,364,901. | 0. | 0. | 51,754,500. |

CAPITAL GAINS DIVIDENDS FROM PART IV

0.

TOTAL TO FORM 990-PF, PART I, LINE 6A

119,045,386.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

| SOURCE | (A) REVENUE PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME |
|-------------------------|-----------------------------|---------------------------------|-------------------------------|
| BROKERAGE ACCOUNTS | 474,417. | 474,417. | |
| TOTAL TO PART I, LINE 3 | 474,417. | 474,417. | |

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

| SOURCE | GROSS AMOUNT | CAPITAL GAINS DIVIDENDS | (A) REVENUE PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME |
|--|-----------------|-------------------------------|-----------------------------|-----------------------------------|-------------------------------|
| FROM BROKERAGE ACCOUNTS | 6,167,449. | 0. | 6,167,449. | 6,167,449. | |
| FROM PASS-THROUGH INVESTMENTS | 9,626,057. | 0. | 9,626,057. | 9,626,057. | |
| TAX-EXEMPT INTEREST INCOME | 65,718. | 0. | 65,718. | 0. | |
| UNRELATED BUSINESS INCOME FROM PASS-THROUGH INVESTMENTS | 77,847. | 0. | 77,847. | 0. | |
| TO PART I, LINE 4 | 15,937,071. | 0. | 15,937,071. | 15,793,506. | |

FORM 990-PF OTHER INCOME STATEMENT 4

| DESCRIPTION | (A) REVENUE PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME |
|--|-----------------------------|-----------------------------------|-------------------------------|
| OTHER INCOME (LOSS) FROM PASSTHROUGH ENTITIES | <4,416,190.> | <4,416,190.> | |
| RETURNED GRANTS | 41,936. | 0. | |
| BOOK/TAX DIFFERENCES | 34,195,525. | 0. | |
| NET ROYALTY INCOME FROM PASSTHROUGHS | 1,467,054. | 1,467,054. | |
| UBI FROM PASS-THROUGH INVESTMENTS | <5,379,746.> | 0. | |
| TOTAL TO FORM 990-PF, PART I, LINE 11 | 25,908,579. | <2,949,136.> | |

| FORM 990-PF | LEGAL FEES | | STATEMENT 5 | |
|----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
| LEGAL FEES | 50,202. | 19,984. | | 32,476. |
| TO FM 990-PF, PG 1, LN 16A | 50,202. | 19,984. | | 32,476. |

| FORM 990-PF | ACCOUNTING FEES | | STATEMENT 6 | |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
| ACCOUNTING FEES | 105,503. | 0. | | 62,788. |
| TO FORM 990-PF, PG 1, LN 16B | 105,503. | 0. | | 62,788. |

| FORM 990-PF | OTHER PROFESSIONAL FEES | | STATEMENT 7 | |
|--|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
| INVESTMENT MANAGEMENT FEES FROM FLOW-THROUGH INVESTMENTS | 13,219,772. | 13,158,993. | | 0. |
| CONSULTING FEES | 941,579. | 0. | | 956,613. |
| INVESTMENT MANAGEMENT FEES FROM BROKERAGE FIRMS | 712,619. | 712,619. | | 0. |
| TO FORM 990-PF, PG 1, LN 16C | 14,873,970. | 13,871,612. | | 956,613. |

FORM 990-PF

TAXES

STATEMENT 8

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|--|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| DEFERRED TAX EXPENSE | -642,290. | 0. | | 0. |
| FOREIGN TAXES INCURRED FROM FLOW-THROUGH INVESTMENTS | 1,195,482. | 1,105,797. | | 0. |
| FEDERAL EXCISE TAXES | 424,483. | 0. | | 0. |
| STATE TAX EXPENSE | -64,349. | 0. | | 0. |
| TO FORM 990-PF, PG 1, LN 18 | 913,326. | 1,105,797. | | 0. |

FORM 990-PF

OTHER EXPENSES

STATEMENT 9

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|---|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| EQUIPMENT AND FACILITIES RENTAL; MAINTENANCE COMPUTER, INTERNET AND WEBSITE EXPENSES | 56,805. | 0. | | 56,805. |
| OFFICE EXPENSE | 86,599. | 0. | | 48,721. |
| DUES & SUBSCRIPTIONS | 80,503. | 0. | | 107,801. |
| GENERAL INSURANCE | 19,633. | 0. | | 19,633. |
| RECRUITING | 53,242. | 0. | | 49,435. |
| SERVICE FEES | 36,668. | 0. | | 36,668. |
| TEMPORARY HELP | 0. | 0. | | 6,430. |
| CATERING | 49,500. | 0. | | 45,818. |
| PROGRAM RELATED EXPENSES | 67,258. | 0. | | 66,832. |
| PROFESSIONAL DEVELOPMENT | 3,763,338. | 0. | | 3,817,529. |
| PILOT HOUSE ASSOCIATES, LLC (SALARIES AND WAGES, SEE NOTE BELOW)* | 92,299. | 0. | | 94,325. |
| PILOT HOUSE ASSOCIATES, LLC (EMPLOYEE BENEFITS, SEE NOTE BELOW)* | 898,469. | 503,999. | | 394,470. |
| TO FORM 990-PF, PG 1, LN 23 | 202,000. | 43,303. | | 158,697. |
| | 5,406,314. | 547,302. | | 4,903,164. |

* ALL PERSONNEL PROVIDING SERVICES TO BARR FOUNDATION ARE EMPLOYEES OF PILOT HOUSE ASSOCIATES, LLC ("PHA"). BARR MAKES PAYMENTS TO PHA FOR THE SERVICES OF PHA EMPLOYEES WHO PERFORM SERVICES FOR BARR THAT ARE REASONABLE AND NECESSARY TO THE CONDUCT OF BARR'S CHARITABLE FUNCTIONS. PHA EMPLOYEES WHO DEVOTE 50% OR MORE OF THEIR TIME TO BARR MATTERS ARE CONSIDERED BY BARR TO BE BARR STAFF.

PAYMENTS TO PHA NOTED ABOVE AND INCLUDED IN PART I, LINE 23 ARE FOR SERVICES PROVIDED BY PHA EMPLOYEES WHO DEVOTE LESS THAN 50% OF THEIR TIME TO BARR FOUNDATION MATTERS AND THEREFORE ARE NOT CONSIDERED TO BE BARR STAFF. PAYMENTS BY BARR TO PHA WITH RESPECT TO PHA'S EMPLOYEES WHO ARE CONSIDERED TO BE BARR STAFF ARE INSTEAD REPORTED AS COMPENSATION IN PART I, LINES 13 THROUGH 15.

| | | |
|-------------|-----------------|--------------|
| FORM 990-PF | CORPORATE STOCK | STATEMENT 10 |
|-------------|-----------------|--------------|

| DESCRIPTION | BOOK VALUE | FAIR MARKET VALUE |
|---|--------------|-------------------|
| COMCAST CORPORATION | 0. | 12,840,596. |
| GOLDMAN SACHS SHORT-DURATION GOVERNMENT INCOME FUND | 47,295,173. | 46,572,647. |
| FPA CRESCENT FUND | 52,738,713. | 47,381,474. |
| CARBON BLACK | 156,793. | 163,107. |
| DROPBOX, INC. | 1,681. | 1,424,952. |
| SQUARE, INC. | 24,562. | 1,680,793. |
| PPDAI GROUP INC. | 9,171. | 412,708. |
| TOTAL TO FORM 990-PF, PART II, LINE 10B | 100,226,093. | 110,476,277. |

| | | |
|-------------|-------------------|--------------|
| FORM 990-PF | OTHER INVESTMENTS | STATEMENT 11 |
|-------------|-------------------|--------------|

| DESCRIPTION | VALUATION METHOD | BOOK VALUE | FAIR MARKET VALUE |
|---|------------------|----------------|-------------------|
| INVESTMENTS IN LIMITED PARTNERSHIPS - LONG ONLY INVESTMENTS | FMV | 248,009,272. | 285,741,572. |
| INVESTMENTS IN LIMITED PARTNERSHIPS - PRIVATE EQUITY | FMV | 304,921,945. | 618,372,225. |
| INVESTMENTS IN LIMITED PARTNERSHIPS - REAL ASSETS | FMV | 62,054,078. | 90,000,154. |
| INVESTMENTS IN LIMITED PARTNERSHIPS - HEDGE INVESTMENTS | FMV | 526,501,172. | 633,573,877. |
| TOTAL TO FORM 990-PF, PART II, LINE 13 | | 1,141,486,467. | 1,627,687,828. |

| | | |
|-------------|--|--------------|
| FORM 990-PF | DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT | STATEMENT 12 |
|-------------|--|--------------|

| DESCRIPTION | COST OR OTHER BASIS | ACCUMULATED DEPRECIATION | BOOK VALUE |
|------------------------------------|---------------------|--------------------------|------------|
| FURNITURE AND FIXTURES | 559,523. | 214,924. | 344,599. |
| SOFTWARE | 37,170. | 37,170. | 0. |
| TOTAL TO FM 990-PF, PART II, LN 14 | 596,693. | 252,094. | 344,599. |

| | | |
|-------------|--------------|--------------|
| FORM 990-PF | OTHER ASSETS | STATEMENT 13 |
|-------------|--------------|--------------|

| DESCRIPTION | BEGINNING OF YR BOOK VALUE | END OF YEAR BOOK VALUE | FAIR MARKET VALUE |
|-----------------------------------|-------------------------------|---------------------------|----------------------|
| DISTRIBUTIONS & OTHER RECEIVABLES | 3,394,355. | 3,324,217. | 3,324,217. |
| TO FORM 990-PF, PART II, LINE 15 | 3,394,355. | 3,324,217. | 3,324,217. |

| | | |
|-------------|-------------------|--------------|
| FORM 990-PF | OTHER LIABILITIES | STATEMENT 14 |
|-------------|-------------------|--------------|

| DESCRIPTION | BOY AMOUNT | EOY AMOUNT |
|--|------------|------------|
| DEFERRED TAX LIABILITY | 5,582,330. | 4,940,041. |
| TOTAL TO FORM 990-PF, PART II, LINE 22 | 5,582,330. | 4,940,041. |

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 15

| NAME AND ADDRESS | TITLE AND AVRG HRS/WK | COMPEN- SATION | EMPLOYEE BEN PLAN CONTRIB | EXPENSE ACCOUNT |
|--|--------------------------------|-------------------|------------------------------|--------------------|
| AMOS B. HOSTETTER JR. TWO ATLANTIC AVENUE BOSTON, MA 02110 | TRUSTEE 8.00 | 0. | 0. | 0. |
| BARBARA W. HOSTETTER TWO ATLANTIC AVENUE BOSTON, MA 02110 | CHAIR AND TRUSTEE 12.00 | 0. | 0. | 0. |
| JAMES CANALES TWO ATLANTIC AVENUE BOSTON, MA 02110 | PRESIDENT AND TRUSTEE 36.00 | 579,502. | 45,992. | 0. |
| DR. M. LEE PELTON TWO ATLANTIC AVENUE BOSTON, MA 02110 | TRUSTEE 2.00 | 0. | 0. | 0. |
| SUE TIERNEY TWO ATLANTIC AVENUE BOSTON, MA 02110 | TRUSTEE 2.00 | 0. | 0. | 0. |
| TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII | | 579,502. | 45,992. | 0. |

PART VIII, LINE 1: OFFICERS, DIRECTORS, TRUSTEES AND FOUNDATION MANAGERS

MR. CANALES IS AN EMPLOYEE OF PILOT HOUSE ASSOCIATES, LLC ("PHA") AND DEVOTES MORE THAN 50% OF HIS TIME TO BARR FOUNDATION MATTERS. ACCORDINGLY (AS DESCRIBED IN STATEMENT 9), MR. CANALES IS CONSIDERED TO BE BARR STAFF. THE AMOUNT BARR PAID TO PHA AS COMPENSATION FOR MR. CANALES IS REPRESENTED IN PART 1 - COMPENSATION OF OFFICERS, DIRECTORS, TRUSTEES, ETC. AS PART OF HIS FULL-TIME EMPLOYMENT, MR. CANALES ALLOCATES A RELATIVELY SMALL PORTION OF HIS TIME TO PHA FOR WHICH HE IS SEPARATELY COMPENSATED BY PHA.

PART VIII, LINE 2: EMPLOYEES

SEE STATEMENT 9 REGARDING PAYMENTS BY BARR FOUNDATION TO PILOT HOUSE ASSOCIATES, LLC ("PHA") FOR GRANTMAKING AND OTHER SERVICES PROVIDED TO BARR BY PHA EMPLOYEES, INCLUDING THOSE CONSIDERED TO BE BARR STAFF BECAUSE THEY DEVOTE 50% OR MORE OF THEIR TIME TO BARR MATTERS. THE FIVE HIGHEST PAID EMPLOYEES NOTED ABOVE, AND THOSE INCLUDED IN THE TOTAL NUMBER OF OTHER EMPLOYEES PAID OVER \$50,000, ARE ALL CONSIDERED BARR STAFF AS DESCRIBED IN STATEMENT 9.

| | | |
|-------------|---|--------------|
| FORM 990-PF | SUMMARY OF DIRECT CHARITABLE ACTIVITIES | STATEMENT 16 |
|-------------|---|--------------|

ACTIVITY TWO

THIS ACTIVITY INVOLVED ENGAGING A COMMITTEE OF SCHOOL AND SYSTEM LEADERS TO FOCUS ON THE SCHOOL LEADERSHIP PIPELINE CHALLENGES OF TODAY AND POTENTIAL SOLUTIONS THROUGH SHARED DISCOVERY, LEARNING, AND DESIGN ACTIVITIES.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 2

210,000.

| | | |
|-------------|---|--------------|
| FORM 990-PF | SUMMARY OF DIRECT CHARITABLE ACTIVITIES | STATEMENT 17 |
|-------------|---|--------------|

ACTIVITY THREE

WITH THIS FUNDING, DENTERLEIN FOCUSED ON THE STRATEGY AND EXECUTION OF BOSTON BUS RAPID TRANSIT COMMUNICATIONS THROUGH A COMBINATION OF MEDIA RELATIONS, WEBSITE AND SOCIAL MEDIA CONTENT CREATION, THOUGHT LEADERSHIP DEVELOPMENT, AND RELATIONSHIP MARKETING.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 3

192,634.

| | | |
|-------------|---|--------------|
| FORM 990-PF | SUMMARY OF DIRECT CHARITABLE ACTIVITIES | STATEMENT 18 |
|-------------|---|--------------|

ACTIVITY FOUR

THIS EXPENDITURE SUPPORTED THE PLANNING AND EXECUTION OF THE FOUNDATION'S EDUCATIONAL PARTNER CONVENING IN AUGUST 2018 IN ADDITION TO A CONVENING IN OCTOBER 2018 FOR GRANTEE AWARDED GRANTS THROUGH THE FOUNDATION'S REQUEST FOR PROPOSALS.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 4

175,663.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 19

NAME OF MANAGER

AMOS B. HOSTETTER JR.

BARBARA W. HOSTETTER

BARR FOUNDATION

STATEMENT 20

FORM 990-PF

PART IV -Capital Gains and Losses for Tax on Investment Income

As Unrelated Business Taxable Income ("UBTI") is not a component of net investment income, for presentation purposes, cost basis equal to net gains was assigned to UBTI gains from pass-through investments.

For book purposes, UBTI gains of \$769,127 were reported without any such cost basis.

STATEMENT 20

BARR FOUNDATION

STATEMENT 21

FORM 990-PF

PART II -Balance Sheets

"Book Value" refers to the original amounts at which assets, liabilities, and net assets are recognized and subsequently adjusted for financial reporting purposes.

STATEMENT 21

Barr Foundation
EIN 04-6579815

Attachment to Form 990-PF
Part VII-B, Question 5c on page 6

Expenditure Responsibility Statement for the year 2018

Pursuant to IRC Regulation § 53.4945-5(d)(2), the Barr Foundation provides the following information:

- (i) Grantee: Merck Family Fund
P.O. Box 870245
Milton, MA 02187
- (ii) Amount of Grants: Payment of \$200,000 was processed on
October 13, 2017
- (iii) Purpose of Grants: To support research and objective analysis to strengthen the
Regional Greenhouse Gas Initiative.
- (iv/vi) Reports: The Merck Family Fund submitted a full and complete
grant report on its expenditures for their grant payment
listed above on October 9, 2018. The report reflected that
the entire amount of the grant payment was properly used
to support the grant noted above.
- (v) Diversions: To the knowledge of the grantor, no funds have been
diverted to any activity other than the activity for which the
grant was originally made.
- (vii) Verification: The grantor has no reason to doubt the accuracy or
reliability of the report from the grantee; therefore, no
independent verification of the report was made.

Barr Foundation
EIN 20-2631943

Attachment to Form 990-PF
Part VII-B, Question 5c on page 6

Expenditure Responsibility Statement for the year 2018

Pursuant to IRC Regulation § 53.4945-5(d)(2), the Barr Foundation provides the following information:

- (i) Grantee: The Lawrence and Lillian Solomon Foundation, Inc.
10 Laurel Avenue, Suite 200
Wellesley, MA 02481
- (ii) Amount of Grants: Payment of \$400,000 was processed on
November 17, 2017
- (iii) Purpose of Grants: To support a re-granting and technical assistance program
for greenways and placemaking in Greater Boston.
- (iv/vi) Reports: The Lawrence and Lillian Solomon Foundation, Inc.
Submitted a full and complete report on its expenditures for
their grant payment listed above on December 3, 2018.
The report reflected that the entire amount of the grant was
properly used to support the grant noted above.
- (v) Diversions: To the knowledge of the grantor, no funds have been
diverted to any activity other than the activity for which the
grant was originally made.
- (vii) Verification: The grantor has no reason to doubt the accuracy or
reliability of the report from the grantee; therefore, no
independent verification of the report was made.

Barr Foundation
EIN 04-6579815

Attachment to Form 990-PF
Part VII-B, Question 5c on page 6

Expenditure Responsibility Statement for the year 2018

Pursuant to IRC Regulation § 53.4945-5(d)(2), the Barr Foundation provides the following information:

- (i) Grantee: Merck Family Fund
P.O. Box 870245
Milton, MA 02187
- (ii) Amount of Grants: Payment of \$100,000 was processed on
December 20, 2018
- (iii) Purpose of Grants: To support research and objective analysis to strengthen the
Regional Greenhouse Gas Initiative.
- (iv/vi) Reports: The Merck Family Fund has a grant report due October 1,
2019. They are on track and we expect to receive a
complete grant report showing that expenditures for their
grant payment listed above reflect that the entire amount
has been properly used to support the grant.
- (v) Diversions: To the knowledge of the grantor, no funds have been
diverted to any activity other than the activity for which the
grant was originally made.
- (vii) Verification: The grantor has no reason to doubt the accuracy or
reliability of the report from the grantee; therefore, no
independent verification of the report was made.

Barr Foundation
EIN 20-2631943

Attachment to Form 990-PF
Part VII-B, Question 5c on page 6

Expenditure Responsibility Statement for the year 2018

Pursuant to IRC Regulation § 53.4945-5(d)(2), the Barr Foundation provides the following information:

- (i) Grantee: The Lawrence and Lillian Solomon Foundation, Inc.
10 Laurel Avenue, Suite 200
Wellesley, MA 02481
- (ii) Amount of Grants: Payment of \$425,000 was processed on
December 20, 2018
- (iii) Purpose of Grants: To support a re-granting and technical assistance program
for greenways and placemaking in Greater Boston.
- (iv/vi) Reports: The Lawrence and Lillian Solomon Foundation, Inc.
have a grant report due October 1, 2019. They are on track
and we expect to receive a complete grant report showing
that expenditures for their grant payment listed above
reflect that the entire amount has been properly used to
support the grant.
- (v) Diversions: To the knowledge of the grantor, no funds have been
diverted to any activity other than the activity for which the
grant was originally made.
- (vii) Verification: The grantor has no reason to doubt the accuracy or
reliability of the report from the grantee; therefore, no
independent verification of the report was made.

Barr Foundation
EIN 04-6579815

Attachment to Form 990-PF
Part VII-B, Question 5c on page 6

Expenditure Responsibility Statement for the year 2018

Pursuant to IRC Regulation § 53.4945-5(d)(2), the Barr Foundation provides the following information:

- (i) Grantee: TransitCenter, Inc.
One Whitehall Street, 17th Floor
New York, NY 10004
- (ii) Amount of Grants: Payment of \$75,000 was processed on
December 20, 2018
- (iii) Purpose of Grants: To provide technical assistance to Boston area transit
advocacy organizations.
- (iv/vi) Reports: TransitCenter, Inc. has a grant report due October 1,
2019. They are on track and we expect to receive a
complete grant report showing that expenditures for their
grant payment listed above reflect that the entire amount
has been properly used to support the grant.
- (v) Diversions: To the knowledge of the grantor, no funds have been
diverted to any activity other than the activity for which the
grant was originally made.
- (vii) Verification: The grantor has no reason to doubt the accuracy or
reliability of the report from the grantee; therefore, no
independent verification of the report was made.

Barr Foundation
EIN 04-6579815

Attachment to Form 990-PF
Part VII-B, Question 5c on page 6

Expenditure Responsibility Statement for the year 2018

Pursuant to IRC Regulation § 53.4945-5(d)(2), the Barr Foundation provides the following information:

- (i) Grantee: The Hideo Sasaki Foundation
64 Pleasant Street
Watertown, MA 02472
- (ii) Amount of Grants: Payment of \$55,000 was processed on
May 18, 2018
- (iii) Purpose of Grants: To support strategic planning and workplan development
for mobility and resilience
- (iv/vi) Reports: The Hideo Sasaki Foundation submitted a full and
complete grant report on its expenditures for their grant
payment listed above on December 18, 2018. The report
reflected that the entire amount of the grant payment was
properly used to support the grant noted above.
- (v) Diversions: To the knowledge of the grantor, no funds have been
diverted to any activity other than the activity for which the
grant was originally made.
- (vii) Verification: The grantor has no reason to doubt the accuracy or
reliability of the report from the grantee; therefore, no
independent verification of the report was made.

Barr Foundation
 EIN: 04-6579815
 Period Ended, December 31, 2018

Form 990-PF
 Page 3, Part IV

Schedule A

Capital Gains and Losses for Tax on Investment Income

| Date Acquired | Date Sold | Description of Property | How Acquired P - Purchase D - Donation | Gross Sales Prices minus Expense of Sales | Depreciation | Cost | Gain/(Loss) |
|------------------|-----------|--|--|---|--------------|------------|-------------|
| various | various | ACACIA COMMUNICATIONS, INC. CMN | P | 2,640,997 | - | 73,141 | 2,567,856 |
| various | various | CARBON BLACK, INC. CMN | P | 610,099 | - | 233,190 | 376,909 |
| various | various | CHEETAH MOBILE INC ADR CMN 19283036 OFF DATE | D | 697,080 | - | 289,873 | 407,206 |
| various | various | CLOUDERA, INC. CMN | P | 2,500,090 | - | 447,720 | 2,052,370 |
| various | various | DROPBOX, INC. CMN CLASS A | P | 3,740,126 | - | 5,291 | 3,734,835 |
| various | various | FORESCOUT TECHNOLOGIES INC. CMN | P | 562,075 | - | 48,340 | 513,736 |
| various | various | FPA CRESCENT | P | 15,000,000 | - | 10,269,468 | 4,730,532 |
| various | various | GARDNER RUSSO | P | 694,375 | - | 734,038 | (39,663) |
| various | various | GS SHORT DURATION GOVERNMENT FUND CLASS P | P | 10,000,000 | - | 10,262,896 | (262,896) |
| various | various | GS SHORT-DURATION GOVERNMENT FUND INSTITUTIONAL SHARES | P | 15,000,000 | - | 15,343,641 | (343,641) |
| various | various | IQIYI, INC. SPONSORED ADR CMN | P | 269,132 | - | 114,550 | 154,582 |
| various | various | JUMEI INTERNATIONAL HOLDING LI SPONSORED ADR CMN | P | 739,242 | - | 67,519 | 671,723 |
| various | various | MICROSOFT CORPORATION CMN | P | 2,039,133 | - | 582,324 | 1,456,810 |
| various | various | MOMO INC ADR CMN | D | 1,366,553 | - | 94,300 | 1,272,252 |
| various | various | NOAH HOLDINGS LTD SPONSORED ADR CMN CLASS A | P | 814,364 | - | 6,488 | 807,876 |
| various | various | OKTA, INC. CMN CLASS A | P | 9,137,761 | - | 1,156,867 | 7,980,894 |
| various | various | PPDAI GROUP INC. SPONSORED ADR CMN | P | 1,217,520 | - | 17,620 | 1,199,900 |
| various | various | PURE STORAGE INC CMN CLASS A | P | 6,894,625 | - | 1,017,393 | 5,877,232 |
| various | various | RANGE RESOURCES CORPORATION CMN | D | 6,915,143 | - | - | 6,915,143 |
| various | various | REDFIN CORPORATION CMN | P | 1,530,844 | - | 99,210 | 1,431,634 |
| various | various | SPOTIFY TECHNOLOGY S.A. CMN | P | 1,656,571 | - | 117,563 | 1,539,007 |
| various | various | VOYAGER THERAPEUTICS, INC. CMN | D | 1,173,708 | - | 370,902 | 802,806 |
| various | various | WILDHORSE RESOURCE DEVELOPMENT CORPORATION | P | 1,044,464 | - | 83,368 | 961,096 |
| various | various | ZUORA, INC. CMN CLASS A | D | 861,085 | - | 225,606 | 635,479 |
| various | various | Limited Liquidity Investments | | 8,014,414 | - | 1,703,592 | 6,310,822 |
| | | | | 95,119,401 | - | 43,364,901 | 51,754,500 |

Form 990-PF, Part XV, Line 3a
Grants and Contributions Paid during the Year

| Payee Organization | If the recipient is an individual, show any relationship to any Foundation manager or substantial contributor | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount | Tax Status |
|---|---|--------------------------------|---|-----------------|------------|
| Arts & Creativity | | | | | |
| Neighborhood Development Associates, Inc. 181 Union Street Lynn, Massachusetts 01901 | N/A | Public Charity | To support Beyond Walls' 2018 Mural Festival | \$ 200,000.00 | 509(a)(1) |
| Massachusetts Institute of Technology Office of Philanthropic Partnerships 600 Memorial Drive, W98-600 Cambridge, Massachusetts 02139-4822 | N/A | Public Charity | To hire a director of Change Maker Initiatives for its HUBWeek program | \$ 100,000.00 | 509(a)(1) |
| World Music, Inc. 720 Massachusetts Avenue Cambridge, Massachusetts 02139 | N/A | Public Charity | To support strategic initiatives around artistic innovation, institutional visibility, audience building, and organizational capacity | \$ 200,000.00 | 509(a)(1) |
| The Berkshire Taconic Community Foundation, Inc. PO Box 400 800 North Main Street Sheffield, Massachusetts 01257-0400 | N/A | Public Charity | To pilot the Berkshire Arts and Creativity Initiative to increase access to the arts for Berkshire County residents | \$ 250,000.00 | 509(a)(1) |
| Boston Foundation, Inc. 75 Arlington Street, 3rd Floor Boston, Massachusetts 02116 | N/A | Public Charity | To support the next two rounds of Live Arts Boston to provide grants, artistic and professional development, and marketing support to performing artists in Greater Boston | \$ 325,000.00 | 509(a)(1) |
| Greater Worcester Community Foundation, Inc. 370 Main Street, Suite 650 Worcester, Massachusetts 01608-1738 | N/A | Public Charity | To support the Creative Arts Grant and Community Convening Initiative | \$ 250,000.00 | 509(a)(1) |
| Emerson College 120 Boylston Street Boston, Massachusetts 02116 | N/A | Public Charity | To deliver ground-breaking, culturally-relevant new work, meaningfully engage Boston's diverse audiences, clarify and communicate its vision and values, and build its fundraising capacity | \$ 225,000.00 | 509(a)(1) |
| Yard, Inc. P.O. Box 405 Chilmark, Massachusetts 02535 | N/A | Public Charity | To continue its trajectory to become a year-round center for excellent dance programs by increasing its capacity and planning for mission-critical capital improvements | \$ 400,000.00 | 509(a)(1) |
| Community Foundation of Southeastern Massachusetts, Inc. 128 Union Street, Suite 403 New Bedford, Massachusetts 02740 | N/A | Public Charity | To support the Arts, Culture, and Creativity: What's Next? Initiative | \$ 250,000.00 | 509(a)(1) |
| Essex County Community Foundation, Inc. 175 Andover Street, Suite 101 Danvers, Massachusetts 01923 | N/A | Public Charity | To support the Creative County Initiative | \$ 250,000.00 | 509(a)(1) |
| Boston Chinatown Neighborhood Center, Inc. 885 Washington Street Boston, Massachusetts 02111 | N/A | Public Charity | To support the Pao Arts Center on defining and building its long-term programmatic and operational capacity | \$ 225,000.00 | 509(a)(1) |
| Jacob's Pillow Dance Festival, Inc. 358 George Carter Road Becket, Massachusetts 01223 | N/A | Public Charity | To strengthen artistic and community engagement programs and develop plans to upgrade its main theater | \$ 200,000.00 | 509(a)(1) |
| Community Foundation of Western Massachusetts 333 Bridge Street Springfield, MA 01103 | N/A | Public Charity | To support the Advancing Arts + Creativity in the Pioneer Valley and the Hilltowns Program | \$ 250,000.00 | 509(a)(1) |
| PRX, Inc. 66 Church Street, Suite 2 Cambridge, Massachusetts 02138 | N/A | Public Charity | To build organizational capacity to train podcast producers | \$ 232,500.00 | 509(a)(1) |
| Rose Fitzgerald Kennedy Greenway Conservancy, Inc. 185 Kneeland Street Boston, Massachusetts 02111 | N/A | Public Charity | To present innovative, artistically-bold public art on the Greenway that reimagines civic space in Boston, and fosters a deeper appreciation by audiences | \$ 200,000.00 | 509(a)(1) |
| Peabody Essex Museum, Inc. East India Square Salem, Massachusetts 01970-3783 | N/A | Public Charity | To develop an innovation and creativity framework, and to increase learning and leadership opportunities for staff | \$ 300,000.00 | 509(a)(1) |
| Theater Offensive, Inc. 565 Boylston Street, 3rd Floor Boston, Massachusetts 02116 | N/A | Public Charity | To support the OUT in Your Neighborhood: Power and Agility five-year initiative | \$ 125,000.00 | 509(a)(1) |
| Technical Development Corporation 31 Milk Street, Suite 310 Boston, Massachusetts 02109 | N/A | Public Charity | To co-design a cohort learning agenda, organize convenings, and provide coaching and grants for market research | \$ 1,434,500.00 | 509(a)(1) |
| Dudley Street Neighborhood Initiative, Inc. 550 Dudley Street Roxbury, Massachusetts 02119 | N/A | Public Charity | To deepen creative placemaking work, and the planning and implementation of an Arts Innovation District in Upham's Corner | \$ 200,000.00 | 509(a)(1) |
| Massachusetts Development Finance Agency 99 High Street, 11th Floor Boston, Massachusetts 02110 | N/A | Quasi Government | To award grants for the planning, development, and build-out of arts-related collaborative work spaces | \$ 665,000.00 | 509(a)(1) |
| Celebrity Series of Boston 20 Park Plaza, Suite 1032 Boston, Massachusetts 02116-4303 | N/A | Public Charity | To advance artistic risk, innovation, and community engagement, and to upgrade the website and patron management software | \$ 200,000.00 | 509(a)(2) |
| Metropolitan Area Planning Council 60 Temple Place Boston, Massachusetts 02111 | N/A | Quasi Government | To advance the role of the arts as a core municipal planning competency through education, project funding, advocacy, and policy development | \$ 505,000.00 | 509(a)(1) |
| Metropolitan Area Planning Council 60 Temple Place Boston, Massachusetts 02111 | N/A | Quasi Government | To advance the role of the arts as a core municipal planning competency through education, project funding, advocacy, and policy development | \$ 510,000.00 | 509(a)(1) |
| Grantmakers in the Arts 522 Courtlandt Avenue, 1st Floor Bronx, New York 10451-5008 | N/A | Public Charity | To support program and partnership development, and capitalization trainings in Massachusetts | \$ 150,000.00 | 509(a)(1) |
| Worcester Center for Performing Arts, Inc. 2 Southbridge Street Worcester, Massachusetts 01608 | N/A | Public Charity | To activate the Worcester Theatre District | \$ 325,000.00 | 509(a)(1) |

Form 990-PF, Part XV, Line 3a
Grants and Contributions Paid during the Year

| Payee Organization | If the recipient is an individual, show any relationship to any Foundation manager or substantial contributor | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount | Tax Status |
|--|---|--------------------------------|--|---------------|------------|
| Institute of Contemporary Art 25 Harbor Shore Drive Boston, Massachusetts 02210 | N/A | Public Charity | To increase collaboration and interdisciplinary artistic programming and to engage new audiences | \$ 300,000.00 | 509(a)(1) |
| Huntington Theatre Company, Inc. 264 Huntington Avenue Boston, Massachusetts 02115-4606 | N/A | Public Charity | To evolve its business model, increase collaborative initiatives, and undertake community engagement research | \$ 300,000.00 | 509(a)(1) |
| Isabella Stewart Gardner Museum, Inc. 25 Evans Way Boston, Massachusetts 02115 | N/A | Public Charity | To undertake a new co-curation model that emphasizes multidisciplinary collaboration | \$ 300,000.00 | 509(a)(1) |
| American Repertory Theatre Company, Inc. Loeb Drama Center 64 Brattle Street Cambridge, Massachusetts 02138 | N/A | Public Charity | To support an off-site season during a large-scale facilities renovation and capital campaign | \$ 300,000.00 | 509(a)(2) |
| EdVestors, Inc. 140 Clarendon Street, Suite 401 Boston, Massachusetts 02116 | N/A | Public Charity | To support Boston Public School Arts Expansion Phase IV | \$ 175,000.00 | 509(a)(1) |
| National Arts Strategies, Inc. 2000 Duke Street, Suite 115 Alexandria, Virginia 22314 | N/A | Public Charity | To support two new cohorts, new curriculum, alumni network and training for Creative Community Fellows: New England | \$ 362,500.00 | 509(a)(1) |
| Trustees of Boston University 881 Commonwealth Avenue Boston, Massachusetts 02215 | N/A | Public Charity | To expand and diversify the content, personnel, and formats of WBUR's The ARTery | \$ 200,000.00 | 509(a)(1) |
| The Silk Road Project, Inc. 175 North Harvard Street Boston, Massachusetts 02134 | N/A | Public Charity | To increase capacity for fundraising and engagement of global audiences, and to explore revenue-generating products and initiatives | \$ 325,000.00 | 509(a)(1) |
| The Silk Road Project, Inc. 175 North Harvard Street Boston, Massachusetts 02134 | N/A | Public Charity | To increase capacity for fundraising and engagement of global audiences, and to explore revenue-generating products and initiatives | \$ 285,000.00 | 509(a)(1) |
| United States Artists, Inc. 980 North Michigan Avenue Chicago, Illinois 60611 | N/A | Public Charity | To support 18 USA Fellows from Massachusetts and New England, to fund annual convenings, and to contribute to the operations endowment | \$ 240,000.00 | 509(a)(1) |
| Grub Street, Inc. 162 Boylston Street, 5th Floor Boston, Massachusetts 02116 | N/A | Public Charity | To engage new, more diverse writing students and develop new income streams | \$ 200,000.00 | 509(a)(1) |
| Arts Midwest 2908 Hennepin Avenue, Suite 200 Minneapolis, Minnesota 55408 | N/A | Public Charity | To provide training and technical assistance in communications and "building public will" strategies; strengthen the community engagement capacity of pilot organizations; and experiment with new messaging and activities as part of the Creating Connection | \$ 225,000.00 | 509(a)(1) |
| Emerson College 120 Boylston Street Boston, Massachusetts 02116 | N/A | Public Charity | To provide HowlRound support for general operations, increased technology capabilities, marketing, convenings, and a case study | \$ 125,000.00 | 509(a)(1) |
| A Far Cry, Inc. 146A South Street Jamaica Plain, Massachusetts 02130 | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 37,500.00 | 509(a)(1) |
| Community Foundation of Western Massachusetts 333 Bridge Street Springfield, Massachusetts 01103 | N/A | Public Charity | To design and deliver a 20-month knowledge-building program customized to the needs of the five community foundations in Barr's Creative Commonwealth Initiative | \$ 150,000.00 | 509(a)(1) |
| Berklee College of Music, Inc. 1140 Boylston Street Boston, Massachusetts 02215 | N/A | Public Charity | To support planning for the creation of the Music + Health Institute | \$ 100,000.00 | 509(a)(1) |
| Double Edge Theatre Productions, Inc. 948 Conway Road Ashfield, Massachusetts 01330 | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 37,500.00 | 509(a)(1) |
| Eliot School Trustees 24 Eliot Street PO Box 300351 Boston, Massachusetts 02130 | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 37,500.00 | 509(a)(1) |
| Featherstone Center for the Arts, Inc. P.O. Box 1145 Oak Bluffs, Massachusetts 02557 | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 28,125.00 | 509(a)(1) |
| Company One, Inc. 539 Tremont Street, Studio 202 Boston, Massachusetts 02116 | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 28,125.00 | 509(a)(1) |
| Community Music School of Springfield, Inc. 127 State Street Springfield, Massachusetts 01103 | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 46,875.00 | 509(a)(1) |
| Community Art Center, Inc. 119 Windsor Street Cambridge, Massachusetts 02138 | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 37,500.00 | 509(a)(1) |
| Design Museum Boston, Inc. 50 Milk Street, FL 16 Boston, Massachusetts 02109 | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 28,125.00 | 509(a)(1) |
| Boston Modern Orchestra Project, Inc. 376 Washington Street Malden, Massachusetts 02148 | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 37,500.00 | 509(a)(1) |
| Community Access to the Arts, Inc. 40 Railroad Street, Suite #6 Great Barrington, Massachusetts 01230 | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 37,500.00 | 509(a)(2) |
| Boston Chinatown Neighborhood Center, Inc. 885 Washington Street Boston, Massachusetts 02111 | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 28,125.00 | 509(a)(1) |
| Cape Ann Museum, Inc. 27 Pleasant Street Gloucester, Massachusetts 01930 | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 46,875.00 | 509(a)(2) |

Form 990-PF, Part XV, Line 3a
Grants and Contributions Paid during the Year

| Payee Organization | If the recipient is an individual, show any relationship to any Foundation manager or substantial contributor | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount | Tax Status |
|--|---|--------------------------------|---|---------------|------------|
| Barrington Stage Company, Inc. 122 North Street Pittsfield, Massachusetts 01201 MASSCreative, Inc. | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 65,625.00 | 509(a)(1) |
| 15 Channel Center Street, Suite 103 Boston, Massachusetts 02210 American Academy of Arts and Sciences | N/A | Public Charity | To support MASSCreative's strategic planning process | \$ 50,000.00 | 509(a)(1) |
| 136 Irving Street Cambridge, Massachusetts 02138 Provincetown Art Association, Inc. | N/A | Public Charity | To support the American Academy of Arts and Sciences' Commission on the Arts | \$ 125,000.00 | 509(a)(1) |
| 460 Commercial Street Provincetown, Massachusetts 02657 The Northampton Academy of Music, Inc. | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 46,875.00 | 509(a)(1) |
| 274 Main Street Northampton, Massachusetts 01060 Technical Development Corporation | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 18,750.00 | 509(a)(2) |
| 31 Milk Street, Suite 310 Boston, Massachusetts 02109 The Record Company, Inc. | N/A | Public Charity | To design and implement a learning agenda for the Barr-Klarman Massachusetts Arts Initiative | \$ 322,750.00 | 509(a)(1) |
| 960 Massachusetts Avenue Boston, Massachusetts 02118 Worcester Art Museum | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 18,750.00 | 509(a)(1) |
| 55 Salisbury Street Worcester, Massachusetts 01609 Raw Art Works, Inc. | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 75,000.00 | 509(a)(1) |
| 37 Central Square Lynn, Massachusetts 01901 Zellerion Theatre, Inc. | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 56,250.00 | 509(a)(2) |
| 684 Purchase Street New Bedford, Massachusetts 02740 Speak Easy Stage, Inc. | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 56,250.00 | 509(a)(1) |
| 539 Tremont Street Boston, Massachusetts 02116 | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 46,875.00 | 509(a)(1) |
| Payomet Performing Arts Charitable Trust PO Box 1202 (Physical Address 29 Old Dewline Road) Truro, Massachusetts 02666 | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 37,500.00 | 509(a)(1) |
| Now and There, Inc. 108 Lincoln Street, no. 6A Boston, Massachusetts 02111 | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 28,125.00 | 509(a)(2) |
| Norman Rockwell Museum at Stockbridge, Inc. 9 Glendale Road/Route 183 Stockbridge, Massachusetts 01262-0308 | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 75,000.00 | 509(a)(2) |
| New Bedford Symphony Orchestra Association, Inc. 128 Union Street Suite 204 New Bedford, Massachusetts 02740 | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 37,500.00 | 509(a)(2) |
| New Dance Complex, Inc. 536 Massachusetts Avenue Cambridge, Massachusetts 02139 | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 28,125.00 | 509(a)(2) |
| Merrimack Repertory Theatre 132 Warren Street Lowell, Massachusetts 01852 | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 56,250.00 | 509(a)(1) |
| Mahaive Performing Arts Center, Inc. 14 Castle Street PO Box 690 Great Barrington, Massachusetts 01230 | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 56,250.00 | 509(a)(1) |
| New Bedford Museum and Art Center, Inc. 608 Pleasant Street New Bedford, Massachusetts 02740 | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 18,750.00 | 509(a)(1) |
| Fitchburg Art Museum 185 Elm Street Fitchburg, Massachusetts 01420 | N/A | Public Charity | To support participation in the Barr Klarman Massachusetts Arts Initiative | \$ 37,500.00 | 509(a)(2) |
| North Shore Community Development Coalition, Inc. 96 Lafayette Street Salem, Massachusetts 01970 | N/A | Public Charity | To support strategic planning for the agency and for the Punto Urban Art Museum | \$ 100,000.00 | 509(a)(1) |
| Philanthropy Massachusetts, Inc. 133 Federal Street, Suite 802 Boston, Massachusetts 02110 | N/A | Public Charity | To support the Massachusetts Arts Funders Learning Group | \$ 25,000.00 | 509(a)(1) |
| Arts Boston, Inc. 31 St. James Avenue, Suite 360 Boston, Massachusetts 02116 | N/A | Public Charity | To provide additional support to complete marketing experiments and evaluate the first phase of the Audience Lab | \$ 50,000.00 | 509(a)(1) |
| MASSCreative, Inc. 15 Channel Center Street, Suite 103 Boston, Massachusetts 02210 | N/A | Public Charity | To support MASSCreative's core functions as it undergoes strategic planning | \$ 100,000.00 | 509(a)(1) |
| Metropolitan Area Planning Council 60 Temple Place Boston, Massachusetts 02111 | N/A | Quasi Government | To increase the number of arts and planning leaders and stakeholders participating in a learning journey to King County, Washington | \$ 20,000.00 | 509(a)(1) |
| New England Foundation for the Arts, Inc. 145 Tremont Street, 7th Floor Boston, Massachusetts 02111 | N/A | Public Charity | To operationalize NEFA's strategic plan | \$ 200,000.00 | 509(a)(1) |
| The Massachusetts Institute for a New Commonwealth, Inc. 11 Beacon Street, Suite 500 Boston, Massachusetts 02108 | N/A | Public Charity | To develop an arts and creativity policy desk | \$ 150,000.00 | 509(a)(1) |

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| Payee Organization | If the recipient is an individual, show any relationship to any Foundation manager or substantial contributor | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount | Tax Status |
|---|---|--------------------------------|--|-----------------|------------|
| Climate | | | | | |
| Smart Growth America 1152 15th St NW Suite 450 Washington, District of Columbia 20005 Conservation Law Foundation, Inc. 62 Summer Street Boston, Massachusetts 02110 | N/A | Public Charity | To support the State Smart Transportation Initiative | \$ 250,000.00 | 509(a)(1) |
| University of Massachusetts Foundation, Inc. 1 Beacon Street Floor 31 Boston, Massachusetts 02108 Conservation Law Foundation, Inc. 62 Summer Street Boston, Massachusetts 02110 | N/A | Public Charity | To provide capacity building and technical support for its TransitMatters program | \$ 75,000.00 | 509(a)(1) |
| Conservation Law Foundation, Inc. 62 Summer Street Boston, Massachusetts 02110 Citizens' Housing and Planning Association, Inc. 18 Tremont Street, Suite 401 Boston, Massachusetts 02108 | N/A | Public Charity | To support the Greater Boston Research Advisory Group to produce up-to-date climate projections | \$ 300,000.00 | 509(a)(1) |
| Global Philanthropy Partnership 1916 N. Mohawk #7 Chicago, Illinois 60614 Global Philanthropy Partnership 1916 N. Mohawk #7 Chicago, Illinois 60614 | N/A | Public Charity | To support Transportation for Massachusetts' transportation for the 21st century campaign | \$ 2,520,000.00 | 509(a)(1) |
| Smart Growth America 1152 15th St NW Suite 450 Washington, District of Columbia 20005 San Francisco Chamber of Commerce Foundation 235 Montgomery Street, Suite 760 San Francisco, California 94104 | N/A | Public Charity | To support advocacy for a regional transportation agreement and to increase representation of equity-based groups in the T4MA Coalition | \$ 600,000.00 | 509(a)(1) |
| Tides Foundation PO Box 29903 San Francisco, California 94129 University of Massachusetts Foundation, Inc. 1 Beacon Street Floor 31 Boston, Massachusetts 02108 | N/A | Public Charity | To support the development of walkable urban places | \$ 350,000.00 | 509(a)(1) |
| University of Massachusetts Foundation, Inc. 1 Beacon Street, Floor 31 Boston, Massachusetts 02108 Smart Growth America 1152 15th St NW Suite 450 Washington, District of Columbia 20005 | N/A | Public Charity | To support the Carbon Neutral Cities Alliance project | \$ 150,000.00 | 509(a)(1) |
| Union of Concerned Scientists, Inc. Two Brattle Square Cambridge, Massachusetts 02138-3780 The Energy Foundation 301 Battery Street, 5th Floor San Francisco, California 94111 | N/A | Public Charity | To support the Urban Sustainability Directors Network | \$ 80,000.00 | 509(a)(1) |
| Toxics Action Center, Inc. 294 Washington St, Suite 500 Boston, Massachusetts 02108 National Consumer Law Center, Inc. 7 Winthrop Square, 4th Floor Boston, Massachusetts 02110 | N/A | Public Charity | To provide technical assistance and inform transportation policy in Massachusetts | \$ 250,000.00 | 509(a)(1) |
| A Better City Initiative, Inc. 33 Broad St, Suite 300 Boston, Massachusetts 02109 Urban Age Institute 11 7th Street Petaluma, California 94952 | N/A | Public Charity | To increase local chamber of commerce leadership in Massachusetts and Connecticut to advance clean energy policies To produce short videos on climate change solutions in support of Years of Living Dangerously, a television and internet project dedicated to climate action | \$ 175,000.00 | 509(a)(1) |
| Georgetown University Georgetown Climate Center Washington, District of Columbia 20001 The Marion Institute, Inc. 202 Spring Street Marion, Massachusetts 02738 | N/A | Public Charity | To support and elevate the Sustainable Solutions Lab's climate resilience efforts | \$ 150,000.00 | 509(a)(1) |
| A Better City Initiative, Inc. 33 Broad Street, Suite 300 Boston, Massachusetts 02109 City of Providence 25 Dorrance Street Providence, Rhode Island 02903 | N/A | Public Charity | To provide targeted communications and outreach support for roll-out of climate resilience reports | \$ 20,000.00 | 509(a)(1) |
| Clean Water Fund 88 Broad Street, Lower Level Boston, Massachusetts 02110 Energy Consumers Alliance of New England, Inc. d/b/a Massachusetts Energy Consumers Alliance 284 Amory Street Boston, Massachusetts 02130 | N/A | Public Charity | To inform transportation and smart growth policy at national, state, and local levels | \$ 250,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support analysis, outreach, and policy education on climate change impacts | \$ 300,000.00 | 509(a)(1) |
| | N/A | Public Charity | To accelerate the transition to clean energy in the Northeast | \$ 3,000,000.00 | 509(a)(1) |
| | N/A | Public Charity | To organize grassroots groups to inform the development of clean energy policies across New England. | \$ 200,000.00 | 509(a)(1) |
| | N/A | Public Charity | To advance equitable clean energy solutions in the region | \$ 30,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support increasing Boston business engagement and leadership on clean energy | \$ 80,000.00 | 509(a)(3) |
| | N/A | Public Charity | To support Meeting of the Minds, communications, and behavioral change research to advance mobility innovation in Massachusetts | \$ 112,500.00 | 509(a)(1) |
| | N/A | Public Charity | To support the Transportation and Climate Initiative's continuing leadership to inform policies that reduce greenhouse gas emissions | \$ 300,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support Bus Rapid Transit pilots and invest in local leadership | \$ 600,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support completion of the Rose Architectural Fellow's work in the cohort's final year | \$ 90,000.00 | 509(a)(3) |
| | N/A | Government | To leverage clean energy to drive equitable economic development in Providence, Rhode Island | \$ 135,000.00 | Government |
| | N/A | Public Charity | To support organizing and policy education to ensure that Massachusetts and Connecticut reach their clean energy goals | \$ 200,000.00 | 509(a)(1) |
| | N/A | Public Charity | To accelerate the deployment of clean energy in Massachusetts and Rhode Island | \$ 50,000.00 | 509(a)(2) |

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|--|---|--------------------------------|---|-----------------|---|
| Metropolitan Area Planning Council 60 Temple Place Boston, Massachusetts 02111 | N/A | Quasi Government | To support mobility, clean energy, and climate resiliency planning within MAPC's region | \$ 1,350,000.00 | 509(a)(1) Private Nonoperating Foundation |
| The Lawrence and Lillian Solomon Foundation, Inc. 10 Laurel Avenue, Suite 200 Wellesley, Massachusetts 02481 | N/A | Expenditure Responsibility | To support a re-granting and technical assistance program for greenways and placemaking in Greater Boston | \$ 425,000.00 | |
| Health Care Without Harm 12355 Sunrise Valley Drive, Suite 680 Reston, Virginia 20191 | N/A | Public Charity | To support Massachusetts health care sector leadership on climate action | \$ 330,000.00 | 509(a)(1) |
| The Trust for Public Land 6 Beacon Street, Suite 615 Boston, Massachusetts 02108 | N/A | Public Charity | To support green infrastructure in the Metro Mayors' Coalition region | \$ 145,000.00 | 509(a)(1) |
| Stichting European Climate Foundation Riviermark 5 The Hague 2582HW | N/A | Foreign Charity | To support the Pooled Fund for International Energy, for global efforts to champion clean energy choices | \$ 225,000.00 | Foreign Charity |
| Pioneer Institute, Inc. 185 Devonshire Street, Suite 1101 Boston, Massachusetts 02110 | N/A | Public Charity | To support strong MBTA governance and accelerate mobility choices | \$ 100,000.00 | 509(a)(1) |
| E4TheFuture 10 Speen Street, #402 Framingham, Massachusetts 01701 | N/A | Public Charity | To support the development phase of a replicable community microgrid project in Worcester | \$ 50,000.00 | 509(a)(2) |
| WalkBoston, Inc. 45 School Street Boston, Massachusetts 02108 | N/A | Public Charity | To support WalkBoston's walking and transit advocacy | \$ 75,000.00 | 509(a)(1) |
| Livable Streets Transportation Alliance of Boston, Inc. 70 Pacific Street Cambridge, Massachusetts 02139 | N/A | Public Charity | To accelerate BRT and better bus service throughout Greater Boston | \$ 125,000.00 | 509(a)(1) |
| National Wildlife Federation 149 State Street, Suite 1 Montpelier, Vermont 05602 | N/A | Public Charity | To support education, analysis and communications in support of offshore wind in the Northeast | \$ 120,000.00 | 509(a)(1) |
| Northeast Energy Efficiency Partnerships, Inc. 81 Hartwell Avenue Lexington, Massachusetts 02421 | N/A | Public Charity | To support a network of municipalities working to accelerate zero energy building in Massachusetts | \$ 150,000.00 | 509(a)(1) |
| Environmental Grantmakers Association 475 Riverside Drive, Suite 950 New York, New York 10115 | N/A | Public Charity | To support the Environmental Fellows Program | \$ 80,000.00 | 509(a)(1) |
| Innovation Network for Communities 156 Grover Lane Tamworth, New Hampshire 03886-4429 | N/A | Public Charity | To support the Green Ribbon Commission's climate adaptation finance forum and research on legal barriers and solutions to climate resilience planning | \$ 175,000.00 | 509(a)(2) |
| Metropolitan Area Planning Council 60 Temple Place Boston, Massachusetts 02111 | N/A | Quasi Government | To develop a long-range regional plan for the MAPC region | \$ 900,000.00 | 509(a)(1) |
| Ceres, Inc. 99 Chauncy Street, 6th floor Boston, Massachusetts 02111 | N/A | Public Charity | To mobilize businesses and investors in support of clean energy | \$ 350,000.00 | 509(a)(1) |
| Massachusetts Department of Transportation 10 Park Plaza, Suite 4610 Boston, Massachusetts 02116 | N/A | Government | To create an MBTA Bus Transit Speed and Reliability Program | \$ 500,000.00 | Government |
| The Massachusetts Institute for a New Commonwealth, Inc. 11 Beacon Street, Suite 500 Boston, Massachusetts 02108 | N/A | Public Charity | To advance transit-oriented development in Gateway Cities | \$ 400,000.00 | 509(a)(1) |
| Metropolitan Area Planning Council 60 Temple Place Boston, Massachusetts 02111 | N/A | Quasi Government | To improve transit planning in Allston using development scenario analyses | \$ 210,000.00 | 509(a)(1) |
| Metropolitan Area Planning Council 60 Temple Place Boston, Massachusetts 02111 | N/A | Quasi Government | To create a climate resilience mini-grant program | \$ 400,000.00 | 509(a)(1) |
| Mothers Out Front, Inc. PO Box 55071, #23686 Boston, Massachusetts 02205 | N/A | Public Charity | To support building a movement of mothers in the region working for clean energy and climate action. | \$ 100,000.00 | 509(a)(1) |
| NECEC Institute, Inc. 250 Summer Street, 5th Floor Boston, Massachusetts 02210 | N/A | Public Charity | To expand clean energy in the region by informing policy and regulatory development and strategic communications | \$ 225,000.00 | 509(a)(3) |
| Innovation Network for Communities 156 Grover Lane Tamworth, New Hampshire 03886-4429 | N/A | Public Charity | To support core operations of the Green Ribbon Commission and its working groups | \$ 700,000.00 | 509(a)(2) |
| Clean Energy Group, Inc. 50 State Street, Suite 1 Montpelier, Vermont 05602 | N/A | Public Charity | To support energy storage deployment in Massachusetts and collaborative efforts in the region | \$ 150,000.00 | 509(a)(1) |
| Advanced Energy Economy Institute 1000 Vermont Ave NW 3rd Floor Washington, District of Columbia 20005 | N/A | Public Charity | To align utility business and regulatory models with clean energy advancement | \$ 110,000.00 | 509(a)(1) |
| Boston Harbor Now, Inc. 15 State Street, Suite 1100 Boston, Massachusetts 02109 | N/A | Public Charity | To implement Climate Ready Boston recommendations for climate preparedness in Boston's waterfront neighborhoods | \$ 125,000.00 | 509(a)(1) |
| Conservation Law Foundation, Inc. 62 Summer Street Boston, Massachusetts 02110 | N/A | Public Charity | To inform climate policies and practices in the region | \$ 800,000.00 | 509(a)(1) |
| City of Boston One City Hall Plaza, Room 709 Boston, Massachusetts 02201 | N/A | Government | To support district energy microgrid engineering expertise for implementation of Boston's smart utilities policy | \$ 50,000.00 | Government |

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|---|---|--------------------------------|---|---------------|---------------------------------|
| Connecticut Roundtable on Climate and Jobs, Inc. 14 Tremont Street Hartford, Connecticut 06105 The Massachusetts Institute for a New Commonwealth, Inc. 11 Beacon Street, Suite 500 Boston, Massachusetts 02108 New England Grassroots Environment Fund, Inc. PO Box 611 Newmarket, New Hampshire 03857 Sierra Club Foundation 2101 Webster Street, Suite 1250 Oakland, California 94612 Alliance for Business Leadership, Inc. WeWork/The Alliance for Business Leadership One Beacon 15th Floor Boston, Massachusetts 02108 Regulatory Assistance Project 50 State Street, Suite 3 Montpelier, Vermont 05602 New World Foundation 680 West End Avenue #1C New York, New York 10025 TransitCenter, Inc. 1 Whitehall Street 17th floor New York, New York 10004 | N/A | Public Charity | To provide general operating support | \$ 50,000.00 | 509(a)(1) |
| | N/A | Public Charity | To track public opinion on transportation leading up to the 2018 elections. | \$ 282,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support grassroots engagement that promotes clean energy deployment in New England | \$ 60,000.00 | 509(a)(1) |
| | N/A | Public Charity | To educate the public and policymakers about bold clean energy policies in Boston and Massachusetts | \$ 75,000.00 | 509(a)(1) |
| | N/A | Public Charity | To increase business leader engagement in support of action on clean energy in Massachusetts | \$ 25,000.00 | 509(a)(2) |
| | N/A | Public Charity | To accelerate innovative clean energy policy in New England | \$ 125,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support clean energy grassroots efforts in Massachusetts | \$ 225,000.00 | 509(a)(1) |
| | N/A | Expenditure Responsibility | To provide technical assistance to Boston area transit advocacy organizations | \$ 75,000.00 | Private Nonoperating Foundation |
| Commonwealth of MA Office of the Attorney General One Ashburton Place, 20th Fl. Boston, Massachusetts 02108 | N/A | Government | To support independent analysis of New England's options for addressing electric reliability | \$ 210,000.00 | Government |
| Smart Growth America 1152 15th St NW Suite 450 Washington, District of Columbia 20005 Better Future Project, Inc. 30 Bow Street Cambridge, Massachusetts 02144 Merck Family Fund P.O. Box 870245 Milton, Massachusetts 02187 Massachusetts Taxpayers Foundation, Inc. 333 Washington Street, Suite 853 Boston, Massachusetts 02108 Fresh Energy 408 Saint Peter Street, Suite 220 Saint Paul, Minnesota 55102 Environmental League of Massachusetts, Inc. 14 Beacon Street, Suite 714 Boston, Massachusetts 02108 Boston Harbor Now, Inc. 15 State Street, Suite 1100 Boston, Massachusetts 02109 Vote Solar 360 22nd Street, Suite 730 Oakland, California 94612 The Nature Conservancy 4245 North Fairfax Drive, Suite 100 Arlington, Virginia 22203 A Better City Initiative, Inc. 33 Broad St, Suite 300 Boston, Massachusetts 02109 Acadia Center PO Box 583 Rockport, Maine 04856 | N/A | Public Charity | To support capacity building and strategic planning | \$ 50,000.00 | 509(a)(1) |
| | N/A | Public Charity | To provide general operating support | \$ 80,000.00 | 509(a)(1) |
| | N/A | Expenditure Responsibility | To support research and objective analysis to strengthen the Regional Greenhouse Gas Initiative | \$ 100,000.00 | Private Nonoperating Foundation |
| | N/A | Public Charity | To support research on transportation and climate-related funding in Massachusetts | \$ 50,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support energy reporting in New England | \$ 150,000.00 | 509(a)(1) |
| | N/A | Public Charity | To provide general operating support | \$ 175,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support a comprehensive water transportation plan | \$ 90,000.00 | 509(a)(1) |
| | N/A | Public Charity | To sustain and expand New England's solar leadership | \$ 100,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support the Alliance to Curb Climate Change in key Northeast states | \$ 200,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support transportation projects to improve customers' mobility experiences | \$ 267,500.00 | 509(a)(3) |
| | N/A | Public Charity | To advance clean energy policies in New England, through research and analysis, stakeholder engagement and education, and regulatory activities | \$ 400,000.00 | 509(a)(1) |
| Environment America Research and Policy Center, Inc. 294 Washington Street, Suite 500 Boston, Massachusetts 02108 | N/A | Public Charity | To provide general operating support for Environment Massachusetts | \$ 75,000.00 | 509(a)(1) |
| Alliance for Business Leadership, Inc. WeWork/The Alliance for Business Leadership One Beacon 15th Floor Boston, Massachusetts 02108 Institute for Transportation and Development Policy 9 East 19th Street, 7th Floor New York, New York 10003 Environmental Defense Fund, Inc. 257 Park Avenue South, 17th floor New York, New York 10010 The Hideo Sasaki Foundation 64 Pleasant Street Watertown, Massachusetts 02472 City of Boston One City Hall Plaza, Room 709 Boston, Massachusetts 02201 | N/A | Public Charity | To expand business leadership on mobility and Bus Rapid Transit | \$ 130,000.00 | 509(a)(2) |
| | N/A | Public Charity | To galvanize implementation of Bus Rapid Transit | \$ 355,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support the Alliance to Curb Climate Change in key Northeast states | \$ 200,000.00 | 509(a)(1) |
| | N/A | Expenditure Responsibility | To support strategic planning and workplan development for mobility and resilience | \$ 55,000.00 | Private Nonoperating Foundation |
| | N/A | Government | To provide additional support for scope expansion related to district resilience in South Boston/Fort Point | \$ 25,000.00 | Government |

Form 990-PF, Part XV, Line 3a
Grants and Contributions Paid during the Year

| Payee Organization | If the recipient is an individual, show any relationship to any Foundation manager or substantial contributor | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount | Tax Status |
|--|---|--------------------------------|--|---------------|------------|
| Clean Energy States Alliance, Inc. 50 State Street, Suite 1 Montpelier, Vermont 05602 | N/A | Public Charity | To support multi-state collaborative efforts to accelerate the deployment of offshore wind in the Northeast | \$ 50,000.00 | 509(a)(1) |
| Neighbor to Neighbor Massachusetts Education Fund, Inc. 15 Court Square, Suite 345 Boston, Massachusetts 02108 | N/A | Public Charity | To strengthen grassroots organizing capacity to support the Green Justice Coalition's statewide clean energy efforts | \$ 100,000.00 | 509(a)(1) |
| Community Labor United, Inc. 6 Beacon St Suite 910 Boston, Massachusetts 02108 | N/A | Public Charity | To support and coordinate the Green Justice Coalition's Boston and statewide clean energy efforts | \$ 200,000.00 | 509(a)(1) |
| Funders' Network for Smart Growth and Livable Communities, Inc. 6705 SW 57th Avenue, Suite 700 Coral Gables, Florida 33143 | N/A | Public Charity | To support the PLACES fellowship, including programming, engagement, and communications | \$ 85,000.00 | 509(a)(1) |
| Home Energy Efficiency Team 21 Acorn Street Cambridge, Massachusetts 02139 | N/A | Public Charity | To provide general operating support | \$ 50,000.00 | 509(a)(1) |
| Massachusetts Climate Action Network 14 Beacon Street, #505 Boston, Massachusetts 02108 | N/A | Public Charity | To provide general operating support | \$ 60,000.00 | 509(a)(1) |
| Alternatives for Community and Environment, Inc. 2201 Washington Street, Suite 302 Roxbury, Massachusetts 02119 | N/A | Public Charity | To provide general operating and capacity-building support | \$ 225,000.00 | 509(a)(1) |
| Institute for Transportation and Development Policy 9 East 19th Street, 7th floor New York, New York 10003 | N/A | Public Charity | To support a Bus Rapid Transit learning trip to Mexico City for Boston's business sector leaders | \$ 60,000.00 | 509(a)(1) |
| Mystic River Watershed Association, Inc. 20 Academy Street, Suite 306 Arlington, Massachusetts 02476 | N/A | Public Charity | To initiate a comprehensive strategy for regional climate resilience in the Mystic River Watershed | \$ 115,000.00 | 509(a)(1) |
| Community Labor United, Inc. 6 Beacon St Suite 910 Boston, Massachusetts 02108 | N/A | Public Charity | To support transit justice advocacy | \$ 350,000.00 | 509(a)(1) |
| The American Prospect, Inc. 1225 I Street, NW, #600 Washington, District of Columbia 20005 | N/A | Public Charity | To support an article series on transportation, access, and greenhouse gas reduction | \$ 75,000.00 | 509(a)(1) |
| Livable Streets Transportation Alliance of Boston, Inc. 70 Pacific Street Cambridge, Massachusetts 02139 | N/A | Public Charity | To build an accountability framework for Go Boston 2030 implementation | \$ 100,000.00 | 509(a)(1) |
| Enterprise Community Partners, Inc. 11000 Broken Land Parkway, Suite 700 Columbia, Maryland 21044 | N/A | Public Charity | To support the design of equitable, sustainable, and connected communities and the placement of Rose Fellows | \$ 290,000.00 | 509(a)(1) |
| Partnership Project, Inc. PO Box 65826 Washington DC, District of Columbia 20035 | N/A | Public Charity | To support communications and organizing for climate action | \$ 200,000.00 | 509(a)(1) |
| Environmental Defense Fund, Inc. 257 Park Avenue South, 17th floor New York, New York 10010 | N/A | Public Charity | To reform gas markets to ensure the efficient use of existing infrastructure | \$ 150,000.00 | 509(a)(1) |
| Applied Economics Clinic, Inc. 44 Teele Avenue Somerville, Massachusetts 02144 | N/A | Public Charity | To support independent clean energy research and analysis in New England | \$ 100,000.00 | 509(a)(2) |
| Education | | | | | |
| Triangle Strategic & Financial Advising for Not-for-Profits, Inc. PO Box 11963 Durham, North Carolina 27703 | N/A | Public Charity | To support the launch of Kreiva Academy Public Charter School | \$ 200,000.00 | 509(a)(1) |
| National Summer Learning Association, Inc. 575 South Charles Street, Suite 310 Baltimore, Maryland 21201 | N/A | Public Charity | To continue facilitating the Wider Learning Ecosystem learning community | \$ 150,000.00 | 509(a)(1) |
| Mid-Atlantic Network of Youth & Family Services, Inc. 8035 McKnight Road, Suite 203 Pittsburgh, Pennsylvania 15237 | N/A | Public Charity | To facilitate a professional learning community for the Wider Learning Ecosystem grantees | \$ 150,000.00 | 509(a)(1) |
| Third Sector New England, Inc. 89 South Street, Suite 700 Boston, Massachusetts 02111 | N/A | Public Charity | To support a regional convening to discuss potential solutions to the challenges outlined in TNTP's "Opportunity Myth" report | \$ 50,000.00 | 509(a)(1) |
| Third Sector New England, Inc. 89 South Street, Suite 700 Boston, Massachusetts 02111 | N/A | Public Charity | to provide core support for its Teacher Collaborative project | \$ 200,000.00 | 509(a)(1) |
| The Woodrow Wilson National Fellowship Foundation 5 Vaughn Drive, Suite 300 Princeton, New Jersey 08540 | N/A | Public Charity | To support Woodrow Wilson Academy's final planning and launch of a new approach to teacher preparation | \$ 300,000.00 | 509(a)(1) |
| New Venture Fund 1201 Connecticut Avenue NW, Suite 300 Washington, District of Columbia 20036 | N/A | Public Charity | To support research on parent perceptions in rural communities in New England | \$ 75,000.00 | 509(a)(1) |
| New Venture Fund 1201 Connecticut Avenue NW, Suite 300 Washington, District of Columbia 20036 | N/A | Public Charity | To better understand parent mindsets in Massachusetts; partner with MA DESE on a school-based report card; and explore a programmatic expansion to serve high school parents | \$ 250,000.00 | 509(a)(1) |

Form 990-PF, Part XV, Line 3a
Grants and Contributions Paid during the Year

| Payee Organization | If the recipient is an individual, show any relationship to any Foundation manager or substantial contributor | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount | Tax Status |
|--|---|--------------------------------|--|-----------------|------------|
| Georgetown University Georgetown Climate Center Washington, District of Columbia 20001 SOCAN, Inc. 1625 K Street NW, Suite 400 Washington, District of Columbia 20006 | N/A | Public Charity | To support the Teacher Mindset project | \$ 200,000.00 | 509(a)(1) |
| Center for Collaborative Education Metro Boston, Inc. 33 Harrison Ave. 6th Floor Boston, Massachusetts 02111 | N/A | Public Charity | To support its SchoolFacts program | \$ 150,000.00 | 509(a)(1) |
| Boston Educational Development Foundation, Inc. 7 Palmer Street, 2nd Floor Roxbury, Massachusetts 02119 | N/A | Public Charity | To support the new school development of City as Lab | \$ 50,000.00 | 509(a)(1) |
| The Boston Private Industry Council, Inc. 2 Oliver Street, 3rd Floor Boston, Massachusetts 02109 | N/A | Public Charity | Focus on K2-2 Elementary Literacy | \$ 598,850.00 | 509(a)(1) |
| National Center for Civic Innovation, Inc. 121 Sixth Avenue New York, New York 10013 | N/A | Public Charity | To provide core support for its Boston Compact program | \$ 100,000.00 | 509(a)(1) |
| National Center for Civic Innovation, Inc. 121 Sixth Avenue New York, New York 10013 | N/A | Public Charity | To conduct qualitative data collection and analysis on school districts awarded through the Education Program's Planning for Post-Secondary Success for All Students RFP | \$ 300,000.00 | 509(a)(1) |
| University of Massachusetts 100 Venture Way, 3rd floor, Suite 9 Hadley, Massachusetts 01035 | N/A | Public Charity | To provide technical assistance and supports to three cohorts of Barr grantees as part of the signature alternative education initiative | \$ 1,500,000.00 | 509(a)(1) |
| Newport Public Education Foundation, Inc. 320 Thames Street # 1237 Newport, Rhode Island 02840-7268 | N/A | Government | To continue to refine the New Superintendents' Induction Program | \$ 100,000.00 | Government |
| Boston Foundation, Inc. 75 Arlington Street, 3rd Floor Boston, Massachusetts 02116 | N/A | Public Charity | To support instructional and school culture transformation at Rogers High School | \$ 300,000.00 | 509(a)(1) |
| ConnectEd The California Center for College and Career 2150 Shattuck Avenue, Suite 1200 Berkeley, California 94704 | N/A | Public Charity | To support the Boston Opportunity Agenda | \$ 75,000.00 | 509(a)(1) |
| Waltham Public Schools 617 Lexington Street Waltham, Massachusetts 02452 | N/A | Public Charity | To continue increasing the capacity of Boston and Holyoke Public Schools to design high quality college and career pathways in underperforming high schools | \$ 500,000.00 | 509(a)(1) |
| Chelsea Public Schools 500 Broadway Chelsea, Massachusetts 02150 | N/A | Public Charity | To support the planning and redesign of Waltham High School | \$ 150,000.00 | 509(a)(1) |
| Maine School Administrative District #60 388 Somersworth Road North Berwick, Maine 03906 | N/A | Public Charity | To support the launch of Chelsea Opportunity Academy as part of the Education Program's Engage New England: Doing High School Differently initiative | \$ 450,000.00 | 509(a)(1) |
| Map Education, Inc. 6 Main Street, Ext. #3169 Plymouth, Massachusetts 02361 | N/A | Public Charity | To support the launch of a redesigned and expanded Multiple Pathways Program at Noble High School as part of the Education Program's Engage New England: Doing High School Differently initiative | \$ 350,000.00 | 509(a)(1) |
| EDUCAUSE 282 Century Place, Suite 5000 Louisville, Colorado 80027 | N/A | Public Charity | To support the launch of Map Academy as part of the Education Program's Engage New England: Doing High School Differently initiative | \$ 300,000.00 | 509(a)(1) |
| New Hampshire Learning Initiative, Inc. One Liberty Lane Hampton, New Hampshire 03842 | N/A | Public Charity | To support the implementation of Mass IDEAS to incubate innovative school models | \$ 1,800,000.00 | 509(a)(2) |
| Preparatory Foundation, Inc. 885 River Street Hyde Park, Massachusetts 02136 | N/A | Public Charity | To support college and career readiness competency development and pathways | \$ 200,000.00 | 509(a)(1) |
| EDUCAUSE 282 Century Place, Suite 5000 Louisville, Colorado 80027 | N/A | Public Charity | To support Boston Preparatory Charter Public School's capital campaign to serve 300 more students | \$ 400,000.00 | 509(a)(1) |
| Buck Institute for Education 3 Hamilton Landing, Suite 220 Novato, California 94949 | N/A | Public Charity | To support the planning and implementation of Mass Learning Excursions | \$ 400,000.00 | 509(a)(2) |
| Massachusetts Business Alliance for Education, Inc. 10 Post Office Square, Suite 800S Boston, Massachusetts 02109 | N/A | Public Charity | To support the Scaling High-Quality, Project-Based Learning for Deeper Learning Impact project in Manchester School District (NH) | \$ 66,000.00 | 509(a)(1) |
| Smart from the Start, Inc. 68 Annunciation Rd. Boston, Massachusetts 02120 | N/A | Public Charity | To provide general operating support as it works to achieve excellence, opportunity and innovation in education | \$ 100,000.00 | 509(a)(1) |
| Collaborative for Educational Services 97 Hawley Street Northampton, Massachusetts 01060 | N/A | Public Charity | To provide general operating support as it works to provide family and school readiness programs aimed at preventing the achievement gap | \$ 75,000.00 | 509(a)(1) |
| Boston Educational Development Foundation, Inc. 7 Palmer Street, 2nd Floor Roxbury, Massachusetts 02119 | N/A | Public Charity | To support the planning and redesign of Turners Falls High School | \$ 100,000.00 | 509(a)(3) |
| Strategies for Children, Inc. 400 Atlantic Avenue Boston, Massachusetts 02110 | N/A | Public Charity | To support the redesign process for TechBoston Academy as part of the Education Program's regional project aimed at nurturing the development of high school models that leverage the wider learning ecosystem | \$ 150,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support general operations | \$ 125,000.00 | 509(a)(1) |

Form 990-PF, Part XV, Line 3a
Grants and Contributions Paid during the Year

| Payee Organization | If the recipient is an individual, show any relationship to any Foundation manager or substantial contributor | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount | Tax Status |
|---|---|--------------------------------|---|---------------|------------|
| Winooski School District 60 Normand Street Winooski, Vermont 05404 | N/A | Public Charity | To support the redesign process for Winooski Middle High School as part of the Education Program's regional project aimed at nurturing the development of high school models that leverage the wider learning ecosystem | \$ 100,000.00 | 509(a)(1) |
| Montessori For All, Inc. 5100 Pecan Brook Drive Austin, Texas 78724 | N/A | Public Charity | To support Montessori For All's consultancy practice and local stakeholder forum for broader impact | \$ 150,000.00 | 509(a)(1) |
| Equity Lab Charter Schools, Inc. 33 Breed Street Lynn, Massachusetts 01902 | N/A | Public Charity | To provide supplemental support for continued planning for a new charter school in Lawrence | \$ 120,000.00 | 509(a)(1) |
| Complete College America, Inc. 350 Massachusetts Avenue, Industrious Suite 300 Indianapolis, Indiana 46204 | N/A | Public Charity | To strengthen postsecondary student success in New England states | \$ 250,000.00 | 509(a)(1) |
| Children's Museum 308 Congress Street Boston, Massachusetts 02210 | N/A | Public Charity | To support the Museums, Libraries, and Community Organizations Statewide School Readiness Project | \$ 75,000.00 | 509(a)(2) |
| Generations Incorporated 25 Kingston Street, 4th Floor Boston, Massachusetts 02111 | N/A | Public Charity | To provide an exit grant of matching funds for a federal Social Innovation Fund grant supporting program expansion in Boston Public Schools and an independent evaluation | \$ 50,000.00 | 509(a)(1) |
| The Boston Private Industry Council, Inc. 2 Oliver Street, 3rd Floor Boston, Massachusetts 02109 | N/A | Public Charity | Boston Opportunity Youth Collaborative | \$ 100,000.00 | 509(a)(1) |
| BPE 27-43 Wormwood Street, Suite 110 Boston, Massachusetts 02210 | N/A | Public Charity | Student Success. Nothing Less. | \$ 750,000.00 | 509(a)(1) |
| Boston Foundation, Inc. 75 Arlington Street, 3rd Floor Boston, Massachusetts 02116 | N/A | Public Charity | To support the expansion of Success Boston through match for SIF grant | \$ 100,000.00 | 509(a)(1) |
| Teach Plus Incorporated 27-43 Wormwood Street, Tower Point, Suite 410 Boston, Massachusetts 02210 | N/A | Public Charity | To support the Massachusetts Statewide Teaching Policy Fellowship | \$ 165,000.00 | 509(a)(1) |
| KIPP Massachusetts, Inc. 90 High Rock St Lynn, Massachusetts 01902 | N/A | Public Charity | To support the design and implementation of an improved high school experience | \$ 100,000.00 | 509(a)(1) |
| Gateway to College National Network 529 SE Grand Avenue Portland, Oregon 97214 | N/A | Public Charity | To implement six new Gateway to College sites and strengthen the existing six Massachusetts sites | \$ 464,000.00 | 509(a)(1) |
| Educators for Excellence, Inc. 80 Pine Street, 28th Floor New York, New York 06511 | N/A | Public Charity | To support the launch of E4E's Boston chapter | \$ 200,000.00 | 509(a)(1) |
| uAspire, Inc. 31 Milk Street, Suite 900 Boston, Massachusetts 02109 | N/A | Public Charity | To support research and dissemination on college affordability topics to impact systems change | \$ 250,000.00 | 509(a)(1) |
| Children's Investment Fund, Inc. 18 Tremont Street Suite 500 Boston, Massachusetts 02108 | N/A | Public Charity | To support its general operations and an independent program evaluation | \$ 206,667.00 | 509(a)(3) |
| North American Council for Online Learning, Ltd. 1934 Old Gallows Road, Suite 350 Vienna, Virginia 22182 | N/A | Public Charity | To support general operations and CompetencyWorks | \$ 500,000.00 | 509(a)(2) |
| The MATCH School Foundation, Inc. 1001 Commonwealth Avenue Boston, Massachusetts 02215 | N/A | Public Charity | To support the implementation and evaluation of Match Beyond | \$ 440,000.00 | 509(a)(1) |
| Jumpstart for Young Children, Inc. 308 Congress Street, 6th floor Boston, Massachusetts 02210 | N/A | Public Charity | To provide core operating support as Jumpstart works to build the language, literacy, and socialemotional skills of 6,000 economically disadvantaged children in Boston | \$ 300,000.00 | 509(a)(1) |
| The Boston Private Industry Council, Inc. 2 Oliver Street, 3rd Floor Boston, Massachusetts 02109 | N/A | Public Charity | To support the advancement of recommendations from the Opportunity Youth Collaborative report, "New Directions: Creating Career Pathways for and with Opportunity Youth" | \$ 100,000.00 | 509(a)(1) |
| Center for Collaborative Education Metro Boston, Inc. 33 Harrison Avenue, 6th Floor Boston, Massachusetts 02111 | N/A | Public Charity | To support the redesign process for Somerville High School as part of the Education Program's regional project aimed at nurturing the development of high school models that leverage the wider learning ecosystem | \$ 150,000.00 | 509(a)(1) |
| College Bound Dorchester, Inc. 275 East Cottage Street Dorchester, Massachusetts 02125 | N/A | Public Charity | To support general operations | \$ 400,000.00 | 509(a)(1) |
| Trustees of Boston College 140 Commonwealth Avenue Chestnut Hill, Massachusetts 02467 | N/A | Public Charity | To support an exit grant for City Connects' work in Boston Public Schools in SY 2018-2019 | \$ 300,000.00 | 509(a)(1) |
| UP Education Network, Inc. 90 Canal Street, Suite 600 Boston, Massachusetts 02114 | N/A | Public Charity | To support the implementation of UP Education Network's Strategic Plan for 2018-2020 | \$ 300,000.00 | 509(a)(1) |
| Year Up, Inc. 45 Milk Street, 9th Floor Boston, Massachusetts 02109 | N/A | Public Charity | To support general operations | \$ 568,000.00 | 509(a)(1) |
| EdVestors, Inc. 140 Clarendon Street Suite 401 Boston, Massachusetts 02116 | N/A | Public Charity | To support Zeroing in on Math (ZioM) initiative | \$ 125,000.00 | 509(a)(1) |
| Empower Schools, Inc. 50 Milk Street Boston, Massachusetts 02109 | N/A | Public Charity | To provide ongoing strategic support to the Springfield Empowerment Zone Partnership | \$ 100,000.00 | 509(a)(1) |

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|--|---|--------------------------------|--|---------------|------------|
| Central Falls School District 949 Dexter Street Central Falls, Rhode Island 02863 | N/A | Public Charity | To support the planning and design of Central Falls High School | \$ 150,000.00 | 509(a)(1) |
| Roca, Inc. 101 Park Street Chelsea, Massachusetts 02150 | N/A | Public Charity | To support the direct service and continued expansion of Roca's Intervention Model for at-risk young men in Boston | \$ 150,000.00 | 509(a)(1) |
| Manchester School District 195 McGregor Street Suite 201 Manchester, New Hampshire 03102 | N/A | Public Charity | To deepen understanding of high school students' experiences in order to develop strategic plans that address student needs and promote postsecondary success | \$ 150,000.00 | 509(a)(1) |
| Worcester Public Schools 20 Irving Street Worcester, Massachusetts 01609 | N/A | Public Charity | To deepen understanding of high school students' experiences in order to develop strategic plans that address student needs and promote postsecondary success | \$ 150,000.00 | 509(a)(1) |
| Portland Public Schools 353 Cumberland Ave Portland, Maine 04101 | N/A | Public Charity | To deepen understanding of high school students' experiences in order to develop strategic plans that address student needs and promote postsecondary success | \$ 150,000.00 | 509(a)(1) |
| Massachusetts Communities Action Network, Inc. 14 Cushing Avenue Dorchester, Massachusetts 02125 | N/A | Public Charity | To support continued advocacy for equitable access to high-quality vocational technical education in Massachusetts | \$ 100,000.00 | 509(a)(1) |
| Teach for America, Inc. 60 Canal Street, 5th Floor Boston, Massachusetts 02114 | N/A | Public Charity | To support general operations | \$ 100,000.00 | 509(a)(1) |
| Springfield Empowerment Zone Partnership, Inc. 24 School Street, 3rd Floor Boston, Massachusetts 02018 | N/A | Public Charity | To support the redesign of the High School of Commerce | \$ 200,000.00 | 509(a)(3) |
| Transcend, Inc. 159 Lincoln Ave Hastings-on-Hudson, New York 10706 | N/A | Public Charity | To build and share actionable knowledge to inform innovative school models | \$ 250,000.00 | 509(a)(1) |
| RAR-MA, Inc. 98 Hamilton Place Third Floor Boston, Massachusetts 02108 | N/A | Public Charity | To support Raising A Reader in Boston | \$ 100,000.00 | 509(a)(1) |
| Boston Foundation, Inc. 75 Arlington Street, 3rd Floor Boston, Massachusetts 02116 | N/A | Public Charity | To support the Boston Opportunity Agenda's community engagement planning and public will campaign strategy for "College, Career, and Life Readiness" | \$ 150,000.00 | 509(a)(1) |
| Teach Western Mass, Inc. 1000 State Street Springfield, Massachusetts 01109 | N/A | Public Charity | To support its strategic planning and capacity building | \$ 250,000.00 | 509(a)(1) |
| Latinos for Education, Inc. 275 Payson Road Belmont, Massachusetts 02478 | N/A | Public Charity | To support advocacy work in Massachusetts and programming in Greater Boston | \$ 100,000.00 | 509(a)(1) |
| National Council on Teacher Quality 1440 G Street, NW Suite 8193 Washington, District of Columbia 20005 | N/A | Public Charity | To support analysis and ratings of Massachusetts teacher preparation programs | \$ 25,000.00 | 509(a)(2) |
| Stand for Children Leadership Center 25 Kingston Street, Suite 4R Boston, Massachusetts 02111 | N/A | Public Charity | To provide an exit grant for general operating support for Stand Massachusetts | \$ 100,000.00 | 509(a)(1) |
| Innosight Institute, Inc. 92 Hayden Avenue Lexington, Massachusetts 02420 | N/A | Public Charity | To develop a robust data system on innovative schools | \$ 75,000.00 | 509(a)(1) |
| Massachusetts Department of Elementary and Secondary Education 75 Pleasant Street Malden, Massachusetts 02148 | N/A | Government | To support an expert resident in 2018-2019 to support the development of Massachusetts Department of Elementary and Secondary Education's diversity and equity plans | \$ 75,000.00 | Government |
| New Classrooms Innovation Partners, Inc. 1250 Broadway, 30th Floor New York, New York 10001 | N/A | Public Charity | To support implementation of Teach to One: Math (TTO), advocacy, and research | \$ 290,000.00 | 509(a)(1) |
| Boston Schools Fund, Inc. 31 Heath Street Suite 9 Boston, Massachusetts 02130 | N/A | Public Charity | To support Boston School Finder 2.0 | \$ 200,000.00 | 509(a)(1) |
| Massachusetts Advocates for Children, Inc. 25 Kingston Street, 2nd floor Boston, Massachusetts 02111 | N/A | Public Charity | To support general operations | \$ 200,000.00 | 509(a)(2) |
| City Year, Inc. 287 Columbus Avenue Boston, Massachusetts 02116 | N/A | Public Charity | To support City Year Boston's Whole School Whole Child program | \$ 250,000.00 | 509(a)(1) |
| English for New Bostonians, Inc. 105 Chauncy Street, 4th Floor Boston, Massachusetts 02111 | N/A | Public Charity | To support the ESOL for Parents and Caregivers program and organizational capacity | \$ 75,000.00 | 509(a)(1) |
| Commonwealth of Massachusetts Department of Early Education and Care, 50 Sleeper Street Boston, Massachusetts 02210 | N/A | Government | To support the Department's data capacity | \$ 100,000.00 | Government |
| New Haven Ecology Project, Inc. 358 Springside Avenue New Haven, Connecticut 06515 | N/A | Public Charity | To support the redesign of Common Ground High School as part of the Education Program's regional project aimed at nurturing the development of high school models that leverage the wider learning ecosystem | \$ 150,000.00 | 509(a)(1) |
| Teachers College Columbia University 475 Riverside Drive, Suite 650 New York, New York 10115 | N/A | Public Charity | To support journalism around secondary schools that promote college, career, and workforce readiness | \$ 200,000.00 | 509(a)(1) |
| Rennie Center for Education Research & Policy 114 State Street Boston, Massachusetts 02109 | N/A | Public Charity | To support an evidence-based education policy and research agenda for Massachusetts | \$ 100,000.00 | 509(a)(1) |

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|---|---|--------------------------------|--|---------------|------------|
| EdNavigator, Inc. 401 8th Avenue, #53 Brooklyn, New York 11215 Neighborhood House Charter School 21 Queen Street Dorchester, Massachusetts 02122 Malden Public Schools 77 Salem Street, Room H104 Malden, Massachusetts 02148 SRI International 333 Ravenswood Avenue Menlo Park, California 94025 Manchester Public Schools 45 N School Street Manchester, Connecticut 06042 | N/A | Public Charity | To support the EdNavigator expansion to Boston | \$ 250,000.00 | 509(a)(1) |
| Providence After School Alliance, Inc. 81 Carpenter St Providence, Rhode Island 02903 | N/A | Public Charity | To support Neighborhood House Charter School high school expansion To deepen understanding of high school students' experiences in order to develop strategic plans that address student needs and promote postsecondary success | \$ 200,000.00 | 509(a)(1) |
| Center for Collaborative Education Metro Boston, Inc. 33 Harrison Avenue, 6th Floor Boston, Massachusetts 02111 Great Schools Partnership, Inc. 482 Congress Street Suite 500 Portland, Maine 04101 Holyoke Public Schools 57 Suffolk Street Holyoke, Massachusetts 01040 Hartford Public Schools 960 Main Street Hartford, Connecticut 06103 | N/A | Public Charity | To conduct the phase one evaluation of the Education Program's Engage New England Initiative To support the redesign process for Manchester High School in Connecticut as part of the Education Program's regional project aimed at nurturing the development of high school models that leverage the wider learning ecosystem To support the redesign process for 360 High School and Juanita Sanchez Educational Complex as part of the Education Program's regional project aimed at nurturing the development of high school models that leverage the wider learning ecosystem | \$ 150,000.00 | 509(a)(1) |
| Center for Collaborative Education Metro Boston, Inc. 33 Harrison Avenue, 6th Floor Boston, Massachusetts 02111 | N/A | Public Charity | To support the development of a Personalized Learning School Design Toolkit | \$ 100,000.00 | 509(a)(1) |
| Great Schools Partnership, Inc. 482 Congress Street Suite 500 Portland, Maine 04101 Holyoke Public Schools 57 Suffolk Street Holyoke, Massachusetts 01040 Hartford Public Schools 960 Main Street Hartford, Connecticut 06103 | N/A | Public Charity | To continue supporting the development of competency-based learning in Melrose Public Schools | \$ 100,000.00 | 509(a)(1) |
| Massachusetts Charter Public School Association, Inc. 43 Broad Street, Suite C401 Hudson, Massachusetts 01749 | N/A | Public Charity | To support the early launch and ongoing iteration of a new high school model To deepen understanding of high school students' experiences in order to develop strategic plans that address student needs and promote postsecondary success | \$ 500,000.00 | 509(a)(1) |
| OneGoal 180 N. Wabash Ave Suite 800 Chicago, Illinois 60601 The Education Trust 1250 H Street N.W., Suite 700, Washington D.C., District of Columbia 20005 Hartford Public Schools 960 Main Street Hartford, Connecticut 06103 | N/A | Public Charity | To support MCPSA's general operations and new strategic plan | \$ 150,000.00 | 509(a)(1) |
| Phoenix Charter Academy Foundation, Inc. 60 Canal Street, Floor 4 Boston, Massachusetts 02114 | N/A | Public Charity | To support OneGoal's expansion in Massachusetts | \$ 250,000.00 | 509(a)(1) |
| Center for Collaborative Education Metro Boston, Inc. 33 Harrison Avenue, 6th Floor Boston, Massachusetts 02111 Fall River Public Schools 417 Rock Street Fall River, Massachusetts 02720 | N/A | Public Charity | To build a diverse equity coalition in Massachusetts For the design of a new program model in Hartford Public Schools as part of the second cohort of Engage New England: Doing High School Differently | \$ 250,000.00 | 509(a)(1) |
| Center for Collaborative Education Metro Boston, Inc. 33 Harrison Avenue, 6th Floor Boston, Massachusetts 02111 Roger Williams University One Empire Plaza Providence, Rhode Island 02903 Jobs for the Future, Inc. 88 Broad Street, Eighth Floor Boston, Massachusetts 02110 Boston Day And Evening Academy Foundation, Inc. 20 Kearsarge Avenue Roxbury, Massachusetts 02119 Massachusetts Advocates for Children, Inc. 25 Kingston Street, 2nd floor Boston, Massachusetts 02111 | N/A | Public Charity | For the redesign of the school model for Phoenix Charter Academy Lawrence which will enroll students from the region as part of the second cohort of Engage New England: Doing High School Differently | \$ 150,000.00 | 509(a)(3) |
| Center for Collaborative Education Metro Boston, Inc. 33 Harrison Avenue, 6th Floor Boston, Massachusetts 02111 Fall River Public Schools 417 Rock Street Fall River, Massachusetts 02720 | N/A | Public Charity | For the redesign of the school model for Next Wave/Full Circle, a school in Somerville Public Schools, as part of the second cohort of Engage New England: Doing High School Differently For the redesign of the school model for Resiliency Preparatory Academy as part of the second cohort of Engage New England: Doing High School Differently | \$ 150,000.00 | 509(a)(1) |
| Center for Collaborative Education Metro Boston, Inc. 33 Harrison Avenue, 6th Floor Boston, Massachusetts 02111 Roger Williams University One Empire Plaza Providence, Rhode Island 02903 Jobs for the Future, Inc. 88 Broad Street, Eighth Floor Boston, Massachusetts 02110 Boston Day And Evening Academy Foundation, Inc. 20 Kearsarge Avenue Roxbury, Massachusetts 02119 Massachusetts Advocates for Children, Inc. 25 Kingston Street, 2nd floor Boston, Massachusetts 02111 | N/A | Public Charity | To finalize research on the high school characteristics and post-secondary success among Boston Public School graduates For the design of a new school model, University High School, which targets students from the region as part of the second cohort of Engage New England: Doing High School Differently | \$ 220,000.00 | 509(a)(1) |
| Manchester Boys Club, Inc. 555 Union Street Manchester, New Hampshire 03104 | N/A | Public Charity | To support the refinement phase of the research to identify and examine high-performing high schools | \$ 150,000.00 | 509(a)(1) |
| Great Schools Partnership, Inc. 482 Congress Street Suite 500 Portland, Maine 04101 | N/A | Public Charity | To support continued planning for a new program model in the Engage New England Initiative | \$ 300,000.00 | 509(a)(1) |
| | N/A | Public Charity | To provide continued general operating and capacity-building support to support the redesign process for Manchester West High School in New Hampshire as part of the Education Program's regional project aimed at nurturing the development of high school models that leverage the wider learning ecosystem | \$ 35,000.00 | 509(a)(2) |
| | N/A | Public Charity | To support the redesign process for Blackstone Academy Charter School, Nokomis Regional High School, and North Country Union High School as part of the Education Program's regional project aimed at nurturing the development of high school models that leverage the wider learning ecosystem | \$ 150,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support the development of high school models that leverage the wider learning ecosystem | \$ 400,000.00 | 509(a)(1) |

| Payee Organization | If the recipient is an individual, show any relationship to any Foundation manager or substantial contributor | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount | Tax Status |
|---|---|--------------------------------|---|---------------|-----------------|
| Margarita Muñiz Academy Foundation, Inc. 20 Child Street Boston, Massachusetts 01230 Equity Lab Charter Schools, Inc. 33 Breed Street | N/A | Public Charity | To support a new Middle School Administrator and curriculum planning for Margarita Muñiz Academy's 7th and 8th grade expansion | \$ 160,000.00 | 509(a)(1) |
| Lynn, Massachusetts 01902 Generation Teach, Inc. 6 Liberty Square #2062 | N/A | Public Charity | To support planning for Equity Lab Charter School in Lawrence, MA | \$ 200,000.00 | 509(a)(1) |
| Boston, Massachusetts 02109 Phoenix Charter Academy Foundation, Inc. 60 Canal Street, Floor 4 | N/A | Public Charity | To support the Summer Teaching Fellowship and Placement and Support for Alumni in New England | \$ 150,000.00 | 509(a)(1) |
| Boston, Massachusetts 02114 Capitol Region Education Council 111 Charter Oak Ave. | N/A | Public Charity | To support the launch of a redesigned Phoenix Charter Academy Chelsea as part of the Education Program's Engage New England: Doing High School Differently initiative | \$ 400,000.00 | 509(a)(3) |
| Hartford, Connecticut 06106 | N/A | Quasi Government | To support the launch of Impact Academy as part of the Education Program's Engage New England: Doing High School Differently initiative | \$ 200,000.00 | 509(a)(1) |
| Global | | | | | |
| Federal Democratic Republic of Ethiopia Environment Forest and Climate Change Commission (EFCCC) P.O. Box: 12760, Addis Ababa International Development Enterprises (India) / IDEI Local Shopping Centre Sector-12, New Delhi 110078 | N/A | Foreign Government | To build a sustainable and vibrant market for improved fuel-efficient stoves in Ethiopia. | \$ 200,000.00 | |
| Agronomes et Vétérinaires Sans Frontières 11 rue Wilson 2 Pacot, Port au prince 0000 | N/A | Foreign Charity | Nurturing Initiatives for Small Holders with Agriculture and Technology (NISHANT) | \$ 200,000.00 | Foreign Charity |
| Fondation pour la Protection de la Biodiversité Marine 7 rue Principale Lully, Archaie | N/A | Foreign Charity | Improvement and extension of agroforestry systems for a sustainable development of Fond Melon river basin, South-East department, Haiti | \$ 200,000.00 | Foreign Charity |
| Federal Democratic Republic of Ethiopia Environment Forest and Climate Change Commission (EFCCC) P.O. Box: 12760, Addis Ababa | N/A | Foreign Charity | Marine Ecosystems Biodiversity and Coastal Communities Sustainable Livelihoods Initiative In Northern Haiti | \$ 95,000.00 | Foreign Charity |
| Federal Democratic Republic of Ethiopia Environment Forest and Climate Change Commission (EFCCC) P.O. Box: 12760, Addis Ababa | N/A | Public Charity | To build a sustainable and vibrant market for improved fuel-efficient stoves in Ethiopia. | \$ 300,000.00 | |
| | N/A | Public Charity | To build a sustainable and vibrant market for improved fuel-efficient stoves in Ethiopia. | \$ 290,000.00 | |
| Memberships & Sponsorships | | | | | |
| Third Sector New England, Inc. 89 South Street, Suite 700 Boston, Massachusetts 02111 Health Resources in Action, Inc. 95 Berkeley Street | N/A | Public Charity | To support 2018 Barr Foundation membership dues to support its Building Movement Project's Leadership Funders Group | \$ 10,000.00 | 509(a)(1) |
| Boston, Massachusetts 02116 Philanthropy Massachusetts, Inc. 133 Federal Street, Suite 802 | N/A | Public Charity | To support CPLN's Champions Family Engagement Award Event | \$ 1,000.00 | 509(a)(1) |
| Boston, Massachusetts 02110 Tides Center P.O. Box 29907 | N/A | Public Charity | To support 2018 Barr Foundation Membership Dues for Boston Education Funders | \$ 2,500.00 | 509(a)(1) |
| San Francisco, California 94129 Sponsor, Inc. 873 Concord Street | N/A | Public Charity | To support 2018 Barr Foundation Membership Dues for Emerging Practitioners in Philanthropy | \$ 7,500.00 | 509(a)(1) |
| Framingham, Massachusetts 01701 Fundors' Network for Smart Growth and Livable Communities, Inc. 6705 SW 57th Avenue, Suite 700 | N/A | Public Charity | Spring 2018 Conference Sponsorship for the New England Municipal Sustainability Network | \$ 5,000.00 | 509(a)(1) |
| Coral Gables, Florida 33143 New England Blacks in Philanthropy, Inc. 101 Federal Street, Suite 1900 | N/A | Public Charity | To support 2018 Barr Foundation Membership Dues (an additional \$1,100 will be paid from operating for goods and services portion of the membership dues) | \$ 8,900.00 | 509(a)(1) |
| Boston, Massachusetts 02110 | N/A | Public Charity | To support 2018 Barr Foundation Membership Dues | \$ 1,500.00 | 509(a)(1) |

Form 990-PF, Part XV, Line 3a
Grants and Contributions Paid during the Year

| Payee Organization | If the recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount | Tax Status |
|--|---|--------------------------------|---|--------------|------------|
| Massachusetts Nonprofit Network, Inc. 2 Atlantic Avenue, 1st Floor Boston, Massachusetts 02110 | N/A | Public Charity | To support Barr Foundation's 2018 Membership Dues | \$ 590.00 | 509(a)(2) |
| Communication Network 777 6th Street NW, 11th Floor Washington, District of Columbia 20001 | N/A | Public Charity | To support the 2018 conference | \$ 50,000.00 | 509(a)(1) |
| Funders' Network for Smart Growth and Livable Communities, Inc. 6705 SW 57th Avenue, Suite 700 Coral Gables, Florida 33143 | N/A | Public Charity | To support The Funders' Network Annual Conference March 18, 2019 to March 20, 2019 | \$ 30,000.00 | 509(a)(1) |
| PEAK Grantmaking, Inc. 1666 K Street NW, Suite 440 Washington, District of Columbia 20006 | N/A | Public Charity | To support 2018 Barr Foundation Membership Dues. an additional \$1,100 will be paid out of operating for goods and services | \$ 5,900.00 | 509(a)(1) |
| Communication Network 777 6th Street NW 11th Floor Washington, District of Columbia 20001 | N/A | Public Charity | To support 2018 Barr Foundation Membership Dues | \$ 15,000.00 | 509(a)(1) |
| Boston Area REGGIO Inspired Network P.O. Box 380821 Cambridge, Massachusetts 02238 | N/A | Public Charity | To support "The Wonder of Learning Boston 2018" symposium hosted in Boston, MA from June to December 2018 | \$ 25,000.00 | 509(a)(2) |
| Grantmakers for Effective Organizations 1310 L Street NW, Suite 650 Washington, District of Columbia 20005 | N/A | Public Charity | To support 2018 Barr Foundation Membership Dues | \$ 12,000.00 | 509(a)(1) |
| Charles River Conservancy, Inc. 43 Thorndike Street 53-3 Cambridge, Massachusetts 02138 | N/A | Public Charity | To support the Charles River Conservancy's Ribbon of Blue, Ribbon of Green Gala | \$ 15,000.00 | 509(a)(1) |
| Hispanics in Philanthropy 414 13th Street, Suite 200 Oakland, California 94612 | N/A | Public Charity | To support Hispanics in Philanthropy's 2018 Conference and Gala | \$ 10,000.00 | 509(a)(1) |
| Independent Sector 1602 L Street, NW, Suite 900 Washington, District of Columbia 20036 | N/A | Public Charity | To support 2018 Barr Foundation Membership dues | \$ 17,500.00 | 509(a)(1) |
| National Public Education Support Fund 1900 L Street, NW Suite 520 Washington, District of Columbia 20036 | N/A | Public Charity | To support 2018 Barr Foundation Membership Dues for the Education Funder Strategy Group | \$ 10,000.00 | 509(a)(1) |
| Environmental Grantmakers Association 475 Riverside Drive, Suite 960 New York, New York 10115 | N/A | Public Charity | For 2018 Barr Foundation member support | \$ 15,000.00 | 509(a)(1) |
| Hispanics in Philanthropy 414 13th Street, Suite 200 Oakland, California 94612 | N/A | Public Charity | To support 2018 Barr Foundation Membership Dues | \$ 15,000.00 | 509(a)(1) |
| National Committee for Responsive Philanthropy 1900 L Street NW, Suite 825 Washington, District of Columbia 20036 | N/A | Public Charity | For 2018 Barr Foundation Member Support | \$ 15,000.00 | 509(a)(2) |
| Consultative Group on Biological Diversity P.O. Box 29361 San Francisco, California 94129 | N/A | Public Charity | To support 2018 Barr Foundation Membership Dues for the Climate and Energy Funders Group (CEFG) | \$ 7,500.00 | 509(a)(1) |
| Philanthropy Massachusetts, Inc. 133 Federal Street, Suite 802 Boston, Massachusetts 02110 | N/A | Public Charity | To support 2018 Barr Foundation Membership Dues. An additional \$500 will be paid out of operating for goods and services. | \$ 21,500.00 | 509(a)(1) |
| Asian American-Pacific Islanders in Philanthropy 2201 Broadway, Suite 210 Oakland, California 94612 | N/A | Public Charity | To support 2018 Barr Foundation Membership Dues | \$ 10,000.00 | 509(a)(1) |
| Council on Foundations, Inc. 1255 23rd Street NW, Suite 200 Washington, District of Columbia 20037 | N/A | Public Charity | To support 2018 Barr Foundation Membership Dues | \$ 23,500.00 | 509(a)(1) |
| Resource Innovation Institute 2616 NE 32nd Ct. Portland, Oregon 97212 | N/A | Public Charity | To support the MA Cannabis Energy Roundtable | \$ 7,500.00 | 509(a)(2) |
| Northeast Energy Efficiency Partnerships, Inc. 81 Hartwell Avenue Lexington, Massachusetts 02421 | N/A | Public Charity | To support Northeast Energy Efficiency Summit | \$ 5,000.00 | 509(a)(1) |
| Technology Affinity Group, Inc. 1 North State Street, Suite 1500 Chicago, Illinois 60602 | N/A | Public Charity | To support 2018 Barr Foundation Membership Dues | \$ 2,000.00 | 509(a)(2) |
| University of Wisconsin Foundation 1180 Observatory Drive, Room 7122 Madison, Wisconsin 53706 | N/A | Public Charity | To support 10 participants to attend "All Transportation is Local" workshop in March | \$ 16,000.00 | 509(a)(1) |
| Civic Nation 727 15th Street, NW, Washington DC, District of Columbia 20005 | N/A | Public Charity | To support the Inaugural Reach Higher Salon Dinner | \$ 10,000.00 | 509(a)(1) |
| NECEC Institute, Inc. 250 Summer Street, 5th Floor Boston, Massachusetts 02210 | N/A | Public Charity | To support the Horizon18 Conference in Boston | \$ 15,000.00 | 509(a)(3) |
| PEAK Grantmaking, Inc. 1666 K Street, NW, Suite 440 Washington, District of Columbia 20006 | N/A | Public Charity | To support PEAK Grantmaking's 2019 conference | \$ 10,000.00 | 509(a)(1) |

Form 990-PF, Part XV, Line 3a
Grants and Contributions Paid during the Year

| Payee Organization | If the recipient is an individual, show any relationship to any Foundation manager or substantial contributor | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount | Tax Status |
|---|---|--------------------------------|---|---------------|--|
| Harborlight Community Partners, Inc. PO Box 507 283 Elliot Street Beverly, Massachusetts 01915 Philanthropy Roundtable 1120 20th Street NW, Suite 550 South Washington, District of Columbia 20036 Massachusetts Parents United, Inc. 50 Milk Street Boston, Massachusetts 02120 Soledad O'Brien and Brad Raymond Foundation, Inc. 134 West 26th Street New York, New York 10001 | N/A | Public Charity | To support a transit and equity learning track at the 2018 YIMBYtown Conference | \$ 15,000.00 | 509(a)(2) |
| | N/A | Public Charity | To support 2018 Barr Foundation Membership Dues | \$ 1,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support Massachusetts Parents United (MPU) 2nd Annual Convention | \$ 1,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support the PowHERful Foundation Scholarship Fund | \$ 30,000.00 | 509(a)(1) |
| Massachusetts Environmental Education Society, Inc. c/o Environmental Business Council 375 Harvard Street Suite 2 Brookline, Massachusetts 02446 | N/A | Public Charity | To support the Climate Adaptation Forum organized quarterly by the Environmental Business Council of New England and the University of Massachusetts Boston Sustainable Solutions Lab | \$ 7,500.00 | 509(a)(2) |
| Grantmakers for Education 720 South West Washington Street, Suite 605 Portland, Oregon 97205 Grantmakers in the Arts 522 Courtlandt Avenue, 1st Floor Bronx, New York 10451-5008 New England Grassroots Environment Fund, Inc. PO Box 611 Newmarket, New Hampshire 03857 | N/A | Public Charity | 2018 Barr Foundation Membership Dues | \$ 7,500.00 | 509(a)(2) |
| | N/A | Public Charity | To support 2018 Barr Foundation Membership Dues | \$ 23,190.00 | 509(a)(1) |
| Organizational Development Support Fund | N/A | Public Charity | To support the 2018 RootSkills Conference | \$ 10,000.00 | 509(a)(1) |
| Enterprise Community Partners, Inc. 11000 Broken Land Parkway, Suite 700 Columbia, Maryland 21044 Lawyers Committee for Civil Rights Under Law of the Boston Bar Association, Inc. 61 Battery March Street, 5th Floor Boston, Massachusetts 02110 Community Foundation of Western Massachusetts 333 Bridge Street Springfield, Massachusetts 01103 Essex County Community Foundation, Inc. 175 Andover Street, Suite 101 Danvers, Massachusetts 01923 Third Sector New England, Inc. 89 South Street, Suite 700 Boston, Massachusetts 02111 Acadia Center PO Box 583 Rockport, Maine 04856 Sociedad Latina, Inc. 1530 Tremont Street Roxbury, Massachusetts 02120 College Bound Dorchester, Inc. 275 East Cottage Street Dorchester, Massachusetts 02125 Massachusetts Communities Action Network, Inc. 14 Cushing Avenue Dorchester, Massachusetts 02125 | N/A | Public Charity | To create a three-year strategy and workplan for the National Initiatives team | \$ 75,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support a website redesign in response to increasing demand for legal resources and information | \$ 55,000.00 | 509(a)(1) |
| | N/A | Public Charity | To undertake a strategic planning and visioning process | \$ 75,000.00 | 509(a)(1) |
| | N/A | Public Charity | To develop a three-year strategic plan | \$ 50,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support executive coaching for the organization's senior leadership team | \$ 32,000.00 | 509(a)(1) |
| | N/A | Public Charity | To strengthen organizational capacity | \$ 50,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support strategic planning | \$ 50,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support the strategic transition to Boston Uncornered | \$ 75,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support diversity, equity, and inclusion planning and capacity building | \$ 30,000.00 | 509(a)(1) |
| Sector Effectiveness | | | | | |
| Rockefeller Philanthropy Advisors, Inc. Six West 48th Street, 10th Floor New York, New York 10036 Inquilinos Boricuas en Accion, Inc. 405 Shawmut Ave. Boston, Massachusetts 02118 Third Sector New England, Inc. 89 South Street, Suite 700 Boston, Massachusetts 02111 Community Partners 1000 N. Alameda Street, Suite 240 Los Angeles, California 90012 Tides Center P.O. Box 29907 San Francisco, California 94129 Third Sector New England, Inc. 89 South Street, Suite 700 Boston, Massachusetts 02111 Third Sector New England, Inc. 89 South Street, Suite 700 Boston, Massachusetts 02111 | N/A | Public Charity | To provide core support for the Fund for Shared Insight | \$ 250,000.00 | 509(a)(1) * Private Nonoperating Foundation |
| | N/A | Public Charity | To provide core program and capacity building support for its Latina Circle program and expansion of the Amplify Latinx Initiative | \$ 75,000.00 | |
| | N/A | Public Charity | To support Building Movement Project's "Race to Lead" research agenda | \$ 75,000.00 | 509(a)(1) |
| | N/A | Public Charity | To provide core support for its Fund the People program | \$ 75,000.00 | 509(a)(1) |
| | N/A | Public Charity | To publish and disseminate a practitioner's guide to developing cross-sector leadership networks | \$ 35,000.00 | 509(a)(1) |
| | N/A | Public Charity | To provide core support to Commonwealth Seminar and to build the Seminar's fundraising capacity | \$ 30,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support the City Awake program | \$ 75,000.00 | 509(a)(1) |

Form 990-PF, Part XV, Line 3a
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| Payee Organization | If the recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount | Tax Status |
|--|---|--------------------------------|--|---------------|------------|
| Tides Center P.O. Box 29907 San Francisco, California 94129 | N/A | Public Charity | To support Project Evident's shared services model to build evaluation capacity in the nonprofit sector | \$ 250,000.00 | 509(a)(1) |
| Center for Effective Philanthropy, Inc. 675 Massachusetts Avenue, Seventh Floor Cambridge, Massachusetts 02139 | N/A | Public Charity | To provide core support and to support a systems automation project | \$ 150,000.00 | 509(a)(1) |
| Independent Sector 1602 L Street, NW, Suite 900 Washington, District of Columbia 20036 | N/A | Public Charity | To provide core support for Independent Sector's work to advance the charitable sector | \$ 125,000.00 | 509(a)(1) |
| Massachusetts Nonprofit Network, Inc. 2 Atlantic Avenue, 1st Floor Boston, Massachusetts 02110 | N/A | Public Charity | To provide core support | \$ 100,000.00 | 509(a)(2) |
| Margarita Muñoz Academy Foundation, Inc. 20 Child Street Boston, Massachusetts 01230 | N/A | Public Charity | To support participation in the Barr Fellowship Class of 2017 | \$ 75,000.00 | 509(a)(1) |
| FSG, Inc. 500 Boylston Street, Suite 600 Boston, Massachusetts 02116 | N/A | Public Charity | To support the development and use of materials to engage boards and trustees in learning and evaluation | \$ 25,000.00 | 509(a)(2) |
| Boston Municipal Research Bureau, Inc. 333 Washington Street, Unit 854 Boston, Massachusetts 02108 | N/A | Public Charity | To enhance staff and research capacity and to develop a business plan | \$ 150,000.00 | 509(a)(1) |
| Grantmakers for Effective Organizations 1310 L Street NW, Suite 650 Washington, District of Columbia 20005 | N/A | Public Charity | To provide core operating support | \$ 75,000.00 | 509(a)(1) |
| Businesses United in Investing Lending and Development 6 Beacon Street Suite 415 Boston, Massachusetts 02108 | N/A | Public Charity | To support participation in the Barr Fellowship Class of 2017 | \$ 75,000.00 | 509(a)(1) |
| Phoenix Charter Academy Foundation, Inc. 60 Canal Street, Floor 4 Boston, Massachusetts 02114 | N/A | Public Charity | To support participation in the Barr Fellowship Class of 2017 | \$ 75,000.00 | 509(a)(3) |
| Epiphany School, Inc. 154 Centre Street Dorchester, Massachusetts 02124 | N/A | Public Charity | To support participation in the Barr Fellowship Class of 2017 | \$ 75,000.00 | 509(a)(1) |
| Louis D. Brown Peace Institute 15 Christopher Street Dorchester, Massachusetts 02122 | N/A | Public Charity | To support participation in the Barr Fellowship Class of 2017 | \$ 75,000.00 | 509(a)(1) |
| Silver Lining Mentoring, Inc. 727 Atlantic Avenue 3rd Floor Boston, Massachusetts 02111 | N/A | Public Charity | To support participation in the Barr Fellowship Class of 2017 | \$ 75,000.00 | 509(a)(1) |
| Community Servings, Inc. 18 Marbury Terrace Jamaica Plain, Massachusetts 02130 | N/A | Public Charity | To support participation in the Barr Fellowship Class of 2017 | \$ 75,000.00 | 509(a)(1) |
| Community Labor United, Inc. 6 Beacon St Suite 910 Boston, Massachusetts 02108 | N/A | Public Charity | To support participation in the Barr Fellowship Class of 2017 | \$ 75,000.00 | 509(a)(1) |
| Boston Chinatown Neighborhood Center, Inc. 885 Washington Street Boston, Massachusetts 02111 | N/A | Public Charity | To support participation in the Barr Fellowship Class of 2017 | \$ 75,000.00 | 509(a)(1) |
| MAS Boston Society, Inc. 100 Malcolm X Boulevard Roxbury Crossing, Massachusetts 02120 | N/A | Public Charity | To support participation in the Barr Fellowship Class of 2017 | \$ 75,000.00 | 509(a)(1) |
| Boston Municipal Research Bureau, Inc. 333 Washington Street, Unit 854 Boston, Massachusetts 02108 | N/A | Public Charity | To provide core operating and capacity building support | \$ 150,000.00 | 509(a)(1) |
| Philanthropy Massachusetts, Inc. 133 Federal Street, Suite 802 Boston, Massachusetts 02110 | N/A | Public Charity | To support the implementation of a new strategic plan | \$ 50,000.00 | 509(a)(1) |
| Borealis Philanthropy 126 North 3rd Street, Suite 500 Minneapolis, Minnesota 55401 | N/A | Public Charity | To support a funder collaborative to advance racial equity and inclusion in the nonprofit sector | \$ 150,000.00 | 509(a)(1) |
| Conexión, Inc. 75 State Street, 9th floor Boston, Massachusetts 02109 | N/A | Public Charity | To support capacity building to increase Hispanic/Latino leadership in the nonprofit and public sectors | \$ 50,000.00 | 509(a)(1) |
| Social Innovation Forum, Inc. 2 Oliver Street, 8th Floor Boston, Massachusetts 02109 | N/A | Public Charity | To provide core support | \$ 80,000.00 | 509(a)(1) |
| Institute for Nonprofit Practice, Inc. 144 Gould Street, Suite 205 Needham, Massachusetts 02494 | N/A | Public Charity | To implement a multi-year growth plan | \$ 200,000.00 | 509(a)(1) |
| Lenny Fund, Inc. c/o DLA Piper 33 Arch Street, 26th Floor Boston, Massachusetts 02110 | N/A | Public Charity | To support sustainability and transition planning and implementation | \$ 50,000.00 | 509(a)(1) |
| GuideStar USA, Inc. 4801 Courthouse Street, Suite 220 Williamsburg, Virginia 23188 | N/A | Public Charity | To provide unrestricted support for operating and merger costs | \$ 500,000.00 | 509(a)(1) |
| The Massachusetts Institute for a New Commonwealth, Inc. 11 Beacon Street, Suite 500 Boston, Massachusetts 02108 | N/A | Public Charity | To provide core operating support | \$ 150,000.00 | 509(a)(1) |
| Massachusetts Budget and Policy Center, Inc. 15 Court Square, Suite 700 Boston, Massachusetts 02108 | N/A | Public Charity | To provide core operating support | \$ 125,000.00 | 509(a)(1) |

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|--|---|--------------------------------|---|-----------------|------------|
| BoardSource 750 9th Street NW Suite 650, Washington D.C., District of Columbia 20001 National Council of Nonprofits 1001 G Street NW, Suite 700 East Washington, District of Columbia 20001 | N/A | Public Charity | To support positive change in foundation board practices and composition through research, support resources, and peer-to-peer engagement | \$ 55,000.00 | 509(a)(1) |
| | N/A | Public Charity | To provide core support | \$ 75,000.00 | 509(a)(1) |
| Special Initiatives | | | | | |
| Mystic River Watershed Association, Inc. 20 Academy Street, Suite 306 Arlington, Massachusetts 02476 Boston Harbor Now, Inc. 15 State Street, Suite 1100 Boston, Massachusetts 02109 Massachusetts Legal Assistance Corporation 18 Tremont Street Suite 1010 Boston, Massachusetts 02108 Massachusetts Legal Assistance Corporation 18 Tremont Street Suite 1010 Boston, Massachusetts 02108 | N/A | Public Charity | To build the capacity of Friends of the East Boston Greenway and better connect the Greenway to East Boston people and places | \$ 50,000.00 | 509(a)(1) |
| | N/A | Public Charity | To create an alliance of waterfront residents to collectively address environmental, economic, and social issues related to living at the water's edge | \$ 25,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support the Greater Boston Delivering on the Dream collaborative fund in support of immigrant and refugee communities through legal assistance, community outreach, and network infrastructure | \$ 100,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support the Greater Boston Immigrant Defense Fund | \$ 100,000.00 | 509(a)(1) |
| The Community Foundation for Greater New Haven 70 Audubon St New Haven, Connecticut 06510 Massachusetts Immigrant and Refugee Advocacy Coalition, Inc. 105 Chauncy Street, #901 Boston, Massachusetts 02111 Community Legal Aid, Inc. 405 Main Street, 4th Floor Worcester, Massachusetts 01608 Philanthropy Massachusetts, Inc. 133 Federal Street, Suite 802 Boston, Massachusetts 02110 Third Sector New England, Inc. 89 South Street, Suite 700 Boston, Massachusetts 02111 Trustees of Reservations 200 High Street Boston, Massachusetts 02110 Trustees of Boston University 881 Commonwealth Avenue Boston, Massachusetts 02215 Friends of Martin's Park, Inc. 39 Carruth Street Dorchester, Massachusetts 02124 Conservation Law Foundation, Inc. 62 Summer Street Boston, Massachusetts 02110 Boston Harbor Now, Inc. 15 State Street, Suite 1100 Boston, Massachusetts 02109 In Our Backyards Inc. 540 President Street Brooklyn, New York 11215 MAS Boston Society, Inc. 100 Malcolm X Boulevard Roxbury Crossing, Massachusetts 02120 Boston Medical Center Corporation 801 Massachusetts Avenue, 1st Floor Boston, Massachusetts 02118 Center for Investigative Reporting, Inc. 1400 65th Street, Suite 200 Emeryville, California 94608 Irish International Immigrant Center, Inc. One State Street, Suite 800 Boston, Massachusetts 02109 New England First Amendment Coalition, Inc. 111 Milk Street Westborough, Massachusetts 01581 Trustees of Boston University 881 Commonwealth Avenue Boston, Massachusetts 02215 The Reporters Committee for Freedom of the Press 1156 15th Street NW, Suite 1250 Washington, District of Columbia 20005 Pro Publica, Inc. 155 Avenue of the Americas, 13th Floor New York, New York 10013 | N/A | Public Charity | To support the Immigration Strategic Funders Collaborative of Connecticut | \$ 50,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support its Berkshire Immigrant Center program | \$ 40,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support its Central West Justice Center program | \$ 50,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support the Massachusetts Census Equity Fund | \$ 200,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support the Center for Immigrant Organizing | \$ 50,000.00 | 509(a)(1) |
| | N/A | Public Charity | To develop signature open space on the Boston waterfront | \$ 535,000.00 | 509(a)(1) |
| | N/A | Public Charity | To provide capital and programming support for WBUR CitySpace | \$ 1,000,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support the Martin's Park Maintenance Fund | \$ 1,500,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support advocacy and communications efforts to achieve an accessible, equitable, and climate-resilient Boston waterfront | \$ 600,000.00 | 509(a)(1) |
| | N/A | Public Charity | To provide core support | \$ 400,000.00 | 509(a)(1) |
| | N/A | Public Charity | To conduct Phase D research to understand lobby's potential to support grassroots leadership and crowdfunding in Boston and Massachusetts | \$ 52,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support expanded civic engagement capacity at the Islamic Society of Boston Cultural Center | \$ 25,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support its capital campaign | \$ 1,000,000.00 | 509(a)(1) |
| | N/A | Public Charity | To provide core support | \$ 150,000.00 | 509(a)(2) |
| | N/A | Public Charity | To support legal and wellness services | \$ 25,000.00 | 509(a)(1) |
| | N/A | Public Charity | To provide core support | \$ 15,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support a new investigative reporting unit at WBUR | \$ 100,000.00 | 509(a)(1) |
| | N/A | Public Charity | To provide core support | \$ 75,000.00 | 509(a)(1) |
| | N/A | Public Charity | To provide core support | \$ 150,000.00 | 509(a)(1) |

Form 990-PF, Part XV, Line 3a
Grants and Contributions Paid during the Year

| Payee Organization | If the recipient is an individual, show any relationship to any Foundation manager or substantial contributor | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount | Tax Status |
|---|---|--------------------------------|--|---------------|------------------------------------|
| Trustees of Reservations 200 High Street Boston, Massachusetts 02110 | N/A | Public Charity | To develop signature, equitable, and climate-resilient parks on the Boston waterfront | \$ 800,000.00 | 509(a)(1) |
| The American City Coalition 2136 Washington Street Roxbury, Massachusetts 02119 | N/A | Public Charity | To engage Roxbury and North Dorchester residents in the social, recreational, educational, and economic opportunities throughout the Boston waterfront | \$ 50,000.00 | ** Private Nonoperating Foundation |
| Mystic River Watershed Association, Inc. 20 Academy Street, Suite 306 Arlington, Massachusetts 02476 | N/A | Public Charity | To create a North Charlestown waterfront inventory and vision plan | \$ 42,000.00 | 509(a)(1) |
| The Harborkeeper 94 Sumner Street East Boston, Massachusetts 02128 | N/A | Public Charity | To support coastal community resiliency and environmental advocacy in East Boston | \$ 50,000.00 | 509(a)(1) |
| GreenRoots, Inc. 227 Marginal Street, Suite 1 Chelsea, Massachusetts 02150 | N/A | Public Charity | To support community organizing in East Boston for waterfront and public space improvements | \$ 240,000.00 | 509(a)(1) |
| Committee to Protect Journalists, Inc. 330 Seventh Avenue, 11th Floor New York, New York 10001 | N/A | Public Charity | To provide core support for activities in the United States | \$ 100,000.00 | 509(a)(1) |
| Boston Foundation, Inc. 75 Arlington Street, 3rd Floor Boston, Massachusetts 02116 | N/A | Public Charity | To support Massachusetts United for Puerto Rico Fund relocation services grantmaking and overall staffing | \$ 250,000.00 | 509(a)(1) |
| Massachusetts Immigrant and Refugee Advocacy Coalition, Inc. 105 Chauncy Street, #901 Boston, Massachusetts 02111 | N/A | Public Charity | To provide core support | \$ 40,000.00 | 509(a)(1) |
| Maine Initiatives, Inc. 56 North Street Suite 100 Portland, Maine 04101 | N/A | Public Charity | To provide core support | \$ 50,000.00 | 509(a)(1) |
| East Boston Ecumenical Community Council P.O. Box 450 50 Meridian Street, Suite B-1 East Boston, Massachusetts 02128 | N/A | Public Charity | To provide core support | \$ 50,000.00 | 509(a)(1) |
| African Community Education Program 484 Main Street, Suite 355 Worcester, Massachusetts 01608 | N/A | Public Charity | To provide core support | \$ 40,000.00 | 509(a)(1) |
| Southeast Asian Coalition of Central Massachusetts, Inc. 484 Main Street, Suite 400 Worcester, Massachusetts 01608 | N/A | Public Charity | To support its Civil Rights Program | \$ 40,000.00 | 509(a)(1) |
| Justice at Work, Inc. 90 Canal Street Boston, Massachusetts 02114 | N/A | Public Charity | To provide core support | \$ 40,000.00 | 509(a)(1) |
| Immigrant Legal Advocacy Project 489 Congress Street 3rd Floor, PO Box 17917 Portland, Maine 04112 | N/A | Public Charity | To provide core support | \$ 50,000.00 | 509(a)(1) |
| KIND, Inc. 1300 L Street, 11th Floor Washington D.C., District of Columbia 20005 | N/A | Public Charity | To support New England activities | \$ 50,000.00 | 509(a)(1) |
| Catholic Social Services of Fall River, Inc. 1600 Bay Street Fall River, Massachusetts 02724 | N/A | Public Charity | To support its Immigration Law Education & Advocacy Project (ILEAP) | \$ 40,000.00 | 509(a)(1) |
| Boston Alliance of Gay & Lesbian Youth, Inc. 14 Beacon Street, #301 Boston, Massachusetts 02108 | N/A | Public Charity | To support the statewide Alliance of Gay and Lesbian Youth (AGLY) Network | \$ 50,000.00 | 509(a)(1) |
| Catholic Charities of New Hampshire 215 Myrtle Street Manchester, New Hampshire 03104 | N/A | Public Charity | To support the Immigration Legal Services program | \$ 50,000.00 | 509(a)(1) |
| Centro Comunitario de Trabajadores, Inc. 1532 Acushnet Ave New Bedford, Massachusetts 02746 | N/A | Public Charity | To provide core support | \$ 30,000.00 | 509(a)(1) |
| WGBH Educational Foundation One Guest Street Boston, Massachusetts 02135 | N/A | Public Charity | To expand investigative reporting capacity | \$ 100,000.00 | 509(a)(1) |
| Massachusetts Law Reform Institute, Inc. 40 Court Street, Suite 800 Boston, Massachusetts 02108 | N/A | Public Charity | To provide core support | \$ 60,000.00 | 509(a)(1) |
| Lawyers Committee for Civil Rights Under Law of the Boston Bar Association, Inc. 61 Battery March Street, 5th Floor Boston, Massachusetts 02110 | N/A | Public Charity | To provide legal protection and education for vulnerable communities and to build organizational capacity | \$ 40,000.00 | 509(a)(1) |
| GLBTQ Legal Advocates & Defenders, Inc. 18 Tremont Street Suite 950 Boston, Massachusetts 02108 | N/A | Public Charity | To provide core support | \$ 75,000.00 | 509(a)(1) |
| Lenny Fund, Inc. c/o DLA Piper 33 Arch Street 26th Floor Boston, Massachusetts 02110 | N/A | Public Charity | To provide financial support and technical assistance to grassroots organizations addressing social and economic injustice | \$ 75,000.00 | 509(a)(1) |
| National Domestic Workers Alliance 243 5th Ave Mailbox #257 New York, New York 10016 | N/A | Public Charity | To support the End Family Separation Campaign | \$ 250,000.00 | 509(a)(1) |

Form 990-PF, Part XV, Line 3a
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|--|---|--------------------------------|---|---------------|------------|
| Lawyers Committee for Civil Rights Under Law of the Boston Bar Association, Inc. 61 Batterymarch Street, 5th Floor Boston, Massachusetts 02110 NEO Philanthropy 45 W 36th Street, 6th Floor New York, New York 10018 Proteus Fund, Inc. 15 Research Drive, Suite B Amherst, Massachusetts 01002 Leadership Conference Education Fund, Inc. 1620 L Street NW, Suite 1100 Washington DC, District of Columbia 20036 Massachusetts Voter Education Network, Inc. 41 West Street, #700 Boston, Massachusetts 02111 | N/A | Public Charity | To support services to reunite immigrant children with their parents | \$ 50,000.00 | 509(a)(1) |
| Political Asylum Immigration Representation Project, Inc. 98 North Washington Street, Suite 106 Boston, Massachusetts 02114 | N/A | Public Charity | To support the Four Freedom Fund's Rapid Response Fund | \$ 200,000.00 | 509(a)(1) |
| Lenny Fund, Inc. c/o DLA Piper 33 Arch Street, 26th Floor Boston, Massachusetts 02110 Muslim Justice League, Inc. c/o WeWork 8th Floor 745 Atlantic Ave Boston, Massachusetts 02111 New Venture Fund 1201 Connecticut Avenue NW, Suite 300 Washington, District of Columbia 20036 Centro Presente, Inc. 17 Innerbelt Road Sommerville, Massachusetts 02143 Trustees of Reservations 200 High Street Boston, Massachusetts 02110 | N/A | Public Charity | To support the Security and Rights Collaborative For education, policy, and communications activities to promote a fair and accurate 2020 Census | \$ 25,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support Census education and outreach | \$ 100,000.00 | 509(a)(2) |
| | N/A | Public Charity | To support core support | \$ 100,000.00 | 509(a)(1) |
| | N/A | Public Charity | To provide core support | \$ 40,000.00 | 509(a)(1) |
| | N/A | Public Charity | To provide financial support and technical assistance to grassroots organizations addressing social and economic injustice | \$ 100,000.00 | 509(a)(1) |
| | N/A | Public Charity | To provide core support | \$ 40,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support the Census 2020 Project | \$ 100,000.00 | 509(a)(1) |
| | N/A | Public Charity | To provide core support | \$ 100,000.00 | 509(a)(1) |
| | N/A | Public Charity | To develop signature open space on the Boston waterfront | \$ 65,000.00 | 509(a)(1) |
| Matching Gifts | | | | | |
| Gallery X, Inc. 169 William Street New Bedford, Massachusetts 02740 Sarit and Claire Wright Lucas Foundation Inc. P.O. Box 171031 Boston, Massachusetts 02117 Gallery X, Inc. 169 William Street New Bedford, Massachusetts 02740 | N/A | Public Charity | To support TheCollectiveNB | \$ 375.00 | 509(a)(1) |
| Livable Streets Transportation Alliance of Boston, Inc. 70 Pacific Street Cambridge, Massachusetts 02139 | N/A | Public Charity | For unrestricted support | \$ 450.00 | 509(a)(1) |
| | N/A | Public Charity | To support The CollectiveNB | \$ 500.00 | 509(a)(1) |
| Pembroke Appalachia Service Project c/o Christine Cobis 7 Bradford Street Rockland, Massachusetts 02370 The Brigham and Women's Hospital, Inc. 75 Francis Street Boston, Massachusetts 02115 Pettengill House P.O. Box 5551 Salisbury, Massachusetts 01952 Pembroke Appalachia Service Project c/o Christine Cobis 7 Bradford Street Rockland, Massachusetts 02370 Massachusetts General Hospital 125 Nashua Street, Suite 540 Boston, Massachusetts 02114 Martin W. Richard Charitable Foundation, Inc. 1452 Dorchester Avenue 4th Floor Dorchester, Massachusetts 02122 Martin W. Richard Charitable Foundation, Inc. 1452 Dorchester Avenue 4th Floor Dorchester, Massachusetts 02122 Martin W. Richard Charitable Foundation, Inc. 1452 Dorchester Avenue 4th Floor Dorchester, Massachusetts 02122 Massachusetts General Hospital 125 Nashua Street, Suite 540 Boston, Massachusetts 02114 Martin W. Richard Charitable Foundation, Inc. 1452 Dorchester Avenue 4th Floor Dorchester, Massachusetts 02122 | N/A | Public Charity | To support Team Viva La Vida | \$ 300.00 | 509(a)(1) |
| | N/A | Public Charity | To support the 2018 sponsorship of Katelyn and Christine Howe | \$ 300.00 | 509(a)(2) |
| | N/A | Public Charity | To support Louise Lloyd Owen running the 2018 Boston Marathon with team Stepping Strong | \$ 300.00 | 509(a)(1) |
| | N/A | Public Charity | For unrestricted support | \$ 375.00 | 509(a)(1) |
| | N/A | Public Charity | To support the 2018 sponsorship of Katelyn and Christine Howe | \$ 1,500.00 | 509(a)(2) |
| | N/A | Public Charity | In memory of Cynthia S. Aronson | \$ 300.00 | 509(a)(1) |
| | N/A | Public Charity | To support Mary Chalifour running the 2018 Boston marathon with Team MR8 | \$ 300.00 | 509(a)(1) |
| | N/A | Public Charity | To support Shawn Burns running the 2018 Boston marathon with Team MR8 | \$ 1,125.00 | 509(a)(1) |
| | N/A | Public Charity | To support Mary Chalifour running the 2018 Boston marathon with Team MR8 | \$ 300.00 | 509(a)(1) |
| | N/A | Public Charity | To support Elizabeth Gillespie running the 2018 Boston Marathon with the MGH Emergency Response Team | \$ 300.00 | 509(a)(1) |
| | N/A | Public Charity | To support Mary Chalifour running the 2018 Boston marathon with Team MR8 | \$ 300.00 | 509(a)(1) |

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|---|---|--------------------------------|---|--------------|------------|
| Martin W. Richard Charitable Foundation, Inc. 1452 Dorchester Avenue 4th Floor Dorchester, Massachusetts 02122 | N/A | Public Charity | To support Mary Chalifour running the 2018 Boston marathon with Team MR8 | \$ 180.00 | 509(a)(1) |
| Martin W. Richard Charitable Foundation, Inc. 1452 Dorchester Avenue 4th Floor Dorchester, Massachusetts 02122 | N/A | Public Charity | To support Mary Chalifour running the 2018 Boston marathon with Team MR8 | \$ 3,000.00 | 509(a)(1) |
| Martin W. Richard Charitable Foundation, Inc. 1452 Dorchester Avenue 4th Floor Dorchester, Massachusetts 02122 | N/A | Public Charity | To support Mary Chalifour running the 2018 Boston marathon with Team MR8 | \$ 150.00 | 509(a)(1) |
| Martin W. Richard Charitable Foundation, Inc. 1452 Dorchester Avenue 4th Floor Dorchester, Massachusetts 02122 | N/A | Public Charity | To support Mary Chalifour running the 2018 Boston marathon with Team MR8 | \$ 450.00 | 509(a)(1) |
| Martin W. Richard Charitable Foundation, Inc. 1452 Dorchester Avenue 4th Floor Dorchester, Massachusetts 02122 | N/A | Public Charity | To support Mary Chalifour running the 2018 Boston marathon with Team MR8 | \$ 300.00 | 509(a)(1) |
| Martin W. Richard Charitable Foundation, Inc. 1452 Dorchester Avenue 4th Floor Dorchester, Massachusetts 02122 | N/A | Public Charity | To support Christopher Mason running the 2018 Boston marathon with Team MR8 | \$ 375.00 | 509(a)(1) |
| Martin W. Richard Charitable Foundation, Inc. 1452 Dorchester Avenue 4th Floor Dorchester, Massachusetts 02122 | N/A | Public Charity | To support Mary Chalifour running the 2018 Boston marathon with Team MR8 | \$ 375.00 | 509(a)(1) |
| The Asian Task Force P.O. Box 120108 Boston, Massachusetts 02112 | N/A | Public Charity | For unrestricted support | \$ 225.00 | 509(a)(1) |
| AS220 95 Mathewson Street #204 Providence, Rhode Island 02903 | N/A | Public Charity | For unrestricted support | \$ 1,500.00 | 509(a)(1) |
| American Civil Liberties Union Foundation, Inc. 125 Broad Street 18th Floor New York, New York 10004 | N/A | Public Charity | To support voter's rights | \$ 600.00 | 509(a)(1) |
| FIL - National PO Box 71363 Oakland, California 94642 | N/A | Public Charity | For unrestricted support | \$ 1,200.00 | 509(a)(1) |
| Countryside Elementary School PTO, Inc. 191 Dedham Street Newton Highlands, Massachusetts 02461 | N/A | Public Charity | designated for the Annual Fund | \$ 450.00 | 509(a)(2) |
| Essex County Community Foundation, Inc. 175 Andover Street, Suite 101 Danvers, Massachusetts 01923 | N/A | Public Charity | Designated for the Lawrence Emergency Fund (donation #10AC8762) | \$ 750.00 | 509(a)(1) |
| Emerson College 120 Boylston Street Boston, Massachusetts 02116 | N/A | Public Charity | Designated 50% each for ArtsEmerson and HOWLRound | \$ 900.00 | 509(a)(1) |
| Innisfree, Inc. 5505 Walnut Level Rd. Crozet, Virginia 22932 | N/A | Public Charity | For unrestricted support | \$ 300.00 | 509(a)(1) |
| International Justice Mission P.O. Box 96961 Washington, District of Columbia 20090-6961 | N/A | Public Charity | For unrestricted support | \$ 2,100.00 | 509(a)(1) |
| PEAK Grantmaking, Inc. 1666 K Street, NW, Suite 440 Washington, District of Columbia 20006 | N/A | Public Charity | For unrestricted support | \$ 600.00 | 509(a)(1) |
| The Ohio University Foundation P.O. Box 869 Athens, Ohio 45701 | N/A | Public Charity | For unrestricted support | \$ 300.00 | 509(a)(1) |
| Political Asylum Immigration Representation Project, Inc. 98 North Washington Street, Suite 106 Boston, Massachusetts 02114 | N/A | Public Charity | For unrestricted support | \$ 300.00 | 509(a)(1) |
| President and Trustees of Colby College 4335 Mayflower Hill Waterville, Maine 04901 | N/A | Public Charity | For unrestricted support | \$ 2,250.00 | 509(a)(1) |
| Maine Coast Heritage Trust 1 Bowdoin Mill Island, Suite 201 Topsham, Maine 04086 | N/A | Public Charity | For unrestricted support | \$ 750.00 | 509(a)(1) |
| Pro-Choice Massachusetts Foundation, Inc. 15 Court Square, Suite 900 Boston, Massachusetts 02108 | N/A | Public Charity | For unrestricted support | \$ 1,500.00 | 509(a)(1) |
| Resources for the Future, Inc. 1616 P Street NW Washington, District of Columbia 20036 | N/A | Public Charity | For unrestricted support | \$ 15,000.00 | 509(a)(1) |
| Neighborhood Development Associates, Inc. 181 Union Street Lynn, Massachusetts 01901 | N/A | Public Charity | To support Beyond Walls | \$ 170.00 | 509(a)(1) |
| New England Wildlife Center 500 Columbian Street South Weymouth, Massachusetts 02190 | N/A | Public Charity | For unrestricted support | \$ 300.00 | 509(a)(1) |
| NDH Foundation 6531 Springbrook Avenue Rhineback, New York 12572 | N/A | Public Charity | For unrestricted support in memory of Robert J. Marvin | \$ 300.00 | 509(a)(1) |
| Masonic Education and Charity Trust 186 Tremont Street Boston, Massachusetts 02111 | N/A | Public Charity | For unrestricted support | \$ 900.00 | 509(a)(1) |

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|---|---|--------------------------------|---|-------------|------------|
| Nauset Warriors Booster Club, Inc. P.O. Box 923 Truro, Massachusetts 02666 | N/A | Public Charity | Designated for Boys Hockey | \$ 300.00 | 509(a)(2) |
| Massachusetts Nonprofit Network, Inc. 2 Atlantic Avenue, 1st Floor Boston, Massachusetts 02110 | N/A | Public Charity | For unrestricted support | \$ 450.00 | 509(a)(2) |
| Massachusetts General Hospital 125 Nashua Street, Suite 540 Boston, Massachusetts 02114 | N/A | Public Charity | Designated for the William Wechsler Memorial Fund | \$ 150.00 | 509(a)(1) |
| Loon Echo Land Trust, Inc. 8 Depot Street, Suite 4 Bridgton, Maine 04009 | N/A | Public Charity | For unrestricted support | \$ 750.00 | 509(a)(1) |
| Living Goods 1875 K Street, NW Suite 400 Washington, District of Columbia 20006 | N/A | Public Charity | For unrestricted support | \$ 2,100.00 | 509(a)(1) |
| Silent Spring Institute Inc 320 Nevada Street, Suite 302 Newton, Massachusetts 02460 | N/A | Public Charity | For unrestricted support | \$ 600.00 | 509(a)(1) |
| Grub Street, Inc. 162 Boylston Street, 5th Floor Boston, Massachusetts 02116 | N/A | Public Charity | For unrestricted support in honor of the wedding officiant at the October 2018 Rovenger-Pollack wedding | \$ 300.00 | 509(a)(1) |
| Grantmakers in the Arts 522 Courtlandt Avenue, 1st Floor Bronx, New York 10451-5008 | N/A | Public Charity | For unrestricted support | \$ 1,500.00 | 509(a)(1) |
| Hispanics in Philanthropy 414 13th Street, Suite 200 Oakland, California 94612 | N/A | Public Charity | For unrestricted support | \$ 300.00 | 509(a)(1) |
| Martin W. Richard Charitable Foundation, Inc. 1452 Dorchester Avenue 4th Floor Dorchester, Massachusetts 02122 | N/A | Public Charity | To support Mary Chalifour's running of the 2018 Marathon with Team MR8 | \$ 300.00 | 509(a)(1) |
| Martin W. Richard Charitable Foundation, Inc. 1452 Dorchester Avenue 4th Floor Dorchester, Massachusetts 02122 | N/A | Public Charity | To support Mary Chalifour's running the 2018 Marathon with Team MR8 | \$ 450.00 | 509(a)(1) |
| American Diabetes Association, Inc. Matching Gifts Dept 2451 Crystal Drive Suite 900 Arlington, Virginia 22202 | N/A | Public Charity | To support the American Diabetes Association in memory of Sharon Poverman | \$ 300.00 | 509(a)(1) |
| Birch Meadow Parent Teacher Organization, Inc. 27 Arthur B. Lord Drive Reading, Massachusetts 01867 | N/A | Public Charity | To support Birch Meadow: The Musical | \$ 750.00 | 509(a)(2) |
| Boston Health Care for the Homeless Program, Inc. 780 Albany Street Boston, Massachusetts 02118 | N/A | Public Charity | To support Ann Delaney's WinterWalk fundraising | \$ 150.00 | 509(a)(1) |
| Cystic Fibrosis Foundation 220 North Main Street, Suite 104 Natick, Massachusetts 01760 | N/A | Public Charity | To support Great Strides Pawtucket - Team Lupica | \$ 750.00 | 509(a)(1) |
| Martin W. Richard Charitable Foundation, Inc. 1452 Dorchester Avenue 4th Floor Dorchester, Massachusetts 02122 | N/A | Public Charity | To support Mary Chalifour running the Marathon with Team MR8 | \$ 150.00 | 509(a)(1) |
| Combined Jewish Philanthropies of Greater Boston, Inc. 126 High Street Boston, Massachusetts 02110 | N/A | Public Charity | For unrestricted support | \$ 1,080.00 | 509(a)(1) |
| Connecticut College 270 Mohegan Avenue New London, Connecticut 06320 | N/A | Public Charity | To support the Women's Swimming and Diving Team | \$ 750.00 | 509(a)(1) |
| Fenway Community Health Center, Inc. 1340 Boylston Street Boston, Massachusetts 02215 | N/A | Public Charity | For unrestricted support | \$ 1,050.00 | 509(a)(1) |
| Emerson College 120 Boylston Street Boston, Massachusetts 02116 | N/A | Public Charity | To support ArtsEmerson | \$ 150.00 | 509(a)(1) |
| Congregation Ahavas Achim 53-1/2 Washington Street Newburyport, Massachusetts 01950 | N/A | Public Charity | For unrestricted support in memory of the victims of Pittsburgh's Tree of Life Synagogue and in honor of their families | \$ 375.00 | 509(a)(1) |
| Campion Health and Wellness Center, Inc. 319 Concord Road Weston, Massachusetts 02493 | N/A | Public Charity | To support retired Jesuit priests in memory of Ursula Ceglarski | \$ 150.00 | 509(a)(1) |
| Centering Pregnancy and Parenting Association, Inc. 89 South Street, #404 Boston, Massachusetts 02111 | N/A | Public Charity | For unrestricted support | \$ 4,500.00 | 509(a)(1) |
| BRAC USA, Inc. 110 William Street, 29th Floor New York, New York 10038 | N/A | Public Charity | For unrestricted support | \$ 2,100.00 | 509(a)(1) |
| Chinese Culture Foundation of San Francisco 750 Kearny Street, 3M San Francisco, California 94108 | N/A | Public Charity | For unrestricted support | \$ 450.00 | 509(a)(1) |
| Massachusetts General Hospital 125 Nashua Street, Suite 540 Boston, Massachusetts 02114 | N/A | Public Charity | To support Elizabeth Gillespie's 2018 Marathon run for MGH Emergency Response Fund | \$ 300.00 | 509(a)(1) |
| Massachusetts General Hospital 125 Nashua Street, Suite 540 Boston, Massachusetts 02114 | N/A | Public Charity | To support Elizabeth Gillespie's 2018 Marathon run for MGH Emergency Response Fund | \$ 1,500.00 | 509(a)(1) |

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|---|---|--------------------------------|---|-----------|------------|
| Martin W. Richard Charitable Foundation, Inc. 1452 Dorchester Avenue 4th Floor Dorchester, Massachusetts 02122 | N/A | Public Charity | To support Mary Chalifour's running the 2018 Marathon with Team MR8 | \$ 150.00 | 509(a)(1) |
| Martin W. Richard Charitable Foundation, Inc. 1452 Dorchester Avenue 4th Floor Dorchester, Massachusetts 02122 | N/A | Public Charity | To support Mary Chalifour's running the 2018 Boston Marathon with Team MR8 | \$ 150.00 | 509(a)(1) |
| Martin W. Richard Charitable Foundation, Inc. 1452 Dorchester Avenue 4th Floor Dorchester, Massachusetts 02122 | N/A | Public Charity | To support Mary Chalifour's running the 2018 Marathon with Team MR8 | \$ 150.00 | 509(a)(1) |
| Martin W. Richard Charitable Foundation, Inc. 1452 Dorchester Avenue 4th Floor Dorchester, Massachusetts 02122 | N/A | Public Charity | To support Mary Chalifour's running the 2018 Marathon with Team MR8 | \$ 300.00 | 509(a)(1) |
| Eames Way School Parent Teacher Organization 165 Eames Way Marshfield, Massachusetts 02050 Children's Museum 308 Congress Street Boston, Massachusetts 02210 New Urban Arts 705 Westminster Street Providence, Rhode Island 02903 SMCWC - Crossroads Housing, Inc. 56 Havre Street East Boston, Massachusetts 02128 | N/A | Public Charity | To support the Eames Way School Parent Teacher Organization | \$ 400.00 | 509(a)(1) |
| Brown University of Providence State of RI and Prov Plantations Box 1877 Providence, Rhode Island 02912 Massachusetts Downs Syndrome Congress, Inc. 20 Burlington Mall Road Suite 261 Burlington, Massachusetts 01803 The Michael Lisnow Respite Center, Inc. 112 Main Street Hopkinton, Massachusetts 01748 Providence City Arts for Youth, Inc. PO Box 27691 Providence, Rhode Island 02907 Boston Foundation, Inc. 75 Arlington Street, 3rd Floor Boston, Massachusetts 02116 Gay Community Center of Baltimore Limited 2530 North Charles Street Third Floor Baltimore, Maryland 21218 Lesbian-Gay Community Service Center of Greater Cleveland 6600 Detroit Avenue Cleveland, Ohio 44102 Trevor Project, Inc. P.O. Box 69232 West Hollywood, California 90069 Trustees of Reservations 200 High Street Boston, Massachusetts 02110 The Ohio University Foundation P.O. Box 869 Athens, Ohio 45701 Bike Newport 62 Broadway Newport, Rhode Island 02840 American Lung Association 1661 Worcester Road Suite 301 Framingham, Massachusetts 01701 New England Wildlife Center 500 Columbian Street South Weymouth, Massachusetts 02190 Our Neighbors Table P.O. Box 592, 145 Main Street Amesbury, Massachusetts 01913 Lesbian-Gay Community Service Center of Greater Cleveland 6600 Detroit Avenue Cleveland, Ohio 44102 Partners Healthcare System, Inc. Development Services 300 1st Avenue Charlestown, Massachusetts 02129 Together Rising 800 West Broad Street Falls Church, Virginia 22040 | N/A | Public Charity | For unrestricted support | \$ 200.00 | 509(a)(1) |
| | N/A | Public Charity | For unrestricted support | \$ 200.00 | 509(a)(1) |
| | N/A | Public Charity | To support Brown Promise | \$ 500.00 | 509(a)(1) |
| | N/A | Public Charity | To support Team Charli's Angels/Denise Rothwell | \$ 200.00 | 509(a)(2) |
| | N/A | Public Charity | For unrestricted support | \$ 200.00 | 509(a)(1) |
| | N/A | Public Charity | For unrestricted support | \$ 200.00 | 509(a)(1) |
| | N/A | Public Charity | To support the Saffron Circle Fund | \$ 300.00 | 509(a)(1) |
| | N/A | Public Charity | In honor of Tyesha Dixon's and Emily Hostage's wedding | \$ 408.00 | 509(a)(1) |
| | N/A | Public Charity | For unrestricted use, designated with gratitude to our wedding guests | \$ 300.00 | 509(a)(2) |
| | N/A | Public Charity | To support Sheri Dupre's fundraiser | \$ 300.00 | 509(a)(1) |
| | N/A | Public Charity | For unrestricted support | \$ 216.00 | 509(a)(1) |
| | N/A | Public Charity | To support the College of Arts and Sciences Scholarship Endowment Fund | \$ 300.00 | 509(a)(1) |
| | N/A | Public Charity | For unrestricted support | \$ 600.00 | 509(a)(1) |
| | N/A | Public Charity | To support Jill Hughes in the Fight for Air Climb - Boston | \$ 225.00 | 509(a)(1) |
| | N/A | Public Charity | For unrestricted support | \$ 400.00 | 509(a)(1) |
| | N/A | Public Charity | For unrestricted support | \$ 375.00 | 509(a)(1) |
| | N/A | Public Charity | To celebration of Trevor Pollack and Joshua Rovenger's October 2018 wedding | \$ 375.00 | 509(a)(2) |
| | N/A | Public Charity | To support "The Worst Peloton Ever Rides Again for Spaulding Rehabilitation Hospital 2018" in honor of Nyal Fuentes | \$ 600.00 | 509(a)(1) |
| | N/A | Public Charity | For unrestricted support | \$ 750.00 | 509(a)(1) |

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| Payee Organization | If the recipient is an individual, show any relationship to any Foundation manager or substantial contributor | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount | Tax Status |
|---|---|--------------------------------|---|--------------|------------|
| Refugee & Immigrant Center for Education and Legal Services 1305 N Flores Street San Antonio, Texas 78212 | N/A | Public Charity | For unrestricted support | \$ 150.00 | 509(a)(1) |
| Essex County Community Foundation, Inc. 175 Andover Street, Suite 101 Danvers, Massachusetts 01923 | N/A | Public Charity | To support the Lawrence Emergency Fund | \$ 750.00 | 509(a)(1) |
| Essex County Community Foundation, Inc. 175 Andover Street, Suite 101 Danvers, Massachusetts 01923 | N/A | Public Charity | To support the Lawrence Emergency Fund | \$ 375.00 | 509(a)(1) |
| Dana Farber Cancer Institute, Inc. 10 Brookline Place West, 6th Floor Brookline, Massachusetts 02445 | N/A | Public Charity | To support Trish Haskins (Ref # 203358954) | \$ 300.00 | 509(a)(1) |
| Pan Massachusetts Challenge, Inc. 77 4th Avenue Needham, Massachusetts 02494 | N/A | Public Charity | To support Cathy Gill, PMC Rider (CG0138) | \$ 300.00 | 509(a)(1) |
| Pan Massachusetts Challenge, Inc. 77 4th Avenue Needham, Massachusetts 02494 | N/A | Public Charity | To support Joseph Angel | \$ 150.00 | 509(a)(1) |
| San Francisco Women Against Rape 3543 18th Street #7 San Francisco, California 94110 | N/A | Public Charity | In honor of Allison Mingus and Jory Hansen | \$ 150.00 | 509(a)(1) |
| Partners Healthcare System, Inc. Development Services 300 1st Avenue Charlestown, Massachusetts 02129 | N/A | Public Charity | To support Team Kathie Mitchell in the North Shore Cancer Walk/Run | \$ 450.00 | 509(a)(1) |
| Chainbreaker 2334 University Avenue W Suite 150 St. Paul, Minnesota 55114 | N/A | Public Charity | For unrestricted support | \$ 1,500.00 | 509(a)(1) |
| Dancers Group c/o Robert Dekkers 144 Grattan Street #3 San Francisco, California 94117 | N/A | Public Charity | To support POST: Ballet | \$ 1,000.00 | 509(a)(1) |
| President and Fellows of Harvard College Alumni + Development Services PO Box 419209 Boston, Massachusetts 02241-9209 | N/A | Public Charity | To support the David A. Grossman Fund at Harvard Law School in honor of Josh Rovenger and Trevor Pollack | \$ 300.00 | 509(a)(1) |
| Chemical Sensitivity Foundation P.O. Box 83 Topsham, Maine 04086 | N/A | Public Charity | To support the Fragrance Free Campaign | \$ 300.00 | 509(a)(1) |
| Wellesley Theatre Project, Inc. 219 Washington Street Wellesley, Massachusetts 02481 | N/A | Public Charity | For unrestricted support | \$ 4,500.00 | 509(a)(2) |
| Zaccho S F 1777 Yosemite Street #330 San Francisco, California 94124 | N/A | Public Charity | For unrestricted support | \$ 200.00 | 509(a)(1) |
| The Michelle M. Adey Memorial Fund, Inc. 8572 Teuega Point Road Rome, New York 13440 | N/A | Public Charity | For unrestricted support in memory of Gail Lupica | \$ 300.00 | 509(a)(2) |
| The Pittsburgh Foundation Five PPG Place, Suite 250 Pittsburgh, Pennsylvania 15222 | N/A | Public Charity | Designated for the Jewish Federation of Greater Pittsburgh Victims of Terror Fund | \$ 150.00 | 509(a)(1) |
| University of Melbourne USA Foundation 641 Lexington Avenue 15th Floor New York City, New York 10022 | N/A | Public Charity | To support Professor Anne Steinemann's research of health effects connected to fragrance chemicals, which is part of the creation of "Pollutant Reduction Research" at the Melbourne School of Engineering at the University of Melbourne | \$ 600.00 | 509(a)(1) |
| Somos Amigos Medical Missions 208 32nd Avenue Seattle, Washington 98122 | N/A | Public Charity | For unrestricted support | \$ 10,000.00 | 509(a)(1) |
| Spruce Street Nursery School 5 Avery Street Boston, Massachusetts 02111 | N/A | Public Charity | For unrestricted support | \$ 6,000.00 | 509(a)(2) |
| The Valentino Achak Deng Foundation 849 Valencia Street San Francisco, California 94110 | N/A | Public Charity | Designated for Alok Girls' School | \$ 1,500.00 | 509(a)(1) |
| Danspace Project, Inc. St. Mark's Church 131 East 10th Street New York, New York 10003 | N/A | Public Charity | In honor of Sam Miller | \$ 750.00 | 509(a)(1) |
| Verba Buena Center for the Arts 701 Mission Street San Francisco, California 94103 | N/A | Public Charity | For unrestricted support | \$ 450.00 | 509(a)(1) |
| Rape Abuse and Incest National Network, Inc. 1220 L Street, NW Suite 505 Washington, District of Columbia 20005 | N/A | Public Charity | For unrestricted support | \$ 300.00 | 509(a)(1) |
| The Center for Cultural Innovation 244 S. San Pedro Street, #401 Los Angeles, California 90012 | N/A | Public Charity | For unrestricted support | \$ 600.00 | 509(a)(1) |
| Wildflowers Institute 1144 Pacific Avenue San Francisco, California 94133 | N/A | Public Charity | For unrestricted support | \$ 450.00 | 509(a)(1) |
| South School Stoneham PTO, Inc. 11 Summer Street Stoneham, Massachusetts 02180 | N/A | Public Charity | To support Abby Curtin's Fun Run fundraising | \$ 300.00 | 509(a)(1) |

Form 990-PF, Part XV, Line 3a
Grants and Contributions Paid during the Year

| Payee Organization | If the recipient is an individual, show any relationship to any Foundation manager or substantial contributor | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount | Tax Status |
|---|---|--------------------------------|---|-------------|------------|
| President and Fellows of Harvard College Alumni + Development Services PO Box 419209 Boston, Massachusetts 02241-9209 | N/A | Public Charity | To support the David Abraham Grossman Fund for Social Justice at Harvard Law School, with gratitude for the guests of the Rovenger/Pollack October 2018 wedding | \$ 300.00 | 509(a)(1) |
| World Music, Inc. 720 Massachusetts Avenue Cambridge, Massachusetts 02139 | N/A | Public Charity | For unrestricted support | \$ 450.00 | 509(a)(1) |
| Keshet, Inc. 284 Armory Street Jamaica Plain, Massachusetts 02130 | N/A | Public Charity | For unrestricted support, with gratitude for the guests at Joshua Rovenger and Trevor Pollack's October 2018 wedding | \$ 300.00 | 509(a)(1) |
| Melrose Alliance Against Violence 235 West Foster Street Melrose, Massachusetts 02176 | N/A | Public Charity | To support Craig Noto's fundraising for the 23rd Annual Walk and Candlelight Vigil | \$ 150.00 | 509(a)(1) |
| Essex County Community Foundation, Inc. 175 Andover Street, Suite 101 Danvers, Massachusetts 01923 | N/A | Public Charity | To support the Lawrence Emergency Fund | \$ 375.00 | 509(a)(1) |
| St. John's College 60 College Avenue Annapolis, Maryland 21401 | N/A | Public Charity | For unrestricted support | \$ 1,500.00 | 509(a)(1) |
| Trustees of Reservations 200 High Street Boston, Massachusetts 02110 | N/A | Public Charity | To support the 2018 Landscapes + Landmarks Appeal | \$ 312.00 | 509(a)(1) |
| Peabody Essex Museum, Inc. East India Square Salem, Massachusetts 01970-3783 | N/A | Public Charity | For unrestricted support | \$ 150.00 | 509(a)(1) |
| Melrose PTO, Inc. 37 Glendower Road Melrose, Massachusetts 02176 | N/A | Public Charity | To support Emma Hughes's Fun Run for the Hoover Elementary School | \$ 150.00 | 509(a)(2) |
| Massachusetts Downs Syndrome Congress, Inc. 20 Burlington Mall Road, Suite 261 Burlington, Massachusetts 01803 | N/A | Public Charity | To support the 22nd Buddy Walk and Family Festival | \$ 150.00 | 509(a)(2) |
| Fiji Theater Company, Inc. dba Ping Chong and Co., Inc. C/O Ping Chong & Co. Inc., 47 Great Jones Street, 6th Floor New York, New York 10012 | N/A | Public Charity | For unrestricted support | \$ 600.00 | 509(a)(1) |
| Pan Massachusetts Challenge, Inc. 77 4th Avenue Needham, Massachusetts 02494 | N/A | Public Charity | To support Laura Etre and Team Dragonfly | \$ 300.00 | 509(a)(1) |
| In Our Backyards Inc. 540 President Street Brooklyn, New York 11215 | N/A | Public Charity | To support the creation of the Tamir Rice Afrocentric Center in Cleveland | \$ 150.00 | 509(a)(1) |
| A Shot for Life Incorporated 645 Washington Street Hanover, Massachusetts 02339 | N/A | Public Charity | To support Jayne Howe's fundraising for A Shot for Life Challenge | \$ 750.00 | 509(a)(1) |
| English for New Bostonians, Inc. 105 Chauncy Street, 4th Floor Boston, Massachusetts 02111 | N/A | Public Charity | For unrestricted support | \$ 450.00 | 509(a)(1) |
| LYNN Ministries, Inc. 2 Allens Way Foxborough, Massachusetts 02035 | N/A | Public Charity | For unrestricted support | \$ 150.00 | 509(a)(1) |
| Salem State University Foundation, Inc. 352 Lafayette Street Salem, Massachusetts 01970 | N/A | Public Charity | To support the Richard Elia Endowed Scholarship | \$ 750.00 | 509(a)(1) |
| West End House, Inc. 105 Allston Street Allston, Massachusetts 02134 | N/A | Public Charity | For unrestricted support | \$ 200.00 | 509(a)(2) |
| Spectrum Dance Theater 800 Lake Washington Boulevard Seattle, Washington 98122 | N/A | Public Charity | For unrestricted support | \$ 450.00 | 509(a)(2) |
| Theater Offensive, Inc. 565 Boylston Street, 3rd Floor Boston, Massachusetts 02116 | N/A | Public Charity | For unrestricted support | \$ 450.00 | 509(a)(1) |
| Partners for Youth with Disabilities 95 Berkeley Street, Suite 109 Boston, Massachusetts 02116 | N/A | Public Charity | To support ATT | \$ 300.00 | 509(a)(1) |
| Womens Voices for the Earth 114 W Pine Street PO Box 8743 Missoula, Montana 59807 | N/A | Public Charity | For unrestricted support | \$ 600.00 | 509(a)(1) |
| Pan Massachusetts Challenge, Inc. 77 4th Avenue Needham, Massachusetts 02494 | N/A | Public Charity | \$150 to support rider Jared Fijalkowski, \$150 to support Bill Grogan, \$225 to support Jerry Kassner, and \$225 to support Kim Doble | \$ 750.00 | 509(a)(1) |
| Dana Farber Cancer Institute, Inc. 10 Brookline Place West, 6th Floor Brookline, Massachusetts 02445 | N/A | Public Charity | In memory of Elayne Dunn | \$ 300.00 | 509(a)(1) |
| Grassroots Leadership, Inc. 2301 East Cesar Chavez Street P.O. Box 6310 Austin, Texas 78702 | N/A | Public Charity | For unrestricted support | \$ 750.00 | 509(a)(1) |
| March of Dimes Foundation 1275 Mamaroneck Avenue White Plains, New York 10605 | N/A | Public Charity | To support Amy and Steve Finnerty in the 2018 March for Babies | \$ 225.00 | 509(a)(1) |

| Payee Organization | If the recipient is an individual, show any relationship to any Foundation manager or substantial contributor | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount | Tax Status |
|--|---|--------------------------------|---|-------------|------------|
| Trustees of Tufts University 20 Professor's Row Medford, Massachusetts 02155 Dana Farber Cancer Institute, Inc. 10 Brookline Place West, 6th Floor Brookline, Massachusetts 02445 Dana Farber Cancer Institute, Inc. 10 Brookline Place West, 6th Floor Brookline, Massachusetts 02445 March of Dimes Foundation 1275 Mamaroneck Avenue White Plains, New York 10605 The Somerville Corporation 337 Somerville Avenue Somerville, Massachusetts 02143 Friends of the South Windsor Public Library 1550 Sullivan Avenue South Windsor, Connecticut 06074-2711 GreenRoots, Inc. 227 Marginal Street, Suite 1 Chelsea, Massachusetts 02150 Grub Street, Inc. 162 Boylston Street, 5th Floor Boston, Massachusetts 02116 Massachusetts Downs Syndrome Congress, Inc. 20 Burlington Mall Road, Suite 261 Burlington, Massachusetts 01803 Friends of the Winchester Public Library, Inc. 80 Washington Street Winchester, Massachusetts 01890 Eames Way School Parent Teacher Organization 165 Eames Way Marshfield, Massachusetts 02050 Dana Farber Cancer Institute, Inc. 10 Brookline Place West - 6th Floor Brookline, Massachusetts 02445 Native Arts and Cultures Foundation, Inc. 400 E. Evergreen Blvd., Suite 102 Vancouver, Washington 98660 H.T. Dance Company, Inc. 70 Mulberry Street, 2nd Floor New York, New York 10013 Chicago Lighth 126 East Chestnut Street Chicago, Illinois 60611 Alliance for California Traditional Arts 744 P Street, Suite 307 Fresno, California 93721 Yale University 2 Whitney Avenue New Haven, Connecticut 06510 PAI Foundation P.O. Box 17483 Honolulu, Hawaii 96817 | N/A | Public Charity | To support Tisch College for Civic Life | \$ 450.00 | 509(a)(1) |
| | N/A | Public Charity | In memory of Elayne Dunn | \$ 150.00 | 509(a)(1) |
| | N/A | Public Charity | In memory of Elayne Dunn | \$ 300.00 | 509(a)(1) |
| | N/A | Public Charity | For unrestricted support | \$ 900.00 | 509(a)(1) |
| | N/A | Public Charity | To support the Bow Market Public Arts Program | \$ 6,375.00 | 509(a)(1) |
| | N/A | Public Charity | For unrestricted support in honor of Mary J. L. Etter | \$ 375.00 | 509(a)(2) |
| | N/A | Public Charity | To support the Patronicity Chelsea Walk Fund | \$ 150.00 | 509(a)(1) |
| | N/A | Public Charity | For unrestricted support | \$ 200.00 | 509(a)(1) |
| | N/A | Public Charity | To support Team Chalk's Angels/Denise Rothwell in the 2018 Buddy Walk | \$ 600.00 | 509(a)(2) |
| | N/A | Public Charity | For unrestricted support | \$ 3,000.00 | 509(a)(1) |
| | N/A | Public Charity | To support the Boost program | \$ 300.00 | 509(a)(1) |
| | N/A | Public Charity | To support Kiera McMahon's Boston Marathon Jimmy Fund Walk | \$ 300.00 | 509(a)(1) |
| | N/A | Public Charity | For unrestricted support | \$ 450.00 | 509(a)(1) |
| | N/A | Public Charity | For unrestricted support | \$ 600.00 | 509(a)(2) |
| | N/A | Public Charity | In honor of the Rovenger/Pollack October 2018 wedding officiant, Reverend Shawn Michael Fiedler | \$ 300.00 | 509(a)(2) |
| | N/A | Public Charity | For unrestricted support | \$ 450.00 | 509(a)(1) |
| | N/A | Public Charity | To support the Loan Forgiveness Program | \$ 300.00 | 509(a)(1) |
| | N/A | Public Charity | For unrestricted support | \$ 450.00 | 509(a)(1) |
| Alzheimers Disease and Related Disorders Association 309 Waverly Oaks Road Waltham, Massachusetts 02452 | N/A | Public Charity | To support the Alzheimer's Association MA/NH Chapter for unrestricted use | \$ 180.00 | 509(a)(1) |
| Celebrity Series of Boston 20 Park Plaza, Suite 1032 Boston, Massachusetts 02116-4303 Monkey Waterfall P.O. Box 579 Aiea, Hawaii 96701 American Liver Foundation 39 Broadway, Suite 2700 New York, New York 10006 Boston Chinatown Neighborhood Center, Inc. 885 Washington Street Boston, Massachusetts 02111 American Diabetes Association, Inc. Matching Gifts Dept 2451 Crystal Drive, Suite 900 Arlington, Virginia 22202 Chappy & Friends 72 East Elm Street, #5 Chicago, Illinois 60611 Nisel Student Relocation Commemorative Fund 19 Scenic Drive Portland, Oregon 06480 Brown University of Providence State of RI and Prov Plantations P.O. Box 1877 Providence, Rhode Island 02912 | N/A | Public Charity | For unrestricted support | \$ 200.00 | 509(a)(2) |
| | N/A | Public Charity | For unrestricted support | \$ 600.00 | 509(a)(1) |
| | N/A | Public Charity | In honor of Beverly Pollack's 80th birthday | \$ 300.00 | 509(a)(1) |
| | N/A | Public Charity | To support the Pao Arts Center | \$ 450.00 | 509(a)(1) |
| | N/A | Public Charity | To support the Tony Antonelli Tour de Cure | \$ 150.00 | 509(a)(1) |
| | N/A | Public Charity | To support The Animal Doe Project | \$ 375.00 | 509(a)(1) |
| | N/A | Public Charity | To support the Ryozo Glenn Kumekawa Scholarship | \$ 150.00 | 509(a)(1) |
| | N/A | Public Charity | For unrestricted support | \$ 225.00 | 509(a)(1) |

Form 990-PF, Part XV, Line 3a
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|--|---|--------------------------------|---|--------------|------------|
| St. Sebastian's School, Inc. 1191 Greendale Avenue Needham, Massachusetts 02492 | N/A | Public Charity | To provide unrestricted support | \$ 15,000.00 | 509(a)(1) |
| Pan Massachusetts Challenge, Inc. 77 4th Avenue Needham, Massachusetts 02494 | N/A | Public Charity | To support Tucker Garfield | \$ 300.00 | 509(a)(1) |
| Joslin Diabetes Center, Inc. 1 Joslin Place Boston, Massachusetts 02215 | N/A | Public Charity | For unrestricted support in honor of the officiant of the Rovenger/Pollack October 2018 wedding | \$ 300.00 | 509(a)(1) |
| Club 21 Learning and Resource Center, Inc. 539 North Lake Ave Pasadena, California 91101 | N/A | Public Charity | To support the 2018 Together is Better Walkathon | \$ 150.00 | 509(a)(1) |
| GreenRoots, Inc. 227 Marginal Street, Suite 1 Chelsea, Massachusetts 02150 | N/A | Public Charity | To support the Revitalizing Chelsea Walk campaign through Patronicity CommonWealth Places | \$ 150.00 | 509(a)(1) |
| Children's Hospital Corporation 300 Longwood Avenue Boston, Massachusetts 02115 | N/A | Public Charity | To support Kerri Hurley's participation in the Walk to support Boston Children's Hospital | \$ 150.00 | 509(a)(1) |
| Project Bread-The Walk for Hunger, Inc. 145 Border St Boston, Massachusetts 02128 | N/A | Public Charity | To support Marcia Gordon, participant in the 2018 Walk for Hunger | \$ 450.00 | 509(a)(1) |
| University Hospitals Case Medical Center (UHCC) 11100 Euclid Avenue MCO 5062 Cleveland, Ohio 44106 | N/A | Public Charity | To support the Andrew Uhrman Inpatient Unit at the Angie Fowler Adolescent + Young Adult Cancer Institute | \$ 375.00 | 509(a)(1) |
| Friends of the Public Garden, Inc. 69 Beacon Street Boston, Massachusetts 02108 | N/A | Public Charity | For unrestricted support | \$ 2,500.00 | 509(a)(1) |
| National Multiple Sclerosis Society 733 3rd Avenue, Floor 3 New York, New York 10017 | N/A | Public Charity | To support Team Pounder-Ride the Vineyard 2018 | \$ 300.00 | 509(a)(1) |
| Our Neighbors Table P.O. Box 592, 145 Main Street Amesbury, Massachusetts 01913 | N/A | Public Charity | For unrestricted support | \$ 375.00 | 509(a)(1) |
| Children's Miracle Network 205 West 700 South Salt Lake City, Utah 84101 | N/A | Public Charity | To support Shelli Demry - Knight-Thon at UCF | \$ 300.00 | 509(a)(2) |
| A Far Cry, Inc. 146A South Street Jamaica Plain, Massachusetts 02130 | N/A | Public Charity | For unrestricted support | \$ 1,500.00 | 509(a)(1) |
| Oklahomans for Equality, Inc. 621 East 4th Street Tulsa, Oklahoma 74120 | N/A | Public Charity | Designated for gifted on Give OUT Day 2018 | \$ 150.00 | 509(a)(1) |
| Climate Ride Inc. 111 N. Higgins Avenue Suite 415 Missoula, Montana 59802 | N/A | Public Charity | To support Jessica Robertson's climate ride | \$ 150.00 | 509(a)(1) |
| The UCLA Foundation 10920 Wilshire Boulevard Los Angeles, California 90095 | N/A | Public Charity | To support The Williams Institute for research on sexual orientation and gender identity law and public policy | \$ 180.00 | 509(a)(1) |
| Pan Massachusetts Challenge, Inc. 77 4th Avenue Needham, Massachusetts 02494 | N/A | Public Charity | To support Bethany Morgan's 2018 Pan Mass Challenge Kids' Ride | \$ 300.00 | 509(a)(1) |
| A Far Cry, Inc. 146A South Street Jamaica Plain, Massachusetts 02130 | N/A | Public Charity | For unrestricted support | \$ 225.00 | 509(a)(1) |
| Children's Hospital Corporation 300 Longwood Avenue Boston, Massachusetts 02115 | N/A | Public Charity | To support Olivia Hurley's participation in the Walk to support Boston Children's Hospital | \$ 150.00 | 509(a)(1) |
| Charlestown Cooperative Nursery School, Inc. 124 Main Street Charlestown, Massachusetts 02129 | N/A | Public Charity | For unrestricted support | \$ 300.00 | 509(a)(1) |
| Musical Arts Association, Cleveland Orchestra 11001 Euclid Avenue Cleveland, Ohio 44106 | N/A | Public Charity | For unrestricted support | \$ 225.00 | 509(a)(1) |
| The Michael Lisnow Respite Center, Inc. 112 Main Street Hopkinton, Massachusetts 01748 | N/A | Public Charity | For unrestricted support | \$ 375.00 | 509(a)(1) |
| Babson College 231 Forest Street Babson Park, Massachusetts 02457 | N/A | Public Charity | To support Volleyball | \$ 300.00 | 509(a)(1) |
| Boys and Girls Clubs of Boston, Inc. 200 High Street, Suite 3B Boston, Massachusetts 02100 | N/A | Public Charity | For unrestricted support | \$ 4,500.00 | 509(a)(1) |
| Massachusetts General Hospital 125 Nashua Street, Suite 540 Boston, Massachusetts 02114 | N/A | Public Charity | To support Colleen Geary's participation in Caring for a Cure's 2018 Marathon run | \$ 1,500.00 | 509(a)(1) |
| Children's Hospital Corporation 300 Longwood Avenue Boston, Massachusetts 02115 | N/A | Public Charity | To support Elizabeth Hurley's participation in the Walk to support Boston Children's Hospital | \$ 150.00 | 509(a)(1) |
| Babson College 231 Forest Street Babson Park, Massachusetts 02457 | N/A | Public Charity | To support Babson 1983 Day (Crowdfunding Project) | \$ 1,500.00 | 509(a)(1) |

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|---|---|--------------------------------|--|-------------------------|------------|
| Pan Massachusetts Challenge, Inc. 77 4th Avenue Needham, Massachusetts 02494 | N/A | Public Charity | For unrestricted support | \$ 150.00 | 509(a)(1) |
| Saint Alban's Congregational Church 172-17 Linden Blvd. Queens, New York 11434 | N/A | Public Charity | For unrestricted support | \$ 1,500.00 | 509(a)(1) |
| Wellesley Theatre Project, Inc. 219 Washington Street Wellesley, Massachusetts 02481 | N/A | Public Charity | For unrestricted support | \$ 10,500.00 | 509(a)(2) |
| University of Massachusetts Foundation, Inc. 1 Beacon Street Floor 31 Boston, Massachusetts 02108 | N/A | Public Charity | To support Marla Purciello raising money for Camp Shriver for the 2018 Boston Marathon | \$ 150.00 | 509(a)(1) |
| Pro-Choice Massachusetts Foundation, Inc. 15 Court Square, Suite 900 Boston, Massachusetts 02108 | N/A | Public Charity | For unrestricted support | \$ 1,500.00 | 509(a)(1) |
| Ballet Theatre of Boston, Inc. 400 Harvard Street Cambridge, Massachusetts 02138 | N/A | Public Charity | For unrestricted support | \$ 450.00 | 509(a)(1) |
| | | | | <u>\$ 81,904,098.00</u> | |

* Organization used to have the EIN number 23-7102740 before merging with ETC Development Corporation. Classified as a Private Nonoperating Foundation. The 60 month waiting period to become a 509(a)(1) ended on 12/31/18.

** Grantee is in the process of terminating private foundation status. It has received an advance ruling from the IRS that it will be treated as a public charity described in sections 509(a)(1) and 170(b)(1)(A)(vi) of the Code, and that grantors may rely upon this determination until 90 days after the expiration of the 60-month advance ruling (such period ended December 31, 2018).