

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

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

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

OMB No. 1545-0052
2019
Open to Public Inspection

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

Name of foundation HAROLD ALFOND FOUNDATION		A Employer identification number 22-3281672	
Number and street (or P.O. box number if mail is not delivered to street address) CO DEXTER ENTRPS TWO MONUMENT SQ	Room/suite	B Telephone number (see instructions) (207) 828-7999	
City or town, state or province, country, and ZIP or foreign postal code PORTLAND, ME 04101		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here..... <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ... <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ <u>895,383,391</u>		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis.)</i>			

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)	10,000,000			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	2,521,395	2,521,395		
4	Dividends and interest from securities	7,721,311	7,678,205		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	34,886,585			
b	Gross sales price for all assets on line 6a	38,794,040			
7	Capital gain net income (from Part IV, line 2)		29,134,760		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	939,992	934,315		
12	Total. Add lines 1 through 11	56,069,283	40,268,675		
13	Compensation of officers, directors, trustees, etc.	0	0		0
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)	120,477	6,846		113,631
b	Accounting fees (attach schedule)	19,350	7,740		11,610
c	Other professional fees (attach schedule)	1,349,120	615,874		733,246
17	Interest	12,595	0		0
18	Taxes (attach schedule) (see instructions)	381,685	358,507		0
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	44,733	17,893		26,840
22	Printing and publications				
23	Other expenses (attach schedule)	9,441,177	7,264,896		9,258
24	Total operating and administrative expenses. Add lines 13 through 23	11,369,137	8,271,756		894,585
25	Contributions, gifts, grants paid	47,085,991			46,816,906
26	Total expenses and disbursements. Add lines 24 and 25	58,455,128	8,271,756		47,711,491
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-2,385,845			
b	Net investment income (if negative, enter -0-)		31,996,919		
c	Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing	55,695	5,323	5,323	
	2 Savings and temporary cash investments	5,480,947	8,482,542	8,482,542	
	3 Accounts receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____				
	4 Pledges receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less: allowance for doubtful accounts ▶ _____				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U.S. and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)	328,957,277	316,800,876	552,257,134	
	c Investments—corporate bonds (attach schedule)	46,045,048	43,221,926	44,964,816	
	11 Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)	205,202,551	215,114,091	289,668,576	
	14 Land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____				
15 Other assets (describe ▶ _____)	5,000	5,000	5,000		
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	585,746,518	583,629,758	895,383,391		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ▶ _____)	4,351,916	4,621,001		
	23 Total liabilities (add lines 17 through 22)	4,351,916	4,621,001		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input type="checkbox"/> and complete lines 24, 25, 29 and 30.				
	24 Net assets without donor restrictions				
	25 Net assets with donor restrictions				
	Foundations that do not follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/> and complete lines 26 through 30.				
	26 Capital stock, trust principal, or current funds	581,394,602	579,008,757		
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	0	0		
	28 Retained earnings, accumulated income, endowment, or other funds	0	0		
29 Total net assets or fund balances (see instructions)	581,394,602	579,008,757			
30 Total liabilities and net assets/fund balances (see instructions) .	585,746,518	583,629,758			

Part III Analysis of Changes in Net Assets or Fund Balances			
1 Total net assets or fund balances at beginning of year—Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return)		1	581,394,602
2 Enter amount from Part I, line 27a		2	-2,385,845
3 Other increases not included in line 2 (itemize) ▶ _____		3	0
4 Add lines 1, 2, and 3		4	579,008,757
5 Decreases not included in line 2 (itemize) ▶ _____		5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .		6	579,008,757

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Additional Data Table				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a See Additional Data Table				
b				
c				
d				
e				
(i) F.M.V. as of 12/31/69			(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))	
a See Additional Data Table				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2 29,134,760
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	{ If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }			3

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	41,802,658	818,392,416	0.051079
2017	46,351,343	776,253,417	0.059712
2016	37,663,163	733,858,913	0.051322
2015	35,704,178	735,472,955	0.048546
2014	32,953,278	727,180,835	0.045316
2 Total of line 1, column (d)			2 0.255975
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years			3 0.051195
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5			4 808,843,329
5 Multiply line 4 by line 3			5 41,408,734
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 319,969
7 Add lines 5 and 6			7 41,728,703
8 Enter qualifying distributions from Part XII, line 4			8 47,980,576

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

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

Table with 11 rows for excise tax calculation. Includes sub-rows 6a-6d for credits and payments. Total amount owed is 0, and amount overpaid is 343,579.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question number, 'Yes', and 'No' responses. Questions cover political activities, unrelated business income, and state reporting requirements.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-14 regarding controlled entities, distributions, public inspection requirements, and books in care.

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Row 15: Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041. Row 16: At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?

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

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

Main table for Part VII-B with 3 columns: Question, Yes, No. Rows 1a-4b covering various activities like sale of property, borrowing money, government service, and business holdings.

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

5a During the year did the foundation pay or incur any amount to:
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
(3) Provide a grant to an individual for travel, study, or other similar purposes?
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?
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.
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?
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?
6b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?
7b If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?

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

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions

Table with 5 columns: (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

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

Table with 5 columns: (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

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

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
DEXTER PRIVATE EQUITY TE LLC TWO MONUMENT SQUARE PORTLAND, ME 04101	INVEST PORTFOLIO DEDUCTIONS	1,920,445
DEXTER US EQUITY TE LLC TWO MONUMENT SQUARE PORTLAND, ME 04101	INVEST PORTFOLIO DEDUCTIONS	1,000,927
DEXTER ENTERPRISES INC TWO MONUMENT SQUARE PORTLAND, ME 04101	INVESTMENT & GRANT ADMINISTRATION	1,000,699
DEXTER REAL ASSETS TE LLC TWO MONUMENT SQUARE PORTLAND, ME 04101	INVEST PORTFOLIO DEDUCTIONS	898,492
DEXTER INTERNATIONAL EQUITY TE LLC TWO MONUMENT SQUARE PORTLAND, ME 04101	INVEST PORTFOLIO DEDUCTIONS	849,279
Total number of others receiving over \$50,000 for professional services. ▶		4

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	0
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
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 816,704,651
b	Average of monthly cash balances.	1b 4,456,089
c	Fair market value of all other assets (see instructions).	1c 0
d	Total (add lines 1a, b, and c).	1d 821,160,740
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.	3 821,160,740
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4 12,317,411
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 808,843,329
6	Minimum investment return. Enter 5% of line 5.	6 40,442,166

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here <input type="checkbox"/> and do not complete this part.)		
1	Minimum investment return from Part X, line 6.	1 40,442,166
2a	Tax on investment income for 2019 from Part VI, line 5.	2a 319,969
b	Income tax for 2019. (This does not include the tax from Part VI.).	2b
c	Add lines 2a and 2b.	2c 319,969
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3 40,122,197
4	Recoveries of amounts treated as qualifying distributions.	4 0
5	Add lines 3 and 4.	5 40,122,197
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 40,122,197

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 47,711,491
b	Program-related investments—total from Part IX-B.	1b 0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2
3	Amounts set aside for specific charitable projects that satisfy the:	
a	Suitability test (prior IRS approval required).	3a 269,085
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 47,980,576
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5 319,969
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6 47,660,607

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				40,122,197
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only.			1,182,809	
b Total for prior years: 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2019:				
a From 2014.				
b From 2015.				
c From 2016.				
d From 2017.				
e From 2018.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ \$ <u>47,980,576</u>				
a Applied to 2018, but not more than line 2a			1,182,809	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2019 distributable amount.				40,122,197
e Remaining amount distributed out of corpus	6,675,570			
5 Excess distributions carryover applied to 2019. (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	6,675,570			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b. Taxable amount—see instructions		0		
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	6,675,570			
10 Analysis of line 9:				
a Excess from 2015.				
b Excess from 2016.				
c Excess from 2017.				
d Excess from 2018.				
e Excess from 2019.	6,675,570			

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

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

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

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

	Tax year		Prior 3 years		(e) Total
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					

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

a "Assets" alternative test—enter:

(1) Value of all assets

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

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

c "Support" alternative test—enter:

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

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

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:
 REFER TO GRANT GUIDELINES AT WWWHAR
 DEXTER ENTERPRISES INC TWO MONUMENT
 SQUARE
 PORTLAND, ME 04101
 (207) 828-7999

b The form in which applications should be submitted and information and materials they should include:
 REFER TO GRANT GUIDELINES AT WWW.HAROLDALFONDFOUNDATION.ORG

c Any submission deadlines:
 REFER TO GRANT GUIDELINES AT WWW.HAROLDALFONDFOUNDATION.ORG

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
 REFER TO GRANT GUIDELINES AT WWW.HAROLDALFONDFOUNDATION.ORG

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 See Additional Data Table				
Total ▶ 3a				46,816,906
b Approved for future payment CENTER FOR CURRICULUM REDESIGN 10 JAMAICAWAY 18 BOSTON, MA 02130		PC	CYBERPANTHERS CS PATH FOR EDUCATION, EMPLOYABILITY AND LIFE	497,000
FAME LEADERS INC PO BOX 949 AUGUSTA, ME 043320949		SO I	CURRENT YEAR SET ASIDE - ALFOND LEADERS STUDENT DEBT REDUCTION PROGRAM	269,085
Total ▶ 3b				766,085

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

Part XVII

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
a Transfers from the reporting foundation to a noncharitable exempt organization of:
(1) Cash.
(2) Other assets.
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization.
(2) Purchases of assets from a noncharitable exempt organization.
(3) Rental of facilities, equipment, or other assets.
(4) Reimbursement arrangements.
(5) Loans or loan guarantees.
(6) Performance of services or membership or fundraising solicitations.
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.
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.

Table with 4 columns: (a) Line No., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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. Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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 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 DANIEL P DOIRON Preparer's Signature Date 2020-11-12 Check if self-employed PTIN P01206204 Firm's name ALBIN RANDALL & BENNETT Firm's EIN 01-0448006 Firm's address PO BOX 445 130 MIDDLE STREET PORTLAND, ME 041120445 Phone no. (207) 772-1981

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
REALTY ASSOCIATES FUND IX CORPORATION	P		
OCH ZIFF CAPITAL PASS-THROUGH	P		
SPECIAL OPPTS III PASS-THROUGH	P		
LEGACY VENTURE IV PASS-THROUGH	P		
LEGACY VENTURE V PASS-THROUGH	P		
BLACKSTONE REAL ESTATE PASS-THROUGH	P		
DEXTER HEDGE FUNDS TE PASS-THROUGH	P		
DEXTER TS INDIA FUND PASS-THROUGH	P		
DEXTER US EQUITY TE PASS-THROUGH	P		
DEXTER FIXED INCOME TE PASS-THROUGH	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,340			1,340
2,315			2,315
157,339			157,339
332,471			332,471
267,985			267,985
218,981			218,981
6,418,232			6,418,232
102,882			102,882
9,368,931			9,368,931
252,639			252,639

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			1,340
			2,315
			157,339
			332,471
			267,985
			218,981
			6,418,232
			102,882
			9,368,931
			252,639

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
DEXTER INTERNATIONAL EQUITY PASS-THROUGH	P		
DEXTER GLOBAL EQUITY TE PASS-THROUGH	P		
DEXTER PRIVATE EQUITY PASS-THROUGH	P		
DEXTER REAL ASSETS PASS-THROUGH	P		
CLASS ACTION PROCEEDS	P		
ADJUSTMENT FOR GAINS INCLUDED IN UBTI	P		
WINDJAMMER HOLDINGS INC STOCK DISPOSAL	D		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,606,739			1,606,739
		782,052	-782,052
8,039,050			8,039,050
4,443,469			4,443,469
790			790
		1,309,031	-1,309,031
12,680			12,680

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			1,606,739
			-782,052
			8,039,050
			4,443,469
			790
			-1,309,031
			12,680

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
THEODORE B ALFOND C/O DEXTER ENT TWO MONUMENT SQUARE PORTLAND, ME 04101	TRUSTEE 2.00	0	0	0
WILLIAM L ALFOND C/O DEXTER ENT TWO MONUMENT SQUARE PORTLAND, ME 04101	TRUSTEE 1.00	0	0	0
GREGORY W POWELL - SEE STATEMENT 15 C/O DEXTER ENT TWO MONUMENT SQUARE PORTLAND, ME 04101	TRUSTEE 27.00	0	0	0
PETER H LUNDER C/O DEXTER ENT TWO MONUMENT SQUARE PORTLAND, ME 04101	TRUSTEE 1.00	0	0	0
STEVEN P AKIN C/O DEXTER ENT TWO MONUMENT SQUARE PORTLAND, ME 04101	TRUSTEE 8.00	0	0	0
THERESA M STONE C/O DEXTER ENT TWO MONUMENT SQUARE PORTLAND, ME 04101	TRUSTEE 7.00	0	0	0
DAVID T FLANAGAN C/O DEXTER ENT TWO MONUMENT SQUARE PORTLAND, ME 04101	TRUSTEE 7.00	0	0	0
BARRY MILLS C/O DEXTER ENT TWO MONUMENT SQUARE PORTLAND, ME 04101	TRUSTEE 7.00	0	0	0

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALFOND SCHOLARSHIP FOUNDATION 15 MONUMENT SQUARE 2ND FLOOR PORTLAND, ME 04101		SO I	OPERATIONS	647,650
ALFOND SCHOLARSHIP FOUNDATION 15 MONUMENT SQUARE 2ND FLOOR PORTLAND, ME 04101		SO I	ASF SCHOLARSHIP PAYMENTS	6,154,247
ALFOND SCHOLARSHIP FOUNDATION 15 MONUMENT SQUARE 2ND FLOOR PORTLAND, ME 04101		SO I	QUARTERLY FAME EXPENSES	249,350
Total ▶ 3a				46,816,906

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALFOND YOUTH & COMMUNITY CENTER 126 NORTH STREET WATERVILLE, ME 04901		PC	STRATEGIC LONG TERM CAPITAL AND DEVELOPMENT SUSTAINABILITY AT THE ALFOND YOUTH CENTER	532,252
ALFOND YOUTH & COMMUNITY CENTER 126 NORTH STREET WATERVILLE, ME 04901		PC	WATERVILLE CAL RIPKEN LEAGUE	150
ALFOND YOUTH & COMMUNITY CENTER 126 NORTH STREET WATERVILLE, ME 04901		PC	WELLNESS PROJECT	3,672,384
Total				46,816,906

▶ 3a

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN UNIVERSITY IN BULGARIA 910 17TH ST NW SUITE 1100 WASHINGTON, DC 20006		PC	UNRESTRICTED	10,000
AROOSTOOK MENTAL HEALTH SERVICES INC PO BOX 1018 CARIBOU, ME 04736		PC	AROOSTOOK TEEN LEADERSHIP CAMP (ATLC) PROGRAM	500
ARTS FOUNDATION OF CAPE COD 396 MAIN STREET HYANNIS, MA 02601		PC	UNRESTRICTED	4,000
Total ▶ 3a				46,816,906

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BELGRADE REGIONAL HEALTH CENTER PO BOX 304 BELGRADE LAKES, ME 04918		PC	SECURITY IMPROVEMENTS - ALARM AND OUTSIDE LIGHTING	15,000
BETH ISRAEL CONGREGATION PO BOX 1882 WATERVILLE, ME 04903		PC	OPERATIONS	50,000
BETH ISRAEL CONGREGATION PO BOX 244 BATH, ME 04530		PC	OPERATIONS	2,000
Total ▶ 3a				46,816,906

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BOYS AND GIRLS CLUBS OF PUERTO RICO PO BOX 79526 CAROLINA, PR 009849526		PC	PHASE I OF VIMENTI PROJECT	500,000
BRUNSWICK COMMUNITY EDUCATION FOUNDATION PO BOX 1042 BRUNSWICK, ME 040111042		PC	UNRESTRICTED	3,000
CATHANCE RIVER EDUCATION ALLIANCE PO BOX 187 TOPSHAM, ME 040860187		PC	UNRESTRICTED	5,000
Total ▶ 3a				46,816,906

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CENTER FOR CURRICULUM REDESIGN 10 JAMAICAWAY 18 BOSTON, MA 02130		PC	CYBERPANTHERS CS PATH FOR EDUCATION, EMPLOYABILITY AND LIFE	938,000
CHILDREN'S CENTER EARLY INTERVENTION AND FAMILY SUPPORT 1 ALDEN AVE AUGUSTA, ME 043300000		PC	UNRESTRICTED	15,000
CITY OF WATERVILLE 1 COMMON STREET WATERVILLE, ME 04926		GOV	ALFOND MUNICIPAL POOL RENOVATION - PHASE I	560,000
Total				46,816,906

▶ 3a

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COASTAL MAINE BOTANICAL GARDENS INC PO BOX 234 BOOTHBAY, ME 04537		PC	UNRESTRICTED	2,000
COBSCOOK COMMUNITY LEARNING CENTER 10 COMMISSARY POINT ROAD TRESCOTT TWP, ME 04652		PC	HEARTWOOD CLASSROOMS	100,000
COLBY COLLEGE 4000 MAYFLOWER HILL WATERVILLE, ME 049018846		PC	ATHLETICS CENTER	10,000,000
Total ▶ 3a				46,816,906

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COLBY COLLEGE 4000 MAYFLOWER HILL WATERVILLE, ME 049018846		PC	WATERVILLE DOWNTOWN DEVELOPMENT FUND	2,000,000
COLBY COLLEGE 4000 MAYFLOWER HILL WATERVILLE, ME 049018846		PC	MAIN STREET HOTEL DEVELOPMENT PROJECT	2,500,000
EAGLES NEST FOUNDATION INCORPORATED 43 HART RD PISGAH FOREST, NC 28768		PC	UNRESTRICTED	1,000
Total				46,816,906

▶ 3a

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EDUCARE CENTRAL MAINE 97 WATER ST WATERVILLE, ME 049016339		PC	HAROLD ALFOND SCHOLARSHIPS	250,000
FOUNDATION FOR A STRONG MAINE ECONOMY 125 COMMUNITY DRIVE SUITE 101 AUGUSTA, ME 04330		PC	FOCUSMAINE YEARS ONE TO THREE OF TEN-YEAR IMPLEMENTATION PLAN	1,656,452
FRIENDS OF THE MAINE STATE MUSEUM 83 STATE HOUSE STATION AUGUSTA, ME 043330083		PC	UNRESTRICTED	5,000
Total				46,816,906

▶ **3a**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GLOUCESTER MARITIME HERITAGE CENTER 23 HARBOR LOOP GLOUCESTER, MA 019305004		PC	UNRESTRICTED	20,000
GULFSHORE PLAYHOUSE 1010 5TH AVE S SUITE 205 NAPLES, FL 341026408		PC	UNRESTRICTED	15,000
JOBS FOR MAINE'S GRADUATES INC 65 STONE STREET AUGUSTA, ME 04330		PC	ENDOWMENT AND COLLEGE & CAREER SUCCESS INITIATIVE	1,081,716
Total ▶ 3a				46,816,906

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KENNEBEC BEHAVIORAL HEALTH 67 EUSTIS PARKWAY WATERVILLE, ME 04901		PC	OPERATING	2,000
KENNEBEC VALLEY YMCA 31 UNION STREET AUGUSTA, ME 04330		PC	GIVE FOR A BETTER US CAMPAIGN	250,000
FAME LEADERS INCPO BOX 949 AUGUSTA, ME 043320949		SO I	MARKETING SUPPORT 2019	7,500
Total ▶ 3a				46,816,906

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


Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MAINE CENTER VENTURES UNIVERSITY OF MAINE SCHOOL OF LAW RM 710 246 DEERING AVE PORTLAND, ME 04102		PC	MAINE CENTER FOR GRADUATE PROFESSIONAL STUDIES	3,000,000
MAINE DEVELOPMENT FOUNDATION 2 BEECH STREET SUITE 203 HALLOWELL, ME 04347		PC	MAINESPARK	3,000
MAINE IRISH HERITAGE CENTER PO BOX 7588 PORTLAND, ME 04112		PC	UNRESTRICTED	5,000
Total ▶ 3a				46,816,906

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MAINE MEDICAL CENTER 22 BRAMHALL ST PORTLAND, ME 041023134		PC	UNRESTRICTED	15,000
MAINE SPORTS HALL OF FAME PO BOX 2619 PORTLAND, ME 04116		PC	UNRESTRICTED	2,000
MAINEGENERAL HEALTH 110 FORE STREET PORTLAND, ME 04101		SO III	THE DEVELOPMENT OF AN INTEGRATED, PATIENT-CENTERED ONCOLOGY SERVICE LINE FOR MAINE	430,650
Total				46,816,906

▶ 3a

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MAINEHEALTH110 FORE STREET PORTLAND, ME 04101		SO III	THE DEVELOPMENT OF AN INTEGRATED, PATIENT-CENTERED ONCOLOGY SERVICE LINE FOR MAINE	2,569,350
MID COAST HOSPITAL 123 MEDICAL CENTER DR BRUNSWICK, ME 040112652		PC	UNRESTRICTED	15,000
OGUNQUIT MUSEUM OF AMERICAN ART PO BOX 815 543 SHORE ROAD OGUNQUIT, ME 039070815		PC	UNRESTRICTED	2,000
Total  3a				46,816,906

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
OLYMPIA SNOWE WOMEN'S LEADERSHIP INSTITUTE ONE CANAL PLAZA SUITE 501 PORTLAND, ME 04101		PC	SUPPORT FOR LONG-TERM SUSTAINABLE DELIVERY OF PROGRAMMING STATEWIDE IN MAINE	400,000
PAUL TAYLOR DANCE FOUNDATION 551 GRAND STREET NEW YORK, NY 100024282		PC	UNRESTRICTED	40,000
ROLLINS COLLEGE 1000 HOLT AVENUE WINTER PARK, FL 327894499		PC	THE INNOVATION TRIANGLE	4,000,000
Total ▶ 3a				46,816,906

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SAINT JOSEPH'S COLLEGE 278 WHITES BRIDGE ROAD STANDISH, ME 04084		PC	CREATING THE CENTER FOR NURSING EXCELLENCE AT SAINT JOSEPH'S COLLEGE	475,858
SEEDS OF PEACE INC 370 LEXINGTON AVE SUITE 1201 NEW YORK, NY 10017		PC	WATERVILLE AND WINSLOW SEEDS PROGRAM	25,000
SPECTRUM GENERATIONS ONE WESTON COURT AUGUSTA, ME 04338		PC	SUKEFORTH FAMILY FESTIVAL OF TREES - SUPPORTING MEALS ON WHEELS	1,200
Total ▶ 3a				46,816,906

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

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Name and address (home or business)				
a <i>Paid during the year</i>				
SUSAN CURTIS FOUNDATION 1321 WASHINGTON AVE SUITE 104 PORTLAND, ME 04103		PC	CAMP SUSAN CURTIS YOUTH DEVELOPMENT PROGRAM	14,700
THE CAHOON MUSEUM OF AMERICAN ART INC PO BOX 1853 COTUIT, MA 02635		PC	UNRESTRICTED	10,000
THE JACKSON LABORATORY 600 MAIN STREET BAR HARBOR, ME 04609		PC	MAINE CANCER GENOMICS INITIATIVE	2,750,000
Total				46,816,906

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE MAINE CHILDREN'S HOME FOR LITTLE WANDERERS 93 SILVER STREET WATERVILLE, ME 049015923		PC	ANNUAL CAMPAIGN	15,000
THE NATURE CONSERVANCY IN MAINE 14 MAINE STREET SUITE 401 BRUNSWICK, ME 04011		PC	UNRESTRICTED	3,000
THE PIONEER INSTITUTE 185 DEVONSHIRE STREET SUITE 1101 BOSTON, MA 02110		PC	UNRESTRICTED	20,000
Total ▶ 3a				46,816,906

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THOMAS COLLEGE180 W RIVER RD WATERVILLE, ME 049015066		PC	HAROLD ALFOND INSTITUTE FOR BUSINESS INNOVATION	738,947
THOMAS COLLEGE180 W RIVER RD WATERVILLE, ME 049015066		PC	UNRESTRICTED	2,000
UNITED WAY OF MID-MAINE INC 105 KENNEDY MEMORIAL DRIVE WATERVILLE, ME 04901		PC	UNITED WAY OF MID-MAINE ANNUAL FUND	12,500
Total ▶ 3a				46,816,906

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNIVERSITY OF FLORIDA FOUNDATION PO BOX 14425 GAINESVILLE, FL 326042425		PC	NORMAN FIXEL INSTITUTE OF NEUROLOGICAL DISEASES AT UNIVERSITY OF FLORIDA HEALTH	500
UNIVERSITY OF MAINE FOUNDATION TWO ALUMNI PLACE ORONO, ME 044695792		PC	THE ALFOND FUND TO SUPPORT UMAINE ATHLETIC EXCELLENCE	500,000
UNIVERSITY OF MAINE SCHOOL OF LAW FOUNDATION 246 DEERING AVE PORTLAND, ME 041022837		PC	DANIELLE CONWAY SCHOOL OF LAW SCHOLARSHIP FUND	2,000
Total				46,816,906

▶ 3a

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WATERVILLE CREATES 10 WATER ST SUITE 106 WATERVILLE, ME 04901		PC	2019 -2023 OPERATING SUPPORT	500,000
WATERVILLE CREATES 10 WATER ST SUITE 106 WATERVILLE, ME 04901		PC	SEASON SPONSOR 2019 - 2020	15,000
Total ▶ 3a				46,816,906

TY 2019 Accounting Fees Schedule**Name:** HAROLD ALFOND FOUNDATION**EIN:** 22-3281672

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION	19,350	7,740		11,610

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

TY 2019 Expenditure Responsibility Statement

Name: HAROLD ALFOND FOUNDATION

EIN: 22-3281672

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
WATERVILLE DEVELOPMENT CORPORATION	ONE COMMON STREET WATERVILLE, ME 04901	2016-06-30	1,000,000	FOR WATERVILLE DEVELOPMENT CORPORATION TO SUPPORT BUSINESS EXPANSION AND JOB GROWTH IN WATERVILLE, SPECIFICALLY THROUGH CGI'S EXPANSION TO THE CITY.	600,000	TO THE BEST OF THE GRANTOR'S KNOWLEDGE, THERE WERE NO DIVERTED FUNDS.	AUGUST 15, 2017; JULY 10, 2018; SEPTEMBER 25, 2019; APRIL 24, 2020	2020-04-24	THE GRANTOR VERIFIED WATERVILLE DEVELOPMENT CORPORATION SUPPORTED THE EXPANSION OF CGI TO WATERVILLE BY PROVIDING GRANT FUNDS IN SUPPORT OF CGI'S EXPENDITURES REQUIRED TO DEVELOP NEW TECHNOLOGIES AND PRODUCTS IN THE FINANCIAL SERVICES AND OTHER INDUSTRIES. THE GRANTOR OBTAINED REPRESENTATIONS FROM THE GRANTEE IN THE GRANTEE'S ANNUAL EXPENDITURE RESPONSIBILITY REPORT THAT THE GRANTEE HAS EXPENDED \$600,000 OF GRANT FUNDS TO CGI AND THAT CGI, IN TURN, HAS EXPENDED \$567,057.28 OF GRANT FUNDS IN COMPLIANCE WITH THE TERMS OF THE GRANT AGREEMENT. THE GRANTOR HAS VALID REASONS TO BELIEVE THE \$32,942.72 OF FUNDS YET TO BE EXPENDED BY CGI WILL BE EXPENDED IN COMPLIANCE WITH THE TERMS OF THE GRANT AGREEMENT. THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE.
MAINE SPORTS COMMISSION	44 LAKESIDE DRIVE FALMOUTH, ME 04105	2018-02-23	5,000	TO SUPPORT THE 2018/2019 SHE RULES SYMPOSIUM AND FUTURE EVENTS IN CELEBRATION OF NATIONAL GIRLS & WOMEN IN SPORTS DAY	4,415	TO THE BEST OF THE GRANTOR'S KNOWLEDGE, THERE WERE NO DIVERTED FUNDS.	AUGUST 16, 2017; OCTOBER 16, 2018; AUGUST 15, 2019	2020-11-04	THE GRANTOR VERIFIED MAINE SPORTS COMMISSION SUPPORTED THE 2018 AND 2019 SHERULES SYMPOSIUM BY PROVIDING GRANT FUNDS FOR PURCHASING SUPPLIES AND MARKETING MATERIAL FOR THE EVENT. THE GRANTOR OBTAINED REPRESENTATIONS FROM THE GRANTEE IN THE GRANTEE'S ANNUAL EXPENDITURE RESPONSIBILITY REPORT THAT THE GRANTEE HAS EXPENDED \$4,415.29 OF GRANT FUNDS IN COMPLIANCE WITH THE TERMS OF THE GRANT AGREEMENT THROUGH AUGUST 2019. ON NOVEMBER 4, 2020, THE GRANTOR VERIFIED THAT NO ADDITIONAL FUNDS HAVE YET BEEN EXPENDED. THE GRANTOR HAS VALID REASONS TO BELIEVE THE \$584.71 OF FUNDS YET TO BE EXPENDED BY MAINE SPORTS COMMISSION WILL BE EXPENDED IN COMPLIANCE WITH THE TERMS OF THE GRANT AGREEMENT. THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE.

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

TY 2019 Gain/Loss from Sale of Other Assets Schedule

Name: HAROLD ALFOND FOUNDATION

EIN: 22-3281672

Gain Loss Sale Other Assets Schedule

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
PUBLICLY TRADED SECURITIES DONATED		DONATED			7,568,197	3,125,403		0	4,442,794	

TY 2019 General Explanation Attachment**Name:** HAROLD ALFOND FOUNDATION**EIN:** 22-3281672**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1	FOUNDATION TRUSTEE POWELL ADDITIONAL INFORMATION	FORM 990-PF, PART VIII	GREGORY POWELL IS AN EMPLOYEE OF DEXTER ENTERPRISES, INC. DEXTER ENTERPRISES, INC. IS COMPENSATED UNDER A MANAGEMENT CONTRACT WITH THE FOUNDATION. SEE STATEMENT 6 FOR DEXTER ENTERPRISES, INC. INFORMATION.

General Explanation Attachment

Identifier	Return Reference	Explanation	
2	DISTRIBUTION OF PROPERTY FOR CHARITY	990-PF, PART I, LINE 6A, COLUMN A	UNDER REGULATION 53.4940-1, A DISTRIBUTION OF PROPERTY FOR CHARITABLE PURPOSES UNDER SECTION 170(C)(1) OR (2)(B) MADE BY A FOUNDATION TO A CHARITABLE ORGANIZATION IS NOT TREATED AS A TAXABLE SALE OR DISPOSITION. THE CAPITAL GAIN RECORDED ON THE BOOKS IS NOT TAXABLE; THEREFORE, THE PROPERTY DISTRIBUTION IS EXCLUDED FROM NET INVESTMENT INCOME, LINE 7, COLUMN (B).

TY 2019 Investments Corporate Bonds Schedule**Name:** HAROLD ALFOND FOUNDATION**EIN:** 22-3281672**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
DEXTER FIXED INCOME TE, LLC	43,221,926	44,964,816

TY 2019 Investments Corporate Stock Schedule**Name:** HAROLD ALFOND FOUNDATION**EIN:** 22-3281672**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BERKSHIRE HATHAWAY CL B	19,845,065	49,916,523
BERKSHIRE HATHAWAY CL A	82,529,435	207,489,490
DEXTER GLOBAL EQUITY TE, LLC	47,404,420	63,559,753
DEXTER INTERNATIONAL EQUITY TE, LLC	75,444,883	80,811,600
DEXTER US EQUITY TE, LLC	76,719,072	113,124,868
MAINEGENERAL PROGRAM RELATED INVESTMENT 100 SH BRKA COLLATERAL ACCOUNT	12,156,546	30,563,100
BRKA STOCK SET ASIDE FOR ALFOND LEADERS PROGRAM (FAME)	2,701,455	6,791,800

TY 2019 Investments - Other Schedule**Name:** HAROLD ALFOND FOUNDATION**EIN:** 22-3281672**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BLACKSTONE REAL ESTATE PARTNERS V AND VI, LP	AT COST	1,167,258	205,250
LEGACY VENTURE FUNDS	AT COST	2,326,403	4,691,704
TISHMAN SPEYER INVESTMENTS: INTERNATIONAL REAL ESTATE VENTURE	AT COST	661,687	48,366
TISHMAN SPEYER INVESTMENTS: INDIA REAL ESTATE VENTURE	AT COST	620,417	299,948
TISHMAN SPEYER INVESTMENTS: 201 FOLSOM INVESTOR FEEDER, LP	AT COST	32,266	30,762
DEXTER HEDGE FUNDS TE, LLC	AT COST	88,245,042	121,953,767
DEXTER PRIVATE EQUITY TE, LLC	AT COST	72,798,962	100,708,734
DEXTER REAL ASSETS TE, LLC	AT COST	41,761,872	53,669,318
FIRST HORIZON NATIONAL CO.	AT COST	184	331
COASTAL MAINE BOTANICAL GARDENS PRI RECEIVABLE	AT COST	7,500,000	7,500,000
OCH ZIFF CAPITAL ADVISORS	AT COST	0	5,741
SPECIAL OPPORTUNITIES FUNDS	AT COST	0	554,655

TY 2019 Legal Fees Schedule**Name:** HAROLD ALFOND FOUNDATION**EIN:** 22-3281672

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	120,477	6,846		113,631

TY 2019 Other Assets Schedule**Name:** HAROLD ALFOND FOUNDATION**EIN:** 22-3281672**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
SPORTS MEMORABILIA COLLECTION	5,000	5,000	5,000

TY 2019 Other Expenses Schedule**Name:** HAROLD ALFOND FOUNDATION**EIN:** 22-3281672**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT INTEREST PASS THRU FROM K-1S	498,996	380,985		0
NON DEDUCTIBLE EXPENSE PASS THRU FROM K-1S	134,642	0		0
CHARITABLE DONATIONS PASS THRU FROM K-1S	5,701	0		5,701
RENTAL LOSS FROM PASS-THRU K-1S	953,525	259,685		0
ROYALTY DEDUCTIONS FROM PASS-THRU K-1S	93,611	93,611		0
INSURANCE	5,929	2,372		3,557
OTHER DEDUCTIONS PASS-THRU FROM K-1S	7,748,773	6,528,243		0

TY 2019 Other Income Schedule**Name:** HAROLD ALFOND FOUNDATION**EIN:** 22-3281672**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ROYALTY INCOME FROM PASS-THRU K-1S	153,149	152,830	153,149
ORDINARY INCOME FROM PASS-THRU K-1S	88	88	88
RENTAL INCOME FROM PASS-THRU K-1S	10,031	10,031	10,031
OTHER INCOME FROM PASS-THRU K-1S	771,366	771,366	771,366
TAX-EXEMPT INCOME FROM PASS-THRU K-1S	5,358	0	5,358

TY 2019 Other Liabilities Schedule**Name:** HAROLD ALFOND FOUNDATION**EIN:** 22-3281672

Description	Beginning of Year - Book Value	End of Year - Book Value
ALFOND LEADERS PROGRAM SET ASIDE PAYABLE BY 12/31/2025	4,351,916	4,621,001

TY 2019 Other Professional Fees Schedule**Name:** HAROLD ALFOND FOUNDATION**EIN:** 22-3281672

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DEXTER ENTERPRISES, INC.	1,000,699	400,280		600,419
INVESTMENT CONSULTING FEES	215,594	215,594		0
GRANT CONSULTING SERVICES	132,827	0		132,827

TY 2019 Taxes Schedule**Name:** HAROLD ALFOND FOUNDATION**EIN:** 22-3281672

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	358,507	358,507		0
NET INVESTMENT INCOME TAXES	20,000	0		0
NET STATE UBIT TAXES	3,178	0		0

Schedule B
(Form 990, 990-EZ,
or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors
▶ Attach to Form 990, 990-EZ, or 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047
2019

Name of the organization
HAROLD ALFOND FOUNDATION

Employer identification number
22-3281672

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

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

General Rule

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

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

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

Name of organization
HAROLD ALFOND FOUNDATION

Employer identification number
22-3281672

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	PETER G ALFOND ESTATE <hr/> C/O DEXTER ENTRPS TWO MONUMENT SQ <hr/> PORTLAND, ME 04101	<hr/> \$ 10,000,000	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
	<hr/> <hr/> <hr/>	<hr/> \$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
	<hr/> <hr/> <hr/>	<hr/> \$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
	<hr/> <hr/> <hr/>	<hr/> \$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
	<hr/> <hr/> <hr/>	<hr/> \$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
	<hr/> <hr/> <hr/>	<hr/> \$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)

Name of organization
HAROLD ALFOND FOUNDATION

Employer identification number

22-3281672

Part II			
Noncash Property			
(a) No. from Part I	(b) Description of noncash property given <small>(see instructions). Use duplicate copies of Part II if additional space is needed.</small>	(c) FMV (or estimate) (See instructions)	(d) Date received
-	_____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-	_____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-	_____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-	_____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-	_____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-	_____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-	_____ _____ _____	_____ \$	_____

Name of organization
HAROLD ALFOND FOUNDATION

Employer identification number
22-3281672

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____ _____	_____ _____	_____ _____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____ _____		_____ _____	

(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	
_____ _____		_____ _____	

(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	
_____ _____		_____ _____	

(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	
_____ _____		_____ _____	