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Extended to November 16, 2020

Return of Private Foundation

OMB No 1545-0047

Form 990-PF

Department of the Treasury Internal Revenue Service

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

2019

Open to Public Inspection

1912

For calendar year 2019 or tax year beginning

Name of foundation: The Onion Foundation
Employer identification number: 47-1289795
Telephone number: (207) 636-7353
City or town, state or province, country, and ZIP or foreign postal code: Wayne, ME 04284
Check type of organization: Section 501(c)(3) exempt private foundation
Fair market value of all assets at end of year: \$11,214,898
Accounting method: Cash

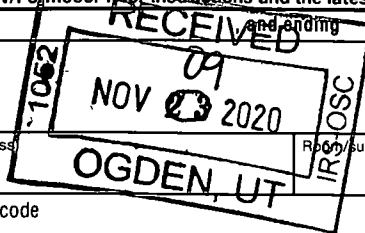


Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Contributions, interest, dividends, gross rents, net gain, other income, and various operating and administrative expenses.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	38,168.	87,395.	87,395.
	2 Savings and temporary cash investments	534,187.	456,162.	456,162.
	3 Accounts receivable	1,101.		
	Less: allowance for doubtful accounts		1,101.	1,101.
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 8	3,818,777.	8,945,011.	8,945,011.
	c Investments - corporate bonds Stmt 9	663,514.	1,103,466.	1,103,466.
	11 Investments - land, buildings, and equipment, basis			
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other Stmt 10	414,812.	621,763.	621,763.	
14 Land, buildings, and equipment, basis				
Less: accumulated depreciation				
15 Other assets (describe)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	5,469,458.	11,214,898.	11,214,898.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
22 Other liabilities (describe Statement 11)	297.	788.		
23 Total liabilities (add lines 17 through 22)	297.	788.		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here and complete lines 24, 25, 29, and 30 <input type="checkbox"/>			
	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"/>			
	26 Capital stock, trust principal, or current funds	0.	0.	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	28 Retained earnings, accumulated income, endowment, or other funds	5,469,161.	11,214,110.	
29 Total net assets or fund balances	5,469,161.	11,214,110.		
30 Total liabilities and net assets/fund balances	5,469,458.	11,214,898.		

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	5,469,161.
2 Enter amount from Part I, line 27a	2	6,502,505.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	11,971,666.
5 Decreases not included in line 2 (itemize) Net Unrealized Loss on Investments	5	757,556.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	11,214,110.

Form 990-PF (2019)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Publicly Traded Securities			
b From Passthrough K-1	P		
c Capital Gains Dividends			
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 2,191,920.		815,166.	1,376,754.
b		572.	<572.>
c 24,499.			24,499.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			1,376,754.
b			<572.>
c			24,499.
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	1,400,681.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	601,129.	5,717,817.	.105133
2017	449,136.	6,136,968.	.073185
2016	554,302.	6,279,381.	.088273
2015	383,195.	7,424,728.	.051611
2014	100,000.	6,801,852.	.014702

2 Total of line 1, column (d)	2	.332904
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	.066581
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	7,759,701.
5 Multiply line 4 by line 3	5	516,649.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	14,822.
7 Add lines 5 and 6	7	531,471.
8 Enter qualifying distributions from Part XII, line 4	8	1,856,228.

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 tax due is 15,063.00, with 15,063.00 refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, unrelated business income, and substantial contributors. Includes handwritten 'ME' and '2'.

Part VII-A: Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>www.onionfoundation.org</u>	X	
14 The books are in care of ► <u>Frederick Onion</u> Telephone no. ► <u>(207) 636-7353</u> Located at ► <u>414 Hardscrabble Road, Wayne, ME</u> ZIP+4 ► <u>04284</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	N/A	
16 At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

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

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

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 type="checkbox"/> Yes <input checked="" 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 Organizations relying on a current notice regarding disaster assistance, check here	N/A	5b	
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? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	N/A		
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? If "Yes" to 6b, file Form 8870.		6b	X
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?	N/A	7b	
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<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
Frederick Onion 414 Hardscrabble Road Wayne, ME 04284	Co-Director 1.00	0.	0.	0.
Susan Onion 414 Hardscrabble Road Wayne, ME 04284	Co-Director 1.00	0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Dana T. Kidder - 152 Tappan Farm Road, Winthrop, ME 04364	Program Officer 40.00	65,000.	1,625.	0.

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. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Crewe Advisors - 136 E South Temple, Suite 2400, Salt Lake City, UT 84111-118	Investment Advisory	60,707.

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
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	5,682,433.
b	Average of monthly cash balances	1b	1,573,673.
c	Fair market value of all other assets	1c	621,763.
d	Total (add lines 1a, b, and c)	1d	7,877,869.
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	7,877,869.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	118,168.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,759,701.
6	Minimum investment return. Enter 5% of line 5	6	387,985.

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	387,985.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	14,822.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	14,822.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	373,163.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	373,163.
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	373,163.

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	1,856,228.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	1,856,228.
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	14,822.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,841,406.

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				373,163.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2019.				
a From 2014				
b From 2015				
c From 2016	198,731.			
d From 2017	145,777.			
e From 2018	315,238.			
f Total of lines 3a through e	659,746.			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ \$ 1,856,228.				
a Applied to 2018, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2019 distributable amount				373,163.
e Remaining amount distributed out of corpus	1,483,065.			
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:	2,142,811.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	2,142,811.			
10 Analysis of line 9:				
a Excess from 2015				
b Excess from 2016	198,731.			
c Excess from 2017	145,777.			
d Excess from 2018	315,238.			
e Excess from 2019	1,483,065.			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling ▶
 b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year				(e) Total
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	
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					
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 12

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:
Statement 14

b The form in which applications should be submitted and information and materials they should include:
Statement 14

c Any submission deadlines:
Statement 14

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
Statement 14

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				
240 Strings P.O. Box 10193 Portland, ME 04104-0193	N/A	PC	General Purpose	12,300.
30 Mile River Watershed Association P.O. Box 132 Mount Vernon, ME 04352-0132	N/A	PC	General Purpose	10,000.
317 Main Community Music Center 317 Main Street Yarmouth, ME 04096	N/A	PC	General Purpose	15,000.
A Company of Girls P.O. Box 7527 Portland, ME 04112-7527	N/A	PC	General Purpose	7,500.
Albiston Foundation 6027 Village on the Green, #130 Carrabassett Valley, ME 04947	N/A	PC	General Purpose	7,500.
Total See continuation sheet(s)				3a 1,698,980.
b Approved for future payment				
None				
Total				3b 0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	132,726.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	1,400,681.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a From Passthrough K-1		<5,456.>	14	16,496.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		<5,456.>		1,549,903.	0.
13 Total. Add line 12, columns (b), (d), and (e)			13		1,544,447.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
▼	

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

	Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a Transfers from the reporting foundation to a noncharitable exempt organization of:		
(1) Cash		X
(2) Other assets		X
b Other transactions:		
(1) Sales of assets to a noncharitable exempt organization		X
(2) Purchases of assets from a noncharitable exempt organization		X
(3) Rental of facilities, equipment, or other assets		X
(4) Reimbursement arrangements		X
(5) Loans or loan guarantees		X
(6) Performance of services or membership or fundraising solicitations		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
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.		

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

[Signature] 11/3/20 **Co-Director**

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: **Courtney Francis** Preparer's signature: *[Signature]* Date: **11/02/20** Check if self-employed PTIN: **P02032546**

Firm's name ▶ **Baker Newman & Noyes** Firm's EIN ▶ **01-0494526**

Firm's address ▶ **P.O. Box 507
Portland, ME 04112** Phone no **(207) 879-2100**

Part XV Supplementary Information				
3 Grants and Contributions Paid During the Year (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Alfond Youth & Community Center 126 North Street Waterville, ME 04901-4954	N/A	PC	General Purpose	15,000.
Androscoggin Land Trust P.O. Box 3145 Auburn, ME 04212-3145	N/A	PC	General Purpose	10,548.
Apex Youth Connection (a/k/a Community Bicycle Center) 45 Granite Street Biddeford, ME 04005-3657	N/A	PC	General Purpose	12,500.
Appalachian Mountain Club 10 City Square Boston, MA 02129	N/A	PC	General Purpose	15,000.
Aroostook Arts and Education Center P.O. Box 1252 Presque Isle, ME 04769-1252	N/A	PC	General Purpose	10,000.
Ash Point Community School 54 Ash Point Drive Owls Head, ME 04854	N/A	GOV	General Purpose	800.
Bangor School Department 73 Harlow Street Bangor, ME 04401	N/A	GOV	General Purpose	2,031.
Bangor Symphony Orchestra P.O. Box 1441 Bangor, ME 04402	N/A	PC	General Purpose	10,000.
Bates Dance Festival 305 College Street Lewiston, ME 04240	N/A	PC	General Purpose	10,000.
Bay Chamber Concerts, Inc. 18 Central Street Rockport, ME 04856	N/A	PC	General Purpose	10,000.
Total from continuation sheets				1,646,680.

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Belfast Bay Watershed Coalition P.O. Box 152 Belfast, ME 04915-0152	N/A	PC	General Purpose	7,500.
Bicycle Coalition of Maine P.O. Box 15272 Portland, ME 04112	N/A	PC	General Purpose	15,000.
Bigelow Laboratory for Ocean Sciences 60 Bigelow Drive East Boothbay, ME 04544	N/A	PC	General Purpose	15,000.
Blue Hill Concert Association P.O. Box 140 Blue Hill, ME 04614-0140	N/A	PC	General Purpose	3,000.
Blue Hill Heritage Trust P.O. Box 222 Blue Hill, ME 04614-0222	N/A	PC	General Purpose	10,000.
Boothbay Region Elementary School 238 Townsend Avenue Boothbay Harbor, ME 04538	N/A	GOV	General Purpose	500.
Boothbay Sea and Science Center P.O. Box 332 East Boothbay, ME 04544-0332	N/A	PC	General Purpose	7,003.
Bowdoin International Music Festival 6300 College Station Brunswick, ME 04011-8463	N/A	PC	General Purpose	10,000.
Bowdoinham Community School 23 Cemetery Road Bowdoinham, ME 04008	N/A	GOV	General Purpose	800.
Brewer High School 79 Parkway Street Brewer, ME 04412	N/A	GOV	General Purpose	800.
Total from continuation sheets				

Part XV. Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Bristol Consolidated School 2153 Bristol Road Pemaquid, ME 04558	N/A	GOV	General Purpose	800.
Brunswick-Topsham Land Trust 56 Maine Street Brunswick, ME 04011-2016	N/A	PC	General Purpose	11,950.
Camp Ketcha 336 Black Point Road Scarborough, ME 04074-8676	N/A	PC	General Purpose	17,500.
Campaign Earth P.O. Box 7672 Cape Porpoise, ME 04014-7672	N/A	PC	General Purpose	5,000.
Captain Albert Stevents School 31 Elementary Avenue Belfast, ME 04915	N/A	GOV	General Purpose	800.
Cathance River Education Alliance P.O. Box 187 Topsham, ME 04086-0187	N/A	PC	General Purpose	5,000.
Celebration Barn Theater 190 Stock Farm Road South Paris, ME 04281-6120	N/A	PC	General Purpose	15,000.
Center for Maine Contemporary Art 21 Winter Street Rockland, ME 04841	N/A	PC	General Purpose	10,000.
Central Maine NEMBA 95 Jackman Mills Road Fayette, ME 04349	N/A	PC	General Purpose	2,000.
Chewonki Foundation 485 Chewonki Neck Road Wiscasset, ME 04578-4822	N/A	PC	General Purpose	15,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Children's Museum and Theatre of Maine 142 Free Street Portland, ME 04101-3961	N/A	PC	General Purpose	6,030.
Coastal Maine Botanical Gardens P.O. Box 234 Boothbay, ME 04537-0234	N/A	PC	General Purpose	15,000.
Coastal Mountains Land Trust 101 Mount Battie Street Camden, ME 04843	N/A	PC	General Purpose	10,000.
Coastal Rivers Conservation Trust P.O. Box 333 Damariscotta, ME 04543-0333	N/A	PC	General Purpose	8,000.
Cobbossee Watershed District 167 Main Street Winthrop, ME 04364	N/A	PC	General Purpose	10,000.
Connors Emerson School 11 Eagle Lake Road Bar Harbor, ME 04609	N/A	GOV	General Purpose	800.
Continuum Arts Collective 76 Lower Main Street North Berwick, ME 03906	N/A	PC	General Purpose	10,000.
Cultivating Community P.O. Box 3792 Portland, ME 04104-3792	N/A	PC	General Purpose	10,000.
Downeast Institute for Applied Marine Research and Education P.O. Box 83 Beals, ME 04611-0083	N/A	PC	General Purpose	10,000.
Downeast Lakes Land Trust 4 Water Street Grand Lake Stream, ME 04668	N/A	PC	General Purpose	6,500.
Total from continuation sheets				

Part XV. Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
East Coast Greenway Alliance 5826 Fayetteville Road, Suite 210 Durham, NC 27713-8684	N/A	PC	General Purpose	10,000.
Eastern Trail Alliance P.O. Box 250 Saco, ME 04072-0250	N/A	PC	General Purpose	10,000.
Eastport Arts Center 36 Washington Street Eastport, ME 04631	N/A	PC	General Purpose	15,000.
Ellsworth Community Music Institute 125 State Street Ellsworth, ME 04605-1851	N/A	PC	General Purpose	4,800.
Falmouth Conservation Trust (a/k/a Falmouth Land Trust) P.O. Box 6172 Falmouth, ME 04105-6172	N/A	PC	General Purpose	10,000.
Fit Girls of Wilton Maine P.O. Box 493 Wilton, ME 04294-0493	N/A	PC	General Purpose	3,000.
Forest Society of Maine 115 Franklin Street Bangor, ME 04401-4936	N/A	PC	General Purpose	9,000.
Freeport Middle School 19 Kendall Lane Freeport, ME 04032	N/A	GOV	General Purpose	750.
Frenchman Bay Conservancy P.O. Box 150 Hancock, ME 04640-0150	N/A	PC	General Purpose	10,000.
Friends of Baxter State Park P.O. Box 322 Belfast, ME 04915	N/A	PC	General Purpose	10,000.
Total from continuation sheets				

Part XV. Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Friends of Casco Bay 43 Slocum Drive South Portland, ME 04106-1641	N/A	PC	General Purpose	5,000.
Friends of Merrymeeting Bay P.O. Box 233 Richmond, ME 04357-0233	N/A	PC	General Purpose	5,000.
Friends of Searsmont Library P.O. Box 105 Searsmont, ME 04973-0105	N/A	PC	General Purpose	2,500.
Friends of Soldiers Memorial Library P.O. Box 281 Hiram, ME 04041-0281	N/A	PC	General Purpose	2,500.
Friends of the Cobbossee Watershed P.O. Box 5003 Augusta, ME 04332	N/A	PC	General Purpose	15,000.
Friends of the Presumpscot River P.O. Box 1474 Westbrook, ME 04098-1474	N/A	PC	General Purpose	10,000.
Friends of the Thomaston Public Library 60 Main Street Thomaston, ME 04861-3611	N/A	PC	General Purpose	500.
From the Top 140 Clarendon Street, Suite 301 Boston, MA 02116	N/A	PC	General Purpose	10,000.
Gardiner Area High School 40 West Hill Road Gardiner, ME 04345	N/A	GOV	General Purpose	800.
Gateway Community Services of Maine 501 Forest Avenue Portland, ME 04101-1503	N/A	PC	General Purpose	10,000.
Total from continuation sheets				

Part XV. Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Gateway Milbridge P.O. Box 62 Milbridge, ME 04658-0062	N/A	PC	General Purpose	7,500.
Georges River Land Trust 8 N Main St Suite 200 Rockland, ME 04841	N/A	PC	General Purpose	10,000.
Good Shepherd Food Bank of Maine 3121 Hotel Road Auburn, ME 04210-8398	N/A	PC	General Purpose	100,000.
Governor John Fairfield School PTO 75 Beach Street Saco, ME 04072	N/A	GOV	General Purpose	800.
Great Salt Bay Community School 559 Main Street Damariscotta, ME 04543	N/A	GOV	General Purpose	800.
Greater Lovell Land Trust, Inc. P.O. Box 225 Lovell, ME 04051-0225	N/A	PC	General Purpose	7,000.
GrowSmart Maine 227 Water Street Augusta, ME 04330-4651	N/A	PC	General Purpose	10,000.
Gulf of Maine Research Institute 350 Commercial Street Portland, ME 04101	N/A	PC	General Purpose	10,000.
Hall-Dale Elementary School Parent Teacher Org 26 Garden Lane Hallowell, ME 04347	N/A	PC	General Purpose	800.
Healthy Acadia 140 State Street Ellsworth, ME 04605-1832	N/A	PC	General Purpose	10,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Heart of Biddeford 205 Main Street Biddeford, ME 04005-2414	N/A	PC	General Purpose	5,000.
Hermon High School 2415 Route 2 Hermon, ME 04401	N/A	GOV	General Purpose	800.
Hewnoaks Artist Colony P.O. Box 15052 Portland, ME 04112-5052	N/A	PC	General Purpose	3,000.
Home, Inc. P.O. Box 10 Orland, ME 04472	N/A	PC	General Purpose	7,000.
Independence Association 3 Industrial Parkway Brunswick, ME 04011-7315	N/A	PC	General Purpose	7,000.
Indigo Arts Alliance 60 Cove Street Portland, ME 04101-3425	N/A	PC	General Purpose	10,000.
Intercultural Community Center 36 Patrick Drive Westbrook, ME 04092-4807	N/A	PC	General Purpose	12,000.
Island Readers and Writers An Initiative for Maine Children P.O. Box 227 Mount Desert, ME 04660-0227	N/A	PC	General Purpose	12,000.
Jefferson Village School 48 Washington Road Jefferson, ME 04348	N/A	GOV	General Purpose	800.
Johnson Hall, Inc. 280 Water Street Gardiner, ME 04345	N/A	PC	General Purpose	10,000.
Total from continuation sheets				

Part XV Supplementary Information				
3 Grants and Contributions Paid During the Year (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Kennebec Estuary Land Trust P.O. Box 1128 Bath, ME 04530-1128	N/A	PC	General Purpose	12,000.
Kennebec Land Trust 6 Brown Street, Suite 2 Kennebunk, ME 04043-7242	N/A	PC	General Purpose	10,000.
L/A Arts 221 Lisbon Street Lewiston, ME 04240-7704	N/A	PC	General Purpose	9,500.
LA Public Theatre, Inc. 2 Great Falls Plaza Auburn, ME 04210-5966	N/A	PC	General Purpose	10,000.
Lake Stewards of Maine 24 Maple Hill Road Auburn, ME 04210-8774	N/A	PC	General Purpose	20,000.
Lakes Environmental Association 230 Main Street Bridgton, ME 04009	N/A	PC	General Purpose	15,000.
Land Conservation Assistance Network 74 Lunt Road, Suite 300 Falmouth, ME 04105-1996	N/A	PC	General Purpose	1,500.
Laudholm Trust 342 Laudholm Farm Road Wells, ME 04090-4703	N/A	PC	General Purpose	15,000.
Loon Echo Land Trust 8 Depot Street, Suite 4 Bridgton, ME 04009-1368	N/A	PC	General Purpose	10,000.
Madawaska School District 328 St. Thomas Street, Suite 201 Madawaska, ME 04756	N/A	GOV	General Purpose	800.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Madison Area Memorial High School 486 Main Street Madison, ME 04950	N/A	GOV	General Purpose	800.
Mahoosuc Pathways P.O. Box 572 Bethel, ME 04217	N/A	PC	General Purpose	15,000.
Maine Academy of Modern Music 125 Presumpscot Street Portland, ME 04103	N/A	PC	General Purpose	10,000.
Maine Adaptive Sports & Recreation 8 Sundance Lane Newry, ME 04261-3228	N/A	PC	General Purpose	15,000.
Maine Appalachian Trail Club, Inc. P.O. Box 7564 Portland, ME 04112	N/A	PC	General Purpose	15,000.
Maine Appalachian Trail Land Trust P.O. Box 761 Portland, ME 04104	N/A	PC	General Purpose	7,500.
Maine Aquaculture Innovation Center 193 Clarks Cove Road Walpole, ME 04573	N/A	PC	General Purpose	8,000.
Maine Audubon Society 20 Gilsland Farm Road Falmouth, ME 04105	N/A	PC	General Purpose	15,000.
Maine Community Integration 276 Lisbon Street, Suite 1 Lewiston, ME 04240-7304	N/A	PC	General Purpose	10,000.
Maine Conservation Alliance 295 Water Street, Suite 9 Augusta, ME 04330	N/A	PC	General Purpose	11,000.
Total from continuation sheets				

Part XV, Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Maine Environmental Education Association 31 Woodside Road Brunswick, ME 04011	N/A	PC	General Purpose	18,000.
Maine Farmland Trust 97 Main Street Belfast, ME 04915-6536	N/A	PC	General Purpose	10,000.
Maine Humanities Council 674 Brighton Avenue Portland, ME 04102-1012	N/A	PC	General Purpose	5,000.
Maine Huts & Trails 496 Main Street, Apartment C Kingfield, ME 04947-4152	N/A	PC	General Purpose	15,000.
Maine Jewish Film Festival 477 Congress Street, Floor 5 Portland, ME 04101-3457	N/A	PC	General Purpose	1,500.
Maine Lakes Society 137 Main Street Belgrade, ME 04917-0000	N/A	PC	General Purpose	10,000.
Maine Mathematics and Science Alliance 219 Capitol Street, Suite 3 Augusta, ME 04330-6237	N/A	PC	General Purpose	20,000.
Maine Philanthropy Center P.O. Box 9301 Portland, ME 04104-9301	N/A	PC	General Purpose	5,000.
Maine Public Broadcasting Network 1450 Lisbon Street Lewiston, ME 04240	N/A	PC	General Purpose	15,000.
Maine School Garden Network 28 State House Station Augusta, ME 04333-0028	N/A	PC	General Purpose	5,000.
Total from continuation sheets				

Part XV Supplementary Information				
3 Grants and Contributions Paid During the Year (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Maine State Music Theatre 22 Elm Street Brunswick, ME 04011-2402	N/A	PC	General Purpose	5,000.
Maine Timber Research & Maine Tree Foundation 535 Civic Center Drive Augusta, ME 04330-7904	N/A	PC	General Purpose	10,000.
Maine Woods Forever P.O. Box 512 Oakland, ME 04963-0512	N/A	PC	General Purpose	2,500.
Mayo Street Arts 10 Mayo Street Portland, ME 04101-3110	N/A	PC	General Purpose	12,500.
Medical Care Development, Inc. 11 Parkwood Drive Augusta, ME 04330-6252	N/A	PC	General Purpose	1,050.
Merryspring, Inc. (a/k/a Merryspring Nature Center P.O. Box 893 Camden, ME 04843-0893	N/A	PC	General Purpose	3,000.
Messalonskee Middle School 33 School Bus Drive Oakland, ME 04963	N/A	GOV	General Purpose	800.
Midcoast Conservancy P.O. Box 439 Edgecomb, ME 04556	N/A	PC	General Purpose	10,000.
Millinocket Memorial Library 5 Maine Avenue Millinocket, ME 04462-1416	N/A	PC	General Purpose	50,000.
Mount Vernon Community Partnership Corporation 1664 North Road Mount Vernon, ME 04352-3312	N/A	PC	General Purpose	3,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MSAD #42, Mars Hill, ME 26 Pleasant Street Mars Hill, ME 04758	N/A	GOV	General Purpose	800.
Natural Resources Council of Maine 3 Wade Street Augusta, ME 04330	N/A	PC	General Purpose	10,000.
New England Arab American Organization P.O. Box 1812 Portland, ME 04104-1812	N/A	PC	General Purpose	15,000.
New England Forestry Foundation, Inc. P.O. Box 1346 Littleton, ME 01460	N/A	PC	General Purpose	10,000.
New England Grassroots Environment Fund P.O. Box 611 New Market, NH 03857	N/A	PC	General Purpose	15,000.
Newport Cultural Center 106 Libby Hill Road Newport, ME 04953-4150	N/A	PC	General Purpose	2,500.
Nobleboro Central School 194 Center Street Nobleboro, ME 04555	N/A	GOV	General Purpose	800.
Northern Forest Canoe Trail P.O. Box 565 Waitsfield, VT 05673-0565	N/A	PC	General Purpose	7,100.
Oratorio Chorale P.O. Box 712 Brunswick, ME 04011-0712	N/A	PC	General Purpose	15,000.
Palaver Strings 539 Tremont Street, Studio 417 Boston, MA 02116	N/A	PC	General Purpose	12,500.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Pemetec Elementary School 327 Main Street Southwest Harbor, ME 04679	N/A	GOV	General Purpose	800.
Portland Chamber Music Festival P.O. Box 15385 Portland, ME 04112-5385	N/A	PC	General Purpose	8,000.
Portland Gear Hub 155 Washington Avenue Portland, ME 04101	N/A	PC	General Purpose	690.
Portland Museum of Art 7 Congress Square Portland, ME 04101	N/A	PC	General Purpose	20,000.
Portland Ovations 50 Monument Square, 2nd Floor Portland, ME 04101	N/A	PC	General Purpose	20,000.
Portland Stage P.O. Box 1458 Portland, ME 04104-1458	N/A	PC	General Purpose	20,000.
Portland Symphony Orchestra 50 Monument Sq., 2nd floor Portland, ME 04101	N/A	PC	General Purpose	20,000.
Presque Isle Historical & Genealogical Society 16 3rd Street Presque Isle, ME 04769-2416	N/A	PC	General Purpose	1,500.
Presumpscot Regional Land Trust P.O. Box 33 Gorham, ME 04038-0033	N/A	PC	General Purpose	7,000.
Project SHARE 14 Boynton Street, 3 Eastport, ME 04631-1303	N/A	PC	General Purpose	2,500.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Quebec-Labrador Foundation 4 S Main Street Ipswich, MA 01938-2345	N/A	PC	General Purpose	10,000.
Rangeley Friends of the Performing Arts, Inc. 2493 Main Street Rangeley, ME 04970-0000	N/A	PC	General Purpose	10,000.
Rangeley Lakes Heritage Trust 2424 Main Street Rangeley, ME 04970-4024	N/A	PC	General Purpose	8,000.
Resources for Organizing and Social Change P.O. Box 2444 Augusta, ME 04338-2444	N/A	PC	General Purpose	2,000.
Restorative Justice Institute of Maine 14 Maine Street, Box 24 Brunswick, ME 04011-2049	N/A	PC	General Purpose	5,000.
Ripple Effect Project P.O. Box 1956 Waterville, ME 04903-1956	N/A	PC	General Purpose	10,000.
Saco River Grange Hall, Inc. (a/k/a Saco River Theatre) P.O. Box 661 Bar Mills, ME 04004-0661	N/A	PC	General Purpose	5,000.
Sail Maine Inc. 58 Fore Street Portland, ME 04101-4842	N/A	PC	General Purpose	8,410.
Sanford Springvale Mousam Way Land Trust 917 Main Street, Suite B Sanford, ME 04073-3568	N/A	PC	General Purpose	1,072.
Scarborough Land Conservation Trust P.O. Box 1237 Scarborough, ME 04070-1237	N/A	PC	General Purpose	11,546.
Total from continuation sheets				

Part XV. Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Schoodic Arts for All 427 Main Street Winter Harbor, ME 04693	N/A	PC	General Purpose	20,000.
Schoodic Institute at Acadia National Park P.O. Box 277 Winter Harbor, ME 04693-0277	N/A	PC	General Purpose	20,000.
Searsport Elementary School 30 Mortland Road Searsport, ME 04974	N/A	GOV	General Purpose	750.
SeedMoney 3 Powderhorn Drive Scarborough, ME 04074-8701	N/A	PC	General Purpose	7,500.
Snow Pond Center for the Arts 8 Goldenrod Lane Sidney, ME 04330	N/A	PC	General Purpose	2,450.
Somali Bantu Community Association of Maine 145 Pierce Street, 101 Lewiston, ME 04240-7343	N/A	PC	General Purpose	10,000.
Southern Aroostook Community School 922 Dyer Brook Road Dyer Brook, ME 04747	N/A	GOV	General Purpose	800.
Southern Bristol Elementary School 2024 State Route 129 South Bristol, ME 04568	N/A	GOV	General Purpose	800.
Southern Maine Conservation Collaborative 217 Commercial Street, Suite 302 Portland, ME 04101-4679	N/A	PC	General Purpose	10,000.
Speaking Up for Us 225 Western Avenue, Suite 4 Augusta, ME 04330	N/A	PC	General Purpose	10,000.
Total from continuation sheets				

Part XV Supplementary Information				
3 Grants and Contributions Paid During the Year (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
St. Mary's Health System P.O. Box 7291 Lewiston, ME 04243-7291	N/A	PC	General Purpose	10,000.
Teens to Trails 98 Maine Street Brunswick, ME 04011	N/A	PC	General Purpose	12,500.
The Ecology School 8 Morris Avenue Saco, ME 04072	N/A	PC	General Purpose	10,000.
The Locker Project P.O. Box 3134 Portland, ME 04104-3134	N/A	PC	General Purpose	7,400.
The Nature Conservancy 4245 North Fairfax Drive Arlington, VA 22203-1637	N/A	PC	General Purpose	10,000.
The Theater at Monmouth P.O. Box 385 Monmouth, ME 04259-0385	N/A	PC	General Purpose	15,000.
The Theater Project 14 School Street Brunswick, ME 04011	N/A	PC	General Purpose	10,000.
The Women's Health Resource Library P.O. Box 463 Milbridge, ME 04658-0463	N/A	PC	General Purpose	7,000.
Timelines Community, Inc. P.O. Box 1128 Thorndike, ME 04986-0011	N/A	PC	General Purpose	1,800.
Town of Readfield 8 Old Kents Hill Road Readfield, ME 04355	N/A	GOV	General Purpose	500.
Total from continuation sheets				

Part XV Supplementary Information				
3 Grants and Contributions Paid During the Year (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
United Charitable 8201 Greensboro Drive, Suite 702 Tysons, VA 22102-3818	N/A	PC	General Purpose	10,000.
United Way of the Tri-Valley Area P.O. Box 126 Farmington, ME 04938-0126	N/A	PC	General Purpose	10,000.
Warren Community School 117 Eastern Road Warren, ME 04864	N/A	PC	General Purpose	800.
Washington County Council of Governments P.O. Box 631 Calais, ME 04619-0631	N/A	PC	General Purpose	10,000.
Water for ME Foundation P.O. Box 1595 Bangor, ME 04402-1595	N/A	PC	General Purpose	5,000.
Waterfall Arts 256 High Street Belfast, ME 04915	N/A	PC	General Purpose	17,500.
Waterville Creates 10 Water Street, Suite 106 Waterville, ME 04901-6562	N/A	PC	General Purpose	15,000.
WCARC (Washington County Association for Retarded Citizens) P.O. Box 84 Machias, ME 04654-0084	N/A	PC	General Purpose	7,700.
Westbrook Middle School 471 Stroudwater Street Westbrook, ME 04092	N/A	GOV	General Purpose	800.
Western Foothills Land Trust P.O. Box 107 Norway, ME 04268-0107	N/A	PC	General Purpose	4,000.
Total from continuation sheets				

Part XV Supplementary Information				
3 Grants and Contributions Paid During the Year (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
White Pine Programs P.O. Box 802 York, ME 03909-0802	N/A	PC	General Purpose	5,000.
WinterKids Education Foundation 506 Main Street, Suite 10 Westbrook, ME 04092-4387	N/A	PC	General Purpose	10,000.
Wolfe's Neck Farm Foundation, Inc. 184 Burnett Road Freeport, ME 04032-6322	N/A	PC	General Purpose	7,500.
Total from continuation sheets				

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2019

Name of the organization

The Onion Foundation

Employer identification number

47-1289795

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, 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).

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2019)

Name of organization The Onion Foundation	Employer identification number 47-1289795
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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	<u>Onion Consulting, Inc.</u> <u>414 Hardscrabble Road</u> <u>Wayne, ME 04284</u>	\$ <u>2,887,200.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
2	<u>Frederick A. & Susan D. Onion</u> <u>414 Hardscrabble Road</u> <u>Wayne, ME 04284</u>	\$ <u>4,000,000.</u>	Person <input checked="" 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 The Onion Foundation	Employer identification number 47-1289795
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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
1	120,000 shs of Pluralsight gifted throughout 2019; total FMV of all shs determined to be \$2,887,200	\$ 2,887,200.	11/21/19
	_____	\$ _____	_____
	_____	\$ _____	_____
	_____	\$ _____	_____
	_____	\$ _____	_____
	_____	\$ _____	_____
	_____	\$ _____	_____
	_____	\$ _____	_____

Name of organization The Onion Foundation	Employer identification number 47-1289795
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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

(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

Form 990-PF
UNDERPAYMENT OF ESTIMATED TAX WORKSHEET

Name(s) The Onion Foundation					Identifying Number 47-1289795
(A) *Date	(B) Amount	(C) Adjusted Balance Due	(D) Number Days Balance Due	(E) Daily Penalty Rate	(F) Penalty
		-0-			
05/15/19	3,706.	3,706.			
05/15/19	<10,000.>	<6,294.>			
06/15/19	3,705.	<2,589.>			
09/15/19	3,706.	1,117.	91	.000136986	14.
12/15/19	3,705.	4,822.	16	.000136986	11.
12/31/19	0.	4,822.	136	.000136612	90.
Penalty Due (Sum of Column F).					115.

* Date of estimated tax payment, withholding credit date or installment due date

Form 990-PF	Dividends and Interest from Securities				Statement	1
Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest-ment Income	(c) Adjusted Net Income	
Investment Interest & Dividends	157,225.	24,499.	132,726.	132,726.		
To Part I, line 4	157,225.	24,499.	132,726.	132,726.		

Form 990-PF	Other Income			Statement	2
Description	(a) Revenue Per Books	(b) Net Invest-ment Income	(c) Adjusted Net Income		
From Passthrough K-1	11,040.	16,496.			
Total to Form 990-PF, Part I, line 11	11,040.	16,496.			

Form 990-PF	Legal Fees				Statement	3
Description	(a) Expenses Per Books	(b) Net Invest-ment Income	(c) Adjusted Net Income	(d) Charitable Purposes		
Legal Fees	460.	0.		460.		
To Fm 990-PF, Pg 1, ln 16a	460.	0.		460.		

Form 990-PF	Accounting Fees				Statement	4
Description	(a) Expenses Per Books	(b) Net Invest-ment Income	(c) Adjusted Net Income	(d) Charitable Purposes		
Bookkeeping Fees	3,749.	1,875.		1,874.		
Accounting and Tax Prep Fees	4,000.	2,000.		2,000.		
To Form 990-PF, Pg 1, ln 16b	7,749.	3,875.		3,874.		

Form 990-PF	Other Professional Fees			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Investment Advisory Fees	60,707.	60,707.		0.	
Other Professional Services	4,295.	0.		4,295.	
To Form 990-PF, Pg 1, ln 16c	65,002.	60,707.		4,295.	

Form 990-PF	Taxes			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Excise Tax	5,000.	0.		0.	
Foreign Tax	3,170.	3,170.		0.	
To Form 990-PF, Pg 1, ln 18	8,170.	3,170.		0.	

Form 990-PF	Other Expenses			Statement	7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Office Expenses	24,722.	0.		24,722.	
Bank Fees	259.	0.		259.	
Professional Development	4,164.	0.		4,164.	
Accrual to Cash	0.	0.		<162.>	
To Form 990-PF, Pg 1, ln 23	29,145.	0.		28,983.	

Form 990-PF	Corporate Stock	Statement	8
<u>Description</u>		<u>Book Value</u>	<u>Fair Market Value</u>
Charles Schwab #8458 - See Statement 13		6,268,971.	6,268,971.
Charles Schwab #3086 - See Statement 13		1,643,440.	1,643,440.
Pluralsight, Inc.		1,032,600.	1,032,600.
Total to Form 990-PF, Part II, line 10b		8,945,011.	8,945,011.

Form 990-PF	Corporate Bonds	Statement	9
<u>Description</u>		<u>Book Value</u>	<u>Fair Market Value</u>
Charles Schwab #8458 - See Statement 13		1,103,466.	1,103,466.
Total to Form 990-PF, Part II, line 10c		1,103,466.	1,103,466.

Form 990-PF	Other Investments	Statement	10
<u>Description</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Venture 51 Capital Partners	FMV	80,210.	80,210.
Keystone Private Income Fund, LP	FMV	199,529.	199,529.
Keystone Real Estate Lending Fund, LP	FMV	275,000.	275,000.
Infinity Special Situations Fund II, LLC	FMV	67,024.	67,024.
Total to Form 990-PF, Part II, line 13		621,763.	621,763.

Form 990-PF	Other Liabilities	Statement	11
<u>Description</u>		<u>BOY Amount</u>	<u>EOY Amount</u>
Visa Card		297.	625.
Payroll Liabilities		0.	163.
Total to Form 990-PF, Part II, line 22		297.	788.

Form 990-PF

Part XV - Line 1a
List of Foundation Managers

Statement 12

Name of Manager

Frederick Onion
Susan Onion