

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

Department of the Treasury
Internal Revenue Service

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Go to www.irs.gov/Form990PF for instructions and the latest information.

2023

Open to Public Inspection

For calendar year 2023 or tax year beginning _____, **2023, and ending** _____, **20**

Name of foundation THE FALCON CHARITABLE FOUNDATION		A Employer identification number 22-3340779
Number and street (or P.O. box number if mail is not delivered to street address) C/O ROBERT B. GREGORY	Room/suite PO BOX 760	B Telephone number (see instructions) 2075638104
City or town, state or province, country, and ZIP or foreign postal code DAMARISCOTTA ME 04543		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) \$ 6,699,114.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d), must be on cash basis.)	
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	10.	10.		
	4 Dividends and interest from securities	169,854.	169,854.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	95,769.			
	b Gross sales price for all assets on line 6a 984,686.				
	7 Capital gain net income (from Part IV, line 2)		95,769.		
	8 Net short-term capital gain			0.	
	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) See Stmt	7,436.				
12 Total. Add lines 1 through 11	273,069.	265,633.	0.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	19,000.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) L-16b Stmt	1,650.			
	c Other professional fees (attach schedule) L-16c Stmt	49,067.	49,067.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) See Stmt	3,064.	3,064.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	72,781.	52,131.		
	25 Contributions, gifts, grants paid	175,000.			175,000.
26 Total expenses and disbursements. Add lines 24 and 25	247,781.	52,131.		175,000.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	25,288.				
b Net investment income (if negative, enter -0-)		213,502.			
c Adjusted net income (if negative, enter -0-)			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	143,578.	55,374.	55,374.
	2	Savings and temporary cash investments	160,389.	196,987.	196,987.
	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) L-10b Stmt	4,131,392.	4,238,731.	5,107,868.
	c	Investments—corporate bonds (attach schedule) L-10c Stmt	1,360,793.	1,330,348.	1,338,885.
	11	Investments—land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule)			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule)			
15	Other assets (describe)				
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	5,796,152.	5,821,440.	6,699,114.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)			
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 and complete lines 26 through 30 <input checked="" type="checkbox"/>				
	26	Capital stock, trust principal, or current funds			
	27	Paid-in or capital surplus, or land, bldg., and equipment fund			
	28	Retained earnings, accumulated income, endowment, or other funds	5,796,152.	5,821,440.	
	29	Total net assets or fund balances (see instructions)	5,796,152.	5,821,440.	
30	Total liabilities and net assets/fund balances (see instructions)	5,796,152.	5,821,440.		

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	5,796,152.
2	Enter amount from Part I, line 27a	2	25,288.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	5,821,440.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29	6	5,821,440.

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	1343 ATT	P	12/20/2022	07/25/2023
b	93 CBOE GLOBAL MARKETS	P	05/31/2023	12/15/2023
c	1 CHARLES SCHWAB	P	08/31/2022	05/31/2023
d	62 CONSTELLATION BRANDS	P	12/20/2022	12/15/2023
e	See Statement			
(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	19,814.	24,229.	-4,415.	
b	16,111.	12,345.	3,766.	
c	53.	72.	-19.	
d	14,672.	14,258.	414.	
e	950,729.	854,706.	96,023.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a			-4,415.	
b			3,766.	
c			-19.	
d			414.	
e			96,023.	
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	95,769.
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		3	-3,242.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)	1	2,968.
b	All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations, enter 4% (0.04) of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	2	0.
3	Add lines 1 and 2	3	2,968.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	2,968.
6	Credits/Payments:		
a	2023 estimated tax payments and 2022 overpayment credited to 2023	6a	1,440.
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	1,440.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,528.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0.
11	Enter the amount of line 10 to be: Credited to 2024 estimated tax 0. Refunded	11	

Part VI-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ _____ (2) On foundation managers. \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i> .		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XIV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. ME		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2023 or the tax year beginning in 2023? See the instructions for Part XIII. If "Yes," complete Part XIII		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X
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>N/A</u>	X	
14 The books are in care of <u>ROBERT B. GREGORY</u> Telephone no. <u>(207) 563-8104</u> Located at <u>PO BOX 760 DAMARISCOTTA, ME</u> ZIP+4 <u>04543</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15		
16 At any time during calendar year 2023, 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 VI-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.

Table with columns for question ID, description, Yes, and No. Rows include 1a(1) through 1a(6), 1b, 1d, 2a, 2b, 3a, 3b, 4a, and 4b.

Part VI-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))?		X
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?		X
(3) Provide a grant to an individual for travel, study, or other similar purposes?		X
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d) (4)(A)? See instructions		X
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		X
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 Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>		
d 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).		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		X
b 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(s) during the year?		

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

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

(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
ROBERT B GREGORY PO BOX 760 DAMARISCOTTA ME 04543	TRUSTEE 5.00	19,000.		

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

Part VII 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
NONE		

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

Part VIII-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 ----- -----	
2 ----- -----	
3 ----- -----	
4 ----- -----	

Part VIII-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 ----- -----	
3 All other program-related investments. See instructions. ----- -----	

Total. Add lines 1 through 3

Part IX 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	6,398,946.
b	Average of monthly cash balances	1b	93,704.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	6,492,650.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	6,492,650.
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)	4	97,390.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3	5	6,395,260.
6	Minimum investment return. Enter 5% (0.05) of line 5	6	319,763.

Part X 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 IX, line 6	1	319,763.
2a	Tax on investment income for 2022 from Part V, line 5	2a	2,968.
b	Income tax for 2022. (This does not include the tax from Part V.)	2b	
c	Add lines 2a and 2b	2c	2,968.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	316,795.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	316,795.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1	7	316,795.

Part XI 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	175,000.
b	Program-related investments—total from Part VIII-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part XII, line 4	4	175,000.

Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2022	(c) 2022	(d) 2023
1 Distributable amount for 2023 from Part X, line 7				316,795.
2 Undistributed income, if any, as of the end of 2023:				
a Enter amount for 2022 only			0.	
b Total for prior years: 20 ____, 20 ____, 20 ____				
3 Excess distributions carryover, if any, to 2023:				
a From 2018				0.
b From 2019				2,302,291.
c From 2020				85,450.
d From 2021				0.
e From 2022				0.
f Total of lines 3a through e	2,387,741.			
4 Qualifying distributions for 2023 from Part XI, line 4: \$ <u>175,000.</u>				
a Applied to 2022, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2023 distributable amount				175,000.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2023 (If an amount appears in column (d), the same amount must be shown in column (a).)	141,795.			141,795.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	2,245,946.			
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				
d Subtract line 6c from line 6b. Taxable amount—see instructions		0.		
e Undistributed income for 2022. Subtract line 4a from line 2a. Taxable amount—see instructions			0.	
f Undistributed income for 2023. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2024				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)				
8 Excess distributions carryover from 2018 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2024. Subtract lines 7 and 8 from line 6a	2,245,946.			
10 Analysis of line 9:				
a Excess from 2019	2,160,496.			
b Excess from 2020	85,450.			
c Excess from 2021	0.			
d Excess from 2022	0.			
e Excess from 2023	0.			

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

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2023, 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) 2023	(b) 2022	(c) 2021	(d) 2020	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed					
b 85% (0.85) of line 2a					
c Qualifying distributions from Part XI, 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 IX, 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 XIV 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 Managers Contributed More than 2% Statement
- 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 email address of the person to whom applications should be addressed:
-
- b** The form in which applications should be submitted and information and materials they should include:
-
- c** Any submission deadlines:
-
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XIV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MCKEEN STUDY CENTER 65 HARPSWELL RD BRUNSWICK ME 04011 YMCA PO BOX 787 DAMARISCOTTA ME 04543		PUBLIC	UNRESTRICTED	25,000.
		PUBLIC	UNRESTRICTED	150,000.
Total				3a 175,000.
b <i>Approved for future payment</i>				
Total				3b

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

- 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?
- | | Yes | No |
|---|-----|----|
| 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

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

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 of officer or trustee: _____ Date: 04/20/2024 Title: TRUSTEE

Paid Preparer Use Only Print/Type preparer's name: Bruce A. Bachelder, CPA Preparer's signature: _____ Date: 04/20/2024 Check if self-employed PTIN: P01229052

Firm's name: Bruce A. Bachelder, CPA Firm's EIN: 01-0519493
Firm's address: 285 Biscay Road Damariscotta ME 04543 Phone no.: (207) 563-7540

Form 990-PF: Return of Private Foundation

Part IV: Capital Gains and Losses for Tax on Investment Income

Continuation Statement

(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	(d) Date sold
3956.065	GOLDMAN SACHS TR EMG MKTS	P	12/20/22	05/31/23
497	I SHARES 10-20 YR	P	08/31/22	08/08/23
23460.439	LAZARD INTERNATIONAL	P	12/20/22	10/04/23
95	PROCTOR & GAMBLE	P	12/20/22	12/15/23
457	WISDOMTREE TREAS BOND	P	12/20/22	08/08/23
78	APPLE	P	09/06/19	07/25/23
9955.455	BNY MELLON INTERNATIONAL BOND	P	12/01/21	12/28/23
715	CHARLES SCHWAB	P	09/06/19	05/31/23
63	CHEVRON	P	09/06/19	09/07/23
189	EXXON MOBIL	P	03/28/22	09/07/23
29	JOHNSON & JOHNSON	P	09/06/19	12/15/23
193	KELLOGG	P	09/06/19	12/15/23
84	MICROSOFT	P	02/16/10	07/25/23
436	PAYCHEX	P	09/06/19	09/07/23
73	PEPSICO	P	09/06/19	12/15/23
525	QUEST DIAGNOSTICS	P	09/06/19	12/05/23
58	STRYKER	P	09/06/19	12/15/23
382	TARGET	P	09/06/19	07/25/23
333	SPDR UTILITIES SELECT	P	09/06/19	12/05/23
192.75	KELLOG	P	01/28/19	11/10/23
	CAPITAL GAIN DISTRIBUTION	P	01/01/21	12/31/23
(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)	
34,616.		36,317.	-1,701.	
52,689.		58,691.	-6,002.	
324,223.		318,827.	5,396.	
13,618.		14,295.	-677.	
23,001.		23,005.	-4.	
15,137.		4,155.	10,982.	
129,720.		152,211.	-22,491.	
37,609.		28,656.	8,953.	
10,528.		8,985.	1,543.	
21,727.		15,670.	6,057.	
4,487.		3,767.	720.	
10,352.		11,638.	-1,286.	
29,768.		6,674.	23,094.	
52,432.		27,048.	25,384.	
12,225.		12,088.	137.	
71,103.		53,136.	17,967.	
16,846.		12,838.	4,008.	
51,023.		40,435.	10,588.	
20,920.		23,337.	-2,417.	
2,012.		2,933.	-921.	
16,693.		0.	16,693.	
0.			0.	
950,729.	0.	854,706.	96,023.	
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-)	

Form 990-PF: Return of Private Foundation

Part IV: Capital Gains and Losses for Tax on Investment Income

Continuation Statement

(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	or Losses (from col. (h))
			-1,701.
			-6,002.
			5,396.
			-677.
			-4.
			10,982.
			-22,491.
			8,953.
			1,543.
			6,057.
			720.
			-1,286.
			23,094.
			25,384.
			137.
			17,967.
			4,008.
			10,588.
			-2,417.
			-921.
			16,693.
			0.
0.	0.	0.	96,023.

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Additional Information From Form 990-PF: Return of Private Foundation

Form 990-PF: Return of Private Foundation

Other Income

Continuation Statement

Description	Revenue and Expense per Book	Net Investment Income	Adjusted Net Income
INCOME TAX REFUND	7,436.		
Total	7,436.		

Form 990-PF: Return of Private Foundation

Taxes

Continuation Statement

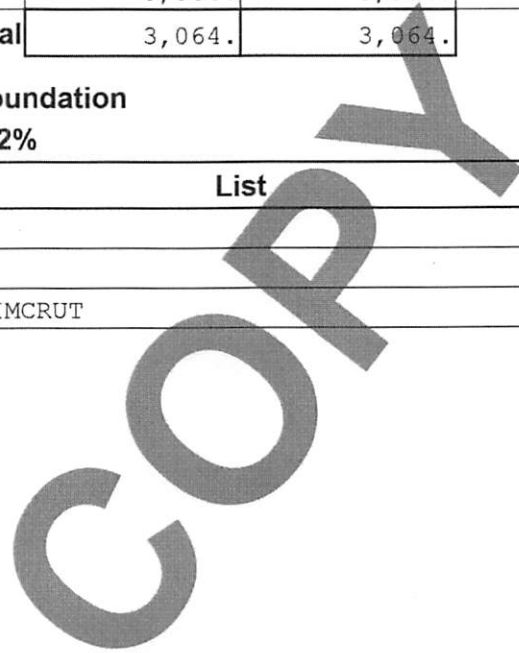
Description	Revenue and Expense per Book	Net Investment Income	Adjusted Net Income	Disbursement for charitable purpose
FOREIGN TAX	3,064.	3,064.		
Total	3,064.	3,064.		

Form 990-PF: Return of Private Foundation

Managers Contributed More than 2%

Continuation Statement

List
MARY F. FIORE
MARY F. FIORE TRUST
JOSEPH A. AND MARY F. FIORE NIMCRUT



Name THE FALCON CHARITABLE FOUNDATION	Employer Identification No. 22-3340779
--	---

Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Total to Form 990-PF, Part I, Line 16a					

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BRUCE A BACHELDER CPA	990 PF	1,650.			
Total to Form 990-PF, Part I, Line 16b		1,650.			

Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FIRST FINANCIAL BANCORP	INVESTMENT MANAGEMENT	49,067.			
Total to Form 990-PF, Part I, Line 16c		49,067.			

Name THE FALCON CHARITABLE FOUNDATION	Employer Identification No. 22-3340779
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Line 10a - Investments - US and State Government Obligations:	End of Year		End of Year	
	State and Local Obligations Book Value	State and Local Obligations FMV	US Government Obligations Book Value	US Government Obligations FMV
Tot to Fm 990-PF, Pt II, Ln 10a				

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
689 ABBOTT LABORATORIES	42,072.	75,838.
451 ALPHABET CL A	56,023.	63,000.
440 APPLE	17,214.	84,713.
See L-10b Stmt	4,123,422.	4,884,317.
Totals to Form 990-PF, Part II, Line 10b	4,238,731.	5,107,868.

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
39761.263 BAIRD CORE PLUS BOND	396,817.	404,372.
5928.683 DODGE & COX GLOBAL BOND FD	64,860.	64,860.
5070.997 FEDERATED HERMES INST HI YIELD	42,647.	44,828.
See L- 10c Stmt	826,024.	824,825.
Totals to Form 990-PF, Part II, Line 10c	1,330,348.	1,338,885.

Line 12 - Investments - Mortgage loans:	End of Year	
	Book Value	Fair Market Value
Totals to Form 990-PF, Part II, Line 12		

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
Totals to Form 990-PF, Part II, Line 13		

IRS E-file Signature Authorization for a Tax Exempt Entity

For calendar year 2023, or fiscal year beginning _____, 2023, and ending _____, 20_____

2023

Department of the Treasury
Internal Revenue Service

Do not send to the IRS. Keep for your records.
Go to www.irs.gov/Form8879TE for the latest information.

Name of filer THE FALCON CHARITABLE FOUNDATION	EIN or SSN 22-3340779
Name and title of officer or person subject to tax ROBERT B GREGORY, TRUSTEE	

Part I Type of Return and Return Information

Check the box for the return for which you are using this Form 8879-TE and enter the applicable amount, if any, from the return. Form 8038-CP and Form 5330 filers may enter dollars and cents. For all other forms, enter whole dollars only. If you check the box on line **1a, 2a, 3a, 4a, 5a, 6a, 7a, 8a, 9a, or 10a** below, and the amount on that line for the return being filed with this form was blank, then leave line **1b, 2b, 3b, 4b, 5b, 6b, 7b, 8b, 9b, or 10b**, whichever is applicable, blank (do not enter -0-). But, if you entered -0- on the return, then enter -0- on the applicable line below. **Do not** complete more than one line in Part I.

1a Form 990 check here . . . <input type="checkbox"/>	b Total revenue , if any (Form 990, Part VIII, column (A), line 12) . . .	1b	
2a Form 990-EZ check here . . . <input type="checkbox"/>	b Total revenue , if any (Form 990-EZ, line 9)	2b	
3a Form 1120-POL check here . . . <input type="checkbox"/>	b Total tax (Form 1120-POL, line 22)	3b	
4a Form 990-PF check here . . . <input checked="" type="checkbox"/>	b Tax based on investment income (Form 990-PF, Part V, line 5)	4b	2,968.
5a Form 8868 check here . . . <input type="checkbox"/>	b Balance due (Form 8868, line 3c)	5b	
6a Form 990-T check here . . . <input type="checkbox"/>	b Total tax (Form 990-T, Part III, line 4)	6b	
7a Form 4720 check here . . . <input type="checkbox"/>	b Total tax (Form 4720, Part III, line 1)	7b	
8a Form 5227 check here . . . <input type="checkbox"/>	b FMV of assets at end of tax year (Form 5227, Item D)	8b	
9a Form 5330 check here . . . <input type="checkbox"/>	b Tax due (Form 5330, Part II, line 19)	9b	
10a Form 8038-CP check here . . . <input type="checkbox"/>	b Amount of credit payment requested (Form 8038-CP, Part III, line 22)	10b	

Part II Declaration and Signature Authorization of Officer or Person Subject to Tax

Under penalties of perjury, I declare that I am an officer of the above entity or I am a person subject to tax with respect to (name of entity) _____, (EIN) _____ and that I have examined a copy of the 2023 electronic return and accompanying schedules and statements, and, to the best of my knowledge and belief, they are true, correct, and complete. I further declare that the amount in Part I above is the amount shown on the copy of the electronic return. I consent to allow my intermediate service provider, transmitter, or electronic return originator (ERO) to send the return to the IRS and to receive from the IRS (a) an acknowledgement of receipt or reason for rejection of the transmission, (b) the reason for any delay in processing the return or refund, and (c) the date of any refund. If applicable, I authorize the U.S. Treasury and its designated Financial Agent to initiate an electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at 1-888-353-4537 no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment. I have selected a personal identification number (PIN) as my signature for the electronic return and, if applicable, the consent to electronic funds withdrawal.

PIN: check one box only

I authorize _____ to enter my PIN

--	--	--	--	--

 as my signature

ERO firm name

Enter five numbers, but do not enter all zeros

on the tax year 2023 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I also authorize the aforementioned ERO to enter my PIN on the return's disclosure consent screen.

As an officer or person subject to tax with respect to the entity, I will enter my PIN as my signature on the tax year 2023 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I will enter my PIN on the return's disclosure consent screen.

Signature of officer or person subject to tax _____ Date 04/20/2024

Part III Certification and Authentication

ERO's EFIN/PIN. Enter your six-digit electronic filing identification number (EFIN) followed by your five-digit self-selected PIN.

0	1	0	2	5	1	8	8	9	4	7
---	---	---	---	---	---	---	---	---	---	---

Do not enter all zeros

I certify that the above numeric entry is my PIN, which is my signature on the 2023 electronically filed return indicated above. I confirm that I am submitting this return in accordance with the requirements of **Pub. 4163**, Modernized e-File (MeF) Information for Authorized IRS e-file Providers for Business Returns.

ERO's signature _____ Date 04/20/2024

ERO Must Retain This Form – See Instructions
Do Not Submit This Form to the IRS Unless Requested To Do So

Additional Information From 2023 Federal Exempt Tax Return

Form 990-PF Part II Line 10, 12 and 13 Investments

L-10b Stmt

Continuation Statement

Line 10b Description	Line 10b Book	Line 10b FMV
402 ASHLAND GLOBAL HOLDINGS	31,200.	33,893.
1624 BANK OF AMERICA	52,686.	54,680.
17797.915 BLACKROCK EMERGING MKT	395,470.	431,777.
10548.728 BROWN ADVISORY	235,430.	310,555.
198 CBOE GLOBAL MARKETS	26,282.	35,355.
511 CANADIAN NATIONAL RAILWAY	50,815.	64,197.
157 CATERPILLAR	23,310.	46,420.
305 CHEVRON	29,695.	45,494.
880 CISCO SYSTEMS	42,315.	44,458.
197 CONSTELLATION BRANDS	45,305.	47,625.
304 DARDEN RESTAURANTS	51,076.	49,947.
633 DISNEY	68,796.	57,154.
225 ECOLAB	35,122.	44,629.
445 EXXON MOBIL	37,093.	44,491.
917 GENERAL MOTORS	30,399.	32,939.
1023 GILEAD SCIENCES	69,428.	82,873.
805 HARTFORD FINL SVCS	60,433.	64,706.
252 HONEYWELL	35,403.	52,847.
1773 INTEL	47,200.	89,093.
423 IBM	59,629.	69,182.
1602 ISHARES RUSSELL 2000	239,199.	321,537.
409 JP MORGAN CHASE	45,422.	69,571.
264 JOHNSON & JOHNSON	24,788.	41,379.
578 KELLANOVA	33,760.	32,316.
225 LOWES	25,030.	50,074.
10932.244 MFS INTERNATIONAL EQUITY FUND	321,408.	360,108.
230 MICROSOFT	6,511.	86,489.
282 PEPSICO	37,425.	47,895.
1350 PFIZER	52,639.	38,866.
403 PROCTER & GAMBLE	32,245.	59,056.
300 QUALCOM	29,708.	43,389.
504 RAYTHEON	41,846.	42,406.
73 ROPER TECH	39,207.	39,797.
293 ROSS STORES	39,253.	40,548.
36878.979 T ROWE PRICE OVERSEAS	403,456.	460,250.
157 S&P 500	42,100.	74,624.
527 SCHLUMBERGER	32,211.	27,425.
1181 SPDR UTILITIES SELECT	75,301.	74,793.
249 STRYKER	39,074.	74,565.
259 VISA	45,313.	67,431.
161 ACCENTURE	52,556.	56,497.

Form 990-PF Part II Line 10, 12 and 13 Investments
L-10b Stmt

Continuation Statement

Line 10b Description	Line 10b Book	Line 10b FMV
293 EATON CORP	23,492.	70,560.
28128.141 BLACKROCK MULTI ASSETS INCOME	269,186.	281,000.
6398.415 CREDIT SUISSE COMM RET STRATEGY	176,943.	141,917.
22703.276 EATON VANCE ALL ASSET STRATEGY	303,316.	309,446.
9717.998PRINCIPAL REAL ESTATE SECURITIES	264,946.	270,063.
Total	4,123,422.	4,884,317.

Form 990-PF Part II Line 10, 12 and 13 Investments
L- 10c Stmt

Continuation Statement

Ln 10c Description	Line 10c Book	Line 10c FMV
6409.070 HARTFORD WORLD BOND	64,860.	64,732.
413 I SHARES 7-10 YR TREASURY BOND	39,396.	39,809.
628 ISHARES 10-20 YR TREASURY BOND	73,246.	67,987.
947 USHARES 3-7 YR TREASURY BOND	110,799.	110,922.
54928.659 METROPOLITAN WEST T/R BOND	503,147.	504,794.
1578.813 VANGUARD EMERGING MKT BOND	34,576.	36,581.
Total	826,024.	824,825.

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