

**Return of Private Foundation**

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

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**2022**

Open to Public Inspection

Form **990-PF**

Department of the Treasury  
Internal Revenue Service

For calendar year 2022 or tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

Name of foundation <b>THE WIDGEON POINT CHARITABLE FOUNDATION</b>		<b>A Employer identification number</b> 13-6201175
Number and street (or P.O. box number if mail is not delivered to street address) <b>C/O PRYOR CASHMAN, 7 TIMES SQUARE</b>	Room/suite	<b>B Telephone number</b> 207-200-3168
City or town, state or province, country, and ZIP or foreign postal code <b>NEW YORK, NY 10036-6354</b>		<b>C</b> If exemption application is pending, check here ... <input type="checkbox"/>
<b>G</b> 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 checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here ..... <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation ..... <input type="checkbox"/>
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here ... <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>50,336,556.</b>	<b>J</b> 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.)	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ... <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	1 Contributions, gifts, grants, etc., received .....			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments .....				
	4 Dividends and interest from securities .....	1,068,643.	1,068,643.		STATEMENT 1
	5a Gross rents .....				
	b Net rental income or (loss) .....				
	6a Net gain or (loss) from sale of assets not on line 10 .....	-257,310.			
	b Gross sales price for all assets on line 6a <b>5,920,079.</b>				
	7 Capital gain net income (from Part IV, line 2) .....		0.		
	8 Net short-term capital gain .....				
	9 Income modifications .....				
	10a Gross sales less returns and allowances .....				
b Less: Cost of goods sold .....					
c Gross profit or (loss) .....					
11 Other income .....	26,456.	1.		STATEMENT 2	
12 <b>Total.</b> Add lines 1 through 11 .....	837,789.	1,068,644.			
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc. ....	496,000.	99,200.		396,800.
	14 Other employee salaries and wages .....				
	15 Pension plans, employee benefits .....				
	16a Legal fees ..... <b>STMT 3</b>	1,266,770.	0.		1,266,770.
	b Accounting fees ..... <b>STMT 4</b>	46,499.	23,250.		23,249.
	c Other professional fees ..... <b>STMT 5</b>	158,388.	144,221.		14,167.
	17 Interest .....				
	18 Taxes ..... <b>STMT 6</b>	107,834.	6,233.		22,710.
	19 Depreciation and depletion .....				
	20 Occupancy .....	41,677.	8,335.		33,342.
	21 Travel, conferences, and meetings .....				
	22 Printing and publications .....				
	23 Other expenses ..... <b>STMT 7</b>	419,342.	206,510.		40,534.
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 .....	2,536,510.	487,749.		1,797,572.
	25 Contributions, gifts, grants paid .....	2,405,500.			2,405,500.
26 <b>Total expenses and disbursements.</b> Add lines 24 and 25 .....	4,942,010.	487,749.		4,203,072.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements ...	-4,104,221.				
b <b>Net investment income</b> (if negative, enter -0-) .....		580,895.			
c <b>Adjusted net income</b> (if negative, enter -0-) .....			N/A		

<b>Part II Balance Sheets</b> 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
<b>Assets</b>	1 Cash - non-interest-bearing .....			
	2 Savings and temporary cash investments .....	10,803,258.	13,046,169.	13,046,169.
	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 .....	817,716.	29,680.	29,680.
	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>STMT 9</b> .....	0.	4,106,961.	4,106,961.
	b Investments - corporate stock <b>STMT 10</b> .....	27,370,041.	5,817,230.	17,815,101.
	c Investments - corporate bonds <b>STMT 11</b> .....	9,083,689.	5,944,085.	6,034,468.
	11 Investments - land, buildings, and equipment: basis .....			
Less: accumulated depreciation .....				
12 Investments - mortgage loans .....				
13 Investments - other <b>STMT 12</b> .....	11,283,310.	7,173,998.	9,299,052.	
14 Land, buildings, and equipment: basis .....				
Less: accumulated depreciation .....	25,345.	0.	0.	
15 Other assets (describe <b>STATEMENT 13</b> ) .....	8,064.	5,125.	5,125.	
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) .....	59,391,423.	36,123,248.	50,336,556.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses .....	21,523.		
	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 .....			
	23 <b>Total liabilities</b> (add lines 17 through 22) .....	21,523.	0.	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow FASB ASC 958, check here</b> <input type="checkbox"/> <b>and complete lines 24, 25, 29, and 30.</b>			
	24 Net assets without donor restrictions .....			
	25 Net assets with donor restrictions .....			
	<b>Foundations that do not follow FASB ASC 958, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 26 through 30.</b>			
	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 .....	59,369,900.	36,123,248.	
	29 <b>Total net assets or fund balances</b> .....	59,369,900.	36,123,248.	
30 <b>Total liabilities and net assets/fund balances</b> .....	59,391,423.	36,123,248.		

**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	59,369,900.
2 Enter amount from Part I, line 27a .....	2	-4,104,221.
3 Other increases not included in line 2 (itemize) .....	3	0.
4 Add lines 1, 2, and 3 .....	4	55,265,679.
5 Decreases not included in line 2 (itemize) <b>SEE STATEMENT 8</b> .....	5	19,142,431.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29 .....	6	36,123,248.

**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	<b>PUBLICLY TRADED SECURITIES</b>			
b	<b>PUBLICLY TRADED SECURITIES</b>			
c	<b>ENTERPRISE PRODUCTS PARTNERS LP</b>			
d	<b>ROYCE INSTITUTIONAL FUND LLC K1 FLOW THRU</b>	P		
e	<b>ROYCE INSTITUTIONAL FUND LLC K1 FLOW THRU</b>	P		

	(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	335,351.		737,985.	-402,634.
b	5,428,518.		5,033,946.	394,572.
c	98,290.			98,290.
d			405,458.	-405,458.
e	57,920.			57,920.

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			-402,634.
b			394,572.
c			98,290.
d			-405,458.
e			57,920.

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	-257,310.
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	N/A

**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	8,074.
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	8,074.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-) .....	4	0.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- .....	5	8,074.
6	Credits/Payments:		
a	2022 estimated tax payments and 2021 overpayment credited to 2022 .....	6a	38,000.
b	Exempt foreign organizations - tax withheld at source .....	6b	0.
c	Tax paid with application for extension of time to file (Form 8868) .....	6c	38,000.
d	Backup withholding erroneously withheld .....	6d	0.
7	Total credits and payments. Add lines 6a through 6d .....	7	76,000.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached .....	8	145.
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than 7, enter <b>amount owed</b> .....	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> .....	10	67,781.
11	Enter the amount of line 10 to be: <b>Credited to 2023 estimated tax</b> 67,781. <b>Refunded</b> .....	11	0.

**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. \$ <u>0.</u> (2) On foundation managers. \$ <u>0.</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ <u>0.</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? .....		X
If "Yes," attach a detailed description of the activities.		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes .....	X	
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? .....	X	
b If "Yes," has it filed a tax return on Form 990-T for this year? .....	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? .....		X
If "Yes," attach the statement required by General Instruction T.		
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. _____ <u>NY, ME</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .....	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2022 or the tax year beginning in 2022? 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? .....	X	
Website address <u>WWW.WIDGEONPOINT.ORG</u>		
14 The books are in care of <u>VERRILL DANA LLP</u> Telephone no. <u>207-774-4000</u> Located at <u>ONE PORTLAND SQUARE, PORTLAND, ME</u> ZIP+4 <u>04101</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   N/A		
16 At any time during calendar year 2022, 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? .....		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country		

**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.

	Yes	No
<b>1a</b> 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? .....	1a(1)	X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? .....	1a(2)	X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? .....	1a(3)	X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? .....	1a(4)	X
(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)? .....	1a(5)	X
(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.) .....	1a(6)	X
<b>b</b> If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions .....	1b	X
<b>c</b> Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>		
<b>d</b> 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 2022? .....	1d	X
<b>2</b> 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)):		
<b>a</b> At the end of tax year 2022, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2022? .....	2a	X
If "Yes," list the years _____, _____, _____, _____		
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement - see instructions.) .....	2b	N/A
<b>c</b> If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here. _____, _____, _____, _____		
<b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? .....	3a	X
<b>b</b> If "Yes," did it have excess business holdings in 2022 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 2022.) .....	3b	N/A
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? .....	4a	X
<b>b</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 2022? .....	4b	X

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

	Yes	No
<b>5a</b> 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>b</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	N/A	
<b>c</b> Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>	
<b>d</b> 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	
<b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
<b>b</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
<b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		X
<b>b</b> If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	
<b>8</b> 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?		X

**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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		496,000.	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
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. If none, enter "NONE."

Table with 3 columns: (a) Name and address of each person paid more than \$50,000, (b) Type of service, (c) Compensation. Includes entries for GOULSTON AND STORRS LLP and AMERIPRISE FINANCIAL.

Part VIII-A Summary of Direct Charitable Activities

Table with 2 columns: Description of activities and Expenses. Includes entry 1 with 'N/A'.

Part VIII-B Summary of Program-Related Investments

Table with 2 columns: Description of investments and Amount. Includes entry 1 with 'N/A' and entry 3 for 'All other program-related investments'.

Total. Add lines 1 through 3 0.

<b>Part IX</b>		<b>Minimum Investment Return</b> (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	41,453,970.
b	Average of monthly cash balances .....	1b	13,817,579.
c	Fair market value of all other assets (see instructions) .....	1c	
d	<b>Total</b> (add lines 1a, b, and c) .....	1d	55,271,549.
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	55,271,549.
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions) .....	4	829,073.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 .....	5	54,442,476.
6	<b>Minimum investment return.</b> Enter 5% (0.05) of line 5 .....	6	2,722,124.

<b>Part X</b>		<b>Distributable Amount</b> (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here <input type="checkbox"/> and do not complete this part.)	
1	Minimum investment return from Part IX, line 6 .....	1	2,722,124.
2a	Tax on investment income for 2022 from Part V, line 5 .....	2a	8,074.
b	Income tax for 2022. (This does not include the tax from Part V.) .....	2b	
c	Add lines 2a and 2b .....	2c	8,074.
3	Distributable amount before adjustments. Subtract line 2c from line 1 .....	3	2,714,050.
4	Recoveries of amounts treated as qualifying distributions .....	4	0.
5	Add lines 3 and 4 .....	5	2,714,050.
6	Deduction from distributable amount (see instructions) .....	6	0.
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1 .....	7	2,714,050.

<b>Part XI</b>		<b>Qualifying Distributions</b> (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	4,203,072.
b	Program-related investments - total from Part VIII-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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part XII, line 4 .....	4	4,203,072.



**Part XII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2021	(c) 2021	(d) 2022
<b>1</b> Distributable amount for 2022 from Part X, line 7 .....				2,714,050.
<b>2</b> Undistributed income, if any, as of the end of 2022:				
<b>a</b> Enter amount for 2021 only .....			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2022:				
<b>a</b> From 2017 .....	359,553.			
<b>b</b> From 2018 .....	172,380.			
<b>c</b> From 2019 .....				
<b>d</b> From 2020 .....	759,509.			
<b>e</b> From 2021 .....	1,150,351.			
<b>f</b> Total of lines 3a through e .....	2,441,793.			
<b>4</b> Qualifying distributions for 2022 from Part XI, line 4: \$ 4,203,072.				
<b>a</b> Applied to 2021, but not more than line 2a ...			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) ...		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) .....	0.			
<b>d</b> Applied to 2022 distributable amount .....				2,714,050.
<b>e</b> Remaining amount distributed out of corpus	1,489,022.			
<b>5</b> Excess distributions carryover applied to 2022 (If an amount appears in column (d), the same amount must be shown in column (a).) .....	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 .....	3,930,815.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b .....		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions .....		0.		
<b>e</b> Undistributed income for 2021. Subtract line 4a from line 2a. Taxable amount - see instr. ...			0.	
<b>f</b> Undistributed income for 2022. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2023 .....				0.
<b>7</b> 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.			
<b>8</b> Excess distributions carryover from 2017 not applied on line 5 or line 7 .....	359,553.			
<b>9</b> Excess distributions carryover to 2023. Subtract lines 7 and 8 from line 6a .....	3,571,262.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2018 ...	172,380.			
<b>b</b> Excess from 2019 ...				
<b>c</b> Excess from 2020 ...	759,509.			
<b>d</b> Excess from 2021 ...	1,150,351.			
<b>e</b> Excess from 2022 ...	1,489,022.			

**Part XIII Private Operating Foundations** (see instructions and Part VI-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 2022, 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) 2022	(b) 2021	(c) 2020	(d) 2019	
<b>2 a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed _____					
<b>b</b> 85% (0.85) of line 2a _____					
<b>c</b> Qualifying distributions from Part XI, line 4, for each year listed _____					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities _____					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c _____					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b> "Assets" alternative test - enter:					
<b>(1)</b> Value of all assets _____					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) _____					
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part IX, line 6, for each year listed _____					
<b>c</b> "Support" alternative test - enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) _____					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) _____					
<b>(3)</b> Largest amount of support from an exempt organization _____					
<b>(4)</b> 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).)

**NONE**

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

**NONE**

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

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

**a** The name, address, and telephone number or email address of the person to whom applications should be addressed:

**JOHN B. ROBINSON, PRESIDENT, 207-200-3168  
PO BOX 10779, PORTLAND, ME 04104**

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

**PLEASE SUBMIT YOUR APPLICATION ONLINE AT WWW.WIDGEONPOINT.ORG/APPLY**

**c** Any submission deadlines:

**SEPTEMBER 15**

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

**THE WIDGEON POINT CHARITABLE FOUNDATION ONLY FUNDS RECOGNIZED 501(C)(3) ORGANIZATIONS BASED IN THE UNITED STATES OF AMERICA AND ITS TERRITORIES**

**Part XIV** Supplementary Information *(continued)*

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
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)				
<b>a Paid during the year</b>				
240 STRINGS PO BOX 10193 PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	500.
A.R.C.H. ASSOCIATION FOR ROLLINSFORD CULURAL HISTORY 47 WATER ST ROLLINSFORD, NH 03869		PC	OPERATIONAL SUPPORT	500.
ACE MENTOR PROGRAM OF MAINE, INC 1501 CHERRY STREET PHILADELPHIA, PA 19102		PC	OPERATIONAL SUPPORT	500.
ALASKA ARTS SOUTHEAST INC 121 JOHN BRADY DR. SITKA, AK 99835		PC	OPERATIONAL SUPPORT	500.
ALLAGASH WILDERNESS WATERWAY FOUNDATION PO BOX 10008 PORTLAND, ME 04104		PC	OPERATIONAL SUPPORT	2,500.
<b>Total</b>			<b>SEE CONTINUATION SHEET(S)</b>	<b>3a</b> 2,405,500.
<b>b Approved for future payment</b>				
<b>NONE</b>				
<b>Total</b>			<b>3b</b>	0.

Part XV-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue (a-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, 1,068,643), 5 Net rental income or (loss) from real estate, 6 Net rental income or (loss) from personal property, 7 Other investment income (900099, 26,455, 14, 1), 8 Gain or (loss) from sales of assets other than inventory (14, -257,310), 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue (a-e), 12 Subtotal (26,455, 811,334, 0), 13 Total (837,789).

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

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XV-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). Row 8 contains the text 'NONE'.

**Part XVI 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?			
<b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
<b>b</b> Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		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		

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

**Sign Here** *Jahm B. Robinson* | 10/20/23 | PRESIDENT  
 Signature of officer or trustee      Date      Title

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	DANIEL P. DOIRON	DANIEL P. DOIRON	10/20/23		P01206204
	Firm's name	Firm's EIN		ALBIN, RANDALL & BENNETT	
	Firm's address	Firm's EIN		01-0448006	
	PORTLAND, ME 04112-0445		Phone no.		207-772-1981

**Part XIV** 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
APEX YOUTH CONNECTION 45 GRANITE ST BIDDEFORD, ME 04005		PC	OPERATIONAL SUPPORT	500.
AUTISM SOCIETY OF MAINE 72 MAIN ST, STE B WINTHROP, ME 04364		PC	OPERATIONAL SUPPORT	500.
BESSEMER GIVING FUND 100 WOODBRIDGE CENTER DRIVE WOODBRIDGE, NJ 07095		PC	DONOR ADVISED FUND	1,875,000.
BIDDEFORD FOOD PANTRY 162 ELM ST BIDDEFORD, ME 04005		PC	OPERATIONAL SUPPORT	2,500.
BOYS & GIRLS CLUB OF SOUTHERN MAINE PO BOX 7830 PORTLAND, ME 04112		PC	OPERATIONAL SUPPORT	1,000.
BREAKWATER ENRICHMENT CENTER 856 BRIGHTON AVE PORTLAND, ME 04102		PC	OPERATIONAL SUPPORT	500.
CAPITOL SQUASH INC. 300 SUMMIT ST HARTFORD, CT 06106		PC	OPERATIONAL SUPPORT	500.
CASTING FOR RECOVERY 109 E OAK ST, STE 1G BOZEMAN, MT 59715		PC	OPERATIONAL SUPPORT	1,000.
CENTER FOR GRIEVING CHILDREN 555 FOREST AVE PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	2,500.
CENTER FOR MAINE CONTEMPORARY ART 21 WINTER ST ROCKLAND, ME 04841		PC	OPERATIONAL SUPPORT	1,000.
<b>Total from continuation sheets</b>				<b>2,401,000.</b>

**Part XIV** 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
CHEBEAGUE ISLAND LIBRARY 247 S RD, UNIT 3 CHEBEAGUE ISLAND, ME 04017		PC	OPERATIONAL SUPPORT	500.
CHILDREN'S MUSEUM & THEATRE OF MAINE, COMMUNITY FUND 250 THOMPSONS POINT RD PORTLAND, ME 04102		PC	OPERATIONAL SUPPORT	500.
CORNELL LAB OF ORNITHOLOGY 159 SAPSUCKER WOODS RD ITHACA, NY 14850		PC	OPERATIONAL SUPPORT	500.
COUNT ME IN 482 CONGRESS ST, STE 303 PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	500.
CULTIVATING COMMUNITY 58 BOYD ST PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	2,500.
CUMBERLAND LEGAL AID CLINIC (MAINE LAW) 300 FORE ST PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	500.
DISABILITY RIGHTS MAINE 160 CAPITOL ST #4 AUGUSTA, ME 04330		PC	OPERATIONAL SUPPORT	500.
FALMOUTH CONSERVATION TRUST 74 LUNT RD FALMOUTH, ME 04105		PC	OPERATIONAL SUPPORT	1,000.
FAMILY ICE CENTER 20 HAT TRICK DR FALMOUTH, ME 04105		PC	OPERATIONAL SUPPORT	1,000.
FOXCROFT SCHOOL 22407 FOXHOUND LN MIDDLEBURG, VA 20117		PC	OPERATIONAL SUPPORT	2,500.
<b>Total from continuation sheets</b> .....				

**Part XIV** 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
FRENCHMAN'S BAY CONSERVANCY PO BOX 150 HANCOCK, ME 04640		PC	OPERATIONAL SUPPORT	500.
FRIENDS OF CASCO BAY 43 SLOCUM DR SOUTH PORTLAND, ME 04106		PC	OPERATIONAL SUPPORT	500.
FRIENDS OF FORT GORGES 400 CONGRESS ST, UNIT 17834 PORTLAND, ME 04112		PC	OPERATIONAL SUPPORT	1,000.
FRIENDS OF THE PRESUMPSCOT RIVER PO BOX 1474 WESTBROOK, ME 04098		PC	OPERATIONAL SUPPORT	2,500.
FURNITURE FRIENDS 15 SAUNDERS WAY WESTBROOK, ME 04092		PC	OPERATIONAL SUPPORT	500.
GOOD SHEPARD FOOD BANK OF MAINE 3121 HOTEL RD AUBURN, ME 04210		PC	OPERATIONAL SUPPORT	500.
GOODWILL INDUSTRIES OF NORTHERN NEW ENGLAND 34 HUTCHERSON DRIVE GORHAM, ME 04038		PC	OPERATIONAL SUPPORT	500.
GULF OF MAINE RESEARCH INSTITUTE 350 COMMERCIAL ST PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	500.
HABITAT FOR HUMANITY GREATER PORTLAND 659 WARREN AVE, SUITE A PORTLAND, ME 04103		PC	OPERATIONAL SUPPORT	2,500.
HAND IN HAND MANO EN MANO 2 PORTLAND FISH PIER #302 PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	500.
<b>Total from continuation sheets</b> .....				



**Part XIV** 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
HARDY GIRLS HEALTHY WOMEN 295 WATER ST #10 AUGUSTA, ME 04330		PC	OPERATIONAL SUPPORT	500.
HARVARD UNIVERSITY 2 MORRISSEY BLVD DORCHESTER, MA 02125		PC	OPERATIONAL SUPPORT	500.
HENRY ART GALLERY, UNIVERSITY OF WASHINGTON 15TH AVE NE & UNIVERSITY OF WASHINGTON, NE 41ST ST SEATTLE, WA 98195		PC	OPERATIONAL SUPPORT	500.
I'M YOUR NEIGHBOR BOOKS 84 COVE ST, SUITE 4 PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	1,000.
IMMIGRANT LEGAL ADVOCACY PROJECT 489 CONGRESS ST, 3RD FL PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	2,500.
INSTITUTE OF CURRENT WORLD AFFAIRS 1818 N STREET, NW, STE 460 WASHINGTON, DC 20036		PC	OPERATIONAL SUPPORT	25,000.
INTERCULTURAL COMMUNITY CENTER 36 PATRICK DR WESTBROOK, ME 04092		PC	OPERATIONAL SUPPORT	500.
JAZZ AT LINCOLN CENTER 10 COLUMBUS CIR NEW YORK, NY 10023		PC	OPERATIONAL SUPPORT	2,500.
JEWISH COMMUNITY ALLIANCE OF SOUTHERN MAINE 1342 CONGRESS ST PORTLAND, ME 04102		PC	OPERATIONAL SUPPORT	500.
JOBS FOR MAINE GRADS 65 STONE STREET AUGUSTA, ME 04330		PC	OPERATIONAL SUPPORT	500.
<b>Total from continuation sheets</b> .....				

**Part XIV** 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
KENAI WATERSHED FORUM 44129 STERLING HWY SOLDOTNA, AK 99669		PC	OPERATIONAL SUPPORT	500.
KENT'S HILL SCHOOL 1614 MAIN STREET KENTS HILL, ME 04349		PC	OPERATIONAL SUPPORT	500.
KETCHA OUTDOORS 336 BLACK POINT RD SCARBOROUGH, ME 04074		PC	OPERATIONAL SUPPORT	500.
KIDS FIRST CENTER 51 US-1 SUITE S SCARBOROUGH, ME 04074		PC	OPERATIONAL SUPPORT	2,500.
KONBIT SANTE CAP HAITIAN HEALTH 362 US-1 FALMOUTH, ME 04105		PC	OPERATIONAL SUPPORT	500.
KURT + PETER FOUNDATION PO BOX 691 MENLO PARK, CA 94026		PC	OPERATIONAL SUPPORT	1,000.
LAUDHOLM TRUST 342 LAUDHOLM FARM RD WELLS, ME 04090		PC	OPERATIONAL SUPPORT	500.
LEGAL SERVICE OF THE ELDERLY 5 WABON ST AUGUSTA, ME 04330		PC	OPERATIONAL SUPPORT	500.
LIFEFLIGHT FOUNDATION 13 MAIN ST CAMDEN, ME 04843		PC	OPERATIONAL SUPPORT	2,500.
LLL USA 306 GLENN AVENUE LAWRENCEVILLE, NJ 08648		PC	OPERATIONAL SUPPORT	500.
<b>Total from continuation sheets</b> .....				

**Part XIV** 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 ACADEMY OF MODERN MUSIC 125 PRESUMPCOT ST PORTLAND, ME 04103		PC	OPERATIONAL SUPPORT	500.
MAINE ADAPTIVE SPORTS AND RECREATION 8 SUNDANCE LN NEWRY, ME 04261		PC	OPERATIONAL SUPPORT	500.
MAINE AUDUBON, BIRD SAFE MAINE 20 GILSLAND FARM RD FALMOUTH, ME 04105		PC	OPERATIONAL SUPPORT	500.
MAINE BICYCLE COALITION 38 DIAMOND ST PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	500.
MAINE CANCER FOUNDATION 170 US-1 #250 FALMOUTH, ME 04105		PC	OPERATIONAL SUPPORT	500.
MAINE COAST HERITAGE TRUST 1 BOWDOIN MILL ISLAND, STE 201 TOPSHAM, ME 04086		PC	OPERATIONAL SUPPORT	500.
MAINE COLLEGE OF ART 522 CONGRESS ST PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	500.
MAINE FARMLAND TRUST 509 OCEAN AVE PORTLAND, ME 04103		PC	OPERATIONAL SUPPORT	500.
MAINE HISTORICAL SOCIETY 489 CONGRESS ST PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	1,000.
MAINE ISLAND TRAILS ASSOCIATION 100 KENSINGTON ST PORTLAND, ME 04103		PC	OPERATIONAL SUPPORT	500.
<b>Total from continuation sheets</b> .....				

**Part XIV** 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 JUSTICE FOUNDATION 124 STATE ST AUGUSTA, ME 04330		PC	OPERATIONAL SUPPORT	2,500.
MAINE NEEDS INC. 332 FOREST AVE PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	500.
MAINE ORGANIC FARMERS AND GARDENERS 294 CROSBY BROOK RD UNITY, ME 04988		PC	OPERATIONAL SUPPORT	500.
MAINE SUMMER CAMPS 550 FOREST AVENUE, SUITE 203 PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	2,500.
MAINE YOUTH ACTION NETWORK/OPPORTUNITY ALLIANCE 50 LYDIA LN SOUTH PORTLAND, ME 04106		PC	OPERATIONAL SUPPORT	500.
MAYO ST ARTS 10 MAYO ST PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	500.
MECHANICS HALL, MAINE KIDS CODE 519 CONGRESS ST PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	2,500.
MILESTONE RECOVERY 65 INDIA ST PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	2,500.
MINNEWAWA SPORTSMANS CLUB INC. 20322 GOSHAWK ST MCGREGOR, MN 55760		PC	OPERATIONAL SUPPORT	500.
MONHEGAN MUSEUM FOR ART AND HISTORY 1 LIGHT HOUSE HILL RD MONHEGAN, ME 04852		PC	OPERATIONAL SUPPORT	1,000.
<b>Total from continuation sheets</b> .....				

**Part XIV** 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
NATIONAL MUSEUM OF THE AMERICAN INDIAN ONE BOWLING GREEN NEW YORK, NY 10004		PC	OPERATIONAL SUPPORT	500.
NATURAL RESOURCES COUNCIL OF MAINE 3 WADE ST AUGUSTA, ME 04330		PC	OPERATIONAL SUPPORT	500.
NATURAL RESOURCES DEFENSE COUNSEL 40 WEST 20TH STREET, 11TH FL NEW YORK, NY 10011		PC	OPERATIONAL SUPPORT	500.
NEW ENGLAND ARAB-AMERICAN ASSOCIATION 420 ALFRED ST 170 BIDDEFORD, ME 04005		PC	OPERATIONAL SUPPORT	500.
NORTHEASTERN UNIVERSITY 360 HUNTINGTON AVE BOSTON, MA 02115		PC	OPERATIONAL SUPPORT	500.
NORTHERN FOREST CANOE TRAIL 831 MILL BROOK RD WAITSFIELD, VT 05673		PC	OPERATIONAL SUPPORT	1,000.
OGUNQUIT MUSEUM OF AMERICAN ART 543 SHORE RD OGUNQUIT, ME 03907		PC	OPERATIONAL SUPPORT	1,000.
OLYMPIA SNOWE WOMENS LEADERSHIP INSTITUTE ONE CANAL PLAZA, STE 501 PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	2,500.
OUR PLACE C/O ST.LAWRENCE ARTS 76 CONGRESS ST PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	2,500.
PENOBSCOT MARINE MUSEUM 2 CHURCH ST SEARSPORT, ME 04974		PC	OPERATIONAL SUPPORT	1,000.
<b>Total from continuation sheets</b> .....				

**Part XIV** 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
PINE TREE LEGAL ASSISTANCE 88 FEDERAL ST PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	2,500.
PORTLAND COMMUNITY SQUASH 66 NOYES ST PORTLAND, ME 04103		PC	OPERATIONAL SUPPORT	150,000.
PORTLAND GEAR HUB 155 WASHINGTON AVE PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	500.
PORTLAND MUSEUM OF ART 7 CONGRESS SQ PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	125,000.
PORTLAND PARKS CONSERVANCY 212 CANCO ROAD, SUITE A PORTLAND, ME 04103		PC	OPERATIONAL SUPPORT	25,000.
PORTLAND PUBLIC LIBRARY 5 MONUMENT SQUARE PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	500.
PORTLAND STAGE 25 FOREST AVE PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	500.
PORTLAND TRAILS 305 COMMERCIAL ST PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	500.
PORTSMOUTH ATHENAEUM 9 MARKET SQUARE PORTSMOUTH, NH 03801		PC	OPERATIONAL SUPPORT	500.
PREBLE STREET RESOURCE CENTER 55 PORTLAND STREET PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	2,500.
<b>Total from continuation sheets</b> .....				

**Part XIV** 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
PRESUMPCOT REGIONAL LAND TRUST PO BOX 33 GORHAM, ME 04038		PC	OPERATIONAL SUPPORT	500.
RANGELEY LAKES HERITAGE TRUST 2424 MAIN ST RANGELEY, ME 04970		PC	OPERATIONAL SUPPORT	500.
RIPPLEEFFECT INC 159 STATE STREET PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	25,000.
ROCKEND INC. PO BOX 296 NORTHEAST HARBOR, ME 04662		PC	OPERATIONAL SUPPORT	500.
SAIL MAINE 58 FORE ST PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	25,000.
SEACOAST MISSION 6 OLD FIREHOUSE LN NORTHEAST HARBOR, ME 04662		PC	OPERATIONAL SUPPORT	2,500.
SEEDS OF HOPE 35 SOUTH ST BIDDEFORD, ME 04005		PC	OPERATIONAL SUPPORT	2,500.
SEEDS OF PEACE 183 POWHATAN RD OTISFIELD, ME 04270		PC	OPERATIONAL SUPPORT	500.
SIDE X SIDE 636 CONGRESS ST PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	500.
SITKA CONSERVATION SOCIETY 201 LINCOLN ST, ROOM 4 SITKA, AK 99835		PC	OPERATIONAL SUPPORT	500.
<b>Total from continuation sheets</b> .....				

**Part XIV** 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
SITKA MARITIME HERITAGE SOCIETY PO BOX 2153 SITKA, AK 99835		PC	OPERATIONAL SUPPORT	500.
SPIRITS ALIVE 224 CONGRESS ST PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	500.
SURFRIDER FOUNDATION PO BOX 73550 SAN CLEMENTE, CA 92673		PC	OPERATIONAL SUPPORT	500.
THE HOMER FOUNDATION 3733 BEN WALTERS LN STE 4 HOMER, AK 99603		PC	OPERATIONAL SUPPORT	1,000.
THE JACKSON LABORATORY 600 MAIN ST BAR HARBOR, ME 04609		PC	OPERATIONAL SUPPORT	500.
THE OWLS HEAD TRANSPORTATION MUSEUM 117 MUSEUM ST OWLS HEAD, ME 04854		PC	OPERATIONAL SUPPORT	500.
THE ROOT CELLAR 94 WASHINGTON AVE #2630 PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	500.
THE TELLING ROOM 225 COMMERCIAL ST #201 PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	2,500.
THE WILLIAM A. FARNSWORTH LIBRARY AND ART MUSEUM 16 MUSEUM ST ROCKLAND, ME 04841		PC	OPERATIONAL SUPPORT	1,000.
THROUGH THESE DOORS PO BOX 704 PORTLAND, ME 04104		PC	OPERATIONAL SUPPORT	2,500.
<b>Total from continuation sheets</b> .....				



**Part XIV** 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
TOYS FOR TOTS 18251 QUANTICO GATEWAY DRIVE TRIANGLE, VA 22172		PC	OPERATIONAL SUPPORT	5,000.
TRUSTEES OF BOSTON UNIVERSITY 1 SILBER WAY BOSTON, MA 02215		PC	OPERATIONAL SUPPORT	1,000.
TRUSTEES OF PHILIPS ACADEMY 180 MAIN STREET ANDOVER, MA 01810		PC	OPERATIONAL SUPPORT	500.
UNIVERSITY OF MAINE LAW SCHOOL 300 FORE STREET PORTLAND, ME 04101		PC	OPERATIONAL SUPPORT	2,500.
UNIVERSITY OF MAINE LAW SCHOOL 300 FORE STREET PORTLAND, ME 04101		PC	RURAL LAWYER PROJECT	500.
UNIVERSITY OF SOUTHERN MAINE FOUNDATION PO BOX 9300 PORTLAND, ME 04104		PC	OPERATIONAL SUPPORT	25,000.
UNIVERSITY OF VERMONT FOUNDATION 411 MAIN STREET BURLINGTON, VT 05401		PC	OPERATIONAL SUPPORT	500.
USHER 1F COLLABORATIVE 321 WALNUT STREET, #228 NEWTONVILLE, MA 02460		PC	OPERATIONAL SUPPORT	500.
VALO 121 MAIN ST YARMOUTH, ME 04096		PC	OPERATIONAL SUPPORT	500.
WARNER HOUSE MUSEUM 150 DANIEL STREET PORTSMOUTH, NH 03802		PC	OPERATIONAL SUPPORT	500.
<b>Total from continuation sheets</b> .....				

**Part XIV** 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
WHEATON COLLEGE 501 COLLEGE AVE WHEATON, IL 60187		PC	OPERATIONAL SUPPORT	500.
WILLOWIND THERAPEUTIC RIDING CENTER 1140 ME-3 BAR HARBOR, ME 04609		PC	OPERATIONAL SUPPORT	500.
WINTERKIDS 506 MAIN ST #10 WESTBROOK, ME 04092		PC	OPERATIONAL SUPPORT	500.
WMPG 96 FALMOUTH STREET PORTLAND, ME 04104		PC	OPERATIONAL SUPPORT	2,500.
WOODFORD FAMILY SERVICES 1037 FOREST AVE PORTLAND, ME 04104		PC	OPERATIONAL SUPPORT	500.
WORLD CENTRAL KITCHEN 200 MASSACHUSETTS AVE NW, 7TH FL WASHINGTON, DC 20001		PC	OPERATIONAL SUPPORT	500.
WRANGELL MARINERS MEMORIAL PO BOX 2346 WRANGELL, AK 99929		PC	OPERATIONAL SUPPORT	500.
YALE LIBRARY ASSOCIATES, BEINECKE LIBRARY PO BOX 208240 NEW HAVEN, CT 06520		PC	OPERATIONAL SUPPORT	5,000.
YMCA OF SOUTHERN MAINE 70 FOREST AVE PORTLAND, ME 04104		PC	OPERATIONAL SUPPORT	500.
YOUTH JOURNALISM INTERNATIONAL 30 TAYLOR ST AUBURN, ME 04210		PC	OPERATIONAL SUPPORT	500.
<b>Total from continuation sheets</b> .....				

# Underpayment of Estimated Tax by Corporations

Attach to the corporation's tax return.

FORM 990-PF

**2022**

Go to [www.irs.gov/Form2220](http://www.irs.gov/Form2220) for instructions and the latest information.

Name <b>THE WIDGEON POINT CHARITABLE FOUNDATION</b>	Employer identification number <b>13-6201175</b>
--------------------------------------------------------	-----------------------------------------------------

**Note:** Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38, on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

<b>Part I Required Annual Payment</b>			
1 Total tax (see instructions) .....		<b>1</b>	<b>8,074.</b>
2 a Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1 .....	<b>2a</b>		
b Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method .....	<b>2b</b>		
c Credit for federal tax paid on fuels (see instructions) .....	<b>2c</b>		
d Total. Add lines 2a through 2c .....		<b>2d</b>	
3 Subtract line 2d from line 1. If the result is less than \$500, <b>do not</b> complete or file this form. The corporation does not owe the penalty .....		<b>3</b>	<b>8,074.</b>
4 Enter the tax shown on the corporation's 2021 income tax return. See instructions. <b>Caution:</b> If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5 .....		<b>4</b>	<b>76,601.</b>
5 <b>Required annual payment.</b> Enter the <b>smaller</b> of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3 .....		<b>5</b>	<b>8,074.</b>

<b>Part II Reasons for Filing</b> - Check the boxes below that apply. If any boxes are checked, the corporation <b>must</b> file Form 2220 even if it does not owe a penalty. See instructions.	
6 <input type="checkbox"/> The corporation is using the adjusted seasonal installment method.	
7 <input type="checkbox"/> The corporation is using the annualized income installment method.	
8 <input type="checkbox"/> The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.	

<b>Part III Figuring the Underpayment</b>					
		(a)	(b)	(c)	(d)
9 <b>Installment due dates.</b> Enter in columns (a) through (d) the 15th day of the 4th ( <b>Form 990-PF filers:</b> Use 5th month), 6th, 9th, and 12th months of the corporation's tax year .....	<b>9</b>	05/15/22	06/15/22	09/15/22	12/15/22
10 <b>Required installments.</b> If the box on line 6 and/or line 7 above is checked, enter the amounts from Sch A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% (0.25) of line 5 above in each column .....	<b>10</b>	2,019.	2,018.	2,019.	2,018.
11 Estimated tax paid or credited for each period. For column (a) only, enter the amount from line 11 on line 15. See instructions .....	<b>11</b>				38,000.
<b>Complete lines 12 through 18 of one column before going to the next column.</b>					
12 Enter amount, if any, from line 18 of the preceding column .....	<b>12</b>				
13 Add lines 11 and 12 .....	<b>13</b>				38,000.
14 Add amounts on lines 16 and 17 of the preceding column .....	<b>14</b>		2,019.	4,037.	6,056.
15 Subtract line 14 from line 13. If zero or less, enter -0- .....	<b>15</b>	0.	0.	0.	31,944.
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0- .....	<b>16</b>		2,019.	4,037.	
17 <b>Underpayment.</b> If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18 .....	<b>17</b>	2,019.	2,018.	2,019.	
18 <b>Overpayment.</b> If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column .....	<b>18</b>				

**Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17 - no penalty is owed.**

**Part IV Figuring the Penalty**

	(a)	(b)	(c)	(d)
<b>19</b> Enter the date of payment or the 15th day of the 4th month after the close of the tax year, whichever is earlier. <b>(C corporations with tax years ending June 30 and S corporations:</b> Use 3rd month instead of 4th month. <b>Form 990-PF and Form 990-T filers:</b> Use 5th month instead of 4th month.) See instructions ..... <b>19</b>				
<b>20</b> Number of days from due date of installment on line 9 to the date shown on line 19 .....	<b>20</b>			
<b>21</b> Number of days on line 20 after 4/15/2022 and before 7/1/2022 .....	<b>21</b>			
<b>22</b> Underpayment on line 17 x $\frac{\text{Number of days on line 21} \times 4\% (0.04)}{365}$ ...	<b>22</b> \$	\$	\$	\$
<b>23</b> Number of days on line 20 after 6/30/2022 and before 10/1/2022 .....	<b>23</b>			
<b>24</b> Underpayment on line 17 x $\frac{\text{Number of days on line 23} \times 5\% (0.05)}{365}$ ...	<b>24</b> \$	\$	\$	\$
<b>25</b> Number of days on line 20 after 9/30/2022 and before 1/1/2023 .....	<b>25</b>			
<b>26</b> Underpayment on line 17 x $\frac{\text{Number of days on line 25} \times 6\% (0.06)}{365}$ ...	<b>26</b> \$	\$	\$	\$
<b>27</b> Number of days on line 20 after 12/31/2022 and before 4/1/2023 .....	<b>27</b>	<b>SEE ATTACHED WORKSHEET</b>		
<b>28</b> Underpayment on line 17 x $\frac{\text{Number of days on line 27} \times 7\% (0.07)}{365}$ ...	<b>28</b> \$	\$	\$	\$
<b>29</b> Number of days on line 20 after 3/31/2023 and before 7/1/2023 .....	<b>29</b>			
<b>30</b> Underpayment on line 17 x $\frac{\text{Number of days on line 29} \times \%}{365}$ .....	<b>30</b> \$	\$	\$	\$
<b>31</b> Number of days on line 20 after 6/30/2023 and before 10/1/2023 .....	<b>31</b>			
<b>32</b> Underpayment on line 17 x $\frac{\text{Number of days on line 31} \times \%}{365}$ .....	<b>32</b> \$	\$	\$	\$
<b>33</b> Number of days on line 20 after 9/30/2023 and before 1/1/2024 .....	<b>33</b>			
<b>34</b> Underpayment on line 17 x $\frac{\text{Number of days on line 33} \times \%}{365}$ .....	<b>34</b> \$	\$	\$	\$
<b>35</b> Number of days on line 20 after 12/31/2023 and before 3/16/2024 .....	<b>35</b>			
<b>36</b> Underpayment on line 17 x $\frac{\text{Number of days on line 35} \times \%}{366}$ .....	<b>36</b> \$	\$	\$	\$
<b>37</b> Add lines 22, 24, 26, 28, 30, 32, 34, and 36 .....	<b>37</b> \$	\$	\$	\$
<b>38 Penalty.</b> Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 34; or the comparable line for other income tax returns .....	<b>38</b> \$			<b>145.</b>

\* Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at [www.irs.gov](http://www.irs.gov). You can also call 1-800-829-4933 to get interest rate information.

**FORM 990-PF  
UNDERPAYMENT OF ESTIMATED TAX WORKSHEET**

Name(s) <b>THE WIDGEON POINT CHARITABLE FOUNDATION</b>				Identifying Number <b>13-6201175</b>	
-----------------------------------------------------------	--	--	--	-----------------------------------------	--

(A) *Date	(B) Amount	(C) Adjusted Balance Due	(D) Number Days Balance Due	(E) Daily Penalty Rate	(F) Penalty
		-0-			
05/15/22	2,019.	2,019.	31	.000109589	7.
06/15/22	2,018.	4,037.	15	.000109589	7.
06/30/22	0.	4,037.	77	.000136986	43.
09/15/22	2,019.	6,056.	15	.000136986	12.
09/30/22	0.	6,056.	76	.000164384	76.
12/15/22	2,018.	8,074.			
12/15/22	-38,000.	-29,926.			
12/31/22	0.	-29,926.	135	.000191781	

Penalty Due (Sum of Column F). ..... 145.

\* 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 INVESTMENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND INCOME	562,214.	0.	562,214.	562,214.	
INTEREST INCOME	506,429.	0.	506,429.	506,429.	
TO PART I, LINE 4	1,068,643.	0.	1,068,643.	1,068,643.	

## FORM 990-PF

## OTHER INCOME

## STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
PUBLICLY TRADED PARTNERSHIP FLOW-THRU UBTI ORDINARY INCOME	26,455.	0.	
PUBLICLY TRADED PARTNERSHIP FLOW-THRU ORDINARY INCOME	1.	1.	
TOTAL TO FORM 990-PF, PART I, LINE 11	26,456.	1.	

## FORM 990-PF

## LEGAL FEES

## STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	1,266,770.	0.		1,266,770.
TO FM 990-PF, PG 1, LN 16A	1,266,770.	0.		1,266,770.

## FORM 990-PF

## ACCOUNTING FEES

## STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING & TAX SERVICES	46,499.	23,250.		23,249.
TO FORM 990-PF, PG 1, LN 16B	46,499.	23,250.		23,249.

## 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 MANAGEMENT FEES	144,138.	144,138.		0.
PAYROLL PROCESSING FEES	416.	83.		333.
CONSULTING FEES	13,834.	0.		13,834.
TO FORM 990-PF, PG 1, LN 16C	158,388.	144,221.		14,167.

## FORM 990-PF

## TAXES

## STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	556.	556.		0.
PAYROLL TAXES	28,387.	5,677.		22,710.
FEDERAL EXCISE TAX ON NET INVESTMENT INCOME	78,891.	0.		0.
TO FORM 990-PF, PG 1, LN 18	107,834.	6,233.		22,710.

## FORM 990-PF

## OTHER EXPENSES

## STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES & SUBSCRIPTIONS	3,120.	624.		2,496.
INSURANCE	3,621.	724.		2,897.
OFFICE EXPENSE	1,482.	296.		1,186.
PENALTIES	1,618.	0.		0.
COLLECTION SERVICES EXPENSE	8,611.	0.		8,611.
UNCOLLECTED RECEIVABLES	170,629.	0.		0.
OFFICE FURNISHINGS & SUPPLIES	25,344.	0.		25,344.
ROYCE INST FUND LLC PORTFOLIO DEDUCTIONS	204,786.	204,786.		0.
PUBLICLY TRADED PARTNERSHIP SECTION 1231 LOSS	70.	70.		0.
PUBLICLY TRADED PARTNERSHIP OTHER DEDUCTIONS	10.	10.		0.
PUBLICLY TRADED PARTNERSHIP NONDEDUCTIBLE EXPENSES	51.	0.		0.
TO FORM 990-PF, PG 1, LN 23	419,342.	206,510.		40,534.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 8

DESCRIPTION	AMOUNT
COST BASIS CONVERSION ADJUSTMENT: CUMULATIVE UNREALIZED GAIN AT 12/31/21	19,142,431.
TOTAL TO FORM 990-PF, PART III, LINE 5	19,142,431.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 9

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
FIMM TREASURY ONLY PORTFOLIO CL I	X		4,106,961.	4,106,961.
TOTAL U.S. GOVERNMENT OBLIGATIONS			4,106,961.	4,106,961.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			4,106,961.	4,106,961.



## FORM 990-PF

## CORPORATE STOCK

## STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ABBOTT LABORATORIES	7,994.	21,958.
ALPHABET INC CAP STK CL A	274,169.	469,384.
ALPHABET INC CAP STK CL C	26,897.	70,984.
AMAZON.COM INC	582,063.	509,055.
AMERICAN EXPRESS CO COM USD0.20	80,267.	295,500.
APPLE INC	80,964.	688,629.
APTIV PLC	138,641.	130,382.
AT&T INC	199,676.	165,690.
BAR HARBOR BANKSHARES	495,740.	2,385,378.
BLACKROCK INC	114,534.	240,934.
BLACKSTONE INC	177,869.	534,168.
CISCO SYSTEMS INC	72,912.	476,400.
EXXON MOBIL CORP	355,960.	1,335,512.
FORD MTR CO DEL COM	35,145.	46,520.
GENERAL DYNAMICS CORP COM	47,766.	99,244.
JOHNSON & JOHNSON COM	30,507.	61,828.
JPMORGAN CHASE & CO	295,223.	482,760.
KIMBERLY-CLARK CORP COM	29,473.	54,300.
KKR & CO INC	181,821.	557,040.
L3HARRIS TECHNOLOGIES INC COM	55,105.	83,284.
LILLY ELI & CO	110,046.	1,097,520.
LLLUMINA INC	202,780.	151,650.
LOCKHEED MARTIN CORP COM	49,404.	145,947.
MASTERCARD INC CL A	31,688.	417,276.
META PLATFORMS INC CLASS A COMMON STOCK	7,320.	36,102.
MICROSOFT CORP	327,074.	588,758.
NORFOLK. SOUTHERN CORPORATION	204,516.	985,680.
NVIDIA CORP	123,033.	146,140.
PALO ALTO NETWORKS INC	100,419.	418,620.
PEPSICO INC	212,580.	912,333.
PFIZER INC	28,784.	51,240.
S & P GLOBAL INC.	50,018.	83,735.
SALESFORCE.COM INC	112,381.	265,180.
T ROWE PRICE GROUP INC	7,500.	1,090,600.
TARGA RESOURCES CORP	44,829.	410,130.
THE PROCTER & GAMBLE COMPANY	198,266.	924,516.
THERMO FISHER SCIENTIFIC INC.	138,505.	357,949.
UNITEDHEALTH GROUP INC	147,486.	318,108.
URSTADT BIDDLE PROPERTIES INC	91,623.	182,100.
VERIZON COMMUNICATION INC	94,179.	82,740.
VISA INC CL A	178,099.	415,520.
WARNER BROS DISCOVERY INC COM	11,436.	3,669.
WARNER BROS DISCOVERY INC COM	62,538.	20,638.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,817,230.	17,815,101.

## FORM 990-PF

## CORPORATE BONDS

## STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ALLY FINANCIAL INC	292,910.	248,690.
AMAZON.COM INC	56,759.	593,040.
AMERICAN TOWER CORP	402,836.	348,712.
BANCO SANTANDER SA	213,880.	196,736.
BANK OF AMERICA CORP	287,030.	506,736.
CITIGROUP INC	399,539.	352,142.
CVS HEALTH CORP	408,947.	347,382.
ENTERGY LOUISIANA LLC	291,345.	251,490.
GENERAL ELECTRIC CO	348,186.	329,799.
GENERAL ELECTRIC CO	333,342.	297,711.
GENERAL MOTORS FINL CO	537,055.	498,025.
GOLDMAN SACHS GROUP INC	294,220.	256,575.
HOLLYFRONTIER CORP	278,275.	246,303.
LYONDELLBASELL IND NV	280,143.	250,665.
MORGAN STANLEY	300,885.	249,248.
ONEOK PARTNERS LP	421,790.	380,569.
VIACOMCBS INC	207,628.	175,237.
WYETH	294,985.	250,968.
WYETH	294,330.	254,440.
TOTAL TO FORM 990-PF, PART II, LINE 10C	5,944,085.	6,034,468.

## FORM 990-PF

## OTHER INVESTMENTS

## STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ENTERPRISE PRODS PARTNERS LP	COST	0.	385,920.
ROYCE INSTITUTIONAL FUND LLC	COST	7,173,998.	8,913,132.
TOTAL TO FORM 990-PF, PART II, LINE 13		7,173,998.	9,299,052.

## FORM 990-PF

## OTHER ASSETS

## STATEMENT 13

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DEPOSITS AND DEFERRED PAYMENTS	8,064.	5,125.	5,125.
TO FORM 990-PF, PART II, LINE 15	8,064.	5,125.	5,125.

FORM 990-PF

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

STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOHN B. ROBINSON C/O PRYOR CASHMAN, 7 TIMES SQUARE NEW YORK, NY 10036	PRESIDENT 30.00	248,000.	0.	0.
CHRISTOPHER N. ROBINSON C/O PRYOR CASHMAN, 7 TIMES SQUARE NEW YORK, NY 10036	TREASURER AND SECRETARY 30.00	248,000.	0.	0.
MARK MORRISSETTE C/O PRYOR CASHMAN, 7 TIMES SQUARE NEW YORK, NY 10036	DIRECTOR 1.00	0.	0.	0.
BARBARA G. ROBINSON 10 CLIFFDALE RD GREENWICH, CT 06831	DIRECTOR 1.00	0.	0.	0.
ROWLAND PERRY ROBINSON 410 RIVERSVILLE RD GREENWICH, CT 06831	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VII		496,000.	0.	0.

## GENERAL EXPLANATION

STATEMENT 15

## FORM/LINE IDENTIFIER AND DESCRIPTION/RETURN REFERENCE

FORM 990-PF, PART II - BALANCE SHEETS

## EXPLANATION:

THE AMOUNTS REPORTED ON PRIOR YEARS' BALANCE SHEETS AS BOOK VALUE ALSO REPRESENTED THE FAIR MARKET VALUE OF THE ASSETS AND LIABILITIES. IN ORDER TO PROVIDE MORE MEANINGFUL INFORMATION TO THE READER, AND IN THE INTEREST OF FULL DISCLOSURE, THE AMOUNTS REPORTED ON THE CURRENT YEAR'S ENDING BALANCE SHEET AS BOOK VALUE REPRESENT THE COST BASIS OF THE ASSETS AND LIABILITIES. ON PART III, LINE 5, THE REPORTED DECREASE IN NET ASSETS REPRESENTS THE CUMULATIVE UNREALIZED GAIN REPORTED ON THE PRIOR YEAR'S ENDING BOOK VALUE BALANCE SHEET, WHICH MUST BE TAKEN INTO ACCOUNT TO ARRIVE AT NET ASSETS STATED AT COST BASIS (BOOK VALUE) AT THE END OF THE CURRENT YEAR.

## GENERAL EXPLANATION

STATEMENT 16

## FORM/LINE IDENTIFIER AND DESCRIPTION/RETURN REFERENCE

FORM 990-PF, PART VI-A, QUESTION 3 - CHANGES NOT PREVIOUSLY REPORTED

## EXPLANATION:

ATTACHED IS A COPY OF THE AMENDED BY-LAWS OF THE WIDGEON POINT CHARITABLE FOUNDATION, ADOPTED ON AUGUST 1, 2023.

2022 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No.	Description	Date Acquired	Method	Life	Conv	Line No.	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	(D) COMPUTERS & EQUIPMENT	01/01/13	SL	5.00		16	17,717.				17,717.	17,717.		0.	17,717.
2	(D) FURNITURE	12/18/14	SL	5.00		16	3,785.				3,785.	3,785.		0.	3,785.
3	(D) COMPUTER	10/19/14	SL	5.00		16	5,164.				5,164.	5,164.		0.	5,164.
4	(D) CARPET RESORATION	04/02/14	SL	27.50	MM	16	18,631.				18,631.	5,247.		0.	5,247.
5	(D) COMPUTER & RELATED EQUIPMENT	01/09/15	SL	5.00		16	6,098.				6,098.	6,098.		0.	6,098.
6	(D) COMPUTER & RELATED EQUIPMENT	04/05/16	SL	5.00		16	10,095.				10,095.	10,095.		0.	10,095.
7	(D) COMPUTER & RELATED EQUIPMENT	07/18/16	SL	5.00		16	4,500.				4,500.	4,500.		0.	4,500.
8	(D) FURNITURE	01/25/16	SL	5.00		16	2,459.				2,459.	2,459.		0.	2,459.
9	(D) COMPUTER & RELATED EQUIPMENT	02/10/17	SL	5.00		16	2,877.				2,877.	2,827.		0.	2,827.
10	(D) COMPUTER & RELATED EQUIPMENT	09/01/17	SL	5.00		16	1,048.				1,048.	910.		0.	910.
11	(D) COMPUTER & RELATED EQUIPMENT	04/16/18	SL	5.00		16	4,279.				4,279.	3,139.		0.	3,139.
12	(D) COMPUTER & RELATED EQUIPMENT	02/22/18	SL	5.00		16	3,158.				3,158.	2,422.		0.	2,422.
13	(D) COMPUTER & RELATED EQUIPMENT	03/05/18	SL	5.00		16	3,179.				3,179.	2,438.		0.	2,438.
14	(D) COMPUTER & RELATED EQUIPMENT	10/19/18	SL	5.00		16	1,922.				1,922.	1,216.		0.	1,216.
15	(D) COMPUTER & RELATED EQUIPMENT	11/27/18	SL	5.00		16	1,537.				1,537.	947.		0.	947.
16	(D) FURNITURE	03/05/18	SL	5.00		16	2,511.				2,511.	1,925.		0.	1,925.
17	(D) FURNITURE	04/03/18	SL	5.00		16	2,618.				2,618.	1,965.		0.	1,965.
18	(D) FURNITURE	12/05/18	SL	5.00		16	2,323.				2,323.	1,434.		0.	1,434.

2022 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No.	Description	Date Acquired	Method	Life	Conv	Line No.	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
19	(D) COMPUTER & RELATED EQUIPMENT	11/06/18	SL	5.00		16	1,610.				1,610.	1,020.		0.	1,020.
20	(D) FURNITURE	10/16/18	SL	5.00		16	14,028.				14,028.	8,886.		0.	8,886.
	* TOTAL 990-PF PG 1 DEPR						109,539.				109,539.	84,194.		0.	84,194.
	CURRENT YEAR ACTIVITY														
	BEGINNING BALANCE						109,539.			0.	109,539.	84,194.			84,194.
	ACQUISITIONS						0.			0.	0.	0.			0.
	DISPOSITIONS/RETIRE						109,539.			0.	109,539.	84,194.			84,194.
	ENDING BALANCE						0.			0.	0.	0.			0.

Electronic Filing PDF Attachment

**AMENDED BY-LAWS**  
**OF**  
**THE WIDGEON POINT CHARITABLE FOUNDATION**  
**(Adopted August 1, 2023)**

**ARTICLE I**  
**NAME, PURPOSES, OFFICE**

Section 1.01     Name. The name of the Corporation is THE WIDGEON POINT CHARITABLE FOUNDATION (the "Corporation").

Section 1.02     Purposes. The purposes and powers of the Corporation shall be those set forth in the Certificate of Incorporation.

Section 1.03     Office. The office of the Corporation shall be located at c/o Pryor Cashman LLP, 7 Times Square, New York, New York 10036. The Corporation may change the location of the office or maintain additional offices at such other places as the Board of Directors may from time to time determine.

**ARTICLE II**  
**MEMBERS**

Section 2.01     Members. The Corporation shall have members. If there is more than one member, the members shall act by majority vote. If there is more than one member, the members shall conduct their affairs at meetings held in accordance with Section 2.03.

Section 2.02     Term and Resignation. Members shall be elected for a term of five (5) years. Any member of the Corporation may be removed at any time as a member, with or without cause and with or without notice by action of a majority of members. Any member may



resign at any time. Such resignation shall be made in writing and shall take effect at the time specified therein, and if no time be specified, at the time of its receipt by the Corporation or its President. The acceptance of a resignation by the Board of Directors shall not be necessary to make it effective, but no resignation shall discharge any accrued obligation or duty of the member.

Section 2.03 Meetings. A meeting of Members shall be held annually for the election of directors and the transaction of other business at a place and time fixed from time to time by the membership or by the Board of Directors. Special meetings of the members, for any purpose or purposes, may be called by the members or the Board of Directors.

Section 2.04 Notice of Meetings. Notice of meetings shall be given personally or sent by mail, e-mail or other electronic means, or facsimile transmission to each member, addressed to him or her at his or her address as it appears on the books and records of the Corporation, not less than ten (10) nor more than fifty (50) days before the date of the meeting. Notice of special meetings shall indicate the purpose for which they are called and the person or persons calling the meeting. Notice of any adjournment of a meeting of the members to another time or place shall be given to any members who were not present at the time of the adjournment. No notice of any meeting of the members need be given to any member who attends such meeting without protesting prior to or at the commencement of the meeting the lack of such notice, or to any member who submits a signed waiver of notice. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the members needs to be specified in any written waiver of notice. The attendance of any member at a meeting in person or by proxy, without protesting lack of notice prior to the conclusion of the meeting, shall be deemed to be a waiver of notice.

Section 2.05 Quorum of Members. At any meeting of the membership, the majority of the members shall constitute a quorum for the transaction of business. The members present may adjourn the meeting despite the absence of a quorum.

Section 2.06 Voting and Election of Directors. In any case in which a member is entitled to vote, such member shall have one vote. Except as otherwise required by law, directors shall be elected by a majority of the votes cast at a meeting of the members entitled to vote in the election. Any member may authorize another member to act for him or her by proxy, which shall be revocable, in writing and signed by the member.

Section 2.07 Participation by Telephone. Any one or more members may participate in a meeting of the membership by means of a conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

Section 2.08 Action by Members. Except as otherwise required by law, an act authorized by a majority of the votes cast at a meeting having a quorum shall be an act of the membership.

Section 2.09. Action Without a Meeting. Whenever members are required or permitted to take any action by vote, such action may be taken without a meeting upon the consent of all of the members entitled to vote thereon, which consent shall set forth the action so taken. Such consent may be written or electronic. If written, the consent must be executed by the member or the member's authorized officer, director, employee or agent by signing such consent or causing his or her signature to be affixed to such consent by any reasonable means including but not limited to facsimile signature. If electronic, the transmission of the consent must be sent by electronic mail or other electronic

means and set forth, or be submitted with, information from which it can reasonably be determined that the transmission was authorized by the member.

Section 2.10. Death or Resignation of All Members. At such time as there are no members of the Corporation, either by reason of death or resignation of all members, the Board of Directors shall succeed to all the powers of the members under the Certificate of Incorporation of the Corporation and these By-Laws.

Section 2.11 Minutes. The membership shall cause to be kept minutes of all proceedings and resolutions of the members.

**ARTICLE III**  
**BOARD OF DIRECTORS**

Section 3.01 Power and Number. The Board of Directors shall have general power to control and manage the affairs and property of the Corporation in accordance with the purposes and limitations set forth in the Certificate of Incorporation and as set forth in these By-laws. The Board of Directors of the Corporation shall consist of such number of persons as determined from time to time by the members, but in no event shall there be fewer than three (3) directors. The number of directors may also be increased or decreased by amendment of the By-laws, but no decrease shall shorten the term of any incumbent Director or decrease the number of directors to fewer than three (3).

Section 3.02 Election, Term. Directors shall be appointed to the Board by members at the Annual Meeting of the members. The Board shall be divided into three groups (each, a “Class” and, collectively, the “Classes”) of approximately equal size, with the term of one Class expiring each year. The initial term of the first Class shall expire as of the first Annual Meeting of Members after the adoption of these By-Laws, and thereafter expire on every three (3) year anniversary from the date of such Annual meeting; the initial term of the second Class shall expire as of the second Annual meeting of the Members after the adoption of these By-Laws, and thereafter expire on every three (3) year anniversary from the date of such Annual meeting; and the initial term of the third Class

shall expire as of the third Annual meeting of Members after the adoption of these By-Laws, and thereafter expire on every three (3) year anniversary from the date of such Annual meeting. At each Annual meeting of the Members, the Members shall elect for a term of three (3) years the appropriate number of successors to the Class whose term is then expiring, and they may also elect additional directors to the other Classes to the extent necessary to maintain equality in size among the Classes. Each director shall be elected by a majority vote of the Members. The Members may fill any vacancy on the Board and may elect additional directors at any Members' meeting, annual or special; provided, however, that the term of office for a director elected between annual meetings shall be for the period remaining for the Class into which such director is placed upon his or her election. Should the resignation or removal of a director pursuant to these bylaws result in there being fewer than three (3) directors, the Members shall elect such number of additional directors necessary to bring the number of directors into compliance with these By-Laws.

Section 3.03 Vacancies. If any vacancy shall occur in the Board of Directors for any cause, including an increase in the number of directors, the vacancy may be filled by the members.

Section 3.04 Resignation and Removal. Any director may resign at any time by giving written notice to the President or Secretary of the Corporation. Such resignation shall take effect at any time specified therein and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. Any director may be removed, with cause, at any time by the members, or by vote of the directors provided there is a quorum of not less than a majority present at the meeting of directors at which such action is taken. Directors may be removed without cause only by vote of the members.

**ARTICLE IV**  
**MEETINGS OF DIRECTORS**

Section 4.01        Meetings. Meetings of the Board of Directors, annual, regular or special, may be held at any day, and at such time and place, as shall be determined by the Board of Directors.

Section 4.02        Special Meetings. Special meetings of the Board of Directors shall be called at any time by the Secretary upon the request of the President or of any director or the Board. Each special meeting of the Board of Directors shall be held at such place as shall be specified in the notice of such meeting or waiver thereof.

Section 4.03        Notice of Meetings. Notice of meetings shall be given personally or sent by mail, e-mail or other electronic means, or facsimile transmission to each director, addressed to him or her at his or her address as it appears on the books and records of the Corporation, at least three (3) days before the day on which the meeting is to be held. Such notice shall state the time when and place where the meeting is to be held, and to the extent possible, the purpose or purposes for which the meeting is called. Notice of any adjournment of a meeting of the Board of Directors to another time or place shall be given to any directors who were not present at the time of the adjournment. No notice of any meeting of the Board of Directors need be given to any director who attends such meeting without protesting prior to or at the commencement of the meeting the lack of notice of such meeting, or to any director who submits a signed waiver of notice whether before or after the meeting. At any such adjourned meeting at which a quorum is present, any business may be transacted which might have been transacted at the meeting as originally called.

Section 4.04.        Quorum, Voting. At all meetings of the Board of Directors the presence in person of a majority of the directors shall be necessary and sufficient to constitute a quorum. Except as otherwise provided by law or by these By-laws, the act of a majority of the directors present at a meeting of the Board of Directors at which a quorum is present shall be the

act of the Board of Directors. In the absence of a quorum, a majority of the directors present, or if no director is present, any officer entitled to preside at, or act as Secretary of, such meeting, without notice other than by announcement at the meeting, may adjourn the meeting from time to time, for a period of not more than thirty (30) days at any one time, until a quorum shall attend.

Section 4.05. Act of the Board. The vote of a majority of the directors present at the time of the vote, if a quorum is present at such time, shall be the act of the Board. Directors who are present at a meeting but not present at the time of a vote due to a conflict of interest or related party transaction shall be determined to be present at the time of the vote for purposes of determining if a quorum is present at such time.

Section 4.06 Action Without a Meeting. Any action required or permitted to be taken by the Board or any committee thereof may be taken without a meeting if all members of the Board or the committee consent to the adoption of a resolution authorizing the action. Such consent may be written or electronic. If written, the consent must be executed by the director by signing such consent or causing his or her signature to be affixed to such consent by any reasonable means including, but not limited to, facsimile signature. If electronic, the transmission of the consent must be sent by electronic mail or other electronic means and set forth, or be submitted with, information from which it can reasonably be determined that the transmission was authorized by the director. The resolution and the written consents thereto by the members of the Board or committee shall be filed with the minutes of the proceedings of the Board or committee.

Section 4.07 Participation by Telephone. Any one or more members of the Board of Directors or any committee thereof may participate in a meeting of the Board of Directors or such committee by means of a conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

Section 4.08 Annual Report. At an annual meeting of the Board of Directors, the Treasurer shall present a report, verified by the President and the Treasurer or by a majority of the Directors, or certified by an independent public accounting firm, showing in appropriate detail: (1) the assets and liabilities of the Corporation as of a 12-month fiscal period terminating not more than six months prior to the meeting, (2) the principal changes in assets and liabilities during the fiscal period, (3) the revenues or receipts of the Corporation for that fiscal period, (4) the expenses or disbursements of the Corporation during said fiscal period; and (5) the number of members of the date of the report, together with a statement of increase or decrease in such number during said fiscal period, and a statement of the place where the names and places of residence of the current members may be found. Such report shall be filed with the records of the Corporation and a copy thereof entered in the minutes of the proceedings of the annual meeting. The report to the Board may consist of a verified or certified copy of any report by the Corporation to the Internal Revenue Service or the Attorney General of the State of New York that includes the information hereinabove specified.

**ARTICLE V**  
**EXECUTIVE COMMITTEE AND OTHER BOARD COMMITTEES**

Section 5.01 Appointment, Powers. The Board of Directors may by resolution adopted by a majority of the entire Board of Directors designate from among its members such committees as it may deem appropriate from time to time. Each such committee shall have thereon at least three (3) members of the Board of Directors and, to the extent provided in a resolution, shall have the authority of the Board, except as limited by the Board of Directors or by law. No committee shall have the power to:

- (i) Submit to members any action requiring members' approval;
- (ii) Fill vacancies in the Board of Directors or any committee
- (iii) Fix compensation of the directors serving on the Board or any committee
- (iv) Amend or repeal the by-laws or adopt new by-laws
- (v) Amend or repeal any resolution of the Board which by its terms shall not be so amendable or repealable;
- (vi) Elect or remove officers or directors
- (vii) Approve a merge or plan of dissolution.

Section 5.02 Term. Each member of the Executive Committee or other committee shall be and remain a member thereof and shall hold office until his or her successor shall have been appointed, or until his or her death or resignation, or until he or she shall have been removed in the manner hereinafter provided.

Section 5.03 Removal. Any member of the Executive Committee or other committee may be removed at any time, with or without cause and with or without notice, by the Board of Directors subject to approval of the removal by the Member. The Board of Directors may, by a resolution duly adopted at any meeting, dissolve the Executive Committee or other committee.



Section 5.04 Vacancies. If any vacancy shall occur in the Executive Committee or other committee for any reason, including an increase in the number of members of such committee, the vacancy may be filled at any meeting of the Board of Directors.

Section 5.05 Meetings, Notice. The Executive Committee or other committee may hold meetings at such time or times and at such place or places as it shall determine from time to time. Notice of every meeting shall be given personally or sent by mail, e-mail or other electronic means, or facsimile to each member of the Executive Committee or other committee, addressed to him or her at his or her address as it appears on the books or records of the Corporation, at least three (3) days before the day on which the meeting is to be held. Such notice shall state the time when and place where the meeting is to be held, and to the extent possible, the purpose or purposes for which the meeting is called. No notice of any meeting of the Executive Committee or other committee need be given to any member who attends such meeting without protesting prior to or at the commencement of the meeting the lack of notice of such meeting, or to any member who submits a signed waiver of notice whether before or after the meeting. The Executive Committee or other committee shall keep a record of its proceedings.

Section 5.06 Quorum, Vote. At all meetings of the Executive Committee or other committee, the presence in person of members constituting a majority of the membership of the entire Executive Committee or other committee, but in no event less than two (2) members, shall be necessary and sufficient to constitute a quorum, and except as otherwise provided by law or by these By-laws, the act of a majority of the members present shall be the act of the Executive Committee or other committee.

Section 5.02 Other Committees. Committees, other than Board committees, whether created by the Board or the members, shall be committees of the corporation. No such committee shall have the authority to bind the corporation. Members shall be appointed to such committees by

the President. At least one member of such a committee shall be a member of the Board of Directors, but otherwise the members of such committees need not be directors of the Corporation.

## **ARTICLE VI** **OFFICERS**

Section 6.01 Elected Officers. The elected officers of the Corporation include a President, a Secretary, a Treasurer and such other officers as the Board of Directors may from time to time elect. The officers may, but need not, be members of the Board of Directors. One person may hold any two or more of said offices, except that the office of President cannot be held by the same person who holds the office of Secretary.

Section 6.02 Election, Removal, Vacancies. The elected officers shall be elected for a term of three (3) years at the annual meeting of Directors. Each such officer shall hold office for the term for which he/her is appointed/elected and until a successor shall have been elected and shall qualify, or until his or her death or resignation, or until he or she shall have been removed. Any elected officer may be removed at any time, with or without cause and with or without notice by the Board. A vacancy in any elective office may be filled by the Board at any meeting.

Section 6.03 President. The President shall exercise general supervision over the affairs of the Corporation, subject, however, to the control of the Board of Directors and the Executive Committee, if any. The President shall keep the Board of Directors fully informed about the affairs of the Corporation. The President shall preside at all meetings of the Board of Directors and of the Executive Committee, if any, and in general shall perform all duties incident to the office of President of the Corporation and such other duties as from time to time may be assigned to him or her by the Board of Directors or by the Executive Committee, if any.

Section 6.05 Secretary. The Secretary shall keep or cause to keep the minute books, serve or cause to be served all notices of the Corporation, including notices of meetings of the Board of Directors, record the minutes of the meetings of the Board of Directors, and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him or her by the Board of Directors, the President or the Executive Committee, if any, which duties may include powers elsewhere assigned or delegated to other officers.

Section 6.06 Treasurer. The Treasurer shall have custody of all funds and property owned by the Corporation and shall keep or cause to keep full and accurate account of all receipts and disbursements. The Treasurer shall deposit all moneys and other valuable effects in the name and to the credit of the Corporation in such depositories as may be designated by the Board of Directors and shall render to the President and Directors at the regular meetings of the Board of Directors, or whenever they may require it, an account of all of his or her transactions as Treasurer and of the financial condition of the Corporation and shall exhibit to such persons at all reasonable times the books and accounts of the Corporation and shall perform all duties incident to the office of the Treasurer and such other duties as from time to time may be assigned to him or her by the Board of Directors, the President, or the Executive Committee, if any, which duties may include powers elsewhere assigned or delegated to other officers.

Section 6.07 Other Agents, Advisors and Employees. The Board of Directors may from time to time appoint such agents, advisors and employees as it shall deem necessary, each of whom shall hold office at the pleasure of the Board of Directors, and shall have such authority, perform such duties and receive such reasonable compensation, if any, as the Board of Directors may from time to time determine.

**ARTICLE VII**  
**COMPENSATION OF DIRECTORS AND OFFICERS**

Section 7.01 Authorization. No director or officer of the Corporation shall receive directly or indirectly any salary, compensation or emolument from the Corporation, either as such director or officer, or in any other capacity, unless authorized at a meeting of the directors at which a quorum is present, by the concurring vote of a majority of the disinterested directors present at such meeting. The directors may only authorize the payment of reasonable compensation for services rendered by any of the foregoing persons.

Section 7.02 Interested Parties. No contract, agreement or transaction to which the Corporation is or may be a party shall be invalidated or in any way impaired by reason of the fact that any director or officer is directly or indirectly interested therein, provided that such contract, agreement or transaction is approved in a manner sanctioned by Section 715 of New York Not-for-Profit Corporation Law and provided that such contract, agreement or transaction does not violate the Corporation's Conflict of Interest Policy.

Section 7.03 Loans. No loans shall be made by the Corporation to any of its members, directors, officers or their respective family members or to any entity in which one or more of its directors, officers or their respective family members holds a financial interest.

**ARTICLE VIII**  
**FINANCIAL AUTHORITY**

Section 8.01 Books and Records. There shall be kept at Verrill Dana LLP, One Portland Square, Portland, ME 04101, correct books of account of the activities and transactions of the Corporation, including a minute book, which shall contain a copy of the Certificate of Incorporation, a copy of these By-laws, and all minutes of meetings and unanimous written consents

of the Board of Directors and committees. Another copy shall be kept electronically for direct access by Members and Directors of the Corporation.

Section 8.02 Execution of Instruments. The Board of Directors is authorized to select the banks or depositories it deems proper for the funds of the Corporation. The Board of Directors shall determine who shall be authorized from time to time and in what manner on the Corporation's behalf to sign checks, drafts or other orders for the payment of money, acceptance, notes or other evidences or indebtedness, to enter into contracts or to execute and deliver other documents and instruments.

Section 8.03 Contracts, Checks, Drafts. Except as otherwise required by statute, the Certificate of Incorporation or these By-laws, any bills, notes, receipts, acceptances, endorsements, checks, releases, contracts or other instruments may be executed and delivered in the name and on behalf of the Corporation by such officer or officers (including any assistant officer or officers) of the Corporation as the Board of Directors or a duly authorized committee thereof may from time to time direct. Such authority may be general or confined to specific instances as the Board of Directors may determine. Unless authorized by the Board of Directors or expressly permitted by these By-laws, any officer, agent or employee shall not have any power or authority to bind the Corporation by any contract or engagement, to pledge its credit or to render it pecuniarily liable for any purpose or to any amount.

Section 8.04 Deposits. All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such bank or banks, trust companies or other depositories as persons authorized by the Board of Directors may select, and, for the purpose of such deposit, checks, drafts and other orders for the payment of money which are payable to the order of the Corporation, may be endorsed for deposit, assigned and delivered by any officer of the

Corporation, by such agents of the Corporation, or by such person as the Board of Directors may authorize for that purpose.

Section 8.05 Investments. The funds of the Corporation may be retained in whole or in part in cash or be invested and reinvested from time to time in such property, real, personal or otherwise, including, but not limited to, stocks, bonds or other securities, as the Board of Directors may deem desirable.

## **ARTICLE IX** **INDEMNIFICATION**

The Corporation may, to the fullest extent now or hereafter permitted by and in accordance with the standards and procedures provided for by Sections 721 through 726 of the Not-for-Profit Corporation Law and any amendments thereto, indemnify any person made, or threatened to be made, a party to any action or proceeding by reason of the fact that he or she, or his or her testator or intestate, is or was a member, Director, officer, employee or agent of the Corporation, or of any other organization served by him or her in any capacity at the request of the Corporation, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees, actually and necessarily incurred by him or her in connection with such action or proceeding.

Expenses (including attorneys' fees) incurred in defending a civil or criminal action or proceeding shall, to the fullest extent authorized by law, be paid by the Corporation if the Board determines the individual was acting in good faith, in advance of the final disposition of such action or proceeding upon receipt of an undertaking by or on behalf of such member, director or officer to repay such amount as, and to the extent, the person receiving the advancement is ultimately found not to be entitled to indemnification or, where indemnification is granted, to the extent the expenses so advanced by the Corporation exceed the indemnification to which he or she is entitled.

The foregoing right of indemnification and advancement of expenses shall not be deemed exclusive of any other rights to which any person, his or her testator or intestate may be entitled apart from this provision provided that no indemnification may be made to or on behalf of any member, director or officer if a judgment or other final adjudication adverse to the member, director or officer establishes that his or her acts were committed in bad faith or were the result of active and deliberate dishonesty and were material to the cause of action so adjudicated, or that he or she personally gained in fact a financial profit or other advantage to which he or she was not legally entitled. Nothing contained in this provision shall affect any rights to indemnification to which corporate personnel other than the member, directors and officers may be entitled by contract or otherwise under the law.

**ARTICLE X**  
**FISCAL YEAR**

The fiscal year of the Corporation shall be determined by the Board of Directors

**ARTICLE XI**  
**AMENDMENTS**

The Board of Directors shall have the power to make, rescind, alter, amend and repeal these By-laws, provided, however, that no amendment to Articles II, VII, IX or XI of these Bylaws shall be effective until approved by members, and provided, further, that members shall have power to rescind, alter, amend or repeal any such amendment made by the Board of Directors and to enact or amend these By-laws, which if so expressed shall not be rescinded, altered, amended or repealed by the Board of Directors.