

Return of Private Foundation

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

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

For calendar year 2022 or tax year beginning **AUG 1, 2022**, and ending **JUL 31, 2023**

Name of foundation Elsie & William Viles Foundation c/o Mark L. Johnston, Treasurer		A Employer identification number 22-3089641
Number and street (or P.O. box number if mail is not delivered to street address) P.O. Box 319	Room/suite	B Telephone number (207) 622-1124
City or town, state or province, country, and ZIP or foreign postal code Augusta, ME 04332-0319		C If exemption application is pending, check here ... <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ... <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 18,931,826.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ... <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <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)
Revenue	1 Contributions, gifts, grants, etc., received	182,400.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	312,957.	312,957.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	591,526.			
	b Gross sales price for all assets on line 6a 3,589,266.				
	7 Capital gain net income (from Part IV, line 2)		591,526.		
	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					
12 Total. Add lines 1 through 11	1,086,883.	904,483.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	41,686.	2,084.		39,602.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	11,377.	569.		10,808.
	16a Legal fees Stmt 1	310.	0.		310.
	b Accounting fees Stmt 2	8,800.	2,640.		6,160.
	c Other professional fees Stmt 3	78,649.	78,649.		0.
	17 Interest				
	18 Taxes Stmt 4	6,299.	549.		0.
	19 Depreciation and depletion	56,014.	0.		
	20 Occupancy	87,154.	0.		87,154.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses Stmt 5	7,810.	0.		7,810.
	24 Total operating and administrative expenses. Add lines 13 through 23	298,099.	84,491.		151,844.
	25 Contributions, gifts, grants paid	796,715.			796,715.
26 Total expenses and disbursements. Add lines 24 and 25	1,094,814.	84,491.		948,559.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements ...	-7,931.				
b Net investment income (if negative, enter -0-)		819,992.			
c Adjusted net income (if negative, enter -0-)			N/A		

Elsie & William Viles Foundation
c/o Mark L. Johnston, Treasurer

Form 990-PF (2022)

22-3089641

Page 2

Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only.</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	3,212.	45,418.	45,418.
	2 Savings and temporary cash investments	549,231.	599,489.	599,489.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 7	7,789,939.	7,739,986.	7,739,986.
	c Investments - corporate bonds Stmt 8	4,181,389.	4,428,095.	4,428,095.
	11 Investments - land, buildings, and equipment: basis			
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other Stmt 9	4,435,287.	4,621,197.	4,621,197.	
14 Land, buildings, and equipment: basis 1,940,599.				
Less: accumulated depreciation Stmt 10 442,958.	1,533,914.	1,497,641.	1,497,641.	
15 Other assets (describe				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	18,492,972.	18,931,826.	18,931,826.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 24, 25, 29, and 30.			
	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds	669,802.	669,802.	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	28 Retained earnings, accumulated income, endowment, or other funds	17,823,170.	18,262,024.	
29 Total net assets or fund balances	18,492,972.	18,931,826.		
30 Total liabilities and net assets/fund balances	18,492,972.	18,931,826.		

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	18,492,972.
2 Enter amount from Part I, line 27a	2	-7,931.
3 Other increases not included in line 2 (itemize) See Statement 6	3	446,785.
4 Add lines 1, 2, and 3	4	18,931,826.
5 Decreases not included in line 2 (itemize)	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	18,931,826.

Form 990-PF (2022)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Publicly Traded Securities	P		
b Capital Gains Dividends			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a 3,545,061.		2,997,740.	547,321.
b 44,205.			44,205.
c			
d			
e			

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			547,321.
b			44,205.
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	591,526.
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	11,398.
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	11,398.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	11,398.
6 Credits/Payments:		
a 2022 estimated tax payments and 2021 overpayment credited to 2022	6a	11,100.
b Exempt foreign organizations - tax withheld at source	6b	0.
c Tax paid with application for extension of time to file (Form 8868)	6c	0.
d Backup withholding erroneously withheld	6d	0.
7 Total credits and payments. Add lines 6a through 6d	7	11,100.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	9.
9 Tax due. If the total of lines 5 and 8 is more than 7, enter amount owed	9	307.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be: Credited to 2023 estimated tax Refunded	11	

Part VI-A Statements Regarding Activities

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b	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
1c	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
4b	If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
	If "Yes," attach the statement required by <i>General Instruction T</i> .		
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XIV	X	
8a	Enter the states to which the foundation reports or with which it is registered. See instructions. _____ ME		
8b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? If "No," attach explanation	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 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.elsieandwilliamvilesfoundation.org</u>		
14	The books are in care of <u>Mark L. Johnston</u> Telephone no. <u>(207) 622-1124</u> Located at <u>P.O. Box 319, Augusta, ME</u> ZIP+4 <u>04332-0319</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		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
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	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 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
c Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>		
d 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
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 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 Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. _____, _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a	X
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
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2022?	4b	X

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

	Yes	No
5a During the year, did the foundation pay or incur any amount to:		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		X
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?		X
(3) Provide a grant to an individual for travel, study, or other similar purposes?		X
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions		X
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		X
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	N/A	
c Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>	
d If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	N/A	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		X
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?		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 11		41,686.	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."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part VIII-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 The Elsie & William Viles Foundation owns and maintains property located on Stone Street in Augusta, Maine that is available for use by not for profit organizations at no charge. Organizations whose mission includes conservation, education, animal protection/welfare, and/or promote and preserve Maine history and culture are given priority in scheduling the space. Activities and programs include seminars, meetings, retreats, workshops, symposia, and fundraising events.	151,844.
2	0.
3	0.
4	

Part VIII-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

Part IX Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	16,151,320.
b	Average of monthly cash balances	1b	465,359.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	16,616,679.
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	16,616,679.
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions) Stmt 12	4	646,730.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3	5	15,969,949.
6	Minimum investment return. Enter 5% (0.05) of line 5	6	798,497.

Part X Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here and do not complete this part.)

1	Minimum investment return from Part IX, line 6	1	798,497.
2a	Tax on investment income for 2022 from Part V, line 5	2a	11,398.
b	Income tax for 2022. (This does not include the tax from Part V.)	2b	
c	Add lines 2a and 2b	2c	11,398.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	787,099.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	787,099.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1	7	787,099.

Part XI Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	948,559.
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	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part XII, line 4	4	948,559.

Form 990-PF (2022)

Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2021	(c) 2021	(d) 2022
1 Distributable amount for 2022 from Part X, line 7				787,099.
2 Undistributed income, if any, as of the end of 2022:				
a Enter amount for 2021 only			197,545.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2022:				
a From 2017				
b From 2018				
c From 2019				
d From 2020				
e From 2021				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2022 from Part XI, line 4: \$ 948,559.				
a Applied to 2021, but not more than line 2a			197,545.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions) **	182,400.			
d Applied to 2022 distributable amount				568,614.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2022 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	182,400.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2021. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2022. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2023				218,485.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	182,400.			
8 Excess distributions carryover from 2017 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2023. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2018				
b Excess from 2019				
c Excess from 2020				
d Excess from 2021				
e Excess from 2022				

** See Statement 13

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

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

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

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

c Any submission deadlines:

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

Elsie & William Viles Foundation
 c/o Mark L. Johnston, Treasurer

Form 990-PF (2022)

22-3089641 Page 11

Part XIV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Augusta Food Bank 161 Mt. Vernon Avenue Augusta, ME 04330	N/A	PC	Weekend KidsPack Program	20,000.
Boys and Girls Clubs of Kennebec Valley 14 Pray Street Gardiner, ME 04345	N/A	PC	Make up for non-reimbursed meals	15,000.
Camp Kita P.O. Box 238 North Berwick, ME 03906	N/A	PC	Bereavement Camp for children	2,500.
Central Maine Area Agency On Aging f/b/o Spectrum Generations One Weston Avenue Augusta, ME 04330	N/A	PC	Dining room expansion furniture	12,500.
City of Augusta 16 Cony Street Augusta, ME 04330	N/A	GOV	Payment in lieu of taxes	18,300.
Total	See continuation sheet(s)			796,715.
b Approved for future payment				
None				
Total				
				0.

Form 990-PF (2022)

Part XV-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	312,957.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	591,526.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		904,483.	0.
13 Total. Add line 12, columns (b), (d), and (e)			13	904,483.	

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

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

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

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

Table with 3 columns: Question, Yes, No. Contains questions 1a through 1c regarding transfers to and transactions with noncharitable exempt organizations.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Includes handwritten 'N/A' in column (c).

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 [X] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Includes handwritten 'N/A' in column (a).

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature of officer or trustee: Mark Johnston, Date: 11/29/23, Title: Treasurer. May the IRS discuss this return with the preparer shown below? See instr. [X] Yes [] No

Paid Preparer Use Only section containing: Print/Type preparer's name: Nicholas E. Porto; Preparer's signature; Date: 11/17/23; Check [] if self-employed; PTIN: P01310283; Firm's name: BAKER NEWMAN & NOYES, LLC; Firm's EIN: 01-0494526; Firm's address: BOX 507, PORTLAND, ME 04112; Phone no.: (207) 879-2100

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
CODA Chorus P.O. Box 146 Winthrop, ME 04364	N/A	PC	General operating support	4,800.
Cony High School 60 Pierce Drive Augusta, ME 04330	N/A	GOV	Scholarship support	60,715.
Foundation for Maine's Community Colleges 54 Lighthouse Circle South Portland, ME 04106	N/A	PC	Scholarship at Kennebec Valley CC	24,000.
Friends of Baxter State Park P.O. Box 322 Belfast, ME 04915	N/A	PC	Deliver & improve youth programming	5,000.
Gardiner Library Association 152 Water Street Gardiner, ME 04345	N/A	PC	Restoration of Entrance Garden	3,500.
Greater Augusta Back to School Program 27 Bunny Street Augusta, ME 04330	N/A	PC	Supplies	2,500.
Hallowell Food Bank 75 Middle Street Hallowell, ME 04347	N/A	PC	Operating support and replacement of freezers	2,000.
Hardy Girls Healthy Women P.O. Box 821 Waterville, ME 04903	N/A	PC	High school girl retreats	4,000.
Kennebec Historical Society P.O. Box 5582 Augusta, ME 04330	N/A	PC	General operating support	10,500.
Kennebec Valley Humane Society 10 Pet Haven Lane Augusta, ME 04330	N/A	PC	General operating support	173,000.
Total from continuation sheets				728,415.

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
Literacy Volunteers of Greater Augusta, Inc. 12 Spruce Street Augusta, ME 04330-5204	N/A	PC	General Operating Support	4,900.
Maine State Museum State House Station 83 Augusta, ME 04333-0083	N/A	GOV	General operating support	74,000.
Maine State Music Theatre 22 Elm Street Brunswick, ME 04011	N/A	PC	Funding for 2 young adult performances	3,000.
MaineGeneral Health 35 Medical Center Parkway Augusta, ME 04330	N/A	PC	General operating support	163,000.
Midcoast Literacy 34 Wing Farm Parkway Bath, ME 04530	N/A	PC	Rea Together tutors	1,000.
Penquis C.A.P Inc. P.O. Box 1162 Bangor, ME 04402	N/A	PC	General operating support	2,000.
Pine Tree Society 149 Front Street Bath, ME 04530	N/A	PC	Overnight summer camp	10,000.
Ronald McDonald House 250 Brackett Street Portland, ME 04102	N/A	PC	250 comfort/care nights	2,500.
South Parish Congregational Church 9 Church Street Augusta, ME 04330	N/A	PC	General operating support	74,000.
Sportsman's Alliance of Maine 205 Church Hill Road Augusta, ME 04330	N/A	PC	Archery Equipment	3,500.
Total from continuation sheets				

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
Viles Arboretum P.O. Box 344, 153 Hospital Street Augusta, ME 04332	N/A	PC	General operating support	81,500.
Volunteers of America 14 Maine Street Brunswick, ME 04011	N/A	PC	Food for seniors	4,000.
Wild Seed Project P.O. Box 4301 Portland, ME 04101	N/A	PC	Program at Chelsea School	1,500.
Winthrop Public Library Foundation P.O. Box 580 Winthrop, ME 04364	N/A	PC	Summer Reading Program	3,500.
YMCA State of Maine P.O. Box 446 Winthrop, ME 04364	N/A	PC	Facility Upgrades	10,000.
Total from continuation sheets				

Schedule B
(Form 990)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No. 1545-0047

2022

Name of the organization Elsie & William Viles Foundation c/o Mark L. Johnston, Treasurer	Employer identification number 22-3089641
---	---

Organization type (check one):

Filers of:

Section:

- Form 990 or 990-EZ 501(c)() (enter number) organization
- 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- 527 political organization
- Form 990-PF 501(c)(3) exempt private foundation
- 4947(a)(1) nonexempt charitable trust treated as a private foundation
- 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

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

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

Name of organization Elsie & William Viles Foundation c/o Mark L. Johnston, Treasurer	Employer identification number 22-3089641
---	---

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Elsie P. Viles Irrevocable Trust c/o Spinnaker Trust, 123 Free Street Portland, ME 04112-7160	\$ 182,400.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization Elsie & William Viles Foundation c/o Mark L. Johnston, Treasurer	Employer identification number 22-3089641
---	---

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	

Name of organization Elsie & William Viles Foundation c/o Mark L. Johnston, Treasurer	Employer identification number 22-3089641
---	---

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

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

Underpayment of Estimated Tax by Corporations

Attach to the corporation's tax return. Form 990-PF

2022

Go to www.irs.gov/Form2220 for instructions and the latest information.

Name Elsie & William Viles Foundation c/o Mark L. Johnston, Treasurer	Employer identification number 22-3089641
--	---

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.

Part I Required Annual Payment			
1 Total tax (see instructions)		1	11,398.
2 a Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a		
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	2b		
c Credit for federal tax paid on fuels (see instructions)	2c		
d Total. Add lines 2a through 2c		2d	
3 Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty		3	11,398.
4 Enter the tax shown on the corporation's 2021 income tax return. See instructions. Caution: 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		4	11,050.
5 Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3		5	11,050.

Part II Reasons for Filing - Check the boxes below that apply. If any boxes are checked, the corporation **must** file Form 2220 even if it does not owe a penalty. See instructions.

- 6 The corporation is using the adjusted seasonal installment method.
- 7 The corporation is using the annualized income installment method.
- 8 The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment					
		(a)	(b)	(c)	(d)
9 Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	9	12/15/22	01/15/23	04/15/23	07/15/23
10 Required installments. 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	10	2,763.	2,937.	2,849.	2,849.
11 Estimated tax paid or credited for each period. For column (a) only, enter the amount from line 11 on line 15. See instructions	11	11,100.			
Complete lines 12 through 18 of one column before going to the next column.					
12 Enter amount, if any, from line 18 of the preceding column	12		8,337.	5,400.	2,551.
13 Add lines 11 and 12	13		8,337.	5,400.	2,551.
14 Add amounts on lines 16 and 17 of the preceding column	14				
15 Subtract line 14 from line 13. If zero or less, enter -0-	15	11,100.	8,337.	5,400.	2,551.
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16		0.	0.	
17 Underpayment. 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	17				298.
18 Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	18	8,337.	5,400.	2,551.	

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

* 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. You can also call 1-800-829-4933 to get interest rate information.

Form 990-PF
UNDERPAYMENT OF ESTIMATED TAX WORKSHEET

Name(s) Elsie & William Viles Foundation c/o Mark L. Johnston, Treasurer					Identifying Number 22-3089641
(A) *Date	(B) Amount	(C) Adjusted Balance Due	(D) Number Days Balance Due	(E) Daily Penalty Rate	(F) Penalty
		-0-			
12/15/22	2,763.	2,763.			
12/15/22	-5,750.	-2,987.			
12/15/22	-5,350.	-8,337.			
12/31/22	0.	-8,337.	15	.000191781	
01/15/23	2,937.	-5,400.			
04/15/23	2,849.	-2,551.			
07/15/23	2,849.	298.	77	.000191781	4.
09/30/23	0.	298.	76	.000219178	5.

Penalty Due (Sum of Column F). **9.**

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

Form 990-PF	Legal Fees			Statement	1
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Legal Fees	310.	0.		310.	
To Fm 990-PF, Pg 1, ln 16a	310.	0.		310.	

Form 990-PF	Accounting Fees			Statement	2
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Accounting Fees	8,800.	2,640.		6,160.	
To Form 990-PF, Pg 1, ln 16b	8,800.	2,640.		6,160.	

Form 990-PF	Other Professional Fees			Statement	3
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Investment Management Fees	78,649.	78,649.		0.	
To Form 990-PF, Pg 1, ln 16c	78,649.	78,649.		0.	

Form 990-PF	Taxes			Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Excise Tax	5,750.	0.		0.	
Foreign Taxes	549.	549.		0.	
To Form 990-PF, Pg 1, ln 18	6,299.	549.		0.	

Form 990-PF	Other Expenses			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Office Expenses	5,075.	0.		5,075.	
Insurance	2,735.	0.		2,735.	
To Form 990-PF, Pg 1, ln 23	7,810.	0.		7,810.	

Form 990-PF	Other Increases in Net Assets or Fund Balances	Statement	6
Description		Amount	
Net Unrealized Gains/(Losses) on Investments		446,785.	
Total to Form 990-PF, Part III, line 3		446,785.	

Form 990-PF	Corporate Stock	Statement	7
Description	Book Value	Fair Market Value	
150 units Accenture PLC F	47,453.	47,453.	
750 units Activision Blizzard	69,570.	69,570.	
1050 units Alphabet Inc	139,356.	139,356.	
900 units Amazon.com Inc	120,312.	120,312.	
410 units American Water Works	60,446.	60,446.	
275 units Ametek Inc	43,615.	43,615.	
680 units Amphenol Corp	60,051.	60,051.	
250 units Ansys Inc	85,525.	85,525.	
1200 units Apple Inc	235,740.	235,740.	
50 units ASML Holding N V F	35,821.	35,821.	
2000 units Bank of America Corp	64,000.	64,000.	
300 units Berkshire Hathaway Class B	105,588.	105,588.	
1900 units Borg Warner Inc	88,350.	88,350.	
325 units Chubb Ltd	66,433.	66,433.	
365 units CME Group Inc	72,620.	72,620.	
150 units Costco Wholesale CO	84,101.	84,101.	
300 units Danaher Corp	76,518.	76,518.	
100 units Deere & Co	42,960.	42,960.	
350 units Eaton Corp PLC	71,862.	71,862.	
725 units Exxon Mobil	77,749.	77,749.	
225 units Henery Jack & Assoc	37,703.	37,703.	
345 units Meta Platforms	109,917.	109,917.	

250 units Home Depot Inc	83,460.	83,460.
150 units Idexx Labs	83,210.	83,210.
175 units Intuit Inc	89,548.	89,548.
500 units JP Morgan Chase & Co	78,980.	78,980.
250 units Linde PLC	97,668.	97,668.
600 units Marvell Technology Inc	39,078.	39,078.
675 units Medtronic PLC	59,238.	59,238.
800 units Merck & Co Inc	85,320.	85,320.
650 units Microchip Technology	61,061.	61,061.
600 units Microsoft Corp	201,552.	201,552.
810 units Nextera Energy Inc	59,373.	59,373.
200 units Nordson Corp	50,322.	50,322.
100 units Northrop Grumman Co	44,500.	44,500.
300 units Palo Alto Networks	74,988.	74,988.
350 units Pepsico Inc	65,611.	65,611.
1000 units Pfizer Inc	36,060.	36,060.
800 units Phillips 66	89,240.	89,240.
500 units Procter & Gamble	78,150.	78,150.
100 units Rockwell Automation	33,629.	33,629.
475 units RTX Corp	41,767.	41,767.
150 units Thermo Fisher Scientific	82,299.	82,299.
1050 units TJX Companies Inc	90,857.	90,857.
400 units Tractor Supply Comp	89,596.	89,596.
1500 units US Bancorp	59,520.	59,520.
225 units Union Pacific Corp	52,205.	52,205.
150 units United Health GRP Inc	75,956.	75,956.
375 units Visa Inc	89,149.	89,149.
500 units Walt Disney Co	44,445.	44,445.
350 units Waste Connections Inc F	49,410.	49,410.
211 units Abbvie Inc	31,561.	31,561.
115 units Adobe Sys Inc	62,810.	62,810.
900 units Alphabet Inc - Class A	119,448.	119,448.
280 units Alphabet Inc - Class C	37,271.	37,271.
1350 units Amazon.com Inc	180,468.	180,468.
185 units American Tower Corporation	35,207.	35,207.
92 units Ameriprise Financial Inc	32,057.	32,057.
1853 units Apple Inc	364,022.	364,022.
130 units Berkshire Hathaway - Class B	45,755.	45,755.
30 units Booking Holdings Inc	89,124.	89,124.
107 units Broadcom Inc	96,156.	96,156.
259 units Caterpillar Inc	68,679.	68,679.
224 units Chubb Ltd	45,788.	45,788.
970 units Cisco Systems Inc.	50,479.	50,479.
349 units Conoco Phillips	41,084.	41,084.
112 units Costco Wholesale Corp	62,795.	62,795.
189 units Danaher Corp	48,206.	48,206.
998 units Dow Inc	56,357.	56,357.
229 units Ecolab Inc	41,939.	41,939.
472 units Exxon Mobil Corp	50,617.	50,617.
175 units Meta Platforms	55,755.	55,755.
2523 units Ford Motor Co	33,329.	33,329.
415 units Fortive Corp	32,515.	32,515.
203 units Home Depot Inc	67,769.	67,769.
229 units Honeywell Intl Inc	44,456.	44,456.

519 units JP Morgan Chase & Co	81,981.	81,981.
195 units McDonald's Corp	57,174.	57,174.
518 units Merck & Co Inc	55,244.	55,244.
937 units Microsoft Corp	314,757.	314,757.
105 units Northrop Grumman Corp	46,725.	46,725.
238 units Nvidia Corp	111,215.	111,215.
251 units PNC Financial Services Group	34,359.	34,359.
422 units Paypal Holdings Inc	31,996.	31,996.
319 units PepiCo Inc	59,799.	59,799.
230 units Procter & Gamble Co	35,949.	35,949.
547 units Raytheon Technologies Corp	48,098.	48,098.
297 units Salesforce.com Inc	66,828.	66,828.
465 units Starbucks Corp	47,229.	47,229.
408 units TE Connectivity LTD	58,544.	58,544.
249 units Tesla Motors Inc	66,590.	66,590.
131 units Thermo Fisher Scientific Inc	71,874.	71,874.
325 units Union Pacific Corp	75,407.	75,407.
145 units UnitedHealth Group Inc.	73,424.	73,424.
345 units Visa Inc	82,017.	82,017.
335 units Walmart Inc	53,553.	53,553.
418 units Walt Disney Co	37,156.	37,156.
235 units Eaton Corp PLC	48,250.	48,250.
30 units Abbvie Inc	4,487.	4,487.
17 units Adobe Sys Inc	9,285.	9,285.
180 units Alphabet Inc - Class C	23,960.	23,960.
222 units Amazon.com Inc	29,677.	29,677.
20 units American Tower Corporation	3,806.	3,806.
13 units Ameriprise Financial Inc	4,530.	4,530.
305 units Apple Inc	59,917.	59,917.
19 units Berkshire Hathaway - Class B	6,687.	6,687.
4 units Booking Holdings Inc	11,883.	11,883.
21 units Broadcom Inc	18,872.	18,872.
37 units Caterpillar Inc	9,811.	9,811.
32 units Chubb LTD	6,541.	6,541.
155 units Cisco Systems Inc	8,066.	8,066.
50 units Conoco Phillips	5,885.	5,885.
16 units Costco Wholesale Corp	8,971.	8,971.
27 units Danaher Corp	6,887.	6,887.
143 units Dow Inc	8,075.	8,075.
41 units Ecolab Inc	7,509.	7,509.
68 units Exxon Mobil Corp	7,292.	7,292.
460 units Ford Motor Co	6,077.	6,077.
60 units Fortive Corp	4,701.	4,701.
29 units Home Depot Inc	9,681.	9,681.
33 units Honeywell Intl Inc	6,406.	6,406.
74 units JP Morgan Chase & Co	11,689.	11,689.
30 units McDonald's Corp	8,796.	8,796.
75 units Merck & Co	7,998.	7,998.
30 units Meta Platforms Cl A	9,558.	9,558.
137 units Microsoft Corp	46,021.	46,021.
16 units Northrop Grumman Corp	7,119.	7,119.
34 units Nvidia Corp	15,888.	15,888.
36 units PNC Financial Services Group	4,928.	4,928.
63 units Paypal Holdings Inc	4,777.	4,777.

46 units PepsiCo Inc	8,623.	8,623.
35 units Procter & Gamble Co	5,471.	5,471.
69 units Raytheon Technologies Corp	6,067.	6,067.
62 units Salesforce.com Inc	13,951.	13,951.
68 units Starbucks Corp	6,907.	6,907.
59 units TE Connectivity LTD	8,466.	8,466.
36 units Tesla Motors	9,627.	9,627.
13 units Thermo Fisher Scientific Inc	7,133.	7,133.
45 units Union Pacific Corp	10,441.	10,441.
25 units United Health Group Inc	12,659.	12,659.
50 units Visa Inc	11,887.	11,887.
48 units Walmart Inc	7,673.	7,673.
52 units Walt Disney Co	4,622.	4,622.
34 units Eaton Corp PLC	6,981.	6,981.
Total to Form 990-PF, Part II, line 10b	7,739,986.	7,739,986.

Form 990-PF	Corporate Bonds	Statement	8
-------------	-----------------	-----------	---

Description	Book Value	Fair Market Value
75000 units FHLB 2.25%	74,136.	74,136.
30000 units William Partners 4.3%	29,695.	29,695.
100000 units Welltower OP LL 3.625%	98,249.	98,249.
50000 units Glaxo Smith Kline CA 3%	48,930.	48,930.
100000 units Nextera Energy 3.25%	98,059.	98,059.
75000 units Paypal Holdings 2.4%	72,335.	72,335.
100000 units Celanese US Hold 6.05%	99,934.	99,934.
50000 units Capital One Finl 4.25%	48,457.	48,457.
100000 units Regions Finl Cor 2.25%	94,139.	94,139.
40000 units Wells Fargo & Co Step 25	38,439.	38,439.
100000 units Juniper Networks 1.2%	90,039.	90,039.
75000 units Air Lease Corp 2.87%	70,118.	70,118.
100000 units Apple Inc 0.7%	90,362.	90,362.
50000 units Citigroup Inc 3.2%	46,624.	46,624.
55000 units Marathon Petrol 5.125%	54,553.	54,553.
70000 units Charles Schwab VAR 27	69,383.	69,383.
70000 units Qual Comm Inc 3.25%	66,346.	66,346.
75000 units Bank of America Corp 3.248%	70,364.	70,364.
50000 units Deltona FL Util 0.438%	47,082.	47,082.
25000 units Alphabet Inc 3.375%	24,675.	24,675.
55000 units Amazon.com 3.3%	52,404.	52,404.
50000 units Amazon.com Inc 2.8%	48,667.	48,667.
60000 units American Intl Group 3.9%	58,201.	58,201.
65000 units Aon Plc 3.875%	62,991.	62,991.
25000 units Apple Inc 3.25%	24,077.	24,077.
75000 units Bank of America Corp 3.248%	70,364.	70,364.
55000 units Berkshire Hathaway 3.125%	52,816.	52,816.
75000 units Blackrock Inc 3.5%	73,972.	73,972.
65000 units Broadcom Inc 4.75%	62,884.	62,884.

75000 units Cisco Systems Inc 2.2%	74,576.	74,576.
75000 units Coca-Cola 2.125%	65,715.	65,715.
35000 units John Deere Cap Corp Med. Term Nts-Book 5.15%	34,929.	34,929.
50000 units John Deere Capital Corp	44,931.	44,931.
40000 units Fifth Third Bancorp 6.361%	40,529.	40,529.
35000 units Goldddman Sachs Group 3.8%	31,960.	31,960.
50000 units Intel Corp 5.125%	50,297.	50,297.
30000 units Intercontinental Exchange 2.1%	25,113.	25,113.
25000 units JP Morgan Chase 3.3%	23,850.	23,850.
65000 units Meta Platforms Inc 3.5%	62,078.	62,078.
25000 units Microsoft Corp 3.3%	23,979.	23,979.
30000 units Microsoft Corp 3.625%	29,739.	29,739.
65000 units Morgan Stanley 3.875	62,748.	62,748.
40000 units PEP 2.75%	38,414.	38,414.
50000 units Paypal Holdings Inc 2.85%	44,473.	44,473.
75000 units Salesforce.com Inc 3.7%	72,151.	72,151.
75000 units Target Corp 2.5%	70,975.	70,975.
45000 units Visa Inc 1.9%	40,886.	40,886.
45000 units Wells Fargo Co 3.55%	43,158.	43,158.
125000 units FHLB .7%	110,131.	110,131.
60000 units FHLB 1.6%	52,468.	52,468.
40000 units FHLB 2.05%	36,484.	36,484.
100000 units FHLB 2.15%	82,929.	82,929.
50000 units FHLB 5.75%	49,883.	49,883.
95000 units FHLB 1.57%	77,017.	77,017.
120000 units FNMA .87%	103,461.	103,461.
110000 units FNMA 1.25%	89,638.	89,638.
100000 units Freddie Mac .5%	90,885.	90,885.
75000 units US Treasury 2.25%	72,164.	72,164.
21305.649 units FUAMX	204,321.	204,321.
20761.227 units FUMBX	205,536.	205,536.
16086.688 units PPREX	139,472.	139,472.
2390.492 units PPREX	20,726.	20,726.
3165.179 units FUAMX	30,354.	30,354.
10114.829 units Dodge & Cox Income Fund	125,222.	125,222.
1768.167 units Guggenheim Total Return Bond	41,357.	41,357.
14789.622 units Fidelity Intermediate Bond Fund	146,713.	146,713.
3084.626 units FUMBX	30,538.	30,538.
Total to Form 990-PF, Part II, line 10c	4,428,095.	4,428,095.

Form 990-PF	Other Investments	Statement	9
Description	Valuation Method	Book Value	Fair Market Value
9360 units IQ Hedge Multi-Strategy	FMV	284,637.	284,637.
114185 units iShares S&P GSCI	FMV	306,396.	306,396.
5972 units Vanguard FTSE All World	FMV	337,179.	337,179.
3360 units Vanguard Real Estate	FMV	286,474.	286,474.
13602.448 units Goldman Sachs Emerging	FMV	303,335.	303,335.
16878.9480 units T. Rowe Price Overseas S	FMV	211,156.	211,156.
6506.948 units American Europacific Growth	FMV	367,578.	367,578.
5676.186 units Invesco Oppenheimer Developing Markets	FMV	231,191.	231,191.
5907.894 units Clearbridge Intl Growth Fund	FMV	363,572.	363,572.
16145.241 units Touchstone Sands Cap Emg Mrkts Growth Fd	FMV	231,684.	231,684.
3672.813 units T Rowe Price Mid-Cap Growth	FMV	381,789.	381,789.
11779.696 units MFS Mid Cap Value Fund	FMV	362,579.	362,579.
5679.165 units Delaware Small Cap Value Instl	FMV	419,634.	419,634.
3637.943 units Cohen & Steers Instl Realty	FMV	163,962.	163,962.
959.895 units American Europacific Growth	FMV	54,224.	54,224.
832.672 units Invesco Oppenheimer Developing Markets	FMV	33,915.	33,915.
882.153 units Clearbridge Intl Growth Fund	FMV	54,288.	54,288.
2353.496 units Touchstone Sands Cap Emg Mrkts Growth Fd	FMV	33,773.	33,773.
558.696 units T Rowe Price Mid-Cap Growth	FMV	54,958.	54,958.
1695.808 units MFS Mid Cap Value Fund	FMV	52,197.	52,197.
853.631 units Delaware Small Cap Value Instl	FMV	63,075.	63,075.
523.646 units Cohen & Steers Instl Realty	FMV	23,601.	23,601.
Total to Form 990-PF, Part II, line 13		4,621,197.	4,621,197.

Form 990-PF Depreciation of Assets Not Held for Investment Statement 10

Description	Cost or Other Basis	Accumulated Depreciation	Book Value
Building Improvements FY14	124,751.	30,657.	94,094.
Building	750,000.	184,297.	565,703.
Building Improvements FY15	119,623.	26,325.	93,298.
Land Improvements	124,437.	66,368.	58,069.
Building-65 Stone Stret	360,400.	66,227.	294,173.
Building Improvements FY16	53,710.	10,442.	43,268.
Land 65 Stone Street	229,400.	0.	229,400.
Shutters	14,527.	14,006.	521.
Drapes	3,255.	3,216.	39.
Rug	4,589.	4,209.	380.
Portraits	8,636.	7,918.	718.
New boilers and electrical improvements	39,709.	6,956.	32,753.
Insulation	9,665.	1,509.	8,156.
Land improvements	11,544.	4,235.	7,309.
Building Improvements FY17	33,200.	4,681.	28,519.
Window inserts	3,050.	1,962.	1,088.
Utility vehicle	11,800.	6,883.	4,917.
Buried utility	12,062.	1,876.	10,186.
Resurface driveway	6,500.	938.	5,562.
Building Improvements FY23	19,741.	253.	19,488.
Total To Fm 990-PF, Part II, ln 14	1,940,599.	442,958.	1,497,641.

Form 990-PF Part VII - List of Officers, Directors Trustees and Foundation Managers Statement 11

Name and Address	Title and Avg Hrs/Wk	Compen- sation	Employee Ben Plan Expense Contrib Account	
Paul R. Abbey P.O. Box 319 Augusta, ME 04332-0319	Director 0.25	0.	0.	0.
Maribeth Canning P.O. Box 319 Augusta, ME 04332-0319	Director 0.25	0.	0.	0.
William N. Lund P.O. Box 319 Augusta, ME 04332-0319	Director 0.25	0.	0.	0.
Bernard P. Slofer P.O. Box 319 Augusta, ME 04332-0319	Director 0.25	0.	0.	0.
Warren E. Winslow, Jr. P.O. Box 319 Augusta, ME 04332-0319	Director 0.25	0.	0.	0.
Patricia A. West P.O. Box 319 Augusta, ME 04332-0319	Exec. Director/Director 30.00	41,686.	0.	0.
Cindy Fabbriatore P.O. Box 319 Augusta, ME 04332-0319	Exec. Director (part year) 30.00	0.	0.	0.
Daniel E. Wathen P.O. Box 319 Augusta, ME 04332-0319	President/Director 1.00	0.	0.	0.
Marianna P. Liddell P.O. Box 319 Augusta, ME 04332-0319	Secretary/Legal Counsel 1.00	0.	0.	0.
Mark L. Johnston P.O. Box 319 Augusta, ME 04332-0319	Treasurer/Director 1.00	0.	0.	0.
Totals included on 990-PF, Page 6, Part VII		41,686.	0.	0.

Form 990-PF Cash Deemed Charitable Explanation Statement Statement 12
Part IX, Line 4

Total cash deemed held for charitable activities is determined by adding (a) 1.5% of checking, savings, and investments accounts other than the Foundation's Capital Improvement Account (\$243,197) and (b) the entire balance of the Capital Improvement Account (\$403,533). The Capital Improvement account is used by the Foundation solely to make repairs and required improvements to the Foundation's property, which is designated for charitable activities and use.

Form 990-PF	Election Under Regulations Section 53.4942(a)-3(d)(2) to Treat Excess Qualifying Distributions as Distributions out of Corpus	Statement 13
-------------	--	--------------

Form 990-PF

Election Under Regulations Section
53.4942(a) - 3(d)(2) to treat excess qualifying
distributions as distributed out of Corpus.

I, Patricia A. West, Executive Director/Director of the Elsie &
William Viles Foundation, in my capacity as such, do hereby elect to
treat \$182,400 of qualifying distributions made during the fiscal year
ended July 31, 2023 as distributed out of corpus.

Patricia A. West, Executive Director/Director
Elsie & William Viles Foundation

Form 990-PF

Grant Application Submission Information
Part XIV, Lines 2a through 2d

Statement 14

Name and Address of Person to Whom Applications Should be Submitted

Patricia A. West
Elsie and William Viles Foundation, P.O. Box 319
Augusta, ME 04332-0319

Telephone Number

(207)622-1124

Email Address

info@elsieandwilliamvilesfoundation.org

Form and Content of Applications

The application form, submission materials, and other application information can be found at www.elsieandwilliamvilesfoundation.org.

Any Submission Deadlines

See 2(b) above.

Restrictions and Limitations on Awards

See 2(b) above3.