

Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation**u Do not enter social security numbers on this form as it may be made public.**
u Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No. 1545-0047

2020

Open to Public Inspection

For calendar year 2020 or tax year beginning , and ending

Name of foundation Mattina R Proctor Foundation c/o Broude & Hochberg LLP		A Employer identification number 11-1067014
Number and street (or P.O. box number if mail is not delivered to street address) 75 Federal St Ste 1300	Room/suite	B Telephone number (see instructions) 617-748-5107
City or town, state or province, country, and ZIP or foreign postal code Boston MA 02110-1921		C If exemption application is pending, check here " <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here " <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation . . . " <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here " <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) u \$ 16,709,957	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d), must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here " <input type="checkbox"/>

Part I		Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	329	329		
	4	Dividends and interest from securities	426,698	426,698		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,970,129			
	b	Gross sales price for all assets on line 6a 4,168,173				
	7	Capital gain net income (from Part IV, line 2)		2,153,812		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
Operating and Administrative Expenses	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) Stmt 1	352,322	352,322		
	12	Total. Add lines 1 through 11	2,749,478	2,933,161	0	
	13	Compensation of officers, directors, trustees, etc.	104,840	52,420		52,420
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) See Stmt 2	1,160			
	b	Accounting fees (attach schedule) Stmt 3	16,529			
	c	Other professional fees (attach schedule) Stmt 4	97,986	26,263		71,723
	17	Interest				
	18	Taxes (attach schedule) (see instructions) Stmt 5	45			
19	Depreciation (attach schedule) and depletion					
20	Occupancy					
21	Travel, conferences, and meetings					
22	Printing and publications					
23	Other expenses (att. sch.) Stmt 6	41,319	36,807		3,000	
24	Total operating and administrative expenses. Add lines 13 through 23	261,879	115,490	0	127,143	
25	Contributions, gifts, grants paid	491,300			491,300	
26	Total expenses and disbursements. Add lines 24 and 25	753,179	115,490	0	618,443	
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	1,996,299			
	b	Net investment income (if negative, enter -0-)		2,817,671		
	c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	252,654	241,540	241,540
	3 Accounts receivable u			
	Less: allowance for doubtful accounts u			
	4 Pledges receivable u			
	Less: allowance for doubtful accounts u			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (att. schedule) u			
	Less: allowance for doubtful accounts u 0			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) See Stmt 7	8,573,281	10,582,497	16,468,417
	c Investments – corporate bonds (attach schedule)			
Liabilities	11 Investments – land, buildings, and equipment: basis u			
	Less: accumulated depreciation (attach sch.) u			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
	14 Land, buildings, and equipment: basis u			
	Less: accumulated depreciation (attach sch.) u			
	15 Other assets (describe u)			
	16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	8,825,935	10,824,037	16,709,957
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe u)			
	23 Total liabilities (add lines 17 through 22)	0	0	
	Foundations that follow FASB ASC 958, check here and complete lines 24, 25, 29, and 30. u <input type="checkbox"/>			
	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here and complete lines 26 through 30. u <input checked="" type="checkbox"/>			
	26 Capital stock, trust principal, or current funds	8,825,935	10,824,037	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
	29 Total net assets or fund balances (see instructions)	8,825,935	10,824,037	
	30 Total liabilities and net assets/fund balances (see instructions)	8,825,935	10,824,037	

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	8,825,935
2 Enter amount from Part I, line 27a	2	1,996,299
3 Other increases not included in line 2 (itemize) u See Statement 8	3	1,803
4 Add lines 1, 2, and 3	4	10,824,037
5 Decreases not included in line 2 (itemize) u	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 29	6	10,824,037

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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 See Worksheet				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7			2	2,153,812
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	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**SECTION 4940(e) REPEALED ON DECEMBER 20, 2019 – DO NOT COMPLETE.**

1 Reserved				
(a) Reserved	(b) Reserved	(c) Reserved	(d) Reserved	
Reserved				
Reserved				
Reserved				
Reserved				
Reserved				
2 Reserved				2
3 Reserved				3
4 Reserved				4
5 Reserved				5
6 Reserved				6
7 Reserved				7
8 Reserved				8

Part VI 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)			
b Reserved		1	39,166
c All other domestic foundations enter 1.39% of line 27b. Exempt foreign organizations, enter 4% 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	39,166
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	39,166
6 Credits/Payments:			
a 2020 estimated tax payments and 2019 overpayment credited to 2020	6a 49,075		
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	49,075
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	34
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed u		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid u		10	9,875
11 Enter the amount of line 10 to be: Credited to 2021 estimated tax u 9,875 Refunded u		11	

Part VII-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		X
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.		
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 \$ (2) On foundation managers. u \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. 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? 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?	6 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 XV	7 X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. u MA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? If "No," attach explanation	8b 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 2020 or the tax year beginning in 2020? See instructions for Part XIV. If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address u www.mrpf.org	X	
14 The books are in care of u Jeffrey D Hutchins Telephone no. u 617-748-5107 75 Federal Street, Suite 1300 Located at u Boston MA ZIP+4 u 02110		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – check here u <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year u 15		
16 At any time during calendar year 2020, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country u		X

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

	Yes	No
File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance, check here u <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2020? N/A	1c	
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 2020, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2020? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years u 20 , 20 , 20 , 20		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. u 20 , 20 , 20 , 20		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2020 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 2020.) N/A	3b	
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 2020?	4b	X

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

		Yes	No
5a	During the year did the foundation pay or incur any amount to:		
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	5b	<input checked="" type="checkbox"/>
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945–5(d). See Statement 9	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.	6b	<input checked="" type="checkbox"/>
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b	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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, and foundation managers and their compensation. See instructions.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Jeffrey D Hutchins 75 Federal Street, Suite 1300 Boston MA 02110	Trustee 10.00	52,420	0	0
William I Hochberg 1900 Avenue of the Stars, 21st Floor CA 90067	Trustee 10.00	52,420	0	0

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

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

Total number of other employees paid over \$50,000	0
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(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Broude & Hochberg LLP 75 Federal St, Ste 1300 Boston MA 02110	Grant Admin	71,723
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

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	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	14,329,216
b	Average of monthly cash balances	1b	228,338
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	14,557,554
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	14,557,554
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	218,363
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,339,191
6	Minimum investment return. Enter 5% of line 5	6	716,960

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

1	Minimum investment return from Part X, line 6	1	716,960
2a	Tax on investment income for 2020 from Part VI, line 5	2a	39,166
b	Income tax for 2020. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	39,166
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	677,794
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	677,794
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	677,794

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. – total from Part I, column (d), line 26	1a	618,443
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	618,443
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	618,443

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2019	(c) 2019	(d) 2020
1 Distributable amount for 2020 from Part XI, line 7				677,794
2 Undistributed income, if any, as of the end of 2020:				
a Enter amount for 2019 only			356,259	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2020:				
a From 2015				
b From 2016				
c From 2017				
d From 2018				
e From 2019				
f Total of lines 3a through e				
4 Qualifying distributions for 2020 from Part XII, line 4: u \$ 618,443				
a Applied to 2019, but not more than line 2a			356,259	
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2020 distributable amount				262,184
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2020 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount – see instructions				
e Undistributed income for 2019. Subtract line 4a from line 2a. Taxable amount – see instructions				
f Undistributed income for 2020. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2021				415,610
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2015 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2021. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2016				
b Excess from 2017				
c Excess from 2018				
d Excess from 2019				
e Excess from 2020				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2020, enter the date of the ruling u

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	Prior 3 years			(e) Total
	(a) 2020	(b) 2019	(c) 2018	(d) 2017	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4, for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test – enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test – enter 2/3 of minimum investment return shown in Part X, line 6, for each year listed					
c "Support" alternative test – enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

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.
N/A

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

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

a The name, address, and telephone number or email address of the person to whom applications should be addressed:
Jeffrey D. Hutchins, Trustee, c/o B 617-748-5100
75 Federal Street, Suite 1300 Boston MA 02110

b The form in which applications should be submitted and information and materials they should include:
See Statement 10

c Any submission deadlines:
None

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
See Statement 11

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
Apprenticeshop 655 Main Street Rockland ME 04841	N/A	Pub Charity	Shipbuilding and seamanship programs	3,000
Apprenticeshop 655 Main Street Rockland ME 04841	N/A	Pub Charity	Grant - general purposes	3,000
Asian Univ for Women Support Fdn 1100 Mass Ave, Ste 100 Cambridge MA 02138	N/A	Pub Charity	Grant - general purposes	3,000
Berklee College of Music 1140 Boylston Street Boston MA 02215	N/A	Pub Charity	Hearing loss awareness/prevention	6,000
Berklee College of Music 1140 Boylston Street Boston MA 02215	N/A	Pub Charity	Berklee Inst for Arts Educ/general	8,000
Boston Baroque 10 Guest Street, Ste 29 Boston MA 02135	N/A	Pub Charity	Vivaldi's Gloria, Handel's Ariodante	2,500
Boston Lyric Opera 11 Avenue de Lafayette Boston MA 02111	N/A	Pub Charity	Online digital stage [insert:opera]	25,000
Boston Lyric Opera 11 Avenue de Lafayette Boston MA 02111	N/A	Pub Charity	Pledge - FY20	25,000
Boston Modern Orchestra Project 376 Washington Street Malden MA 02148	N/A	Pub Charity	Arnold Rosner performance/recording	2,500
Boston Youth Symphony Orchestra 855 Commonwealth Avenue Boston MA 02215	N/A	Pub Charity	Production of Verdi's "Aida"	15,000
Total			u 3a	491,300
b <i>Approved for future payment</i> N/A				
Total			u 3b	

Form 990-PF (2020) **Mattina R Proctor Foundation****11-1067014**Page **11****Part XV 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				
Brandeis University 415 South Street Waltham MA 02453	N/A	Pub Charity	2020 concerts and music programs	3,000
Camden Conference 89 Elm Street, Ste 200 Camden ME 04843	N/A	Pub Charity	Grant - general purposes	3,000
Center for Furniture Craftsmanship 25 Mill Street Rockport ME 04856	N/A	Pub Charity	Teaching the Teachers	10,000
Center for Furniture Craftsmanship 25 Mill Street Rockport ME 04856	N/A	Pub Charity	Executive Director Search	11,000
Center for Maine Contemporary Art P.O. Box 1767 Rockland ME 04841	N/A	Pub Charity	ArtLab program - free art workshops	2,500
Coastal Mountains Land Trust 101 Mt. Battie Street Camden ME 04843	N/A	Pub Charity	"Round the Mountain" pledge	12,500
Community House, The 284 Bay Road South Hamilton MA 01982	N/A	Pub Charity	Grant - general purposes	2,000
Creative Community for Peace P.O. Box 34122 Los Angeles CA 90034	N/A	Pub Charity	Encourage artists perform in Israel	3,000
Early Music Foundation 10 W. 68th Street New York NY 10023	N/A	Pub Charity	2020 subscription concert series	2,500
Emmanuel Music P.O. Box 171184 Boston MA 02117	N/A	Pub Charity	Weill - Firebrand of Florence	15,000
Total			u 3a	
b Approved for future payment				
N/A				
Total			u 3b	

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Farnsworth Art Museum 16 Museum Street Rockland ME 04841	N/A	Pub Charity Education and general purposes		20,000
Film2Future (F2F) 6310 San Vicente Blvd Los Angeles CA 90048	N/A	Pub Charity Film education programs	for youth	3,000
Foundation for Modern Opera 15 Brewster Road Worcester MA 01602	N/A	Private Fdn Navona 2020 CD releases		15,000
Foundation for Modern Opera 15 Brewster Road Worcester MA 01602	N/A	Private Fdn 2020 Shakespeare Concerts/recordings		35,000
Friends of ANIM 200 W. 57th Street, Ste 4 New York NY 10019	N/A	Pub Charity Afghanistan Natl Inst of Music prog.		3,000
Friends of ANIM 200 W. 57th Street, Ste 4 New York NY 10019	N/A	Pub Charity Afghanistan Natl Inst of Music prog.		6,000
Gloucester Meetinghouse Foundation 10 Church Street Gloucester MA 01930	N/A	Pub Charity TownGreen2025 Harvard Climate Chng		1,500
Grammy Museum 888 South Figueroa Street Los Angeles CA 90017	N/A	Pub Charity GRAMMY Signature Schools program		3,000
Guitars in the Classroom 1761 Hotel Circle S San Diego CA 92108	N/A	Pub Charity General activities		1,800
Handel and Haydn Society 9 Harcourt Street Boston MA 02116	N/A	Pub Charity Bach's "St. Matthew Passion"		2,500
Total			u 3a	
b Approved for future payment				
N/A				
Total			u 3b	

Form 990-PF (2020) **Mattina R Proctor Foundation****11-1067014**Page **11****Part XV Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Jackson Memorial Library 71 Main Street St. George ME 04860	N/A	Pub Charity	Grant - general purposes	2,000
Jewish Family & Children's Service 1430 Main Street Waltham MA 02451	N/A	Pub Charity	Adoption Resources program	11,000
Maine Media Workshops & College 70 Camden Street Rockport ME 04856	N/A	Pub Charity	Keystone Fund	3,000
Making Community Happen 46 Summer Street Rockland ME 04841	N/A	Pub Charity	Meals on Wheels program	2,500
Manhattan Chamber Players 330 Wagner Street New Orleans LA 70114	N/A	Pub Charity	Sinicrop - Habanera music video	9,600
Merryspring Nature Center P.O. Box 893 Camden ME 04843	N/A	Pub Charity	Youth education and outreach	2,500
Mr. Holland's Opus Foundation 4370 Tujunga Ave, Ste 330 Studio City CA 91604	N/A	Pub Charity	Music education - underserved youth	6,000
New England Aquarium Central Wharf Boston MA 02110	N/A	Pub Charity	Marine animal rescue program	11,000
New England Conservatory 290 Huntington Avenue Boston MA 02115	N/A	Pub Charity	General gift to the NEC Annual Fund	25,000
New England Conservatory 290 Huntington Avenue Boston MA 02115	N/A	Pub Charity	Low Latency Work of Ian Howell	20,000
Total			u 3a	
b <i>Approved for future payment</i>				
N/A				
Total			u 3b	

Form 990-PF (2020) **Mattina R Proctor Foundation****11-1067014**Page **11****Part XV Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
New Music USA, Inc. 114 John Street, #998 New York NY 10038	N/A	Pub Charity Pandemic assistance to	musicians	6,000
New Music USA, Inc. 114 John Street, #998 New York NY 10038	N/A	Pub Charity Pandemic assistance to	musicians	8,000
PARMA Music Festival 223 Lafayette Road North Hampton NH 03862	N/A	Pub Charity Joseph Summer's opera,	"Hamlet"	18,000
PARMA Music Festival 223 Lafayette Road North Hampton NH 03862	N/A	Pub Charity Joseph Summer's opera,	Hamlet	33,400
Perkins School for the Blind 175 North Beacon Street Watertown MA 02472	N/A	Pub Charity Perkins Radio	- staff and technology	12,000
Pine Street Inn 444 Harrison Avenue Boston MA 02118	N/A	Pub Charity General - assistance for homeless		2,000
Pine Tree Legal Assistance P.O. Box 547 Portland ME 04112	N/A	Pub Charity Legal services for underserved in ME		1,000
Points North Institute P.O. Box 836 Camden ME 04843	N/A	Pub Charity Grant - general purposes		12,000
Points North Institute P.O. Box 836 Camden ME 04843	N/A	Pub Charity Drive-In Theater project/general		6,000
Strand Theatre P.O. Box 433 Rockland ME 04841	N/A	Pub Charity Performing arts/cultural	education	1,000
Total			u 3a	
b <i>Approved for future payment</i>				
N/A				
Total			u 3b	

Form 990-PF (2020) **Mattina R Proctor Foundation****11-1067014**Page **11****Part XV Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
Tenacity 38 Everett Street, Suite Boston MA 02134	N/A After-School	Pub Charity Reading & Tennis Prog		5,000
University of New England 716 Stevens Avenue Portland ME 04103	N/A	Pub Charity Marine Learning Labs		40,000
Walker Therapeutic & Educational Pr 1968 Central Avenue Needham MA 02492	N/A	Pub Charity Grant - general purposes		3,000
WERU Community Radio P.O. Box 170, 1186 Acadia East Orland ME 04431	N/A	Pub Charity Grant - general purposes		3,000
Total			u 3a	
b <i>Approved for future payment</i> N/A				
Total			u 3b	

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2020
For calendar year 2020, or tax year beginning , and ending		

Name Mattina R Proctor Foundation c/o Broude & Hochberg LLP	Employer Identification Number 11-1067014
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(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 1,650.000 sh Duke Realty Corp	P	03/28/16	09/18/20
(2) 7,350.000 sh Global X ETF Superdiv	P		12/17/20
(3) 96.000 sh Wabtec	P	02/26/19	09/18/20
(4) 2,250.000 sh Boston Properties Inc	P	03/10/06	09/18/20
(5) 1,500.000 sh Bristol Myers Squibb	P	02/20/05	09/18/20
(6) 2,600.000 sh Carrier Global Corp	P		09/18/20
(7) 4,000.000 sh Chevron Corporation	P	02/20/05	09/18/20
(8) 1,700.000 sh Coca-Cola Company	P	02/20/05	09/18/20
(9) 6,000.000 sh Conagra Brands Inc	P		09/18/20
(10) 5,773.000 sh Dow Inc	P		09/18/20
(11) 4,500.000 sh Duke Realty Corp	P		09/18/20
(12) 2,000.000 sh Emerson Electric Co	P	01/21/94	09/18/20
(13) 5,000.000 sh Exxon Mobil Corp	P		09/18/20
(14) 2,500.000 sh General Mills Inc	P	02/20/05	09/18/20
(15) 3,000.000 sh JPMorgan Chase & Co	P	02/20/05	09/18/20

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 60,769		36,046	24,723
(2) 96,285		160,487	-64,202
(3) 6,604			6,604
(4) 194,834		193,928	906
(5) 89,103		36,653	52,450
(6) 80,425		24,377	56,048
(7) 314,434		239,160	75,274
(8) 86,467		36,431	50,036
(9) 208,109		126,183	81,926
(10) 293,833		213,242	80,591
(11) 165,734		185,116	-19,382
(12) 138,621		31,603	107,018
(13) 186,031		256,487	-70,456
(14) 143,398		64,438	78,960
(15) 297,428		109,193	188,235

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(1)			24,723
(2)			-64,202
(3)			6,604
(4)			906
(5)			52,450
(6)			56,048
(7)			75,274
(8)			50,036
(9)			81,926
(10)			80,591
(11)			-19,382
(12)			107,018
(13)			-70,456
(14)			78,960
(15)			188,235

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2020
For calendar year 2020, or tax year beginning , and ending		

Name Mattina R Proctor Foundation c/o Broude & Hochberg LLP	Employer Identification Number 11-1067014
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(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 4,844.000 sh Merck & Co Inc	P		09/18/20
(2) 1,300.000 sh Otis Worldwide Corp	P		09/18/20
(3) 2,338.000 sh Phillips 66	P		09/18/20
(4) 2,500.000 sh Procter & Gamble Co	P	02/20/05	09/18/20
(5) 6,500.000 sh State Street Corp	P	10/24/84	09/18/20
(6) 2,000.000 sh Union Pacific Corp	P	05/24/96	09/18/20
(7) 0.0039 sh Viatris Inc - cash in lieu	P		11/17/20
(8) Wells Fargo			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 417,374		46,431	370,943
(2) 80,618		34,094	46,524
(3) 141,469		59,480	81,989
(4) 342,942		129,128	213,814
(5) 409,532		7,871	401,661
(6) 407,664		24,013	383,651
(7)			
(8) 6,499			6,499
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(1)			370,943
(2)			46,524
(3)			81,989
(4)			213,814
(5)			401,661
(6)			383,651
(7)			
(8)			6,499
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
Proctor Heirs Trust	\$ 352,322	\$ 352,322	\$
Total	\$ 352,322	\$ 352,322	\$ 0

Statement 2 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
B&H - Non-Profit	\$ 1,160	\$	\$	\$
Total	\$ 1,160	\$ 0	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
B&H - Tax	\$ 9,329	\$	\$	\$
Darmody, Merlino & Co., LLP	7,200			
Total	\$ 16,529	\$ 0	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
B&H - Grant Admin	\$ 71,723	\$	\$	\$ 71,723
B&H - Trust Admin	26,210	26,210		
B&H - Trust Admin (mileage reimb	53	53		
Total	\$ 97,986	\$ 26,263	\$ 0	\$ 71,723

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Assessed for period ending 12/31	\$ 45	\$	\$	\$
Total	\$ 45	\$ 0	\$ 0	\$ 0

Statement 6 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses	\$	\$	\$	\$
Exponent Philanthropy Members Liability Insurance	1,262			
Advertising	3,000			3,000
State Street Custody Fees	9,023	9,023		
Wells Fargo Investment Fee	27,784	27,784		
MA Form PC Filing Fee	250			
Office Expense				
Total	\$ 41,319	\$ 36,807	\$ 0	\$ 3,000

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Abbott Laboratories - 1,900 shs	\$	\$ 200,973	Cost	\$ 208,031
Accenture PLC Ireland Shares Cl A -	152,378	152,378	Cost	215,498
Amgen, Inc - 1,200 shs		295,274	Cost	275,904
Analog Devices Inc - 1,355 shs	152,015	152,015	Cost	200,174
Apple Inc 5,400 shs	265,874	370,394	Cost	716,526
Applied Materials Inc - 4,600 shs		254,482	Cost	396,980
AT&T Inc - 21,007 shs	590,860	590,860	Cost	604,161
Automatic Data Processing - 945 shs	152,497	152,497	Cost	166,509
Becton Dickinson & Co - 1,100 shs		253,295	Cost	275,242
Blackrock Inc - 300 shs		165,086	Cost	216,462

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Boston Properties Inc REIT - 750 shs	\$ 268,819	\$ 67,205	Cost	\$ 70,898
Bristol Myers Squibb Co - 4,688 shs	151,204	114,551	Cost	290,797
Broadcom Inc - 526 shs	152,065	152,065	Cost	230,309
Brown and Brown Inc - 5,400 shs		237,319	Cost	256,014
Carrier Global Corp			Cost	
Caterpillar Inc - 3,400 shs	250,676	250,676	Cost	618,868
Chevron Corp - 1,000 shs	298,950	59,790	Cost	84,450
Cisco Systems Inc - 7,000 shs	97,860	209,605	Cost	313,250
Coca Cola Co, 3,300 shs	128,462	84,785	Cost	180,972
Comcast Corp New Cl A - 7,500 shs		335,518	Cost	393,000
Conagra Foods Inc - 0 shs	123,937		Cost	
Costco Wholesale Corp - 1,120 shs	249,546	350,133	Cost	421,994
CVS Health Corp - 4,750 shs	249,731	308,581	Cost	324,425
Disney Co - 3,900 shs	351,546	351,546	Cost	706,602
Dow Inc - 0 shs	230,332		Cost	
Duke Energy Corp - 2,475 shs	112,112	112,112	Cost	226,611
Duke Realty Corp - 2,050 shs	219,898	44,822	Cost	81,939
Emerson Electric Co - 2,000 shs	63,205	31,603	Cost	160,740
ExxonMobil Corp - 0 shs	270,555		Cost	
General Mills Inc - 2,500 shs	125,483	62,742	Cost	147,000
Genuine Parts Co - 2,000 shs		199,206	Cost	200,860
Global X Superdividend ETF - 0 shs	160,487		Cost	
Home Depot Inc - 1,400 shs	249,866	345,017	Cost	371,868
Johnson & Johnson - 870 shs	56,924	56,924	Cost	136,921
JP Morgan Chase & Co - 4,400 shs	269,342	160,149	Cost	559,108
McDonalds Corp - 1,245 shs	250,809	250,809	Cost	267,152
Merck & Co Inc - 5,000 shs	411,850	318,005	Cost	409,000
Microsoft Corp - 5,725 shs	429,770	429,770	Cost	1,273,355
Nike Inc Cl B - 4,700 shs	250,601	487,370	Cost	664,909
Omnicom Group - 3,300 shs		166,680	Cost	205,821
Oracle Corp - 4,788 shs	152,188	276,988	Cost	309,736
Otis Worldwide Corp - 0 shs			Cost	
Paychex Inc - 3,600 shs	151,276	290,902	Cost	335,448
Pepsico Inc - 1,000 shs	59,708	59,708	Cost	148,300
Pfizer Inc - 7,189 shs	113,557	107,652	Cost	264,627
Phillips 66-W/I - 0 shs	59,480		Cost	
Procter & Gamble Co - 2,500 shs	260,091	130,963	Cost	347,850

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Raytheon Technologies Corp - 3,300 s	\$	\$ 120,460	Cost	\$ 235,983
Starbucks Corp - 2,950 shs		244,327	Cost	315,591
State Street Corp - 3,500 shs	145,281	50,848	Cost	254,730
Target Corp - 1,400 shs		207,942	Cost	247,142
Union Pacific Corp - 2,000 shs	48,026	24,013	Cost	416,440
United Technologies Corp - 0 shs	130,430		Cost	
UnitedHealth Group Inc - 800 shs		238,785	Cost	280,544
US Bancorp - 6,500 shs	191,360	191,360	Cost	302,835
Verizon Communications - 4,270 shs	136,356	136,356	Cost	250,863
Viatis Inc - 892 shs		5,905	Cost	16,716
Wabtec - 0 shs			Cost	
Walmart, Inc - 2,425 shs		334,177	Cost	349,564
Wells Fargo & Co - 6,000 shs	179,145	179,145	Cost	181,080
Weyerhaeuser Co - 4,886 shs	136,012	136,012	Cost	163,828
3M Co - 1,000 shs	72,717	72,717	Cost	174,790
Total	\$ <u>8,573,281</u>	\$ <u>10,582,497</u>		\$ <u>16,468,417</u>

11-1067014

Federal Statements

FYE: 12/31/2020

Statement 8 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
WF Nondividend Distributions	\$ 1,803
Total	\$ 1,803

Statement 9 - Form 990-PF, Part VII-B, Line 5c - Expenditure responsibilities (Section 53.4945-5(d))Description

Foundation for Modern Opera
15 Brewster Road
Worcester, MA 01602

Grants:

1/15/20 \$35,000 For 2020 Shakespeare Concerts and recordings
1/15/20 \$15,000 For 2020 CD releases on Navona Records

Date of Report by Grantee:
11/15/21

Any Diversion by Grantee:
None

Form 990-PF, Part VII-B, Line 5c - Exemption due to maintained expenditure responsibility per Regulation 53.4945-5(d)Description

Foundation for Modern Opera
15 Brewster Road
Worcester, MA 01602

Grants:

1/15/20 \$35,000 For 2020 Shakespeare Concerts and recordings
1/15/20 \$15,000 For 2020 CD releases on Navona Records

Date of Report by Grantee:
11/15/21

Any Diversion by Grantee:
None

Statement 10 - Form 990-PF, Part XV, Line 2b - Application Format and Required ContentsDescription

Applications accepted from public charities. Applications should be by letter, and contain a description of the applicant organization, purpose and budget of grant solicited, and proof of tax exempt status.

Federal Statements

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

None

Statement 11 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

Preference is given to organizations located in the
Northeastern United States.

Form 990-PF

Form **2220****Underpayment of Estimated Tax by Corporations**

OMB No. 1545-0123

Department of the Treasury
Internal Revenue Service**u** Attach to the corporation's tax return.
uGo to www.irs.gov/Form2220 for instructions and the latest information.**2020**Name **Mattina R Proctor Foundation**
c/o Broude & Hochberg LLPEmployer identification number
11-1067014

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	39,166
2a Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	12a	
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	39,166
4 Enter the tax shown on the corporation's 2019 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	49,099
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	39,166

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. Filers with installments due on or after April 1, 2020, and before July 15, 2020, see instructions	9	07/15/20	07/15/20	09/15/20	12/15/20
10 Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Schedule 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	9,792	9,792	9,792	9,790
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	22,856			26,219
<i>Complete lines 12 through 18 of one column before going to the next column.</i>					
12 Enter amount, if any, from line 18 of the preceding column	12		13,064	3,272	
13 Add lines 11 and 12	13		13,064	3,272	26,219
14 Add amounts on lines 16 and 17 of the preceding column	14				6,520
15 Subtract line 14 from line 13. If zero or less, enter -0-	15	22,856	13,064	3,272	19,699
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	0	0	6,520	0
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	13,064	3,272		

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.

For Paperwork Reduction Act Notice, see separate instructions.

Form **2220** (2020)

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. (<i>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.</i>) See instructions	19 See Worksheet			
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 4/15/2020 and before 7/1/2020	21			
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21}}{366} \times 5\% (0.05)$	22 \$	\$	\$	\$
23 Number of days on line 20 after 6/30/2020 and before 10/1/2020	23			
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23}}{366} \times 3\% (0.03)$	24 \$	\$	\$	\$
25 Number of days on line 20 after 9/30/2020 and before 1/1/2021	25			
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25}}{366} \times 3\% (0.03)$	26 \$	\$	\$	\$
27 Number of days on line 20 after 12/31/2020 and before 4/1/2021	27			
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27}}{365} \times 3\% (0.03)$	28 \$	\$	\$	\$
29 Number of days on line 20 after 3/31/2021 and before 7/1/2021	29			
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29}}{365} \times \text{**}\%$	30 \$	\$	\$	\$
31 Number of days on line 20 after 6/30/2021 and before 10/1/2021	31			
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31}}{365} \times \text{**}\%$	32 \$	\$	\$	\$
33 Number of days on line 20 after 9/30/2021 and before 1/1/2022	33			
34 Underpayment on line 17 x $\frac{\text{Number of days on line 33}}{365} \times \text{**}\%$	34 \$	\$	\$	\$
35 Number of days on line 20 after 12/31/2021 and before 3/16/2022	35			
36 Underpayment on line 17 x $\frac{\text{Number of days on line 35}}{365} \times \text{**}\%$	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 \$ 34

*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 2220	Form 2220 Worksheet	2020
For calendar year 2020, or tax year beginning _____, and ending _____		

Name Mattina R Proctor Foundation c/o Broude & Hochberg LLP	Employer Identification Number 11-1067014
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	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter
Due date of estimated payment	<u>07/15/20</u>	<u>07/15/20</u>	<u>09/15/20</u>	<u>12/15/20</u>
Amount of underpayment	_____	_____	<u>6,520</u>	_____

Prior year overpayment applied **22,856**

	1st Payment	2nd Payment	3rd Payment	4th Payment	5th Payment
Date of payment	_____	_____	_____	<u>11/17/20</u>	_____
Amount of payment	_____	_____	_____	<u>26,219</u>	_____

Qtr	From	To	Underpayment	#Days	Rate	Penalty
3	9/15/20	11/17/20	6,520	63	3.00	34
Total Penalty						34
						=====