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

2008

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2008, or tax year beginning

, and ending

G Check all that apply ☐ Initial return ☐ Final return ☒ Amended return ☐ Address change ☐ Name changeUse the IRS label. Name of foundation  
TRUSTEES OF CAMP CARPENTER

Otherwise, C/O DOUGLAS A. MCININCH

Number and street (or P.O. box number if mail is not delivered to street address)

555 CANAL STREET

Room/suite

710

City or town, state, and ZIP code

MANCHESTER, NH 03101

H Check type of organization ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 1,646,118. (Part I, column (d) must be on cash basis.)

J Accounting method ☒ Cash ☐ Accrual☐ Other (specify)

A Employer identification number

02-6008422

B Telephone number

603-622-4052

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

## 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))

|   | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|---|------------------------------------|---------------------------|-------------------------|---|
| 1 Contributions, gifts, grants, etc., received  | 352.                               |                           | N/A                     |   |
| 2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B |                                    |                           |                         |   |
| 3 Interest on savings and temporary cash investments  | 11,872.                            | 11,872.                   |                         | STATEMENT 2   |
| 4 Dividends and interest from securities  | 15,974.                            | 15,974.                   |                         | STATEMENT 3   |
| 5a Gross rents  |                                    |                           |                         |   |
| b Net rental income or (loss)   |                                    |                           |                         |   |
| 6a Net gain or (loss) from sale of assets not on line 10                                      | <34,540.>                          |                           |                         | STATEMENT 1   |
| b Gross sales price for all assets on line 6a   | 444,010.                           |                           |                         |   |
| 7 Capital gain net income (from Part IV, line 2)  |                                    | 0.                        |                         |   |
| 8 Net short-term capital gain   |                                    |                           |                         |   |
| 9 Income modifications  |                                    |                           |                         |   |
| 10a Gross sales less returns and allowances   |                                    |                           |                         |   |
| b Less Cost of goods sold   |                                    |                           |                         |   |
| c Gross profit or (loss)  |                                    |                           |                         |   |
| 11 Other income   |                                    |                           |                         |   |
| 12 Total. Add lines 1 through 11  | <6,342.>                           | 27,846.                   |                         |   |
| 13 Compensation of officers, directors, trustees, etc.  | 0.                                 | 0.                        |                         | 0.  |
| 14 Other employee salaries and wages  |                                    |                           |                         |   |
| 15 Pension plans, employee benefits   |                                    |                           |                         |   |
| 16a Legal fees  |                                    |                           |                         |   |
| b Accounting fees   | 1,352.                             | 1,352.                    |                         | 0.  |
| c Other professional fees   |                                    |                           |                         |   |
| 17 Interest   | 10,684.                            | 0.                        |                         | 10,684.   |
| 18 Taxes  | 12,068.                            | 473.                      |                         | 0.  |
| 19 Depreciation and depletion   |                                    |                           |                         |   |
| 20 Occupancy  |                                    |                           |                         |   |
| 21 Travel, conferences, and meetings  |                                    |                           |                         |   |
| 22 Printing and publications  |                                    |                           |                         |   |
| 23 Other expenses   | 16,183.                            | 11,419.                   |                         | 4,764.  |
| 24 Total operating and administrative expenses. Add lines 13 through 23                       | 40,287.                            | 13,244.                   |                         | 15,448.   |
| 25 Contributions, gifts, grants paid  | 101,759.                           |                           |                         | 101,759.  |
| 26 Total expenses and disbursements. Add lines 24 and 25                                      | 142,046.                           | 13,244.                   |                         | 117,207.  |
| 27 Subtract line 26 from line 12  | <148,388.>                         |                           |                         |   |
| a Excess of revenue over expenses and disbursements   |                                    |                           |                         |   |
| b Net investment income (if negative, enter -0-)  |                                    | 14,602.                   |                         |   |
| c Adjusted net income (if negative, enter -0-)  |                                    |                           | N/A                     |   |

LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

Form 990-PF (2008)

# TRUSTEES OF CAMP CARPENTER

Form 990-PF (2008)

C/O DOUGLAS A. MCININCH

02-6008422

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## Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

|   |   | Beginning of year | End of year    |                       |
|---|---|-------------------|----------------|-----------------------|
|   |   | (a) Book Value    | (b) Book Value | (c) Fair Market Value |
| Assets  | 1 Cash - non-interest-bearing   |                   |                |                       |
|   | 2 Savings and temporary cash investments  | 67,820.           | 86,251.        | 86,251.               |
|   | 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 STMT 7                            | 25,035.           | 0.             | 0.                    |
|   | b Investments - corporate stock STMT 8  | 727,751.          | 660,338.       | 673,537.              |
|   | c Investments - corporate bonds STMT 9  | 275,547.          | 181,685.       | 182,198.              |
| 11 Investments - land, buildings, and equipment basis ▶ |   |                   |                |                       |
| Less accumulated depreciation ▶                         |   |                   |                |                       |
| 12 Investments - mortgage loans                         |   |                   |                |                       |
| 13 Investments - other                                  |   |                   |                |                       |
| 14 Land, buildings, and equipment basis ▶ 704,132.      |   |                   |                |                       |
| Less accumulated depreciation ▶                         | 704,132.  | 704,132.          | 704,132.       |                       |
| 15 Other assets (describe ▶)                            |   |                   |                |                       |
| 16 Total assets (to be completed by all filers)         | 1,800,285.  | 1,632,406.        | 1,646,118.     |                       |
| 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  | 182,542.          | 163,051.       | STATEMENT 10          |
| 22 Other liabilities (describe ▶)                       |   |                   |                |                       |
| 23 Total liabilities (add lines 17 through 22)          | 182,542.  | 163,051.          |                |                       |
| Net Assets or Fund Balances                             | Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>                   |                   |                |                       |
|   | 24 Unrestricted   |                   |                |                       |
|   | 25 Temporarily restricted   |                   |                |                       |
|   | 26 Permanently restricted   |                   |                |                       |
|   | Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> |                   |                |                       |
|   | 27 Capital stock, trust principal, or current funds                                       | 1,402,708.        | 1,402,708.     |                       |
|   | 28 Paid-in or capital surplus, or land, bldg, and equipment fund                          | 0.                | 0.             |                       |
|   | 29 Retained earnings, accumulated income, endowment, or other funds                       | 215,035.          | 66,647.        |                       |
| 30 Total net assets or fund balances                    | 1,617,743.  | 1,469,355.        |                |                       |
| 31 Total liabilities and net assets/fund balances       | 1,800,285.  | 1,632,406.        |                |                       |

## 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 30<br>(must agree with end-of-year figure reported on prior year's return) | 1 | 1,617,743. |
| 2 Enter amount from Part I, line 27a  | 2 | <148,388.> |
| 3 Other increases not included in line 2 (itemize) ▶  | 3 | 0.         |
| 4 Add lines 1, 2, and 3   | 4 | 1,469,355. |
| 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 30   | 6 | 1,469,355. |

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

| (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<br>P - Purchase<br>D - Donation | (c) Date acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|---|--|--------------------------------------|----------------------------------|
| <b>1a SALE OF PUBLICLY TRADED SECURITIES PER</b>  |  |                                      |                                  |
| <b>b DETAIL</b>   | P  |                                      |                                  |
| <b>c CAPITAL GAINS DIVIDENDS</b>  |  |                                      |                                  |
| <b>d</b>  |  |                                      |                                  |
| <b>e</b>  |  |                                      |                                  |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--|---|--|
| <b>a</b>              |  |   |  |
| <b>b 443,803.</b>     |  | <b>478,550.</b>                                 | <b>&lt;34,747.&gt;</b>                       |
| <b>c 207.</b>         |  |   | <b>207.</b>                                  |
| <b>d</b>              |  |   |  |
| <b>e</b>              |  |   |  |

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<br>as of 12/31/69 | (k) Excess of col. (i)<br>over col. (j), if any | (l) Gains (Col. (h) gain minus<br>col. (k), but not less than -0-) or<br>Losses (from col. (h)) |
|------------------------|--------------------------------------|---|---|
| <b>a</b>               |                                      |   |   |
| <b>b</b>               |                                      |   | <b>&lt;34,747.&gt;</b>  |
| <b>c</b>               |                                      |   | <b>207.</b>   |
| <b>d</b>               |                                      |   |   |
| <b>e</b>               |                                      |   |   |

|   |   |          |                        |
|---|---|----------|------------------------|
| <b>2 Capital gain net income or (net capital loss)</b>                                | { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 | <b>2</b> | <b>&lt;34,540.&gt;</b> |
| <b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)</b> |   | <b>3</b> | <b>N/A</b>             |

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☒ Yes ☐ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

| (a)<br>Base period years<br>Calendar year (or tax year beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col. (b) divided by col. (c)) |
|--|--|--|---|
| 2007   |  |  |   |
| 2006   |  |  |   |
| 2005   |  |  |   |
| 2004   |  |  |   |
| 2003   |  |  |   |

|   |          |
|---|----------|
| <b>2 Total of line 1, column (d)</b>  | <b>2</b> |
| <b>3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years</b> | <b>3</b> |
| <b>4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5</b>   | <b>4</b> |
| <b>5 Multiply line 4 by line 3</b>  | <b>5</b> |
| <b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>   | <b>6</b> |
| <b>7 Add lines 5 and 6</b>  | <b>7</b> |
| <b>8 Enter qualifying distributions from Part XII, line 4</b>   | <b>8</b> |

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

|  |    |      |      |
|--|----|------|------|
| 1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1<br>Date of ruling letter _____ (attach copy of ruling letter if necessary-see instructions) |    |      |      |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b  |    | 1    | 292. |
| c All other domestic foundations enter 2% 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    | 292. |
| 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    | 292. |
| 6 Credits/Payments   |    |      |      |
| a 2008 estimated tax payments and 2007 overpayment credited to 2008  | 6a | 760. |      |
| 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  | 760. |      |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached  | 8  |      |      |
| 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed  | 9  |      |      |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid   | 10 | 468. |      |
| 11 Enter the amount of line 10 to be credited to 2009 estimated tax  | 11 | 0.   |      |

**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  |
| 1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?<br>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<br>(1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.  |     |    |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.  |     |    |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS?<br>If "Yes," attach a detailed description of the activities.  |     | X  |
| 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes   |     | X  |
| 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?   |     | X  |
| b If "Yes," has it filed a tax return on Form 990-T for this year?   |     |    |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?<br>If "Yes," attach the statement required by General Instruction T.  |     | X  |
| 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either<br>• By language in the governing instrument, or<br>• 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?<br>If "Yes," complete Part II, col. (c), and Part XV.  | X   |    |
| 8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NH  |     |    |
| b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation  | X   |    |
| 9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? If "Yes," complete Part XIV   |     | X  |
| 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses  |     | X  |

TRUSTEES OF CAMP CARPENTER

Form 990-PF (2008)

C/O DOUGLAS A. MCININCH

02-6008422

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**Part VII-A Statements Regarding Activities** (continued)

|    |  |    |   |   |
|----|--|----|---|---|
| 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)                                    | 11 |   | X |
| 12 | Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?  | 12 |   | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?<br>Website address ▶ N/A   | 13 | X |   |
| 14 | The books are in care of ▶ DOUGLAS A. MCININCH Telephone no ▶ 603-622-4052<br>Located at ▶ 555 CANAL STREET, SUITE 710 MANCHESTER, NH ZIP+4 ▶ 03101  |    |   |   |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ <input type="checkbox"/><br>and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A |    |   |   |

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

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

|   | Yes | No |
|---|-----|----|
| 1a During the year did the foundation (either directly or indirectly)   |     |    |
| (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  |     |    |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  |     |    |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  |     |    |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  |     |    |
| (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No   |     |    |
| (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  |     |    |
| b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A <input type="checkbox"/>   | 1b  |    |
| 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 2008?   | 1c  | 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 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br>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) 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 ▶   |     |    |
| 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 2008 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 Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008.) 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 2008?   | 4b  | X  |

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

**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))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ 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? ☐ Yes ☒ 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)? ☐ N/A ☒ **5b**

Organizations relying on a current notice regarding disaster assistance check here ☐

**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? ☐ N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **6b** ☒

If you answered "Yes" to 6b, also file Form 8870.

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ N/A ☒ **7b**

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

**1** List all officers, directors, trustees, 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     |   | 0.  | 0.  | 0.                                    |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |

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

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

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

## Part VIII

**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

[illegible]

▶ 0

| 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  |     |          |
|  |     |          |
|  |     |          |

| 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  |     |        |
|  |     |        |
|  |     |        |
| <b>Total.</b> Add lines 1 through 3  |     | 0.     |

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

|          |  |           |            |
|----------|--|-----------|------------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes |           |            |
| <b>a</b> | Average monthly fair market value of securities  | <b>1a</b> | 1,145,759. |
| <b>b</b> | Average of monthly cash balances   | <b>1b</b> | 103,419.   |
| <b>c</b> | Fair market value of all other assets  | <b>1c</b> |            |
| <b>d</b> | Total (add lines 1a, b, and c)   | <b>1d</b> | 1,249,178. |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)  | <b>1e</b> | 0.         |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets   | <b>2</b>  | 0.         |
| <b>3</b> | Subtract line 2 from line 1d   | <b>3</b>  | 1,249,178. |
| <b>4</b> | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)  | <b>4</b>  | 18,738.    |
| <b>5</b> | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4       | <b>5</b>  | 1,230,440. |
| <b>6</b> | Minimum investment return. Enter 5% of line 5  | <b>6</b>  | 61,522.    |

**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)

|           |  |           |         |
|-----------|--|-----------|---------|
| <b>1</b>  | Minimum investment return from Part X, line 6  | <b>1</b>  | 61,522. |
| <b>2a</b> | Tax on investment income for 2008 from Part VI, line 5   | <b>2a</b> | 292.    |
| <b>b</b>  | Income tax for 2008 (This does not include the tax from Part VI)                                   | <b>2b</b> |         |
| <b>c</b>  | Add lines 2a and 2b  | <b>2c</b> | 292.    |
| <b>3</b>  | Distributable amount before adjustments. Subtract line 2c from line 1                              | <b>3</b>  | 61,230. |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions  | <b>4</b>  | 0.      |
| <b>5</b>  | Add lines 3 and 4  | <b>5</b>  | 61,230. |
| <b>6</b>  | Deduction from distributable amount (see instructions)   | <b>6</b>  | 0.      |
| <b>7</b>  | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | <b>7</b>  | 61,230. |

**Part XII Qualifying Distributions** (see instructions)

|          |   |           |          |
|----------|---|-----------|----------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes   |           |          |
| <b>a</b> | Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26   | <b>1a</b> | 117,207. |
| <b>b</b> | Program-related investments - total from Part IX-B  | <b>1b</b> | 0.       |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes                         | <b>2</b>  |          |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the   |           |          |
| <b>a</b> | Suitability test (prior IRS approval required)  | <b>3a</b> |          |
| <b>b</b> | Cash distribution test (attach the required schedule)   | <b>3b</b> |          |
| <b>4</b> | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4                        | <b>4</b>  | 117,207. |
| <b>5</b> | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b | <b>5</b>  | 0.       |
| <b>6</b> | Adjusted qualifying distributions. Subtract line 5 from line 4  | <b>6</b>  | 117,207. |

**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)<br>Corpus | (b)<br>Years prior to 2007 | (c)<br>2007 | (d)<br>2008 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2008 from Part XI, line 7   |               |                            |             | 61,230.     |
| 2 Undistributed Income, if any, as of the end of 2007  |               |                            |             |             |
| a Enter amount for 2007 only   |               |                            | 70,899.     |             |
| b Total for prior years  |               |                            |             |             |
| 2006   |               | 36,884.                    |             |             |
| 3 Excess distributions carryover, if any, to 2008  |               |                            |             |             |
| a From 2003  |               |                            |             |             |
| b From 2004  |               |                            |             |             |
| c From 2005  |               |                            |             |             |
| d From 2006  |               |                            |             |             |
| e From 2007  |               |                            |             |             |
| f Total of lines 3a through e  | 0.            |                            |             |             |
| 4 Qualifying distributions for 2008 from Part XII, line 4 ▶ \$ 117,207.  |               |                            |             |             |
| a Applied to 2007, but not more than line 2a   |               |                            | 70,899.     |             |
| b Applied to undistributed income of prior years (Election required - see instructions) *  |               | 36,884.                    |             |             |
| c Treated as distributions out of corpus (Election required - see instructions)  | 0.            |                            |             |             |
| d Applied to 2008 distributable amount   |               |                            |             | 9,424.      |
| e Remaining amount distributed out of corpus   | 0.            |                            |             |             |
| 5 Excess distributions carryover applied to 2008 (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  | 0.            |                            |             |             |
| 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 |               | 36,884.                    |             |             |
| d Subtract line 6c from line 6b Taxable amount - see instructions  |               | 0.                         |             |             |
| e Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount - see instr   |               |                            | 0.          |             |
| f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009  |               |                            |             | 51,806.     |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)   | 0.            |                            |             |             |
| 8 Excess distributions carryover from 2003 not applied on line 5 or line 7   | 0.            |                            |             |             |
| 9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a  | 0.            |                            |             |             |
| 10 Analysis of line 9  |               |                            |             |             |
| a Excess from 2004   |               |                            |             |             |
| b Excess from 2005   |               |                            |             |             |
| c Excess from 2006   |               |                            |             |             |
| d Excess from 2007   |               |                            |             |             |
| e Excess from 2008   |               |                            |             |             |

\* SEE STATEMENT 12

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

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

| Recipient<br>Name and address (home or business)                          | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount   |
|---|--|--------------------------------------|-------------------------------------|----------|
| <b>a</b> Paid during the year   |  |                                      |                                     |          |
| DANIEL WEBSTER COUNCIL<br>MANCHESTER, NH SEE<br>ATTACHED DETAIL STATEMENT | NONE   | 501(C)(3)                            | OPERATING FUND                      | 117,207. |
| <b>Total</b>  |  |                                      | ▶ <b>3a</b>                         | 117,207. |
| <b>b</b> Approved for future payment                                      |  |                                      |                                     |          |
| NONE  |  |                                      |                                     |          |
| <b>Total</b>  |  |                                      | ▶ <b>3b</b>                         | 0.       |

[illegible]

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

▼

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)

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




- |            |  | Yes | No       |
|------------|--|-----|----------|
| <b>1</b>   | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?  |     |          |
| <b>a</b>   | Transfers from the reporting foundation to a noncharitable exempt organization of:   |     |          |
| <b>(1)</b> | Cash   |     | <b>X</b> |
| <b>(2)</b> | Other assets   |     | <b>X</b> |
| <b>b</b>   | Other transactions:  |     |          |
| <b>(1)</b> | Sales of assets to a noncharitable exempt organization   |     | <b>X</b> |
| <b>(2)</b> | Purchases of assets from a noncharitable exempt organization   |     | <b>X</b> |
| <b>(3)</b> | Rental of facilities, equipment, or other assets   |     | <b>X</b> |
| <b>(4)</b> | Reimbursement arrangements   |     | <b>X</b> |
| <b>(5)</b> | Loans or loan guarantees   |     | <b>X</b> |
| <b>(6)</b> | Performance of services or membership or fundraising solicitations   |     | <b>X</b> |
| <b>c</b>   | Sharing of facilities, equipment, mailing lists, other assets, or paid employees   |     | <b>X</b> |
| <b>d</b>   | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. |     |          |

[illegible]

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

| b If "Yes," complete the following schedule |                          |                                 |
|---|--------------------------|---------------------------------|
| (a) Name of organization                    | (b) Type of organization | (c) Description of relationship |
| N/A   |                          |                                 |
|   |                          |                                 |
|   |                          |                                 |
|   |                          |                                 |
|   |                          |                                 |

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

|  |   |  |                      |  |   |
|--|---|--|----------------------|--|---|
| Sign Here  | Signature of officer or trustee  |  | Date <u>5/3/2010</u> | Title <u>Treasurer</u>                                     |   |
|  | Paid<br>Preparer's<br>Use Only  | Preparer's signature  | Date <u>04/27/10</u> | Check if self-employed <input checked="" type="checkbox"/> | Preparer's identifying number   |
| Firm's name (or yours if self-employed), address, and ZIP code |   | ALISON S. PERRELLA, CPA, PLLC<br>82 PALOMINO LANE, UNIT 704<br>BEDFORD, NH 03110-6448                    |                      |  | EIN  |
|  |   |  |                      | Phone no   | 603-666-5535  |

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|             |                                    |           |   |
|-------------|------------------------------------|-----------|---|
| FORM 990-PF | GAIN OR (LOSS) FROM SALE OF ASSETS | STATEMENT | 1 |
|-------------|------------------------------------|-----------|---|

| (A)<br>DESCRIPTION OF PROPERTY                | (B)<br>GROSS<br>SALES PRICE | (C)<br>COST OR<br>OTHER BASIS | (D)<br>EXPENSE OF<br>SALE | (E)<br>DEPREC. | (F)<br>GAIN OR LOSS |
|---|-----------------------------|-------------------------------|---------------------------|----------------|---------------------|
| SALE OF PUBLICLY TRADED SECURITIES PER DETAIL |                             |                               |                           |                |                     |
|   | 443,803.                    | 478,550.                      | 0.                        | 0.             | <34,747.>           |
| CAPITAL GAINS DIVIDENDS FROM PART IV          |                             |                               |                           |                | 207.                |
| TOTAL TO FORM 990-PF, PART I, LINE 6A         |                             |                               |                           |                | <34,540.>           |

|             |  |           |   |
|-------------|--|-----------|---|
| FORM 990-PF | INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS | STATEMENT | 2 |
|-------------|--|-----------|---|

| SOURCE   | AMOUNT  |
|--|---------|
| BANKNORTH INVESTMENT MANAGEMENT GROUP          | 11,872. |
| TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A | 11,872. |

|             |  |           |   |
|-------------|--|-----------|---|
| FORM 990-PF | DIVIDENDS AND INTEREST FROM SECURITIES | STATEMENT | 3 |
|-------------|--|-----------|---|

| SOURCE                                | GROSS AMOUNT | CAPITAL GAINS<br>DIVIDENDS | COLUMN (A)<br>AMOUNT |
|---------------------------------------|--------------|----------------------------|----------------------|
| BANKNORTH INVESTMENT MANAGEMENT GROUP | 16,181.      | 207.                       | 15,974.              |
| TOTAL TO FM 990-PF, PART I, LN 4      | 16,181.      | 207.                       | 15,974.              |

| FORM 990-PF                  | ACCOUNTING FEES              |                                   |                               | STATEMENT 4                   |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| DESCRIPTION                  | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
| ACCOUNTING FEES              | 1,352.                       | 1,352.                            |                               | 0.                            |
| TO FORM 990-PF, PG 1, LN 16B | 1,352.                       | 1,352.                            |                               | 0.                            |

| FORM 990-PF                         | TAXES                        |                                   |                               | STATEMENT 5                   |
|-------------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| DESCRIPTION                         | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
| STATE FILING FEES                   | 75.                          | 75.                               |                               | 0.                            |
| FEDERAL TAXES FORM 990-PF           | 530.                         | 0.                                |                               | 0.                            |
| FEDERAL PENALTY FORM 4720           | 11,065.                      | 0.                                |                               | 0.                            |
| FOREIGN TAX ON INVESTMENT<br>INCOME | 398.                         | 398.                              |                               | 0.                            |
| TO FORM 990-PF, PG 1, LN 18         | 12,068.                      | 473.                              |                               | 0.                            |

| FORM 990-PF                                      | OTHER EXPENSES               |                                   |                               | STATEMENT 6                   |
|--|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| DESCRIPTION                                      | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
| INVESTMENT FEES                                  | 10,711.                      | 10,711.                           |                               | 0.                            |
| OFFICER AND DIRECTOR BOND<br>LIABILITY INSURANCE | 708.                         | 708.                              |                               | 0.                            |
| CHARITABLE USE PROPERTY                          | 4,764.                       | 0.                                |                               | 4,764.                        |
| TO FORM 990-PF, PG 1, LN 23                      | 16,183.                      | 11,419.                           |                               | 4,764.                        |



| FORM 990-PF                                      | U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS |                |            | STATEMENT            | 7 |
|--|--|----------------|------------|----------------------|---|
| DESCRIPTION                                      | U.S.<br>GOV'T                              | OTHER<br>GOV'T | BOOK VALUE | FAIR MARKET<br>VALUE |   |
| 25000 US TREASURY NOTE 3% 2/15/08                | X  |                | 0.         | 0.                   |   |
| TOTAL U.S. GOVERNMENT OBLIGATIONS                |  |                |            |                      |   |
| TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS |  |                |            |                      |   |
| TOTAL TO FORM 990-PF, PART II, LINE 10A          |  |                | 0.         | 0.                   |   |

| FORM 990-PF                         | CORPORATE STOCK | STATEMENT            | 8 |
|-------------------------------------|-----------------|----------------------|---|
| DESCRIPTION                         | BOOK VALUE      | FAIR MARKET<br>VALUE |   |
| 1300 CISCO SYSTEMS                  | 7,759.          | 21,190.              |   |
| 400 MEDTRONIC                       | 6,169.          | 12,568.              |   |
| 900 MICROSOFT                       | 14,036.         | 17,496.              |   |
| 500 EXXON                           | 18,636.         | 39,915.              |   |
| 300 DANAHER CORP                    | 6,896.          | 16,983.              |   |
| 500 STRYKER CORP                    | 8,419.          | 19,975.              |   |
| 250 FEDEX CORP                      | 0.              | 0.                   |   |
| 750 AFLAC INCORPORATED              | 23,435.         | 34,380.              |   |
| 400 EXPRESS SCRIPTS INC             | 0.              | 0.                   |   |
| 300 3M CO                           | 17,463.         | 17,262.              |   |
| 500 UNITED HEALTH GROUP INC         | 11,501.         | 13,300.              |   |
| 550 AMERICAN EXPRESS CO             | 20,739.         | 10,202.              |   |
| 250 QUESTAR CORP                    | 4,118.          | 8,172.               |   |
| 1200 STAPLES INC                    | 0.              | 0.                   |   |
| 500 UNITED TECHNOLOGIES             | 21,803.         | 26,800.              |   |
| 525 CHURCH & DWIGHT CO              | 13,867.         | 29,463.              |   |
| 350 ECOLAB, INC                     | 0.              | 0.                   |   |
| 350 FRANKLIN RESOURCES              | 0.              | 0.                   |   |
| 700 MARATHON OIL                    | 0.              | 0.                   |   |
| 450 PROCTER & GAMBLE                | 24,067.         | 27,819.              |   |
| 400 AMERICAN INTERNATIONAL GRP, INC | 0.              | 0.                   |   |
| 1500 EMC CORPORATION                | 21,075.         | 15,705.              |   |
| 300 AMGEN INC                       | 0.              | 0.                   |   |
| 850 CVS CORP                        | 0.              | 0.                   |   |
| 270 CITIGROUP                       | 0.              | 0.                   |   |
| 500 FISERV INC                      | 22,135.         | 18,185.              |   |
| 1450 ISHARES TR MSCI EAFE INDEX FD  | 101,577.        | 65,047.              |   |
| 300 NIKE INC CL B                   | 0.              | 0.                   |   |
| 500 NOVARTIS AG ADR                 | 28,930.         | 24,880.              |   |
| 700 TEXAS INSTRUMENTS               | 0.              | 0.                   |   |
| 650 BANK AMERICA CORP               | 33,605.         | 9,152.               |   |

|   |          |          |
|---|----------|----------|
| 700 BEMIS INC                           | 0.       | 0.       |
| 1000 CONSTELLATION BRANDS               | 0.       | 0.       |
| 600 EBAY INC                            | 20,766.  | 8,376.   |
| 600 PETSMART INC                        | 0.       | 0.       |
| 500 XTO ENERGY INC                      | 21,692.  | 17,635.  |
| 240 AT&T INC.                           | 6,741.   | 6,840.   |
| 200 APACHE CORPORATION                  | 14,255.  | 14,906.  |
| 50 APOLLO GROUP CL A                    | 3,827.   | 3,831.   |
| 370 AUTODESK INC                        | 7,018.   | 7,271.   |
| 200 AUTO DATA PROCESSING INC            | 7,650.   | 7,868.   |
| 670 BARCLAYS PLC ADR                    | 5,816.   | 6,566.   |
| 180 CHEVRON CORP                        | 12,688.  | 13,315.  |
| 150 COLGATE PALMOLIVE                   | 10,204.  | 10,281.  |
| 340 WALT DISNEY CO                      | 7,568.   | 7,715.   |
| 180 HOME DEPOT INC                      | 4,251.   | 4,144.   |
| 260 ILLINOIS TOOL WKS INC               | 8,880.   | 9,113.   |
| 590 INTEL CORP                          | 8,407.   | 8,649.   |
| 320 JP MORGAN CHASE & CO                | 9,501.   | 10,089.  |
| 190 JOHNSON & JOHNSON CO                | 11,141.  | 11,368.  |
| 180 LEGG MASON INC                      | 3,596.   | 3,944.   |
| 130 MCDONALDS CORP                      | 7,957.   | 8,085.   |
| 100 MOHAWK INDS INC                     | 4,115.   | 4,297.   |
| 100 MONSANTO CO NEW                     | 6,780.   | 7,035.   |
| 200 PEPSICO INC                         | 10,934.  | 10,954.  |
| 210 PHILIP MORRIS INTL                  | 8,925.   | 9,137.   |
| 180 QUEST DIAGNOSTIC INC                | 9,056.   | 9,344.   |
| 210 SEMPRA ENERGY COMMON                | 8,437.   | 8,952.   |
| 260 STATE STREET CORP                   | 9,389.   | 10,226.  |
| 180 VERIZON COMMUNICATIONS              | 5,992.   | 6,102.   |
| 225 WALGREEN CO                         | 5,364.   | 5,551.   |
| 160 YUM BRANDS INC                      | 4,851.   | 5,040.   |
| 150 WALMART STORES INC                  | 8,307.   | 8,409.   |
| TOTAL TO FORM 990-PF, PART II, LINE 10B | 660,338. | 673,537. |

|             |                 |           |   |
|-------------|-----------------|-----------|---|
| FORM 990-PF | CORPORATE BONDS | STATEMENT | 9 |
|-------------|-----------------|-----------|---|

| DESCRIPTION                                | BOOK VALUE | FAIR MARKET VALUE |
|--|------------|-------------------|
| 25000 FEDERAL HOME LN BK 4/11/2013         | 0.         | 0.                |
| 25000 GE COMPANY 5% 2/1/2013               | 25,445.    | 25,282.           |
| 25000 PFIZER INC 3.3% 3/2/2009             | 25,173.    | 25,085.           |
| 25000 FEDERAL FARM CREDIT BK 4.75% 4/20/11 | 0.         | 0.                |
| 25000 HOUSEHOLD FINANCE 4.75% 5/15/09      | 25,621.    | 24,991.           |
| 25000 LEHMAN BROS HLDGS 4.375% 11/30/2010  | 0.         | 0.                |
| 25000 FEDERAL HME LN BK 3.75% 8/15/08      | 0.         | 0.                |
| 25000 FED FARM CREDIT BK 4.18% 9/22/10     | 24,856.    | 26,336.           |
| 25000 HOUSEHOLD FINANCE 4.125% 12/08       | 0.         | 0.                |
| 25000 TARGET CORP 5.4% 10/08               | 0.         | 0.                |
| 25000 WASHINGTON MUTUAL 4% 1/09            | 0.         | 0.                |

TRUSTEES OF CAMP CARPENTER C/O DOUGLAS A

02-6008422

|   |          |          |
|---|----------|----------|
| 25000 BERKSHIRE HATHAWAY 4.125% 1/15/2010 | 25,342.  | 25,256.  |
| 10000 U.S.T. BONDS 5% 8/15/2011           | 11,128.  | 11,137.  |
| 10000 FED FARM CREDIT BK 3.875% 8/25/11   | 10,597.  | 10,631.  |
| 10000 U.S.T. NOTE 4.125% 8/31/2012        | 11,113.  | 11,062.  |
| 10000 FED HOME LOAN MGE 5.0% 1/30/14      | 11,139.  | 11,190.  |
| 10000 FED HOME LOAN MGE 4.75% 11/17/15    | 11,271.  | 11,228.  |
| TOTAL TO FORM 990-PF, PART II, LINE 10C   | 181,685. | 182,198. |

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|             |                               |              |
|-------------|-------------------------------|--------------|
| FORM 990-PF | OTHER NOTES AND LOANS PAYABLE | STATEMENT 10 |
|-------------|-------------------------------|--------------|

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|               |                    |                               |
|---------------|--------------------|-------------------------------|
| LENDER'S NAME | TERMS OF REPAYMENT | SECURITY PROVIDED BY BORROWER |
|---------------|--------------------|-------------------------------|

|                       |                                   |                       |
|-----------------------|-----------------------------------|-----------------------|
| BANK OF NEW HAMPSHIRE | PRINCIPAL AND<br>INTEREST MONTHLY | INVESTMENT SECURITIES |
|-----------------------|-----------------------------------|-----------------------|

|                 |                  |                         |                  |   |
|-----------------|------------------|-------------------------|------------------|---|
| DATE OF<br>NOTE | MATURITY<br>DATE | ORIGINAL<br>LOAN AMOUNT | INTEREST<br>RATE | PURPOSE OF LOAN                                     |
| 05/02/00        | 05/02/10         | 285,000.                | 8.97%            | PURCHASE PROPERTY USED BY<br>DANIEL WEBSTER COUNCIL |

RELATIONSHIP OF LENDER

NONE

|                              |                         |             |
|------------------------------|-------------------------|-------------|
| DESCRIPTION OF CONSIDERATION | FMV OF<br>CONSIDERATION | BALANCE DUE |
| CASH                         | 0.                      | 163,051.    |

|  |          |
|--|----------|
| TOTAL TO FORM 990-PF, PART II, LINE 21, COLUMN B | 163,051. |
|--|----------|

FORM 990-PF

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

STATEMENT 11

| NAME AND ADDRESS  | TITLE AND<br>AVRG HRS/WK | COMPEN-<br>SATION | EMPLOYEE<br>BEN PLAN<br>CONTRIB | EXPENSE<br>ACCOUNT |
|---|--------------------------|-------------------|---------------------------------|--------------------|
| ALLAN R. CLARK<br>C/O REI SERVICE CORP 763 CHESTNUT<br>ST<br>MANCHESTER, NH 03104 | TREASURER<br>0.00        | 0.                | 0.                              | 0.                 |
| RICHARD E. MILLS<br>26 BAYSHORE DRIVE<br>MEREDITH, NH 03253                       | CHAIRMAN<br>0.00         | 0.                | 0.                              | 0.                 |
| DAVID EATON<br>814 ELM STREET<br>MANCHESTER, NH 03101                             | TRUSTEE<br>0.00          | 0.                | 0.                              | 0.                 |
| DOUGLAS A. MCININCH<br>555 CANAL ST. SUITE 710<br>MANCHESTER, NH 03101            | SECRETARY<br>0.00        | 0.                | 0.                              | 0.                 |
| DEBORAH BLONDIN<br>9 FIELDSTONE DRIVE<br>BOW, NH 03304                            | TRUSTEE<br>0.00          | 0.                | 0.                              | 0.                 |
| WALTER MILNE<br>5 HIGHVIEW CIRCLE<br>MANCHESTER, NH 03104                         | TRUSTEE<br>0.00          | 0.                | 0.                              | 0.                 |
| JAY TAYLOR<br>17 MORNINGSIDE DR<br>HOOKSETT, NH 03106                             | TRUSTEE<br>0.00          | 0.                | 0.                              | 0.                 |
| TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII                                      |                          | 0.                | 0.                              | 0.                 |

FORM 990-PF

ELECTION UNDER REGULATIONS SECTION  
53.4942(A)-3(D)(2) TO APPLY  
EXCESS QUALIFYING DISTRIBUTIONS  
TO PRIOR YEAR'S UNDISTRIBUTED INCOME

STATEMENT 12

AN ELECTION IS MADE BY THE TRUSTEES OF CAMP CARPENTER TO TREAT \$36,884 OF THE 2008 DISTRIBUTIONS AS MADE OUT OF THE UNDISTRIBUTED INCOME OF THE 2006 TAX YEAR. THIS ELECTION IS MADE PURSUANT TO THE PROVISIONS OF REGULATION SECTION 53.4942(A)-3(D)(2).

THIS DECLARATION IS MADE AND SIGNED BY THE ORGANIZATION TREASURER

SIGNATURE:  TreasurerDATE: 5/3/2010

**TRUSTEES OF CAMP CARPENTER**  
**DECEMBER 31, 2008**  
**FORM 990-PF**

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| <u>Quantity</u> | <u>Description</u>                 | <u>Acq Date</u> | <u>Sale Date</u> | <u>Proceeds</u> | <u>Cost</u> | <u>Gain/Loss</u> |
|-----------------|------------------------------------|-----------------|------------------|-----------------|-------------|------------------|
| 25,000          | FED FARM CREDIT BK 4.75% 4/20/2011 | 04/14/2004      | 01/17/2008       | 25,000.00       | 24,921.87   | 78.13            |
| 25,000          | FEDERAL HME LN BK 4.875% 4/11/2013 | 04/08/2003      | 02/15/2008       | 25,000.00       | 24,952.00   | 48.00            |
| 25,000          | U S TREASURY NOTE 3.00% 2/15/2008  | 04/14/2004      | 02/15/2008       | 25,000.00       | 25,035.16   | (35.16)          |
| 25,000          | WASHINGTON MUTUAL 4.000%           | 11/30/2006      | 07/21/2008       | 22,912.50       | 24,534.25   | (1,621.75)       |
| 25,000          | FEDERAL HME LN BK 3.750%           | 04/19/2005      | 08/15/2008       | 24,835.94       | 24,835.94   | -                |
| 25,000          | LEHMAN BROS HLDGS 4.375%           | 01/13/2004      | 09/03/2008       | 22,987.50       | 25,275.25   | (2,287.75)       |
| 400             | AMERICAN INTERNATIONAL GRP INC     | 04/16/2005      | 09/18/2008       | 2,485.27        | 20,455.20   | (17,969.93)      |
| 25,000          | TARGET CORP 5.4% 10/1/2008         | 11/30/2006      | 10/01/2008       | 25,000.00       | 25,282.50   | (282.50)         |
| 270             | CITIGROUP INC                      | 05/16/2006      | 11/26/2008       | 904.82          | 13,392.00   | (12,487.18)      |
| 25,000          | HOUSEHOLD FIN CO 4.125% 12/15/2008 | 11/30/2006      | 12/15/2008       | 24,649.25       | 24,649.25   | -                |
| 300             | AMGEN INC                          | 08/29/2006      | 12/31/2008       | 17,157.05       | 20,619.00   | (3,461.95)       |
| 700             | BEMIS INC                          | 02/20/2007      | 12/31/2008       | 16,978.90       | 24,264.10   | (7,285.20)       |
| 850             | CVS CAREMARK CORPORATION           | 02/07/2006      | 12/31/2008       | 22,690.11       | 24,191.00   | (1,500.89)       |
| 1,000           | CONSTELLATION BRANDS               | 02/20/2007      | 12/31/2008       | 15,429.91       | 24,070.00   | (8,640.09)       |
| 50              | DANAHER CORP SHS BEN INT           | 07/14/2000      | 12/31/2008       | 2,733.69        | 1,149.37    | 1,584.32         |
| 350             | ECOLAB INC                         | 07/22/2004      | 12/31/2008       | 11,880.05       | 10,958.50   | 921.55           |
| 400             | EXPRESS SCRIPTS INC                | 12/19/2002      | 12/31/2008       | 23,666.55       | 4,766.00    | 18,900.55        |
| 250             | FEDEX CORP                         | 02/26/2001      | 12/31/2008       | 15,213.99       | 10,291.40   | 4,922.59         |
| 350             | FRANKLIN RESOURCES                 | 10/29/2004      | 12/31/2008       | 20,735.25       | 21,178.50   | (443.25)         |
| 700             | MARATHON OIL CORP                  | 04/06/2004      | 12/31/2008       | 17,249.16       | 11,606.00   | 5,643.16         |
| 600             | NIKE INC. CLASS B                  | 02/07/2006      | 12/31/2008       | 29,795.65       | 25,079.88   | 4,715.77         |
| 600             | PETSMART INC                       | 08/22/2007      | 12/31/2008       | 10,332.00       | 20,184.00   | (9,852.00)       |
| 310             | QUESTAR CORP                       | 07/10/2003      | 12/31/2008       | 9,854.84        | 5,105.70    | 4,749.14         |
| 1,200           | STAPLES INC                        | 10/09/2003      | 12/31/2008       | 21,028.80       | 20,288.67   | 740.13           |
| 700             | TEXAS INSTRUMENTS                  | 02/07/2006      | 12/31/2008       | 9,981.94        | 21,464.87   | (11,482.93)      |
|                 | FHLMC CLASS ACTION SETTLEMENT      | VARIES          | VARIES           | 300.23          |             | 300.23           |
| TOTAL LONG TERM |                                    |                 |                  | 443,803.40      | 478,550.41  | (34,747.01)      |

**PART IV**  
**CAPITAL GAINS AND LOSSES**

# QUALIFYING DISTRIBUTIONS

TRUSTEES OF CAMP CARPENTER  
DECEMBER 31, 2008  
FORM 990-PF

02-6008422

## PAGE 7 - PART XII - QUALIFYING DISTRIBUTIONS

Qualifying Distributions Made to or for the benefit of Daniel Webster Council, A 501(c)(3) organization, or in connection with real estate owned for use by Daniel Webster Council in its charitable purposes.

|   | <u>Date</u> | <u>Amount</u>     |
|---|-------------|-------------------|
| <u>Property Used by Daniel Webster Council - 1500 Bodwell Road, Manchester, NH:</u> |             |                   |
| Interest Payments - Loan on Charitable Use Property                                 | Various     | 10,684.00         |
| Liability Insurance - Charitable Use Property                                       | 10/29/2008  | 4,764.00          |
| Manchester Water Works 1/22/08  | 1/22/2008   | 9.00              |
| Daniel Webster Council - Engineering Work   | 1/22/2008   | 40,000.00         |
| Daniel Webster Council  | 9/4/2008    | 1,750.00          |
| Daniel Webster Council  | 12/1/2008   | 60,000.00         |
| Total Qualifying Distributions  |             | <u>117,207.00</u> |

STATEMENT  
QUALIFYING DISTRIBUTIONS