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Form **990-PF**

Department of the Treasury (77) Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation
Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

			, and ending $11/3$		
G Ch	eck all that apply: Initial return Fir	al return Amended			ne change
Use 1	he Fore Birrar Foundation		Α	Employer identification num	nber
IRS la Otherv			<u> </u>	01-0421912	
prir	t Portland ME 04112-7525		В	Telephone number (see the	·
or ty)t.		<u> </u>	(207) 772-6404	
Instruct			C	If exemption application is	· • —
H	heck type of organization: X Section 50	1(c)(3) exempt private f		1 Foreign organizations, chec2 Foreign organizations meet	
, j	Section 4947(a)(1) nonexempt charitable		private foundation	here and attach computation	ing the 63 % test, theth
I F	air market value of all assets at end of year J Ac	counting method: X C		If private foundation status	was terminated
(from Part II, column (c), line 16)	Other (specify)	F	under section 507(b)(1)(A) If the foundation is in a 60-	
► \$, column (d) must be or		under section 507(b)(1)(B)	
Part I	Analysis of Revenue and	(a) Revenue and	(b) Net investment	(c) Adjusted net	(d) Disbursements
	Expenses (The total of amounts in columns (b), (c), and (d) may not neces-	avnonces nor books	income	income	for charitable
1	sarily equal the amounts in column (a)				purposes (cash basis only)
	(see the instructions).)	455.005			(casir basis orliy)
	1 Contributions, gifts, grants, etc, received (att sch)	156,225.			
	2 Ck X if the foundn is not req to att Sch B 3 Interest on savings and temporary		· · · · · · · · · · · · · · · · · · ·		
	cash investments	35,493.	35,493.		
	4 Dividends and interest from securities	71,874.	71,874.		
	5a Gross rents b Net rental income		<u> </u>		
	or (loss)	-132,330.			i
R	6a Net gain/(loss) from sale of assets not on line 10 b Gross sales price for all 1,588,755.	-132,330.	-		<u> </u>
E V	7 Capital gain net income (from Part IV, line 2)	 	0.		
Ε	8 Net short-term capital gain				
N U	9 Income modifications				
É	10 a Gross sales less returns and				
K	allowances				
SCANRED	b Less: Cost of goods sold				
1	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
	See Statement 1		1,794.		
₹	12 Total. Add lines 1 through 11 13 Compensation of officers, directors, trustees, etc	133,056.	109,161.	0.	
<u>~</u> •	14 Other employee salaries and wages	J			***
;== \$	15 Pension plans, employee benefits			· ·	
©e A	16a Legal fees (attach schedule)				
2	b Accounting fees (attach sch) See St 2	1,590.	795.		795.
	c Other prof fees (attach sch) See St 3	9,765.	9,765.		
PS	17 Interest				
E T R R A A T T	18 Taxes (attach schedule) 19 Depreciation (attach				
ŶŶ	19 Depreciation (attach sch) and depletion RECEIVE				}
N V	20 Occupancy	 10			
	21 Travel, conferences, and meetings 22 Printing and publication AR 0 20				
A E N X D P	23 Other expenses (attach schedule)	<u>88</u>			
Ė	<u> </u>	-1			
N S		UT -			
Š	expenses. Add times 13 through 23	11,355.	10,560.		795.
	25 Contributions, gifts, grants paid Part XV	289,500.			289,500.
_	26 Total expenses and disbursements. Add lines 24 and 25	300,855.	10,560.	0.	290,295.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-167,799.			
	b Net investment income (if negative, enter -0-).	10,,,,,,,,	98,601.		
	C Adjusted net income (if negative, enter -0-)			0.	
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Form 990-PF (2008)

1 Cash - non-interest-bearing 2 Savings and temporary cash investments 125,920. 266,474. 266,474. 2 Savings and temporary cash investments 125,920. 266,474. 266,474. 3 Accounts receivable	Parl	ш	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End	of year
2 Savings and temporary cesh investments 125,920, 266,474, 266,474 3 Accounts receivable			(See instructions)	(a) Book Value	(b) Book Value	(c) Fair Market Value
a Accounts recevable Less: allowance for doubtful accounts > 4 Pledges receivable Less: allowance for doubtful accounts > 5 Grants receivable 6 Receivables (les from differs, director, threates, and other 7 Other rates and loses receivable (active, file) 1 Less: allowance for doubtful accounts > 8 Inventiones for sale or use 9 Prepared expenses and deferred charges 10 Investments — U.S. and state government obligations (active shedule) Statement 4			•	105 205		
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R S 30 Total net assets or fund balances (see the instructions) 3, 986, 384. 3, 824, 307. Total liabilities and net assets/fund balances (see the instructions) 3, 986, 384. 3, 824, 307. 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 (must agree with end-of-year figure reported on prior year's return) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize)	E L T A	27		3,986,384.	3,824,307.	
Retained earnings, accumulated income, endowment, or other funds Total net assets or fund balances (see the instructions) Total liabilities and net assets/fund balances (see the instructions) Part III Analysis of Changes in Net Assets or Fund Balances Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) Enter amount from Part I, line 27a Other increases not included in line 2 (itemize) Add lines 1, 2, and 3 Decreases not included in line 2 (itemize) Decreases not included in line 2 (itemize) Decreases not included in line 2 (itemize) Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with a 3,986,384. 3,986,384. 3,986,384. 3,986,384. 3,986,384. 3,986,384. 3,986,384. 3,986,384. 3,986,384. 3,986,384. 3,986,384. 3,986,384. 3,986,384. 3,986,384. 3,986,384. 5,722.	SNC		· · · · · · · · · · · · · · · · · · ·			1
31 Total liabilities and net assets/fund balances (see the instructions) 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 (must agree with end-of-year figure reported on prior year's return) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5 Decreases not included in line 2 (itemize) 5 Add lines 1, 2, and 3	OE		· · · · · · · · · · · · · · · · · · ·			
See the instructions 3,986,384. 3,824,307.	R S	1 - 1		3,986,384.	3,824,307.	
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 (must agree with end-of-year figure reported on prior year's return) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5 Changes in Net Assets or Fund Balances 1 3, 986, 384. 2 -167, 799. 3 5, 722. 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5		31	(see the instructions)	3,986,384.	3,824,307.	ļ
Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) Enter amount from Part I, line 27a Other increases not included in line 2 (itemize) See Statement 6 Add lines 1, 2, and 3 Decreases not included in line 2 (itemize) Decreases not included in line 2 (itemize) Decreases not included in line 2 (itemize) Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with 1 3, 986, 384. 1 3,986,384. 2 -167,799. 3 5,722. 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize)	Part	III	Analysis of Changes in Net Assets or Fund Balance	es		
2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶ See Statement 6 3 5,722. 4 3,824,307. 5 Decreases not included in line 2 (itemize) ▶ 5		Total	net assets or fund balances at beginning of year – Part II, colu			2 006 384
3 Other increases not included in line 2 (itemize) ► See Statement 6 3 5,722. 4 Add lines 1, 2, and 3 4 3,824,307. 5 Decreases not included in line 2 (itemize) ► 5	2					
4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5				6		
5 Decreases not included in line 2 (itemize)				×		
				•		3,024,301.
				- Part II, column (b). Iii		3.824.307

	Losses for Tax on Investmer				
(a) List and describ 2-story brick warehou	(b) How acquired P — Purchase D — Donation	(C) Date acquired (month, day, year)	(d) Date sold (month, day, year)		
1a Spinaker Trust capi	ital gains/losses		P	Various	Various
b ·					
c				<u> </u>	
d		· · · · · · · · · · · · · · · · · · ·			
<u>e</u>	T				L
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basi plus expense of sale		(h) Gain or (e) plus (f) m	
a 1,588,755.		1,721	,085.		<u>-132,330.</u>
<u>b</u>					
		 			
d					
e	<u> </u>				
	ving gain in column (h) and owned by			(I) Gains (Col	
(i) Faır Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column over column (j), if an	(') t	gain minus column (l han -0-) or Losses (fi	rom column (h))
			<u></u>		
a b		<u></u>	-		<u>-132,330.</u>
С					
d				 _	
e	-				
		ontor in Part I line 7		<u> </u>	
2 Capital gain net income or (ne	et capital loss)	enter in Part I, line 7 ter -0- in Part I, line 7	2		-132,330.
3 Net short-term capital gain or	(loss) as defined in sections 1222(5)	and (6):			
· -	e 8, column (c) (see the instructions)	· · ·			
in Part I, line 8	e 8, column (c) (see the instructions,) II (1055), eliter -0-	3		0.
Part V Qualification Unde	r Section 4940(e) for Reduce	d Tax on Net Investme	nt Income		
(For optional use by domestic privat	e foundations subject to the section	4940(a) tax on net investmer	it income)		
If soction 4040(d)(2) applies leave t	this nort blank				
If section 4940(d)(2) applies, leave	·				_
Was the foundation liable for the sec	ction 4942 tax on the distributable an	nount of any year in the base	period?	Yes	X No
<u> </u>	lify under section 4940(e) Do not co			. <u></u>	
	ın each column for each year, see th		any entries.		
(a) Base period years	(b) Adjusted qualifying distributions	(c) Net value of		(d) Distribution	ratio
Calendar ýear (of tax year beginning in)		noncharitable-use asse	ets (co	lumn (b) divided	by column (c))
2007	480,687.	1 557	752		0 105466
2006	513,215.	4,557 5,079			0.105466 0.101031
2005	501,345.	4,452			0.101031
2004	474,497.	4,569			0.112331
2003	507,554.	4,660			0.108900
	30,,331.		, , 10 .	<u> </u>	0.10000
2 Total of line 1, column (d)			2	1	0.531835
	ne 5-year base period – divide the to	stal on line 2 by 5, or by the	-		
number of years the foundation	n has been in existence if less than 5	years	3	<u></u>	0.106367
4 Enter the net value of nonchar	itable-use assets for 2008 from Part	X, line 5	4		3,599,626.
5 Multiply line 4 by line 3			5	<u> </u>	382,881.
6 Enter 1% of net investment inc	come (1% of Part I, line 27b)		6		986.
7 Add by a C					202 255
7 Add lines 5 and 6			7	<u> </u>	383,867.
8 Enter qualifying distributions &	rom Part VII. Ivaa 4				200 205
• -	8 Enter qualifying distributions from Part XII, line 4 290,2				
If line 8 is equal to or greater t					
Part VI instructions.	than line 7, check the box in Part VI,	line 1b, and complete that p	art using a 1	% tax rate See t	пе

	<u>0421912</u>		F	age 4
Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see	the instruc	tions)		
1 a Exempt operating foundations described in section 4940(d)(2), check here and enter 'N/A' on line 1.				
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,	1		1,9	9 72.
check here and enter 1% of Part I, line 27b				
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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		1,9	972.
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		1,9	72.
6 Credits/Payments:				
a 2008 estimated tax pmts and 2007 overpayment credited to 2008 6a 1,400.				
b Exempt foreign organizations — tax withheld at source 6b				
c Tax paid with application for extension of time to file (Form 8868)				
d Backup withholding erroneously withheld . 6d				
7 Total credits and payments Add lines 6a through 6d	7		1,4	100.
8 Enter any penalty for underpayment of estimated tax. Check here X 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			572.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10			
11 Enter the amount of line 10 to be: Credited to 2009 estimated tax Refunded	11			
Part VII-A Statements Regarding Activities				
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it	-		Yes	No
participate or intervene in any political campaign?		1 a		Х
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes				
(see the instructions for definition)?		1 b		Х
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials pu	blished			
or distributed by the foundation in connection with the activities				
c Did the foundation file Form 1120-POL for this year?		1 c		Х
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:	^			
(1) On the foundation ► \$ (2) On foundation managers ► \$ e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed	0.			
foundation managers. >\$ 0.	OII			i
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		2		X
If 'Yes,' attach a detailed description of the activities.				1
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	5	3		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a		Х
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		4b	N	/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5		X
If 'Yes,' attach the statement required by General Instruction T.				
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:				
By language in the governing instrument, or				
By state legislation that effectively amends the governing instrument so that no mandatory directions that co	onflict			
with the state law remain in the governing instrument?	Jillict	6	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV		7	Х	
8a Enter the states to which the foundation reports or with which it is registered (see the instructions)				
ME				
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General				
(or designate) of each state as required by General Instruction G ² If No, attach explanation		8ь	Х	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or	4942(ı)(5)			لًا
for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? If 'Yes,' complete	e Part XÌV	_9		Х
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their n	names			
and addresses		10		X
BAA	Fo	rm 99	U-PF ((2008)

	990-PF (2008) Fore River Foundation	01-0421912	2	Р	age 5
Par	t 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		Х
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 exer	nption application?	13	X	
14		phone no ► 207-77	2-6	404	
	Located at ► P.O. Box 7525 Portland ME ZIP - Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check	+4 ► <u>04112-7525</u> here	5 N/A		F T :
	and enter the amount of tax-exempt interest received or accrued during the year	► 15	•		N/A
Par	t VII-B Statements Regarding Activities for Which Form 4720 May Be Require				
1	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.			Yes	No
1:	During the year did the foundation (either directly or indirectly)				.110
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	Yes X No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	Yes X No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	X Yes No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	Yes X 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)?	Yes X 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.)	☐Yes [X]No			
ŀ	olf any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions describe Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see the ins	ed in tructions)?	1 b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ 📙			
C	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted that were not corrected before the first day of the tax year beginning in 2008?	acts,	1 c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):	а			
ā	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?	Yes X No			
	If 'Yes,' list the years ▶ 20, 20, 20				
ł	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(à)(2) to			
	all years listed, answer 'No' and attach statement — see the instructions.)		2b	N,	/ A
•	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the y 20 , 20 , 20 , 20	ears here.			
3	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	Yes X No			
t	olf 'Yes,' did it have excess business holdings in 2008 as a result of (1) any purchase by the found or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period ap by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720,	ation proved , or <i>to</i>			
4=	determine if the foundation had excess business holdings in 2008) Did the foundation invest during the year any amount in a manner that would jeopardize its		3Ь	N	/A
76	charitable purposes?		4 a		Х
t	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

Form 990-PF (2008) Fore River Foundate			01-042	21912	Page 6
Part VII-B Statements Regarding Activit	<u>ies for Which Forn</u>	<u>n 4720 May Be Req</u>	uired (continued)		
5a During the year did the foundation pay or incu	ir any amount to:				
(1) Carry on propaganda, or otherwise attemp	ot to influence legislation	on (section 4945(e))? .	Yes X	No	
(2) Influence the outcome of any specific pub on, directly or indirectly, any voter registra	ilic election (see section ation drive?	n 4955); or to carry	Yes X	No	
(3) Provide a grant to an individual for travel,	study, or other similar	purposes? .	. Yes X	No	
(4) Provide a grant to an organization other ti in section 509(a)(1), (2), or (3), or section	han a charitable, etc, o i 4940(d)(2)? (see instr	rganization described uctions)	Yes X	No	
(5) Provide for any purpose other than religio educational purposes, or for the prevention	ous, charitable, scientific on of cruelty to children	c, literary, or or animals?	Yes X	No	
b If any answer is 'Yes' to 5a(1)-(5), did any of described in Regulations section 53 4945 or in (see instructions)?	the transactions fail to a current notice regar	qualify under the excep ding disaster assistance	tions	5b	N/A
Organizations relying on a current notice rega	irding disaster assistani	ce check here	▶ [
c If the answer is 'Yes' to question 5a(4), does tax because it maintained expenditure respon If 'Yes,' attach the statement required by Reg.	sibility for the grant?	·	N/A Yes	No No	
6a Did the foundation, during the year, receive an on a personal benefit contract?	ny funds, directly or ind	lirectly, to pay premium:	S Yes X	No	
b Did the foundation, during the year, pay prem	•	ctly, on a personal bene	fit contract?	6ь	X
If you answered 'Yes' to 6b, also file Form 88.			. , 🗀 , ਓਂਂ		ŀ
7a At any time during the tax year, was the found				No	27/2
b If yes, did the foundation receive any proceed				7b	N/A
Part VIII Information About Officers, D and Contractors	irectors, Trustees,	roundation manag	gers, nignly Pald b	.mpioyees	,
1 List all officers, directors, trustees, foundation	on managers and their	compensation (see inst	tructions)		
(a) Name and address	(b) Title and average hours per week devoted to position		(d) Contributions to employee benefit plans and deferred compensation	(e) Expense other allo	
Peter W. Quesada	Tres/Dir	0.	0.		0
P.O. Box 7525	0.50		J	}	0.
Portland, ME 04112	0.50			ļ	
T. Ricardo Quesada	Pres/Dir	0.	0.		0 .
P.O. Box 7525	1.00	0.	J		U.
Portland, ME 04112	1.00			Ì	
	V D /D:			 	
_Strand_OQuesada	V.P./Dir	0.	0.		0 .
P.O. Box 7525	2.50	ļ			
Portland, ME 04112					_
_Dennis_C. Keeler	Secretary	0.	0.		0.
One Monument Square	0				
Portland, ME 04101	<u> </u>		<u> </u>	<u> </u>	
2 Compensation of five highest-paid employee				1	
(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 other allo	account, wances
None			, , , , , , , , , , , , , , , , , , , ,		
				 	
~					
~					
				ļ	
Total number of other employees paid over \$50,000)		<u> </u>	L	0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid and Contractors (continued)	Employees,
3 Five highest-paid independent contractors for professional services — (see instructions). If none, enter 'NONE.'	
(a) Name and address of each person paid more than \$50,000 (b) Type of service	(c) Compensation
None	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
Total number of others receiving over \$50,000 for professional services	▶ 0
Part IX-A Summary of Direct Charitable Activities	1
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 <u>N/A</u>	_
	-
2	
	_
3	
	_
4	
	_
Part IX-B Summary of Program-Related Investments (see instructions)	
	Amount
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 1 N/A	Amount
2	
	- -
All other program-related investments See instructions.	
3	_ _
Total. Add lines 1 through 3)
ВАА	Form 990-PF (2008)

Par	<u>t X Minimum Investment Return</u> (All domestic foundations must complete this part. Fo see instructions.)	reign	foundations,
1 a	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes. Average monthly fair market value of securities	1 a	3,458,246.
b	Average of monthly cash balances	1 b	196,197.
С	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c).	1 d	3,654,443.
е	Reduction claimed for blockage or other factors reported on lines 1a and 1c		
	(attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,654,443.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	54,817.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,599,626.
6	Minimum investment return. Enter 5% of line 5.	6	179,981.
Par	TXI Distributable Amount (see instructions) (Section 4942(J)(3) and (J)(5) private operating and certain foreign organizations check here ► □ and do not complete this pa		foundations
1	Minimum investment return from Part X, line 6.	1	179,981.
2a	Tax on investment income for 2008 from Part VI, line 5 . 2a 1,972.		<u> </u>
b	Income tax for 2008. (This does not include the tax from Part VI)		
С	Add lines 2a and 2b	2с	1,972.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	178,009.
4	Recoveries of amounts treated as qualifying distributions .	4	
5	Add lines 3 and 4	5	178,009.
	Deduction from distributable amount (see instructions)	6	
	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	178,009.
Par	Qualifying Distributions (see instructions)		
1 a	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1 a	290,295.
b	Program-related investments — total from Part IX-B	1 b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3 a	Amounts set aside for specific charitable projects that satisfy the: Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule).	3ь	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	290,295.
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	290,295.
	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whet qualifies for the section 4940(e) reduction of tax in those years.	her the	e foundation
BAA			Form 990-PF (2008)

Part XIII Undistributed Income (see instructions)

•	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				178,009.
2 Undistributed income, if any, as of the end of 2007.				170,003.
a Enter amount for 2007 only			0.	
b Total for prior years: 20, 20, 20		0.		
3 Excess distributions carryover, if any, to 2008.				
a From 2003 280, 903.				ı
b From 2004 249, 876.				
c From 2005 282, 671.				
d From 2006 . 266, 989.				
e From 2007 254, 062.				
f Total of lines 3a through e.	1,334,501.		- 1. 1	
4 Qualifying distributions for 2008 from Part				
XII, line 4: ► \$ 290, 295.				
a Applied to 2007, but not more than line 2a.			0.	
 b Applied to undistributed income of prior years (Election required — see instructions) 		0.		
c Treated as distributions out of corpus			•	
(Election required – see instructions)	0.			170 000
d Applied to 2008 distributable amount	112,286.			178,009.
e Remaining amount distributed out of corpus Excess distributions carryover applied to 2008	112,286.	·		0.
(If an amount appears in column (d), the	0.			0.
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.	1,446,787.			
b Prior years' undistributed income Subtract	· · · · · · · · · · · · · · · · · · ·			
line 4b from line 2b		0.		
c Enter the amount of prior years' undistribut- ed income for which a notice of deficiency				
has been issued, or on which the section				
4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable		_		
amount — see instructions.		0.		
e Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
ille za Taxable allibuitt — See Histructions			0.	
f Undistributed income for 2008 Subtract lines				
4d and 5 from line 1. This amount must be distributed in 2009.				0.
7 Amounts treated as distributions out of		· · · · · · · · · · · · · · · · · · ·		
corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)				
(see instructions)	0.			
8 Excess distributions carryover from 2003 not				
applied on line 5 or line 7 (see instructions)	280,903.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	1,165,884.			
10 Analysis of line 9:				-
a Excess from 2004 249,876.				
b Excess from 2005 282, 671.				
c Excess from 2006 266, 989.				
d Excess from 2007 254, 062.				
e Excess from 2008 112, 286.				

Part XIV Private Operating Foundation		tions and Dart	\/II \	01-0421912		
1 a If the foundation has received a ruling or o	letermination letter				N/A	
is effective for 2008, enter the date of the	•			■	14040()(5)	
b Check box to indicate whether the foundat 2a Enter the lesser of the adjusted net	Tax year	erating foundation of	Prior 3 years	4942(j)(3) or	4942(j)(5)	
income from Part I or the minimum investment return from Part X for each year listed	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total	
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.						
 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 assets at any time during the	(Complete this	part only if the	organization ha	d \$5,000 or mor	e in	
Information Regarding Foundation Manage a List any managers of the foundation who had close of any tax year (but only if they have T. Ricardo Quesada	ers:	ore than 2% of the	total contributions resection 507(d)(2))	eceived by the found	lation before the	
b List any managers of the foundation who o	wn 10% or more o	f the stock of a cor	poration (or an equa	ally large portion of t	he ownership of	
a partnership or other entity) of which the None	foundation has a 1	0% or greater inter	est.	my large pertion of t	ne ownersing or	
2 Information Bounding Contribution	1 O:4 I - O !	Involving at 10		W. 40-7-4		
2 Information Regarding Contribution, Gran Check here ► X if the foundation only makes requests for funds. If the foundation makes complete items 2a, b, c, and d.	akes contributions	to preselected cha	arıtable organizations	and does not accepanizations under other	ot unsolicited er conditions,	
a The name, address, and telephone numbe	r of the person to v	whom applications	should be addressed	l:		
b The form in which applications should be submitted and information and materials they should include						
c Any submission deadlines:	···········					
d Any restrictions or limitations on awards, s	uch as by geograp	hical areas, charita	able fields, kinds of ii	nstitutions, or other	factors:	

3 Grants and Contributions Paid During the Ye		ure Paymen	ıt	
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	substantial contributor	recipient	Contribution	
a Paid during the year See attached Various, ME	None		Unrestricted	289,500.
Total			▶ 3	289,500.
b Approved for future payment				209,300.
Total			▶ 3	ь

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelate	d business income	Excluded by	section 512, 513, or 514	
Program service revenue:	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	(e) Related or exempt function income (see the instructions)
a					
b	 				
С	-				
d	1 1		 	-	
e					
f			 		
g Fees and contracts from government agencies	——				
2 Membership dues and assessments	<u> </u>		 	05 100	
3 Interest on savings and temporary cash investments	<u> </u>		14	35,493.	
4 Dividends and interest from securities			14	71,874.	
5 Net rental income or (loss) from real estate			 	·-··	
a Debt-financed property			 		
b Not debt-financed property			 		
6 Net rental income or (loss) from personal property					
7 Other investment income		·			··
8 Gain or (loss) from sales of assets other than inventory			18	-132,330.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue			}		
a Miscellaneous income					1,794.
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				-24,963.	1,794.
13 Total. Add line 12, columns (b), (d), and (e)				13	-23,169.
(See worksheet in the instructions for line 13 to verify of	alculations)			·	· · · · · · · · · · · · · · · · · · ·

art XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes							
ine No. ▼	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). (See the instructions)						
N/A							

5	art XVII	Information	on Re	garding Tr	ansfers To	and Trans	actions	and	d Relations	nips Wi	th Nor	ncharitable		ge 13
	_	Exempt C	rgani	zations						•				
	1 Did the describ	organization d ed in section 5 to political org	rectly o	or indirectly e f the Code (o	engage in any i ther than secti	of the followir	ng with a organiza	ny ot tions	her organization) or in section	on 527,			Yes	No
		ers from the rep	•		a noncharitah	le exempt or	nanizatio	n of						
	(1) Cas			· ouridation to	a mononamas	o cacilipt of						1a(1)		X
	• •	ner assets				,						1a (2)		X
		ransactions					•	• •			•	- 1 (2)	-	
	(1) Sal	les of assets to	a nonc	haritable exe	empt organizat	ion						1 b (1)	-	X
	(2) Pu	rchases of asse	ts from	a noncharita	able exempt or							1 b (2)		X
	(3) Rei	ntal of facilities	, equipi	ment, or othe	r assets	-						1 b (3)		X
	(4) Rea	ımbursement ar	rangen	nents								1 b (4)		Х
	(5) Loa	ans or loan gua	rantees	3								1 b (5)		Х
	(6) Per	rformance of se	ervices	or membersh	iip or fundraisii	ng solicitation	ıs					1 b (6)		X
	c Sharing	g of facilities, e	quipme	nt, mailing lis	sts, other asse	ts, or paid en	nployees					1 c		Х
		inswer to any or ods, other asset nsaction or sha					I .							
_	A) Line no	(b) Amount invo	oivea	(c) Name	of noncharitable ex	cempt organization	<u>n</u>	<u>(a)</u>	Description of tran	isters, trans	actions, a	and sharing arran	gement	S
LV	/ <u>^</u>	···-												
					••								 -	
						-								
		 ·												
				•										
		_		-										
_		· · · · · · · · · · · · · · · · · · ·												
	2a Is the footbase	oundation directed in section 50	etly or in	ndırectly affılı f the Code (o	ated with, or re	elated to, one	or more	tax-	exempt organii 527?	zations		Yes	X	No
		' complete the t											_	
		a) Name of orga	anızatıo	n	(b) Ty	pe of organiz	ation		(0) Descrip	tion of	relationship		
N,	<u>/A</u>	<u> </u>										_		
												<u> </u>		
_												_		
					<u> </u>									
7					<u> </u>									
	complete De	ies of perjury, I decla claration of preparer	re that I i	have examined th an taxpayer or fic	iis return, including luciary) is based on	accompanying sci all information of	hedules and which prep	stater arer ha	ments, and to the be as any knowledge	est of my kno	wledge a	nd belief, it is true	, correc	t, and
- We C								(·	19-10	>	Dn	t		
إ	Signati	ure of officer or truste	ee					Date	`	Title				
	Paid s	Preparer's	Steve	en E. Kre	emer, CPA			Date	/09/10	Check if self- employed		Preparer's Identifyi See Signature in I	ng num the insti	ber 's)
:	parer's	irm's name (or		o & Krem						EIN ►	N/A			
	Only le	rours if self- employed),	225 C	ommercia	l Street,	Suite 5	00]				
	, la	iddress, and I	Portl	and, ME	04101	•				Phone no	► (.	207) 874	<u>-7</u> 70	0

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Fore River Foundation Form 990-PF 11/30/2009

Attachment to Part XV Supplemenary Information on Grants & Contributions

Name	Address	Amount
San Francisco Opera	San Francisco, CA	3,000
St. Saviour's Episcopal Parish	Bar Harbor, ME	500
Caramoor	Katonah, NY	500
Dance Palace Community Center	Pt. Reyes Station, CA	1,000
West Marin Senior Services	Pt Reyes Station, CA	1,000
ALS Assn Northern NE	Concord, NH	500
Atlantic Salmon Foundation	Brunswick, ME	500
Brunswick Topsham Land Trust	Brunswick, ME	1,000
Coastal Conservation Assn	Gardiner, ME	500
Coastal Humane Society	Brunswick, ME	500
Coastal Maine Botanical Garden	Boothbay, ME	500
Cumberland County YMCA	Portland, ME	1,500
Junior Achievement of Maine	Portland, ME	6,000
Maine Cancer Foundation	Portland, ME	500
Maine Coast Heritage Trust	Topsham, ME	46,000
Maine Farmland Trust	Belfast, ME	500
Maine Maritime Museum	Bath, ME	1,500
Maine Preservation	Portland, ME	6,500
Maine Public Broadcasting	Lewiston, ME	3,500
Maine State Music Theatre	Brunswick, ME	500
Maine Tree Foundation	Augusta, ME	1,500
Maine Women's Fund	Portland, ME	500
Ordway Center for the Performing Arts	St. Paul, MN	2,500
Pathfinder International	Watertown, MA	3,000
PAVA Foundation	Santa Fe, NM	500
PCA Great Performance	Portland, ME	500
Pejepscot Historical Society Penobscot Marine Museum	Brunswick, ME	1,500
Pine Tree Council, Boy Scouts	Searsport, ME	1,500 500
Planned Parenthood of Northern NE	Portland, ME Scarborough, ME	500
Portland ESL	Portland, ME	500
Portland Museum of Art	Portland, ME	1,000
Portland Stage Company	Portland, ME	500
Pownal Land Trust	Pownal, ME	500
South Freeport Church	South Freeport, ME	3,500
St. Mark's School	Southborough, MA	10,000
St. Timothy's School	Stevenson, MD	10,000
Curtis Memorial Library	Brunswick, ME	1,500
Five Rivers Arts Alliance	Brunswick, ME	500
Freeport Community Improvement Assn	Freeport, ME	500
Freeport Community Library	Freeport, ME	1,500
Freeport Community Services	Freeport, ME	2,000
Freeport Conservation Trust	Freeport, ME	500
Freeport Historical Society	Freeport, ME	500

Fore River Foundation Form 990-PF 11/30/2009

Attachment to Part XV Supplemenary Information on Grants & Contributions

Name	Address	Amount
Friends of Eagle Island	Bailey Island, ME	500
Grow Smart Maine	Yarmouth, ME	15,000
Hospice of Southern Maine	Portland, ME	500
Island Institute	Rockland, ME	2,000
Center for Grieving Children	Portland, ME	500
The National Trust		500
The Nature Conservancy	Brunswick, ME	10,000
Topsham Public Library	Topsham, ME	1,000
Two Roads Maine	Freeport, ME	1,000
Foxcroft School	Middleburg, VA	20,000
Friends of Acadia	Bar Harbor, ME	5,000
Maine Audubon	Falmouth, ME	10,000
Mount Desert Land & Garden	Seal Harbor, ME	11,000
Planned Parenthood of South FL	West Palm Beach, FL	6,000
Family Planning Assn of ME	Augusta, ME	20,000
World Wildlife Fund	Washington, DC	10,000
1000 Friends of FI	Tallahassee, FL	5,000
American Red Cross	Stuart, FL	10,000
Abercrombie & Kent Philanthropy	Downers Grove, IL	1,000
Appalachian Mountain Club	Boston, MA	5,000
Deerfield Academy	Deerfield, MA	10,000
North Yarmouth Academy	Yarmouth, ME	3,000
Concord Academy	Concord, MA	20,000
Children's Learning Center	Portland, ME	1,000
Total		289,500

2008	Federal Statements	Page 1
	Fore River Foundation	01-042191
Statement 1 Form 990-PF, Part I, Line 11 Other Income		
Miscellaneous income	(a) (b) Net Revenue Investment per Books Income \$ 1,794.\$ 1,794.\$ Total \$ 1,794.\$ 1,794.\$	(c) Adjusted Net Income
Statement 2 Form 990-PF, Part I, Line 16b Accounting Fees		
Tax preparation	(a) (b) Net (c) Expenses Investment Adjusted per Books Income Net Income \$ 1,590. \$ 795. \$ 1,590. \$ 795.	(d) Charitable Purposes \$ 795. \$ 795.
Statement 3 Form 990-PF, Part I, Line 16c Other Professional Fees		
Investment management	(a) (b) Net (c) Expenses Investment Adjusted per Books Income Net Income Total \$ 9,765. \$ 9,765. \$ 9,765. \$ 9,765. \$ 0.	(d) Charitable Purposes \$ 0.
Statement 4 Form 990-PF, Part II, Line 10b Investments - Corporate Stocks		
Corporate Stocks	Valuation Book <u>Method</u> Value	Fair Market <u>Value</u>
Corporate Stock	Cost $\frac{$2,613,425.}{$2,613,425.}$	2,830,191. 2,830,191.

008	Federal Statements							
· · · · · · · · · · · · · · · · · · ·	Fore River Fo	oundation		01-042191				
Statement 5 Form 990-PF, Part II, Line 10c Investments - Corporate Bonds								
Corporate Bonds		Valuation <u>Method</u>	Book Value	Fair Market Value				
Corporate Bonds		Cost \$	779,655.					
Statement 6 Form 990-PF, Part III, Line 3 Other Increases								
Misc difference between accou	nt holdings & 1	tax worksheet	Total	\$ 5,722. \$ 5,722.				