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Form **990-PF**

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

OMB No. 1545-0052

2009

Department of the Treasury Internal Revenue Service Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements For calendar year 2009, or tax year beginning , 2009, and ending G Check all that apply: Initial return Initial Return of a former public charity Final return Amended return Address change Name change Employer identification number Use the THE HUDSON FOUNDATION IRS label. 01-0482817 Otherwise. PO BOX 402 Telephone number (see the instructions) print PORTLAND, ME 04112 or type. See Specific If exemption application is pending, check here. Instructions 1 Foreign organizations, check here 2 Foreign organizations meeting the 85% test, check Н X Section 501(c)(3) exempt private foundation Check type of organization here and attach computation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation If private foundation status was terminated Fair market value of all assets at end of year J Accounting method X Cash under section 507(b)(1)(A), check here. (from Part II, column (c), line 16) Other (specify) If the foundation is in a 60-month termination 3,052,313 (Part I, column (d) must be on cash basis) under section 507(b)(1)(B), check here Part I Analysis of Revenue and (a) Revenue and (b) Net investment (c) Adjusted net (d) Disbursements Expenses (The total of amounts in expenses per books income ıncome for charitable columns (b), (c), and (d) may not necespurposes sarily equal the amounts in column (a) (cash basis only) (see the instructions)) Contributions, gifts, grants, etc, received (att sch) Ck ► X If the foundn is not req to att Sch B Interest on savings and temporary cash investments 62,634 62,634 Dividends and interest from securities 62,634 5a Gross rents b Net rental income or (loss) 47,686 6a Net gain/(loss) from sale of assets not on line 10 REVENU **b** Gross sales price for all 267,137. 47,686 Capital gain net income (from Part IV, line 2) Net short-term capital gain Income modifications 10a Gross sales less returns and allowances 6 b Less Cost of goods sold 0 SCANNED JUN c Gross profit/(loss) (att sch) 11 Other income (attach schedule) SEE STATEMENT 1 3,897 12 Total. Add lines 1 through 11 114,217 110,320 62,634 13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees (attach schedule) SEE ST 35 31 4. ADMINISTRATIVE 1,057. $1, \overline{175}$. **b** Accounting fees (attach sch) SEE ST $\overline{118}$. c Other prof fees (attach sch) SEE ST 4 15,283 15,283 17 Interest 5,995 SEE STM 5 5,995 18 Taxes (attach schedule)(see instr.) Depreciation (attach 19 sch) and depletion 20 Occupancy 21 Travel, conferences, and meetings. Printing and publications 23 Other expenses (attach schedule) 2,519. SEE STATEMENT 6 9,158 6,639 Total operating and administrative <u>31,646</u> expenses. Add lines 13 through 23 29,005 2,641. ntributions, gifts, grants paid PART XV 78,500 78,500. 26 Floral expenses and disbursements.

Add lines 24 and 25

27 Subtract line 26 from line 12:

28 Excess of revenue over expenses 110,146 0. 81,141. 29,005 and disbursements 4,071 b Net investment income (if negative, enter -0-). 81,315. C Adjusted net income (if negative, enter -0-) 62,634.

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

1 1	22	Other habilities (describe	′├-		
E S	23	Total liabilities (add lines 17 through 22)		10.	0.
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	• 📗		*
N F	24	Unrestricted			
E U	25	Temporarily restricted			
Ď	26	Permanently restricted			
B		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	► X		
E L	27	Capital stock, trust principal, or current funds			
S N I	28	Paid-in or capital surplus, or land, building, and equipment fund			
CES	29	Retained earnings, accumulated income, endowment, or other funds		2,639,005.	2,643,076.
₹Ī	30	Total net assets or fund balances (see the instructions)		2,639,005.	2,643,076.
İ	31	Total liabilities and net assets/fund balances (see the instructions)		2,639,015.	2,643,076.

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) 2,639,005. 1 2 Enter amount from Part I, line 27a 2 4,071. 3 Other increases not included in line 2 (itemize) 3 4 Add lines 1, 2, and 3 4 2,643,076. 5 Decreases not included in line 2 (itemize) 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 2,643,076.

18 Grants payable19 Deferred revenue

20 Loans from officers, directors, trustees, & other disqualified persons21 Mortgages and other notes payable (attach schedule)

(a) Lest and describe the kind(s) of property sold (e.g., real estate), 2 story onck warderlook, of continuent stock, 20 shares MLC Company). 1 a SEE ATTACHED SCIEDULE P VARIOUS VARIOUS c d e. (e) Gross sales price (f) Depreciation allowed (or allowable) a 266, 741. (e) Gross sales price (f) Depreciation allowed (or allowable) b 336. c d d e. Complete only for assets showing gain in column (b) and owered by the foundation on 12/31/69 c d d e. Complete only for assets showing gain in column (b) and owered by the foundation on 12/31/69 g of 12/31/69 a 219, 451. (f) Fair Market Value g of 12/31/69 c d d e. Complete only for assets showing gain in column (b) and owered by the foundation on 12/31/69 g of 12/31/69 a of 12/31/69 c d d e. Complete only for assets showing gain in column (b) and owered by the foundation on 12/31/69 g of 12/31/6		Losses for Tax on Investmen						
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c d	1a SEE ATTACHED SCHEDULE P					VARIOUS		
e (e) Gross sales price (f) Depreciation allowed (g) Cost or offen basis (e) plus (f) mruius (g) a 266, 741. 47, 290. 396. 396. 396. 396. 396. 396. 396. 396	b CAPITAL GAIN DISTR	b CAPITAL GAIN DISTRIBUTIONS P						
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a 266,741. 219,451. 47,290. b 396. 396. 396. c 396. 396. 396. 396. 396. 396. 396. 396.	e							
b 396. c d d e Complete only for assets showing gain in column (ft) and owned by the foundation on 12/31/69 (i) Fair Market Value as of 12/31/69 (ii) Fair Market Value as of 12/31/69 (iii) Fair Market Value as of 12/31/69 (iii) Fair Market Value as of 12/31/69 (iii) Fair Market Value as of 12/31/69 (iv) Fair Market Value as of 12/31/6	(e) Gross sales price	•						
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Calendar year (or tax year beginning in)	Was the foundation liable for the se If 'Yes,' the foundation does not qua	ction 4942 tax on the distributable an alify under section 4940(e) Do not co	mplete this part	•	Yes	X No		
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7 Add lines 5 and 6 7 139,807. 8 Enter qualifying distributions from Part XII, line 4 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	5 Multiply line 4 by line 3			5		138,994.		
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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	7 Add lines 5 and 6	· · · · · · · · · · · · · · · · · · ·						
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	8 Enter qualifying distributions f			7		139,807.		
	C Lines qualifying distributions i	rom Part XII, line 4						

Form 990-PF (2009) THE HUDSON FOUNDATION 01-048			age 4
Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see the	nstructions)	1	
1 a Exempt operating foundations described in section 4940(d)(2), check here			
Date of ruling or determination letter: (attach copy of letter if necessary - see instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V,		<u>1, </u>	<u>526.</u>
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-)			0.
3 Add lines 1 and 2		1,6	526.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			0.
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		1,6	526.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009 6a 1,512.	ŀ		
b Exempt foreign organizations — tax withheld at source 6b	ļ		
c Tax paid with application for extension of time to file (Form 8868)	ŀ		
d Backup withholding erroneously withheld 6d			
7 Total credits and payments Add lines 6a through 6d 7		1,5	512.
8 Enter any penalty for underpayment of estimated tax. Check here I if Form 2220 is attached.	T		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			114.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.			
11 Enter the amount of line 10 to be Credited to 2010 estimated tax			
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 participate or intervene in any political campaign?	1a	Yes	No X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes			
(see the instructions for definition)? If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials publish	1b		X
or distributed by the foundation in connection with the activities	-		
c Did the foundation file Form 1120-POL for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
(1) On the foundation $\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \$	0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on			
foundation managers. \$ 0.	2		X
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities	2		_
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	3	ļ	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		X
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	14	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	Ì		
By language in the governing instrument, or			
 By state legislation that effectively amends the governing instrument so that no mandatory directions that conflic with the state law remain in the governing instrument? 	t 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	X	<u> </u>
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 <i>General Instruction G? If 'No,' attach explanation</i>	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 494/	2()(5)	<u> </u>	X
for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If 'Yes,' complete Pa 10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their name			
and addresses BAA	10 Form 99	M.PF	(2009)
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-orr	n 990-PF (2009) THE HUDSON FOUNDATION	01-048281	7	P	age 5
	t VII-A Statements Regarding Activities Continued				ugo o
	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?	ore	12		х
13	Did the foundation comply with the public inspection requirements for its annual returns and ex	emption application?	13	Х	
	Website address ► N/A				
14		lephone no. ► _(207)	781	-770	<u>6</u>
		P+4 ► 04112			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Cher	ck here	N/A	>	
	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 Requi	red		-	
	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.			Yes	No
1:	a During the year did the foundation (either directly or indirectly)	୮, ତା,			
	(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?	Yes X 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			
	ior the benefit of use of a disqualified persony.				
	(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			
	b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions descr Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see the i	ibed in		- AT	 /A
	Organizations relying on a current notice regarding disaster assistance (see the i	ristructions) / ►	_1b	IN)	A
1	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 2009?	ed acts,	1c		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)):	as a			
i	a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If 'Yes,' list the years ▶ 20, 20, 20, 20	Yes XNo			
1	b Are there any years listed in 2a for which the foundation is not applying the provisions of section (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section all years listed, answer 'No' and attach statement — see the instructions)		2b	N	/A
1	c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the 20, 20, 20, 20	e years 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			
١	b If 'Yes,' did it have excess business holdings in 2009 as a result of (1) any purchase by the four or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or beque (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 472)	approved est, or			
	determine if the foundation had excess business holdings in 2009)	o, to	3b	N	/A

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4a

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

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 2009?

Form 990-PF (2009) THE HUDSON FOUNDAT			01-04	82817 Page 6
Part VII-B Statements Regarding Activiti	es for Which Form	4720 May Be Req	uired (continued)	
5a During the year did the foundation pay or incu	•			
(1) Carry on propaganda, or otherwise attempt	t to influence legislatio	n (section 4945(e))?	∐ Yes X	No
(2) Influence the outcome of any specific publion, directly or indirectly, any voter registra	lic election (see section ition drive? .	4955), or to carry		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 the in section 509(a)(1), (2), or (3), or section	nan a charitable, etc, or 4940(d)(2)? (see instri	ganization described uctions)	Yes X	No
(5) Provide for any purpose other than religion educational purposes, or for the prevention			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 regard	qualify under the except ding disaster assistance	ions .	5b N/A
Organizations relying on a current notice rega	rding disaster assistand	ce check here	▶ _	
c If the answer is 'Yes' to question 5a(4), does to tax because it maintained expenditure response	he foundation claim ex sibility for the grant?	emption from the	N/A Yes] No
If 'Yes,' attach the statement required by Regu	ulations section 53 4945	5-5(d)		
6a Did the foundation, during the year, receive ar on a personal benefit contract?	ny funds, directly or ind	rectly, to pay premiums	Yes X	No
b Did the foundation, during the year, pay premi	ums, directly or indirec	tly, on a personal benef	it contract?	6b X
If 'Yes' to 6b, file Form 8870	lation a porti to a prob	bited toy chalter transco	ction? Yes X	No
7a At any time during the tax year, was the found b If yes, did the foundation receive any proceed	, ,			7b N/A
Part VIII Information About Officers, D				
and Contractors	<u>, </u>			
1 List all officers, directors, trustees, foundation				17.2
(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 7				
		0.	0.	0.
2 Compensation of five highest-paid employee	s (other than those inc	luded on line 1 – see ir	structions). If none, e	nter '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)			
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Form 990-PF (2009) THE HUDSON FOUNDATION Part VIII Information About Officers, Directors, Trustees, Foundation	01-048	
and Contractors (continued)		
3 Five highest-paid independent contractors for professional services — (see in enter 'NONE.	structions). If 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		· · · · · · · · · · · · · · · · · · ·
	formation such as the number of	
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical in 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 instruction	ons)	
Describe the two largest program-related investments made by the foundation during	the tax year on lines 1 and 2	Amount
1 <u>N/A</u>		
2		
All other program-related investments See instructions. 3		

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Total. Add lines 1 through 3

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Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations. Part X see instructions.) 1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes 1 a 2,365,988. a Average monthly fair market value of securities **b** Average of monthly cash balances 1 b 243,449. 1 c c Fair market value of all other assets (see instructions). 2,609,437. d Total (add lines 1a, b, and c) 1d e Reduction claimed for blockage or other factors reported on lines 1a and 1c 1 e 0 (attach detailed explanation) Acquisition indebtedness applicable to line 1 assets 2 0. 3 2,609,437. 3 Subtract line 2 from line 1d Cash deemed held for charitable activities Enter 1-1/2% of line 3 39,142. Δ (for greater amount, see instructions) 5 2,570,295. Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4. Minimum investment return. Enter 5% of line 5 128,515. 6 Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and do not complete this part.) and certain foreign organizations check here 1 128,515. Minimum investment return from Part X, line 6. 1 2a Tax on investment income for 2009 from Part VI, line 5 2a 1,626 b Income tax for 2009 (This does not include the tax from Part VI.) 2b 20 1,626. c Add lines 2a and 2b 126,889. 3 3 Distributable amount before adjustments. Subtract line 2c from line 1 4 Recoveries of amounts treated as qualifying distributions 4 5 Add lines 3 and 4 126,889. Deduction from distributable amount (see instructions) 6 7 Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1 126,889. Part XII | Qualifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes. a Expenses, contributions, gifts, etc - total from Part I, column (d), line 26 1 a 81,141. 1 b **b** Program-related investments — total from Part IX-B 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes 2 Amounts set aside for specific charitable projects that satisfy the a Suitability test (prior IRS approval required) 3a 3 b **b** Cash distribution test (attach the required schedule) 4 81,141 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income 5 Enter 1% of Part I, line 27b (see instructions) 6 81,141. Adjusted qualifying distributions. Subtract line 5 from line 4 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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				126,889.
2 Undistributed income, if any, as of the end of 2009.				
a Enter amount for 2008 only			0.	
b Total for prior years: 20, 20, 20		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008 46,937.	46 027			
f Total of lines 3a through e	46,937.			
4 Qualifying distributions for 2009 from Part	•			
XII, line 4: ► \$ 81,141.				
a Applied to 2008, 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.			
d Applied to 2009 distributable amount .				81,141.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009	45,748.			45,748.
(If an amount appears in column (d), the same amount must be shown in column (a))				
50.77 (c) /				
6 Enter the net total of each column as				
indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	1,189.			-
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.	<u> </u>	
e Undistributed income for 2008 Subtract line 4a from			•	
line 2a. Taxable amount — see instructions			0.	<u> </u>
f Undistributed income for 2009 Subtract lines				
4d and 5 from line 1. This amount must be distributed in 2010.				0.
7 Amounts treated as distributions out of				0.
corpus to satisfy requirements imposed				
by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
· ·				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	1,189.			
10 Analysis of line 9	,			
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008 1,189.				
e Excess from 2009				Farm 000 PF (2000)

Form 990-PF (2009) THE HUDSON FOUNDA		-1 1.D 1.) /II A 1 - 0	01-048281	
Part XIV Private Operating Foundation 1 a If the foundation has received a ruling or compared to the foundation of the foundation has received a ruling or compared to the foundation of the					N/A
is effective for 2009, enter the date of the	ruling	mat it is a private	operating loundation		
b Check box to indicate whether the foundat		erating foundation d		4942(j)(3) or	4942(j)(5)
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year (a) 2009	(b) 2008	Prior 3 years (c) 2007	(d) 2006	(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		<u> </u>			
Part XV Supplementary Information assets at any time during th	(Complete this	part only if the	organization ha	d \$5,000 or mor	re in
1 Information Regarding Foundation Manage		1311 40 (10113.)			
List any managers of the foundation who have close of any tax year (but only if they have NONE)	ave contributed m	ore than 2% of the than \$5,000) (See	total contributions re section 507(d)(2))	eceived by the found	lation before the
b List any managers of the foundation who ca partnership or other entity) of which the NONE	own 10% or more of foundation has a 1	of the stock of a cor 0% or greater inter	poration (or an equa est	illy large portion of t	he ownership of
2 Information Regarding Contribution, Grar Check here if the foundation only n requests for funds If the foundation makes complete items 2a, b, c, and d	nakes contributions	s to preselected cha	ritable organizations	and does not acce	pt unsolicited er conditions,
a The name, address, and telephone numbe	r of the person to	whom applications	should be addressed	l	
SEE STATEMENT 8					
b The form in which applications should be s	submitted and info	rmation and materia	als they should include	de	
SEE STATEMENT FOR LINE 2A					
c Any submission deadlines					
SEE STATEMENT FOR LINE 2A					
d Any restrictions or limitations on awards, s	such as by geograp	phical areas, charita	ible fields, kinds of i	nstitutions, or other	factors
SEE STATEMENT FOR LINE 2A					
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3 Grants and Contributions Paid During the Ye	ar or Approved for Fut	<u>ure Payme</u> n	it	
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	Continuation	
Name and address (home or business) a Paid during the year SEE ATTACHED LIST ,	substantial contributor NONE		SEE ATTACHED	78,500.
				70.500
Total		1	► 3a	78,500.
b Approved for future payment				
Total			► 3b	ol

	-				
Part XVI-A	Analys	sis of	Income-	Producing	Activities

Enter	gross	amounts unless otherwise indicated	Unrelat	ed business income	Excluded by	section 512, 513, or 514	
			(a) Business code	(b) Amount	(c) Exclu- sion	(d) Amount	(e) Related or exempt function income
	•	am service revenue		<u> </u>	code		(see the instructions)
a_ b							
				-	1 -		
f _							
-		and contracts from government agencies			ļ <u></u>		
		pership dues and assessments ton savings and temporary cash investments			+		
		ends and interest from securities			14	62,634.	
		ental income or (loss) from real estate	 		1 1	02,001.	
		financed property					
b	Not d	ebt-financed property					
		ital income or (loss) from personal property					
		investment income			-		
		(loss) from sales of assets other than inventory			18	47,686.	
		ncome or (loss) from special events .			+ +-		<u>-</u> .
		profit or (loss) from sales of inventory revenue			 		<u>.</u>
'' a	•	revenue			1	3,897.	
 b					 		
c_							
ď							
e_							
		etal Add columns (b), (d), and (e)				114,217.	
		Add line 12, columns (b), (d), and (e)	-11-b			13	114,217.
		heet in the instructions for line 13 to verify co					
Part	XVI-	B Relationship of Activities to the	Accompl	ishment of Exemp	pt Purpose	S	
Line		Explain below how each activity for which in accomplishment of the foundation's exempt	ncome is rep purposes (c	orted in column (e) of other than by providing	Part XVI-A co	ontributed important ch purposes) (See t	ly to the he instructions)
N/	<u>/A</u>				. <u> </u>		
		•					
							
				<u> </u>		· · · · · · · · · · · · · · · · · · ·	
					<u>.</u>		
							
							
			_	-			
			_				
							

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

1 Did the	ne organization directly	or indirectly e	ngage in any of the follow ther than section 501(c)(3	wing with a 3) organiza	any oth	ner organization	on 527,		Yes	No
relati	described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?									
	a Transfers from the reporting foundation to a noncharitable exempt organization of.									
(1)								1a (1)		X
٠,	ther assets							1a (2)		X_
	transactions:							 		
	ales of assets to a non							1b(1)		Х
• • •			ble exempt organization			•	•	1 b (2)		Х
(3) F	Rental of facilities, equip	ment, or othe	r assets					1 b (3)		Х
٠,	leimbursement arrangei							1 b (4)		Х
` '	oans or loan guarantee							1 b (5)		X
			ip or fundraising solicitati					1b (6)		X
c Shari	ng of facilities, equipme	ent, mailing lis	sts, other assets, or paid	employees	5			1 c		Х
the a	oods, other assets, or s	services given	complete the following so by the reporting foundati how in column (d) the va	on If the fo	ounda	tion received I	ess than fair ma	irket value in	ue of	
a) Line no	(b) Amount involved	(c) Name	of noncharitable exempt organization	ation	(d)	Description of tra	nsfers, transactions,	and sharing arrai	ngemen	ts
I/A										
								<u> </u>		
			_							
									_	
								<u> </u>		
 -										
		<u> </u>								
descr	e foundation directly or in tibed in section 501(c) of s,' complete the following	of the Code (o	ated with, or related to, o ther than section 501(c)(3	ne or more 3)) or in se	e tax-e ection !	exempt organiz 527?	zations	Yes	X	No
	(a) Name of organization	on	(b) Type of organ	nization		((c) Description of	relationship		
/ <u>A</u>										
T .										
Under pen complete	alties of perjury, I declare that I Declaration of preparer (other t	have examined the han taxpayer or fic	ns return, including accompanying tuciary) is based on all information	schedules an n of which prej	nd staten parer ha	nents, and to the b is any knowledge	est of my knowledge	and belief, it is tru	e, corre	ct, and
	Billiona	Show			15	120110	► PRESIDE	:NT		
Sign	ature of officer or trustee	٠٠٠			Date	13:110	Title			<u> </u>
	T				Date	_		Preparer's Identify	ıng num	ber
Paid	Preparer's signature	 //	Durk CR		رہا	1. 1.	Check if	(See Signature in	the inst	rs)
Pre-	Line	ONIAID DAG	· 7 / 7		N//	1//0	employed -	P00289569	,	
parer's Use	various of pale	ONALD PAG		 ·			EIN ► 01-	0242373		
Only	employed), 30 L0 solution	ONG CREEK H PORTLAN	DK ME 04106					207-774-5	701	
^^	ZIP code SUUTI	T I OKITIMI	D, ME 04100			··	Phone no	Form 99		(2000)

2009	FEDERAL STATEMENTS	PAGE 1
	THE HUDSON FOUNDATION	01-0482817
STATEMENT 1 FORM 990-PF, PART I, LINE 11 OTHER INCOME		
	(A) (B) NET REVENUE INVESTMENT PER BOOKS INCOME	(C) ADJUSTED NET INCOME
	TOTAL \$ 3,897.\$ 0.\$	0.
STATEMENT 2 FORM 990-PF, PART I, LINE 16A LEGAL FEES		
LEGAL	(A) (B) NET (C) INVESTMENT ADJUSTED NET INCOME \$ 35. \$ 31. \$ 0.	(D) CHARITABLE PURPOSES \$ 4. \$ 4.
STATEMENT 3 FORM 990-PF, PART I, LINE 16B ACCOUNTING FEES		
ACCOUNTING	(A) (B) NET (C) EXPENSES INVESTMENT ADJUSTED PER BOOKS INCOME NET INCOME \$ 1,175. \$ 1,057. \$ 1,175. \$ 1,057. \$ 0.	(D) CHARITABLE PURPOSES \$ 118. \$ 118.
STATEMENT 4 FORM 990-PF, PART I, LINE 16C OTHER PROFESSIONAL FEES		
ADVISORY FEES	(A) (B) NET (C) INVESTMENT ADJUSTED NET INCOME \$ 15,283. \$ 15,283. \$ 15,283. \$ 15,283. \$ 0.	(D) CHARITABLE PURPOSES \$ 0.

2009 FEDERAL STATEMENTS					
	THE HUDSON FOUNDATION				
STATEMENT 5 FORM 990-PF, PART I, LINE 18 TAXES					
	(A) (B) NET (C) EXPENSES INVESTMENT ADJUSTED PER BOOKS INCOME NET INCOME \$ -1,981. \$ -1,981. 7,976. 7,976. \$ 5,995. \$ 5,995. \$ 0.	(D) CHARITABLE PURPOSES \$ 0.			
STATEMENT 6 FORM 990-PF, PART I, LINE 23 OTHER EXPENSES					
ADR FEES BANK CHARGES DUES & SUBSCRIPTIONS INSURANCE POSTAGE PROFESSIONAL FEES TELEPHONE	(A) (B) NET (C) EXPENSES PER BOOKS INVESTMENT ADJUSTED NET INCOME \$ 52. \$ 52. 115. 115. 1,800. 1,930. 1,737. 163. 147. 4,948. 4,453. 150. 135. TOTAL \$ 9,158. \$ 6,639. \$ 0.	\$ 1,800. \$ 1,800. 193. 16. 495. 15. \$ 2,519.			
STATEMENT 7 FORM 990-PF, PART VIII, LINE 1 LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES TITLE AND CONTRI- EXPENSE AVERAGE HOURS COMPEN- BUTION TO ACCOUNT/					
NAME AND ADDRESS JUSTIN H. SCHAIR P.O. BOX 402 PORTLAND, ME 04112	PER WEEK DEVOTED SATION EBP & I DIRECTOR \$ 0. \$ 5.00	OC <u>OTHER</u> 0. \$ 0.			
LESLIE COHEN PO BOX 402 PORTLAND, ME 04112	TREASURER 0.	0. 0.			
GILLIAN B. SCHAIR PO BOX 402 PORTLAND, ME 04112	PRESIDENT 0. 5.00	0. 0.			
ERICA M. SCHAIR PO BOX 402 PORTLAND, ME 04112	SECRETARY 0. 1.00	0. 0.			

2009

FEDERAL STATEMENTS

PAGE 3

THE HUDSON FOUNDATION

01-0482817

STATEMENT 7 (CONTINUED) FORM 990-PF, PART VIII, LINE 1 LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
ANNEMIEKE L. SCHAIR P.O. BOX 402 PORTLAND, ME 04112	DIRECTOR 1.00	\$ 0.	\$ 0.	\$ 0.
CINDY FERNANDEZ P.O. BOX 402 PORTLAND, ME 04112	DIRECTOR 1.00	0.	0.	0.
	TOTAL	\$ 0.	\$ 0.	\$ 0.

STATEMENT 8 FORM 990-PF, PART XV, LINE 2A-D **APPLICATION SUBMISSION INFORMATION**

NAME OF GRANT PROGRAM:

NAME:

HUDSON FOUNDATION GILLIAN SCHAIR

CARE OF:

PO BOX 402

STREET ADDRESS:

PORTLAND, ME 04112

CITY, STATE, ZIP CODE: TELEPHONE:

207-781-7706

FORM AND CONTENT:

LETTER REQUEST

ONGOING

SUBMISSION DEADLINES: RESTRICTIONS ON AWARDS:

NONE

01-0482817 PAGE 1 OF 1

Tweedy, Browne Company LLC REALIZED GAINS AND LOSSES

Hudson Foundation 865-24362

From 01-01-09 Through 12-31-09

Reporting Currency: US Dollar

Open	Close			Cost		Capital Ga	in Or Loss	400
Date	Date	Quantity	Security	Bash	Proceeds	Short Ferm	Long Term	(Mber Guin/Loss
071400	01-06-09	1.155 00	NESTLE SA-SPONSORED	21,218.75	43,736.38		22,517.63	
07144	03-03-09	335,00	NESTLE SA-SPONSORFD ADR	6,154.36	10,0 66 60		3,912.24	
11-01-06	01-03-09	1,235 00	INOME DEPOT INC	46,941 15	24,024,02		-22,917 16	
D1-14-00	01-09-09	360 00	TORCHMARK CORP	9,924 70	11,130.04		1,205 34	
01-14-00	04-09-09	100 00	TORCHMARK CORP	2,763 78	3,091 AN		127 90	
02-16-00	01-09-09	285 00	TURCTIMIARK CORP	5,963 32	NOTE 1 29		2,847.97	
02-16-00	(4444)	15 00	TURCHMARK CORP	11639	463 *5		147,36	
03-14-41	04-15-09	(40.00)	NESTLE SA-SPONSURED	2,919 39	5,433.05		2,493 66	
03-14-99	04-15-09	135.00	NESTLE SA-SPONSORED ADR	2,483.35	4.584 I4		2,100 79	
02-16-00	04-04-09	105 00	TORCHMARK CORP	2,214.75	3,923 *4		1,708 99	
05-01-00	05-08-09		TORCHMARK CURP	5,175 00	7,473 78		2.298.78	
02-27-01	05-03-09		TURCHMARK CORP	16,207 10	17,002 86		795 74	
12-19-03	03-04-09		RAYONIER INC	10,500 60	16,343 65		5,343.05	
11-07-03	09-10-09	505 00	HEINEKEN HOLDINGS 'A'	13,170 71	18,732 74		5,562 03	
11-07-03	111-021-09	305 00	HEINEKEN BOULDINGS 'A'	7,954 58	12,663-14		4,70% 56	
1)[-[-7.40	11-30-09	510.00	AMERICAN EXPRESS COMPANY	14 x59 x2	20,944 42		4,034 60	
44.1 J.W	11-30-09	285 00	AMERICAN EXPRESS COMPANY	x750.44	11,704 24		3,3a3 79	
91-01-01	11-30-04	1 135 00	AMERICAN EXPRESS COMPANY	42,342 K2	16,611 (0		4,268 78	
SECURIT	ES TOTAL	CAINE				000	70 207 23	
	FS TOTAL					000	-22,917 16	
WCCXIII	p 1 1176741.	W3.123		*** *** ***				
SECURITI	ES TOTAL	REALITFI) (IAIN LOSS 47,290 HA	219,451 06	266,741-12	900	47,290,06	
GRAND T	OTAL GAD	×s.				000	70,207 23	0 00
GRAND T	OTAL LOS	SES				040	-22,917 16	0.00
				219,451,04	266,741.12	0.00	47,190,06	0,04
GRAND T	OTAL REA	LLZED GAIN	LOSS 47,290,06					

GRAND TOTAL REALIZED GAIN-LOSS 47,290,00
NO CAPITAL GAINS DISTRIBUTIONS

An 'p' denotes a currency transaction, however, for hedged accounts, the above whedule includes gains and losses from torward currency contracts. Please consult your custodian for further details on forward currency contract powhers. The above whechile is furnished as a convenience to our clients, and is prepared using information we believe to be accurate. I weedy, Browne Company LLC does not, however, assume any liability for inaccurate that may be later determined, or for the preper tax treatment of items listed. You are causocod to consult your own records, the records of your custodian, and your tax advisor.

THE HUDSON FOUNDATION 01-0482817

DATE 4/1/2009	NAME Academic Council for Religion, Genoode & Human Rights	AMOUNT 9 000 00	ADDRESS 98 Bedford Street Portland, ME 04104	PURPOSE General purposes of the organization
5/18/2009	Southwest Oxford County Nutrition Inc	2 000 00	52 Ridge Lane Brownfield, ME 04010	Providing food to low-income or people with emergency food needs
5/18/2009	HealthReach Community Health Center	2,000 00	10 Water Street, Suite 305 Waterville, ME 04901	General purposes of the organization
5/18/2009	Rumford Group Homes	2,000 00	160 Lincoln Avenue Rumford, ME 04278	General purposes of the organization
5/18/2009	The Blue Card, Inc.	1 000 00	171 Madison Avenue #1405 New York, NY 10016	General purposes of the organization
5/18/2009	Arocstock Teen Leadership Camp	4 000 00	PO Box 1018 Canbou, ME 04736	Provide financial support for part-time staff, support activities that provide positive leadership opportunities to adolescents in Aroostook County
7/3/2009	Woodfords Family Services (SibShop)	7,500 00	PO Box 1768 Portland, ME 04104	General purposes of the organization
8/3/2009	The Cedars	15,000 00	630 Ocean Avenue Portland, ME 04103	Provide funding for Campaign for Assisted Living Residence Endowment and Renovation, and expension of The Rehabilitation projects
8/3/2009	Gulf of Maine Research Institute	10,000 00	350 Commercial Street Portland, ME 04101	Provide free universal access to a unique manne science education program for 5th & 6th graders
8/3/2009	Maine Audubon	5 000 00	20 Glisland Farm Road Falmouth, ME 04105	Environmental education program with Reiche Community School
9/24/2009	Good Samaritan Agency	2,500 00	100 Ridgewood Drive Banger, ME 04401	General purposes of the organization
9/24/2009	Immigrant Legal Advocacy Project	5 000 00	One India Street Portland, ME 04101	General purposes of the organization
9/24/2009	Peace Through Interamerican Community Action	3 500 00	170 Park Street Bangor, ME 04401	General purposes of the organization
11/25/2009	Tree of Life Foundation		PO Box 204 Portland, ME 04112	General purposes of the organization
		78,500.00		