Form **990-PF**

Department of the Treasury
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

2009

For calendar year 2009, or tax year beginning , 2009, and ending , 20

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: Aldermere Foundation C/O Acadia Trust

Number and street (or P O. box number if mail is not delivered to street address) / Room/suite: 511 Congress Street, Suite 900

City or town, state, and ZIP code: Portland ME 04101

A Employer identification number 01-6059906

B Telephone number (see instructions) (207)774-3333

C If exempt. 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 ▶ ☐

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) ▶ $ 4,758,619

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), & (d) may not necessarily equal the amounts in column (a) (see instructions).)	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE				
1 Contributions, gifts, grants, etc , received (attach schedule)				
2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
3 Interest on savings and temp. cash investments	54,552	54,552	54,552	
4 Dividends and interest from securities	90,454	90,454	90,454	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	32,707			
b Gross sales price for all assets on line 6a 1,419,072				
7 Capital gain net income (from Part IV, line 2)		32,707		
8 Net short-term capital gain			122,072	
9 Income modifications			0	
10a Gross sales less rtns. & allowances 0				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 **Total.** Add lines 1 through 11	177,713	177,713	267,078	
OPERATING & ADMINISTRATIVE EXPENSES				
13 Compensation of officers, directors, trustees, etc	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) #1	1,855			
c Other professional fees (attach schedule) #2	7,638	7,638	7,638	
17 Interest				
18 Taxes (attach schedule) (see instructions) #3	785			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
24 **Total operating and administrative expenses.** Add lines 13 through 23	10,278	7,638	7,638	0
25 Contributions, gifts, grants paid	238,385			238,385
26 Total exp & disbursements. Add lines 24 and 25	248,663	7,638	7,638	238,385
27 Subtract line 26 from line 12				
a **Excess of revenue over expenses and disbursements**	-70,950			
b **Net investment income** (if neg., enter -0-)		170,075		
c **Adjusted net income** (if neg., enter -0-)			259,440	

RECEIVED MAY 17 2010 OGDEN, UT IRS-OSC

ENVELOPE POSTMARK DATE MAY 13 2010

SCANNED MAY 18 2010

For Privacy Act and Paperwork Reduction Act Notice, see the instructions. Form **990-PF** (2009)

12

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only. (See inst)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS			
1 Cash -- non-interest-bearing			
2 Savings and temporary cash investments	409,096	482,803	482,803
3 Accounts receivable ▶			
Less allowance for doubtful accts. ▶			
4 Pledges receivable ▶			
Less allowance for doubtful accts. ▶			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
7 Other notes and loans receivable (attach schedule) ▶			
Less allowance for doubtful accounts ▶			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10a Investments -- U.S. and state govt obligations (attach sch) #4	1,360,543	951,303	977,231
b Investments -- corporate stock (attach schedule) #5	2,182,156	2,342,987	3,193,688
c Investments -- corporate bonds (attach schedule) #6		103,752	104,897
11 Investments -- land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
12 Investments -- mortgage loans			
13 Investments -- other (attach schedule)			
14 Land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)			
16 **Total assets** (to be completed by all filers -- see the instructions. Also, see page 1, item I)	3,951,795	3,880,845	4,758,619
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 (attach schedule)			
22 Other liabilities (describe ▶)			
23 **Total liabilities** (add lines 17 through 22)	0	0	
NET ASSETS OR FUND BALANCES			
Foundations that follow SFAS 117, check here ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, ck. here ▶ ☒ **and complete lines 27 through 31.**			
27 Capital stock, trust principal, or current funds	3,951,795	3,880,845	
28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds			
30 **Total net assets or fund balances** (see the instructions)	3,951,795	3,880,845	
31 **Total liabilities and net assets/fund balances** (see the inst)	3,951,795	3,880,845	

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)	1	3,951,795
2	Enter amount from Part I, line 27a	2	-70,950
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,880,845
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) -- Part II, column (b), line 30	6	3,880,845

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 P -- Purchase D -- Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
1a	See attachment #7			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

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

2	Capital gain net income or (net capital loss) . . . . { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	32,707
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see the instructions) . If (loss), enter -0- in Part I, line 8	3	122,072

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 the instructions before making any entries

(a) Base period years Calendar year (or tax year beg in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	210,606	5,004,601	0.042082
2007	302,375	5,371,278	0.056295
2006	235,820	4,935,898	0.047777
2005	234,698	4,782,714	0.049072
2004	221,148	4,620,520	0.047862

2	**Total** of line 1, column (d)	2	0.243088
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	3	0.048618
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	5,304,637
5	Multiply line 4 by line 3	5	257,901
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,701
7	Add lines 5 and 6	7	259,602
8	Enter qualifying distributions from Part XII, line 4	8	238,385

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 the Instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination 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 ▶ [X] and enter 1% of Part I, line 27b		1	1,701
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	1,701
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	1,701
6	Credits/Payments.			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 3,429		
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	3,429
8	Enter any **penalty** for underpayment of estimated tax Check here [ ] 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	1,728
11	Enter amount of line 10 to be. **Credited to 2010 estimated tax** ▶ 1,728 **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
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		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	3		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? If "Yes," attach the statement required by General Instruction T.	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7	Did the foundation have at least $5,000 in assets at any time during the yr ? If "Yes," complete Part II, col (c), & Part XV	7	X	
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? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X	
10	Did any persons become substantial contributors during tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ See attachment #8 Telephone no. ▶

Located at ▶ ZIP+4 ▶

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** -- Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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 ☒ 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 ☒ 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 the instructions)?	1b		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 acts, that were not corrected before the first day of the tax year beginning in 2009?	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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20___ , 20___ , 20___ , 20___			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement -- see the instructions.)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20___ , 20___ , 20___ , 20___			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 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 2009.)	3b		X
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 2009?	4b		X

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

		Yes	No
5a During the year did the foundation pay or incur any amount to.			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ 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)? (see instructions) ☐ 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 the instructions)?	5b		X
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?	6b		X
If "Yes" to 6b, 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?	7b		X

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 (see the instructions).

(a) Name and address	(b) Title, and avg hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred comp.	(e) Expense account, other allowances
See attachment #9				

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and avg. 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)

3 Five highest-paid independent contractors for professional services (see the 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 ▶

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4,833,718
b	Average of monthly cash balances	1b	551,700
c	Fair market value of all other assets (see the instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	5,385,418
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	5,385,418
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see the instructions)	4	80,781
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,304,637
6	**Minimum investment return.** Enter 5% of line 5	6	265,232

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

1	Minimum investment return from Part X, line 6			1	265,232
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,701		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,701
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	263,531
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	263,531
6	Deduction from distributable amount (see the instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	263,531

Part XII Qualifying Distributions (see the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes.		
a	Expenses, contributions, gifts, etc -- total from Part I, column (d), line 26	1a	238,385
b	Program-related investments -- total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	238,385
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 the instructions)	5	1,701
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	236,684

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 the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				263,531
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008 2,058				
f Total of lines 3a through e	2,058			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 238,385				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required -- see the instructions)				
c Treated as distributions out of corpus (Election required -- see the instructions)				
d Applied to 2009 distributable amount				238,385
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	2,058			2,058
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount -- see the instructions				
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount -- see the instructions				
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				23,088
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see the instructions)				
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section [X] 4942(j)(3) or [ ] 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	259,440	154,147	152,068	147,417	713,072
b 85% of line 2a	220,524	131,025	129,258	125,304	606,111
c Qualifying distributions from Part XII, line 4 for each year listed	238,385	210,606	302,375	235,820	987,186
d Amounts included in line 2c not used directly for active conduct exempt act.					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	238,385	210,606	302,375	235,820	987,186
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test -- enter:					
(1) Value of all assets	4,758,621	4,506,556	5,455,576	5,191,184	19,911,937
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test -- enter 2/3 of min. investment return shown in Part X, line 6 for each year listed	176,821	174,171	187,728	165,353	704,073
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income	165,895	223,446	559,832	406,175	1,355,348

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

1 Information Regarding Foundation Managers:

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

None

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

None

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

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

a The name, address, and telephone number of the person to whom applications should be addressed:

See attachment 10

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

See attachment 10

c Any submission deadlines:

See attachment 10

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

See attachment 10

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
See attachment #11				
Total ▶ 3a				238,385
b Approved for future payment				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Excl. code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See the instructions.)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees & contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					54,552
4 Dividends and interest from securities					90,454
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					32,707
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		0	177,713

13 **Total.** Add line 12, columns (b), (d), and (e) 13 177,713

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See the instructions.)
	See attachment #12

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

			Yes	No
1	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?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d 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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2 a 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

SIGN HERE

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

K Barbara Brewer | 5/13/10 | Vice President

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only			
Preparer's signature	Date 05-07-2010	Check if self-employed ☐	Preparer's identifying number (see **Signature** in the instructions)
Firm's name (or yours if self-employed), address, and ZIP code	Leighton & Longtin CPA LLP 338 N Main Street Brewer, ME 04412	EIN ▶	Phone no. (207)942-2024

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2009

Name of the organization	**Employer identification number**
Aldermere Foundation C/O Acadia Trust	01-6059906

Organization type (check one):

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

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions.

General Rule

☐ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not aggregate to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year . ▶ $ ____________

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

SCHEDULE OF ACCOUNTING FEES

Attachment 1: page 1 - 990-PF Page 1, Part I, Line 16b

Open to Public Inspection	For calendar year 2009, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
Aldermere Foundation C/O Acadia Trust	01-6059906

Accounting Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
Accounting Fees	1,855			
Total	1,855			

SCHEDULE OF OTHER PROFESSIONAL FEES

Attachment 2: page 1 - 990-PF Page 1, Part I, Line 16c

Open to Public Inspection	For calendar year 2009, or tax period beginning , and ending

Name of Organization Aldermere Foundation C/O Acadia Trust

Employer Identification Number 01-6059906

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
Management Fees	7,638	7,638	7,638	
Total	7,638	7,638	7,638	

SCHEDULE OF TAXES PAID

Attachment 3: page 1 - 990- PF Page 1, Part I, Line 18

Open to Public Inspection	For calendar year 2009, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
Aldermere Foundation C/O Acadia Trust	01-6059906

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
Foreign Taxes	785			
Total	785			

SCHEDULE OF INVESTMENTS - GOVERNMENT OBLIGATIONS

Attachment 4: page 1 - 990-PF Page 2, Part II, line 10a

Open to Public Inspection	For calendar year 2009, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
Aldermere Foundation C/O Acadia Trust	01-6059906

Description	Cost	FMV at end of year	Book Value	Fair Market Value
U S. Government Obligations			951,303	977,231
State and Municipal Government Obligations				
Total U.S and State Government Obligations			951,303	977,231

SCHEDULE OF INVESTMENTS - CORPORATE STOCKS

Attachment 5: page 1 - 990-PF Page 2, Part II, Line 10b

Open to Public Inspection	For calendar year 2009, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
Aldermere Foundation C/O Acadia Trust	01-6059906

Description of Property	Cost	FMV at Year End	Book Value	Fair Market Value
1135 Shares 3M Co.		X	50,145	93,830
1210 Shares Abbott Laboratories		X	57,100	65,328
5500 Shares Activision Blizzard Inc.		X	63,181	61,105
1240 Shares Anadarko Petroleum Corp.		X	69,022	77,401
2300 Shares A T & T		X	73,292	64,469
3165 Shares Bank of New York Mellon Corp		X	83,570	88,525
1200 Shares Baxter International Inc.		X	61,227	70,416
2400 Shares Chevron Corp		X	23,028	184,776
1000 Shares Chubb Corp.		X	50,432	49,180
1565 Shares Consolidated Edison, Inc.		X	68,072	71,098
3340 Shares Dominion Resources Inc VA New		X	82,526	129,993
2000 Shares Duke Energy Corp.		X	6,384	34,420
1550 Shares Emerson Electric		X	76,027	66,030
6300 Shares Exxon Mobil Corp		X	52,087	429,597
1575 Shares Fluor Corp (New)		X	68,175	70,938
600 Shares General Electric Co.		X	21,150	9,078
1300 Shares Genuine Parts Co.		X	51,612	49,348
1655 Shares Honeywell International, Inc.		X	48,907	64,876
500 Shares International Business Machines, Corp.		X	42,706	65,450
500 Shares ITT Corporation		X	26,959	24,870
1350 Shares Johnson & Johnson		X	73,888	86,954
800 Shares Kimberly Clark Corp.		X	48,592	50,968
2945 Shares Kroger & Co		X	63,654	60,461
865 Shares Lockheed Martin Corp.		X	65,404	65,178
1175 Shares Marathon Oil Corporation		X	51,203	36,684
1000 Shares McDonalds Corp.		X	53,046	62,440
825 Shares Pepsico, Inc.		X	43,896	50,160
2470 Shares Piedmont Natural Gas Co, Inc.		X	58,943	66,073
1650 Shares Procter &				
		Total	1,534,228	2,249,646

SCHEDULE OF INVESTMENTS - CORPORATE STOCKS

Attachment 5: page 2 - 990-PF Page 2, Part II, Line 10b

Open to Public Inspection	For calendar year 2009, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
Aldermere Foundation C/O Acadia Trust	01-6059906

Description of Property	Cost	FMV at Year End	Book Value	Fair Market Value
Gamble Co		X	38,678	100,040
3810 Shares Sara Lee Corp.		X	52,155	46,406
1500 Shares SCANA Corporation		X	58,479	56,520
1665 Shares Wal-Mart Stores, Inc		X	84,144	88,994
2665 Shares Accenture Plc		X	68,859	110,598
970 Shares BP, PLC		X	65,400	56,231
1385 Shares Cenovus Energy, Inc		X	29,780	34,902
1270 Shares Covidien, Ltd.		X	44,583	60,820
880 Shares Diageo plc Sponsored ADR New		X	69,894	61,081
1385 Shares EnCana Corp.		X	32,274	44,860
1600 Shares Glaxosmithlkine plc ADR		X	86,254	67,600
1000 Shares Nokia Corporation Sponsored ADR A		X	22,630	12,850
1365 Shares Teva Pharmaceutical Industries Ltd ADR		X	53,689	76,686
895 Shares Total Fina Elf, SA		X	65,203	57,316
835 Shares Transocean Ltd		X	36,737	69,138
		Total	808,759	944,042

SCHEDULE OF INVESTMENTS - CORPORATE BONDS

Attachment 6: page 1 - 990-PF Page 2, Part II, Line 10c

Open to Public Inspection	For calendar year 2009, or tax period beginning	, and ending

Name of Organization
Aldermere Foundation C/O Acadia Trust

Employer Identification Number
01-6059906

Description of Property	Cost	FMV at Year End	Book Value	Fair Market Value
100000 Shares Eli Lilly & Co		X	103,752	104,897
		Total	103,752	104,897

PART IV CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Attachment 7: page 1 - 990-PF Page 3, Part IV, line 1

Open to Public Inspection	For calendar year 2009 or tax period beginning , and ending .

Name of Organization	Employer Identification Number
Aldermere Foundation C/O Acadia Trust	01-6059906

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co)	(b) How acquired P -- Purchase D -- Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo , day, yr.)
1	500 Shares Check Point Software	P	03-18-2009	09-01-2009
2	460 Shares Eaton Corp	P	12-04-2008	08-04-2009
3	355 Shares General Mills Inc	P	04-02-2009	11-05-2009
4	925 Shares Intel Corp.	P	10-16-2008	03-17-2009
5	146 Shares Perot Systems Corp.	P	06-04-2009	10-01-2009
6	554 Shares Perot Systems Corp.	P	06-05-2009	10-01-2009
7	240 Shares Transocean Ltd.	P	01-22-2009	05-22-2009
8	375 Shares V. F. Corp.	P	10-24-2008	04-07-2009
9	600 Shares Du Pont de Nemours & Co.	P	01-01-1993	09-01-2009
10	50000 Shares U. S. Treasury Note	P	12-08-2004	12-15-2009
11	250 Shares Colgate Palmolive Co.	P	03-01-2006	06-11-2009
12	25000 Shares Federal Home Loan Bank	P	02-19-2008	02-25-2009
13	25000 Shares Federal Home Loan Bank	P	08-10-2005	09-08-2009
14	500 Shares Illinois Tool Works Inc	P	06-24-2005	03-05-2009
15	800 Shares Microsoft Corp	P	06-24-2005	01-22-2009

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1	13,816		10,766	3,050
2	24,869		20,052	4,817
3	23,410		18,335	5,075
4	13,491		14,260	-769
5	4,337		2,065	2,272
6	16,455		8,103	8,352
7	17,385		11,861	5,524
8	22,870		17,626	5,244
9	19,412		4,045	15,367
10	50,000		49,886	114
11	17,713		13,725	3,988
12	25,000		25,000	
13	25,000		25,000	
14	13,101		20,212	-7,111
15	13,760		20,136	-6,376

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col (k), but not less than -0-) **or** Losses (from col. (h))
	(i) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess if col (i) over col. (j), if any	
1				3,050
2				4,817
3				5,075
4				-769
5				2,272
6				8,352
7				5,524
8				5,244
9				15,367
10				114
11				3,988
12				
13				
14				-7,111
15				-6,376

PART IV CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Attachment 7: page 2 - 990-PF Page 3, Part IV, line 1

Open to Public Inspection	For calendar year 2009 or tax period beginning , and ending .

Name of Organization: Aldermere Foundation C/O Acadia Trust

Employer Identification Number: 01-6059906

	(a) List and describe the kind(s) of property sold (e g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co)	(b) How acquired P -- Purchase D -- Donation	(c) Date acquired (mo , day, yr.)	(d) Date sold (mo., day, yr)
16	400 Shares Zebra Corp.	P	08-11-2006	02-05-2009
17	1700 Shares Agilent Technologies	P	03-26-2009	02-24-2009
18	1880 Shares Check Point Software Tech Ltd	P	03-18-2009	09-01-2009
19	1655 Shares DuPont deNemours & Co.	P	12-11-2008	09-01-2009
20	1005 Shares Eaton Corp	P	12-04-2008	08-04-2009
21	100000 Shares Federal Home Loan Bank	P	04-28-2008	04-24-2009
22	810 Shares General Mills Inc	P	04-02-2009	11-05-2009
23	2100 Shares Intel Corp.	P	10-16-2008	03-17-2009
24	664 Shares Perot Systems Corp.	P	06-04-2009	10-01-2009
25	2511 Shares Perot Systems Corp.	P	06-05-2009	10-01-2009
26	550 Shares Transocean Ltd	P	01-22-2009	05-22-2009
27	860 Shares V. F. Corp.	P	10-24-2008	04-07-2009
28	235.791 Shares Bank of New York Mellon Corp.	P	06-06-2002	04-16-2009
29	363.209 Shares Bank of New York Mellon			

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
16	6,882		13,063	-6,181
17	24,891		51,241	-26,350
18	51,947		40,480	11,467
19	53,545		43,887	9,658
20	54,333		43,810	10,523
21	100,000		99,500	500
22	53,414		41,835	11,579
23	30,629		32,373	-1,744
24	19,723		9,391	10,332
25	74,583		36,725	37,858
26	39,841		27,182	12,659
27	52,447		40,422	12,025
28	7,158		8,515	-1,357
29				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
	(i) F M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess if col (i) over col (j), if any	
16				-6,181
17				-26,350
18				11,467
19				9,658
20				10,523
21				500
22				11,579
23				-1,744
24				10,332
25				37,858
26				12,659
27				12,025
28				-1,357
29				

PART IV CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Attachment 7: page 3 - 990-PF Page 3, Part IV, line 1

Open to Public Inspection	For calendar year 2009 or tax period beginning	, and ending

Name of Organization	Employer Identification Number
Aldermere Foundation C/O Acadia Trust	01-6059906

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P -- Purchase D -- Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
	Corp.	P	04-14-2004	04-16-2009
30	100000 Shares Federal Home Loan Bank	P	03-26-2004	03-30-2009
31	500 Shares Colgate Palmolive Co.	P	11-01-2004	06-11-2009
32	100000 Shares Federal Home Loan Bank	P	11-30-2007	12-10-2009
33	100000 Shares Federal Home Loan Bank	P	11-30-2007	12-10-2009
34	560 Shares Franklin Resources Inc.	P	01-22-2008	03-03-2009
35	1100 Shares Illinois Tool Works Inc	P	05-25-2005	03-05-2009
36	350 Shares Newmont Mining Corp	P	07-16-2004	06-04-2009
37	200 Shares Newmont Mining Corp	P	01-19-2007	06-04-2009
38	400 Shares Newmont Mining Corp	P	03-22-2007	06-04-2009
39	250 Shares Newmont Mining Corp	P	05-25-2007	06-04-2009
40	2200 Shares Pfizer Inc	P	10-26-2005	05-14-2009
41	1500 Shares Zebra Technologies Corp.	P	08-07-2006	02-05-2009
42	860 Shares Zimmer Holdings Inc	P	12-06-2007	02-05-2009

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
	11,027		12,039	-1,012
30	100,000		100,000	
31	35,426		22,373	13,053
32	100,000		100,000	
33	100,000		100,000	
34	24,927		50,334	-25,407
35	28,821		46,550	-17,729
36	16,590		14,807	1,783
37	9,480		8,662	818
38	18,960		17,459	1,501
39	11,850		9,811	2,039
40	33,807		46,425	-12,618
41	25,808		49,046	-23,238
42	32,364		59,363	-26,999

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col (k), but not less than -0-) **or** Losses (from col. (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess if col. (i) over col. (j), if any	
				-1,012
30				
31				13,053
32				
33				
34				-25,407
35				-17,729
36				1,783
37				818
38				1,501
39				2,039
40				-12,618
41				-23,238
42				-26,999

BOOKS ARE IN CARE OF

Attachment 8 - 990-PF Page 5, Part VII-A, Line 14

Open to Public Inspection	For calendar year 2009, or tax period beginning , and ending

Name of Organization	Employer Identification Number
Aldermere Foundation C/O Acadia Trust	01-6059906

Part VII-A - Line 14

Individual Name or Business Name: Acadia Trust, N.A.

Street Address: 511 Congress Street, Suite 900

U.S Address:

Zip code 04101 City Portland State ME

or

Foreign Address

City

Province or State

Country

Postal code

Phone Number (207)774-3333

Fax Number (207)775-5174

CURRENT OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

Attachment 9: page 1 - 990-PF Page 6, Part VIII

Open to Public Inspection	For calendar year 2009, or tax period beginning , and ending .
Name of Organization Aldermere Foundation C/O Acadia Trust	**Employer Identification Number** 01-6059906

(A) Name and Address	(B) Title and Average Hrs per Week	(C) Compensation (If not paid, enter 0)	(D) Cont to Employee Ben Plans & Def Comp.	(E) Expense Account & Other Allowances
Acadia Trust 511 Congress Street, Suite 900 Portland, ME 04101	Trustee	7,638	0	0

APPLICATION SUBMISSION INFORMATION

Attachment 10: page 1 990-PF Page 10, Part XV, Line 2

Open to Public

For Calendar year 2009, or tax year period beginning **and ending**

Name of Organization
Aldermere Foundation C/O Acadia Trust

Employer Identification Number
01-6059906

Name	Phone Number	Info and Materials Included	Submission Deadlines	Restrictions on Awards
Acadia Trust, N.A. 511 Congress Street, Suite 900 Portland ME 04101	207-774-3333	None Specified	None Specified	Recipients must qualify under 501(c)(3)

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 11: page 1 990-PF Page 11, Part XV Line 3a

Open to Pu Inspection | For calendar year 2009, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
Aldermere Foundation C/O Acadia Trust	01-6059906

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Bay Chamber Concerts, Inc. 58 Bay View Street, Suite 1 Camden ME 04843			General Works	1,000
Belfast Free Library 108 High Street Belfast ME 04915			General Works	2,000
Black Canyon Boys & Girls Club PO Box 1907 Montrose CO 81402			General Works	1,000
Broadreach 5 Stephenson Lane Belfast ME 04915			General Works	8,000
Brunswick Topsham Land Trust 108 Maine Street Brunswick ME 04011			General Works	4,000
Chewonki 485 Chewonki Neck Road Wiscasset ME 04578			General Works	1,300
Coastal Mountains Land Trust 101 Mount Battie Street Camden ME 04843			General Works	10,000
Cumberland County YMCA PO Box 1078 Portland ME 04104-1078			General Works	1,000
The Friends of Casco Bay 43 Slocum Drive South Portland ME 04106			General Works	1,000
The Lobster Conservancy PO Box 235 Friendship ME 04547			General Works	1,000
Montrose Regional Library District 320 South Second Street Montrose CO 81401			General Works	2,500
Morris Farm Trust PO Box 136 Wiscasset ME 04578			General Works	2,000
Natural Resources Council of Maine 3 Wade Street Augusta ME 04330			General Works	8,000
Presumpscot Regional Land Trust			General Works	
				42,800

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 11: page 2 990-PF Page 11, Part XV Line 3a

Open to Public Inspection — For calendar year 2009, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
Aldermere Foundation C/O Acadia Trust	01-6059906

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PO Box 33 Gorham ME 04038				1,500
George Pocock Rowing Foundation 3320 Fuhrman Avenue E Seattle WA 98102			General Works	2,500
Salt Bay Chamberfest PO Box 1268 Damariscotta ME 04543			General Works	1,000
Teen Center PO Box 831 Camden ME 04843			General Works	3,000
The Community School PO Box 555 Camden ME 04843			General Works	3,000
United Mid-Coast Charities, Inc. PO Box 205 Camden ME 04843			General Works	10,000
Penobscot Bay YMCA PO Box 840 Rockport ME 04856			General Works	1,000
Saun Juan Preservation Land Trust PO Box 327 Lopez Island WA 98261-0327			General Works	2,000
Washington Environmental Council 1402 Third Avenue, Suite 1400 Seattle WA 98101			General Works	2,000
Museum of Northwest Art PO Box 969 La Conner WA 98257			General Works	2,500
Maine Coast Heritage Trust 1 Bowdoin Mill Island Ste 201 Topsham ME 04086			General Works	167,085
				195,585

SCHEDULE OF RELATIONSHIP OF ACTIVITIES TO THE ACCOMPLISHMENT OF EXEMPT PURPOSES

Attachment 12: page 1 990-PF Page 12, Part XVI-B

Open to Public Inspection	For calendar year 2009, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
Aldermere Foundation C/O Acadia Trust	01-6059906

Line Number	Briefly describe how the activity reported in column (E) of Part VII specifically contributed to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
3,4,8	To make distributions to exempt organizations organized and operated for charitable, scientific, literary, or educational purposes.