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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

OMB No. 1545-0052

2009

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

, 20

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

SMITH MARJORIE TR (IRREV) 420195018

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

Room/suite

P.O. BOX 595

City or town, state, and ZIP code

WILLISTON, VT 05495

A Employer identification number

03-6063494

B Telephone number (see page 10 of the instructions)

(802) 860-5553

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐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) ▶ \$ 329,489.

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), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

Revenue

Operating and Administrative Expenses MAY 2 2010

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 temporary cash investments				
4	Dividends and interest from securities	8,832.	8,832.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-10,519.			
b	Gross sales price for all assets on line 6a	117,125.			
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	-1,687.	8,832.		
13	Compensation of officers, directors, trustees, etc.	3,968.	2,645.		1,323.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT 2	575.	383.	NONE	192.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions)	140.			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule)				
24	Total operating and administrative expenses. Add lines 13 through 23	4,683.	3,028.	NONE	1,515.
25	Contributions, gifts, grants paid	13,230.			13,230.
26	Total expenses and disbursements. Add lines 24 and 25	17,913.	3,028.	NONE	14,745.
27	Subtract line 26 from line 12	-19,600.			
a	Excess of revenue over expenses and disbursements		5,804.		
b	Net investment income (if negative, enter -0-)				
c	Adjusted net income (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

JSA

Form 990-PF (2009)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		9,740.	9,553.	9,553.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule)				
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)	STMT 4	305,783.	286,581.	319,936.	
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)		315,523.	296,134.	329,489.	
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)				
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, check here and complete lines 27 through 31. ▶ ☒					
	27	Capital stock, trust principal, or current funds		315,523.	296,134.	
	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 page 17 of the instructions)		315,523.	296,134.	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		315,523.	296,134.		

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	315,523.
2	Enter amount from Part I, line 27a	2	-19,600.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5	3	211.
4	Add lines 1, 2, and 3	4	296,134.
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	296,134.

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 PART IV DETAIL					
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) 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 of col. (i) over col. (j), if any			
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	-10,519.	
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 pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.			3		

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

(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 page 18 of the instructions before making any entries.**

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	19,639.	297,233.	0.06607274428
2007	13,582.	338,271.	0.04015123969
2006	31,774.	322,192.	0.09861821523
2005	8,788.	332,393.	0.02643858324
2004	8,462.	316,575.	0.02672984285
2 Total of line 1, column (d)			2 0.25801062529
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 0.05160212506
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 294,514.
5 Multiply line 4 by line 3			5 15,198.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 58.
7 Add lines 5 and 6			7 15,256.
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 Part VI instructions on page 18.			8 14,745.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of 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 ☐ and enter 1% of Part I, line 27b	1	116.
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	
3	Add lines 1 and 2	3	116.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	116.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	
b	Exempt foreign organizations-tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	NONE
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	116.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax ☐ 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?		X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of 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 published or distributed by the foundation in connection with the activities.		X
c	Did the foundation file Form 1120-POL for this year?		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers. ☐ \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ _____		
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.		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b	If "Yes," has it filed a tax return on Form 990-T for this year?		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • 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?	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☐ _____ STMT 6		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2009)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the 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 **TD Wealth Management** Telephone no. **(802) 860-5553**
 Located at **111 MAIN STREET, BURLINGTON, VT** ZIP + 4 **05401**

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 page 20 of the instructions)? ☐ 1b		
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 _____		
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 page 20 of 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. _____		
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		
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

Form 990-PF (2009)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the 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 page 22 of the instructions)? **5b**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ 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** ☒

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****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 page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		3,968.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

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

Total number of other employees paid over \$50,000 **NONE**

Form 990-PF (2009)

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 page 23 of 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		NONE

Total number of others receiving over \$50,000 for professional services NONE

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 THE TRUST'S NET INCOME IS TO BE DISTRIBUTED QUARTERLY IN THE FOLLOWING PROPORTIONS TO THE FOLLOWING ENTITIES: 10% EACH TO AMERICAN LUNG ASSOC. AND FRANKLIN COUNTY HOME HEALTH	
2 AGENCY; 20% EACH TO KING'S DAUGHTERS HOME, SHRINERS' HOSPITALS FOR CHILDREN, AMERICAN CANCER SOCIETY, AND AMERICAN HEART ASSOC.	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments. See page 24 of the instructions.	
3 NONE	
Total. Add lines 1 through 3	

Form 990-PF (2009)

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of 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	291,748.
b	Average of monthly cash balances	1b	7,251.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	298,999.
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	NONE
3	Subtract line 2 from line 1d	3	298,999.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	4,485.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	294,514.
6	Minimum investment return. Enter 5% of line 5	6	14,726.

Part XI Distributable Amount (see page 25 of 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	14,726.
2a	Tax on investment income for 2009 from Part VI, line 5 2a		116.
b	Income tax for 2009. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	116.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	14,610.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	14,610.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	14,610.

Part XII Qualifying Distributions (see page 25 of 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	14,745.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	14,745.
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 page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	14,745.

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				14,610.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			2,080.	
b Total for prior years: 20 <u>07</u> , 20 <u>20</u> , 20 <u>20</u>		NONE		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	NONE			
b From 2005	NONE			
c From 2006	NONE			
d From 2007	NONE			
e From 2008	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ <u>14,745.</u>				
a Applied to 2008, but not more than line 2a			2,080.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2009 distributable amount				12,665.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010.				1,945.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2005	NONE			
b Excess from 2006	NONE			
c Excess from 2007	NONE			
d Excess from 2008	NONE			
e Excess from 2009	NONE			

4942(j)(5)

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 STATEMENT 10				
Total ▶ 3a				13,230.
b Approved for future payment				
Total ▶ 3b				

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?		Yes	No
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			

[illegible]

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

Sign Here	Signature of officer or trustee <i>Catherine H. Ferree</i> CATHERINE FERREE		Date 05/06/2010		Title Trustee	
	Preparer's signature _____		Date _____		Check if self-employed ☐	
Paid Preparer's Use Only	Firm's name (or yours if self-employed), address, and ZIP code _____				Preparer's identifying number (See Signature on page 30 of the instructions) _____	
	EIN ☐				Phone no. _____	

Form **990-PF** (2009)

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS				239.	
267.00		8.553 BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES 399.00				01/16/2008 -132.00	04/16/2009
1,013.00		29.382 BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES 1,372.00				01/16/2008 -359.00	07/01/2009
1,069.00		26.475 BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES 1,078.00				03/17/2008 -9.00	10/16/2009
632.00		21.149 COLUMBIA VALUE & RESTRUCTURING FU PROPERTY TYPE: SECURITIES 1,086.00				01/16/2008 -454.00	04/16/2009
1,851.00		55.663 COLUMBIA VALUE & RESTRUCTURING FU PROPERTY TYPE: SECURITIES 2,787.00				01/16/2008 -936.00	07/01/2009
5,035.00		119.542 COLUMBIA VALUE & RESTRUCTURING F PROPERTY TYPE: SECURITIES 5,675.00				08/07/2006 -640.00	10/16/2009
391.00		16.632 DAVIS NY VENTURE FD INC CL Y FUND PROPERTY TYPE: SECURITIES 708.00				10/16/2007 -317.00	04/16/2009
539.00		21.168 DAVIS NY VENTURE FD INC CL Y FUND PROPERTY TYPE: SECURITIES 901.00				10/16/2007 -362.00	07/01/2009
1,580.00		51.649 DAVIS NY VENTURE FD INC CL Y FUND PROPERTY TYPE: SECURITIES 2,198.00				10/16/2007 -618.00	10/16/2009
2,181.00		634.116 FEDERATED KAUFMANN FD CL A #66 PROPERTY TYPE: SECURITIES 3,500.00				12/31/1997 -1,319.00	01/16/2009

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
1,972.00		505.518 FEDERATED KAUFMANN FD CL A #66 PROPERTY TYPE: SECURITIES 1,895.00				04/16/2009 77.00	07/01/2009
5,919.00		1517.746 FEDERATED KAUFMANN FD CL A #66 PROPERTY TYPE: SECURITIES 8,408.00				03/17/2008 -2,489.00	07/01/2009
51,279.00		4230.96 FEDERATED US GOVT SEC 2-5 YRS PROPERTY TYPE: SECURITIES 47,329.00				04/16/2004 3,950.00	01/16/2009
188.00		15.881 FEDERATED US GOVT SEC 2-5 YRS PROPERTY TYPE: SECURITIES 192.00				04/16/2009 -4.00	07/01/2009
2,377.00		201.098 FEDERATED US GOVT SEC 2-5 YRS PROPERTY TYPE: SECURITIES 2,288.00				04/16/2008 89.00	07/01/2009
9,292.00		906.51 FEDERATED TOTAL RETURN BOND FUND PROPERTY TYPE: SECURITIES 9,669.00				10/18/2004 -377.00	01/16/2009
978.00		74.125 FIDELITY ADVISOR EMERGING MARKET PROPERTY TYPE: SECURITIES 2,269.00				10/16/2007 -1,291.00	04/16/2009
1,122.00		69.152 FIDELITY ADVISOR EMERGING MARKET PROPERTY TYPE: SECURITIES 2,117.00				10/16/2007 -995.00	07/01/2009
1,536.00		74.14 FIDELITY ADVISOR EMERGING MARKET C PROPERTY TYPE: SECURITIES 2,141.00				07/16/2008 -605.00	10/16/2009
4,453.00		353.728 ARTIO TOTAL RETURN BOND FUND FUN PROPERTY TYPE: SECURITIES 4,598.00				08/07/2006 -145.00	01/16/2009
1,342.00		111.239 MFS RESEARCH INTERNATIONAL FUND PROPERTY TYPE: SECURITIES 1,946.00				03/17/2008 -604.00	07/01/2009

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,038.00		140.057 MFS RESEARCH INTERNATIONAL FUND PROPERTY TYPE: SECURITIES 2,450.00					03/17/2008 -412.00	10/16/2009
226.00		21.933 PIMCO TOTAL RETURN FUND #35 PROPERTY TYPE: SECURITIES 232.00					04/16/2004 -6.00	01/16/2009
2,090.00		101.484 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES 3,141.00					01/16/2008 -1,051.00	04/16/2009
1,242.00		56.025 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES 1,627.00					03/17/2008 -385.00	07/01/2009
2,883.00		110.477 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES 2,842.00					03/17/2008 41.00	10/16/2009
867.00		18.698 T ROWE PRICE MID-CAP GROWTH FD #6 PROPERTY TYPE: SECURITIES 713.00					07/01/2009 154.00	10/16/2009
639.00		50.18 VANGUARD SELECTED VALUE FUND #934 PROPERTY TYPE: SECURITIES 588.00					04/16/2009 51.00	07/01/2009
2,797.00		181.658 VANGUARD SELECTED VALUE FUND #93 PROPERTY TYPE: SECURITIES 2,109.00					01/16/2009 688.00	10/16/2009
3,068.00		268.887 VANGUARD MID-CAP INDEX FUND A PROPERTY TYPE: SECURITIES 3,965.00					10/16/2008 -897.00	01/16/2009
6,020.00		527.58 VANGUARD MID-CAP INDEX FUND A PROPERTY TYPE: SECURITIES 7,421.00					04/16/2004 -1,401.00	01/16/2009

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN (LOSS)							----- -10,519. =====	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
ARTIO TOTAL RETURN BOND FD-I #1524	511.	511.
COLUMBIA VALUE & RESTRUCTURING FUND #205	502.	502.
DAVIS NY VENTURE FD INC CL Y FUND 909	154.	154.
FEDERATED US GOVT SEC 2-5 YRS	95.	95.
FEDERATED TOTAL RETURN BOND FUND INSTITU	1,382.	1,382.
FIDELITY ADVISOR EMERGING MARKET CLASS I	104.	104.
ARTIO TOTAL RETURN BOND FUND 1524 C	76.	76.
MFS RESEARCH INTERNATIONAL FUND I FUND #	284.	284.
PIMCO TOTAL RETURN FUND #35	3,597.	3,597.
T ROWE PRICE GROWTH STOCK FUND	78.	78.
T ROWE PRICE MID-CAP GROWTH FD #64	5.	5.
TD ASSET MGMT US GOVT PORT INSTL #2	12.	12.
TD ASSET MGMT SHORT TERM BOND #4	167.	167.
VANGUARD SELECTED VALUE FUND #934	377.	377.
VANGUARD GNMA FIXED INCOME	1,488.	1,488.
	-----	-----
	8,832.	8,832.
TOTAL	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	575.	383.		192.
TOTALS	575.	383.	NONE	192.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
990PF EXCISE TAX	99.
FOREIGN TAXES ON QUA	27.
FOREIGN TAXES ON NON	14.

TOTALS	140.
	=====

SMITH MARJORIE TR (IRREV) 420195018

03-6063494

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV	C OR F	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	-----	-----
1142.772 ARTIO TOTAL RETURN BO	C		14,872.	15,302.
2840.975 FEDERATED TOTAL RETUR	C		30,297.	30,881.
5661.123 PIMCO TOTAL RETURN IN	C		59,896.	61,140.
755.505 TD ASSET MGMT SHORT TE	C		7,650.	7,676.
3587.480 VANGUARD GNMA FUND 36	C		38,021.	38,171.
403.659 BARON GROWTH FUND #587	C		13,921.	16,675.
774.633 COLUMBIA VALUE & RESTR	C		27,021.	33,147.
530.825 DAVIS NY VENTURE FD IN	C		16,539.	16,609.
390.662 FIDELITY ADVISOR EMERG	C		4,795.	8,247.
1110.788 MFS RESEARCH INTERNAT	C		14,548.	15,906.
1559.883 T ROWE PRICE GROWTH S	C		34,176.	42,912.
175.263 T ROWE PRICE MID-CAP G	C		6,686.	8,323.
1564.078 VANGUARD SELECTED VAL	C		18,159.	24,947.
			-----	-----
TOTALS			286,581.	319,936.
			=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
CASH/ACCRUAL ADJUSTMENT	211.

TOTAL	211.
	=====

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

VT

· FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
=====

OFFICER NAME:

TD Banknorth Wealth Management Grp.

ADDRESS:

111 Main Street

Burlington, VT 05401

TITLE:

Trustee

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 3,968.

TOTAL COMPENSATION:

3,968.

=====

AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c

=====

MONTH -----	LINE 1a-FMV SECURITIES -----	LINE 1b-FMV CASH BALANCES -----	LINE 1c-FMV OTHER ASSETS -----
JANUARY	261,535.	8,346.	
FEBRUARY	248,436.	8,630.	
MARCH	260,657.	7,107.	
APRIL	276,610.	8,378.	
MAY	289,870.	8,520.	
JUNE	288,905.	7,078.	
JULY	301,618.	3,521.	
AUGUST	307,666.	3,780.	
SEPTEMBER	317,808.	2,284.	
OCTOBER	308,967.	9,819.	
NOVEMBER	318,965.	9,997.	
DECEMBER	319,937.	9,553.	
	-----	-----	-----
TOTAL	3,500,974.	87,013.	
	=====	=====	=====
AVERAGE FMV	291,748.	7,251.	
	=====	=====	=====

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

AMERICAN LUNG ASSOC. OF VERMONT

ADDRESS:

45 ASH ST.

EAST HARTFORD, CT 06108-3272

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

INSTITUTION

AMOUNT OF GRANT PAID 1,323.

RECIPIENT NAME:

KING'S DAUGHTERS HOME, INC.

C/O DONALD WELLS

ADDRESS:

P.O. BOX 1112

ST ALBANS, VT 05478

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

INSTITUTION

AMOUNT OF GRANT PAID 2,646.

RECIPIENT NAME:

SHRINER'S HOSPITALS FOR CHILDREN

ADDRESS:

ATTN: TRUST & INVESTMENT ACCTING MG

TAMPA, FL 33631-3356

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID 2,646.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

AMERICAN CANCER SOCIETY

ADDRESS:

PROBATE & TRUST DEPARTMENT

OKLAHOMA CITY, OK 73162

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

RESEARCH PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID 2,646.

RECIPIENT NAME:

AMERICAN HEART ASSOCIATION, INC.

ADDRESS:

NEW ENGLAND AFFILIATE

FRAMINGHAM, MA 01701-4688

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

INSTITUTION

AMOUNT OF GRANT PAID 2,646.

RECIPIENT NAME:

FRANKLIN COUNTY HOME HEALTH AGY

ADDRESS:

ATTN:KRISTINA SENNA

ST ALBANS, VT 05478

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

INSTITUTION

AMOUNT OF GRANT PAID 1,323.

TOTAL GRANTS PAID:

13,230.

=====

[illegible]

SMITH MARJORIE TR (IRREV) 420195018
Schedule D Detail of Long-term Capital Gains and Losses

03-6063494

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT	PURPOSES				
8.553 BARON ASSET FD	01/16/2008	04/16/2009	267.00	399.00	-132.00
29.382 BARON ASSET FD	01/16/2008	07/01/2009	1,013.00	1,372.00	-359.00
26.475 BARON ASSET FD	03/17/2008	10/16/2009	1,069.00	1,078.00	-9.00
21.149 COLUMBIA VALUE & RESTRUCTURING FUND #2051	01/16/2008	04/16/2009	632.00	1,086.00	-454.00
55.663 COLUMBIA VALUE & RESTRUCTURING FUND #2051	01/16/2008	07/01/2009	1,851.00	2,787.00	-936.00
119.542 COLUMBIA VALUE & RESTRUCTURING FUND #2051	08/07/2006	10/16/2009	5,035.00	5,675.00	-640.00
16.632 DAVIS NY VENTURE FD INC CL Y FUND 909	10/16/2007	04/16/2009	391.00	708.00	-317.00
21.168 DAVIS NY VENTURE FD INC CL Y FUND 909	10/16/2007	07/01/2009	539.00	901.00	-362.00
51.649 DAVIS NY VENTURE FD INC CL Y FUND 909	10/16/2007	10/16/2009	1,580.00	2,198.00	-618.00
634.116 FEDERATED KAUFMANN 1517.746 FEDERATED	12/31/1997	01/16/2009	2,181.00	3,500.00	-1,319.00
4230.96 FEDERATED US GOVT 201.098 FEDERATED US GOVT	03/17/2008	07/01/2009	5,919.00	8,408.00	-2,489.00
906.51 FEDERATED TOTAL	04/16/2004	01/16/2009	51,279.00	47,329.00	3,950.00
RETURN BOND FUND INSTITUTIONAL SHARES	04/16/2008	07/01/2009	2,377.00	2,288.00	89.00
74.125 FIDELITY ADVISOR	01/18/2004	01/16/2009	9,292.00	9,669.00	-377.00
EMERGING MARKET CLASS I FUND #1290	10/16/2007	04/16/2009	978.00	2,269.00	-1,291.00
69.152 FIDELITY ADVISOR	10/16/2007	07/01/2009	1,122.00	2,117.00	-995.00
74.14 FIDELITY ADVISOR	07/16/2008	10/16/2009	1,536.00	2,141.00	-605.00
353.728 ARTIO TOTAL RETURN BOND FUND 1524 CLASS I	08/07/2006	01/16/2009	4,453.00	4,598.00	-145.00
111.239 MFS RESEARCH INTERNATIONAL FUND I FUND #899	03/17/2008	07/01/2009	1,342.00	1,946.00	-604.00
140.057 MFS RESEARCH					
Totals					

[illegible]

FEDERAL CAPITAL GAIN DIVIDENDS
=====LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

BARON ASSET FD GROWTH & INC	18.00
PIMCO TOTAL RETURN FUND #35	137.00
TD ASSET MGMT SHORT TERM BOND #4	12.00
VANGUARD GNMA FIXED INCOME	72.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS	239.00
---------------------------------------	--------

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS	-----	239.00
	=====	