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

2010

Department of the Treasury
Internal Revenue Service

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

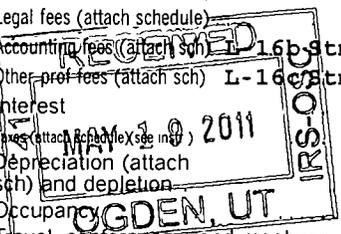
For calendar year 2010, or tax year beginning , 2010, and ending

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

Name of foundation DORR FOUNDATION		A Employer identification number 13-6017294
Number and street (or P O box number if mail is not delivered to street address) 84 HILLSIDE DRIVE		B Telephone number (see the instructions) (603) 433-6438
City or town PORTSMOUTH	State ZIP code NH 03801	C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1 Foreign organizations, check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 6,555,925.		2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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 the instructions))				
REVENUE				
1 Contributions, gifts, grants, etc. received (att sch)				
2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	92,471.	92,471.		
4 Dividends and interest from securities	103,711.	103,711.		
5a Gross rents				
b Net rental income or (loss)		L-6a Stmt		
6a Net gain/(loss) from sale of assets not on line 10	42,544.			
b Gross sales price for all assets on line 6a	2,151,611.			
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/(loss) (att sch)				
11 Other income (attach schedule) CLASS ACTION PROCEEDS	465.	465.		
12 Total. Add lines 1 through 11	239,191.	196,647.		
ADMINISTRATIVE EXPENSES				
13 Compensation of officers, directors, trustees, etc	9,826.	6,000.		3,826.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch)	5,393.			5,393.
c Other prof fees (attach sch)	45,159.	45,159.		
17 Interest				
18 Taxes (attach schedule)				
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) SEE STMT PART I - 5	12,564.	10,520.		2,044.
24 Total operating and administrative expenses. Add lines 13 through 23	72,942.	61,679.		11,263.
25 Contributions, gifts, grants paid	314,392.			314,392.
26 Total expenses and disbursements. Add lines 24 and 25	387,334.	61,679.		325,655.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-148,143.			
b Net investment income (if negative, enter -0-)		134,968.		
c Adjusted net income (if negative, enter -0-)				

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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			
A S S E T S	1	Cash – non-interest-bearing		36,680.	19,590.	19,590.	
	2	Savings and temporary cash investments		235,855.	452,168.	452,168.	
	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 the instructions)					
	7	Other notes and loans receivable (attach sch) ▶					
		Less: allowance for doubtful accounts ▶					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments – U S and state government obligations (attach schedule) L-10a Stmt		431,207.	633,818.	717,005.	
	b	Investments – corporate stock (attach schedule) L-10b Stmt		3,160,559.	3,238,252.	4,433,818.	
	c	Investments – corporate bonds (attach schedule) L-10c Stmt		1,502,150.	878,085.	927,094.	
	11	Investments – land, buildings, and equipment basis ▶					
	Less: accumulated depreciation (attach schedule) ▶						
12	Investments – mortgage loans						
13	Investments – other (attach schedule) L-13 Stmt		6,250.	6,250.	6,250.		
14	Land, buildings, and equipment basis ▶						
	Less: accumulated depreciation (attach schedule) ▶						
15	Other assets (describe ▶ L-15 Stmt)		2,479.	0.	0.		
16	Total assets (to be completed by all filers – see instructions Also, see page 1, item I)		5,375,180.	5,228,163.	6,555,925.		
L I A B I L I T I E S	17	Accounts payable and accrued expenses		3,200.	4,326.		
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, & other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶)					
	23	Total liabilities (add lines 17 through 22)		3,200.	4,326.		
N E T A S S E T S O R F U N D B A L A N C E S	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>						
	27	Capital stock, trust principal, or current funds		1,533,339.	1,533,339.		
	28	Paid-in or capital surplus, or land, building, and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds		3,838,641.	3,690,498.		
30	Total net assets or fund balances (see the instructions)		5,371,980.	5,223,837.			
31	Total liabilities and net assets/fund balances (see the instructions)		5,375,180.	5,228,163.			

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	5,371,980.
2	Enter amount from Part I, line 27a	2	-148,143.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	5,223,837.
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	5,223,837.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a			
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			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	$\left[\begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right]$	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	$\left[\begin{array}{l} \text{If gain, also enter in Part I, line 8, column (c) (see the instructions)} \\ \text{If (loss), enter -0- in Part I, line 8} \end{array} \right]$	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 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 (column (b) divided by column (c))
2009	301,519.	5,720,851.	0.052705
2008	302,312.	5,499,856.	0.054967
2007	395,062.	7,855,029.	0.050294
2006	356,857.	6,943,896.	0.051391
2005	339,676.	6,778,190.	0.050113

2 Total of line 1, column (d)	2	0.259470
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	0.051894
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	0.
5 Multiply line 4 by line 3	5	0.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,350.
7 Add lines 5 and 6	7	1,350.
8 Enter qualifying distributions from Part XII, line 4	8	325,655.

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)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary – see instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,350.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,350.
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	1,350.
6 Credits/Payments			
a 2010 estimated tax pmts and 2009 overpayment credited to 2010	6a	10,805.	
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	10,805.
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	9,455.
11 Enter the amount of line 10 to be Credited to 2011 estimated tax <input type="checkbox"/> 1,352. Refunded <input type="checkbox"/>		11	8,103.

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 the instructions for definition)? <i>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</i>		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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a 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? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) <input type="checkbox"/>		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities (Continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13		X
14	The books are in care of BARBARA MCMILLAN Telephone no (603) 433-6438 Located at PORTSMOUTH, NH ZIP + 4 03801			
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			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If 'Yes,' enter the name of the foreign country	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If 'Yes,' did it have excess business holdings in 2010 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 2010)	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 2010?	4b	X

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 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 instructions)? Yes No

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? Yes No

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? Yes No

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 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 STMT PART VIII - 1				
NH 03801	0.00	0.	0.	9,826.

2 Compensation of five highest-paid employees (other than those included on line 1 - see 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	0	0.00		
0				
0				
0				
0				
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 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 ▶ **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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1	
2	
3 All other program-related investments. See instructions.	

Total. Add lines 1 through 3 ▶

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	
b Average of monthly cash balances	1b	
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	
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	0.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	0.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	0.
6 Minimum investment return. Enter 5% of line 5	6	0.

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

1 Minimum investment return from Part X, line 6	1	0.
2a Tax on investment income for 2010 from Part VI, line 5	2a	1,350.
b Income tax for 2010 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	1,350.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	0.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	0.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	0.

Part XII Qualifying Distributions (see 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	325,655.
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	325,655.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	1,350.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	324,305.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				0.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			284,928.	
b Total for prior years 20__, 20__, 20__				
3 Excess distributions carryover, if any, to 2010				
a From 2005	342,494.			
b From 2006	361,836.			
c From 2007	406,981.			
d From 2008	314,194.			
e From 2009	302,634.			
f Total of lines 3a through e	1,728,139.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 325,655.				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2010 distributable amount				
e Remaining amount distributed out of corpus	325,655.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,053,794.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount – see instructions			284,928.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	342,494.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	1,711,300.			
10 Analysis of line 9				
a Excess from 2006	361,836.			
b Excess from 2007	406,981.			
c Excess from 2008	314,194.			
d Excess from 2009	302,634.			
e Excess from 2010	325,655.			

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a 'Assets' alternative test – enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test – enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year – see 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 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

BARBARA MCMILLAN
PORTSMOUTH
NH 03801 (603) 433-6438

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

NO FORM REQUIRED

c Any submission deadlines

NONE

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

NONE

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
<p><i>a Paid during the year</i> SEE SCHEDULE 4 ATTACHED</p>			<p>SEE ATTACHED</p>	
<p>Total</p>				<p>▶ 3a</p>
<p><i>b Approved for future payment</i></p>				
<p>Total</p>				<p>▶ 3b</p>

Name **DORR FOUNDATION** Employer Identification Number **13-6017294**

Asset Information:

Description of Property	<u>ATTACHED</u>
Date Acquired _____	How Acquired _____
Date Sold _____	Name of Buyer _____
Sales Price _____	Cost or other basis (do not reduce by depreciation) _____
Sales Expense _____	Valuation Method _____
Total Gain (Loss) _____	Accumulation Depreciation _____
Description of Property _____	
Date Acquired _____	How Acquired _____
Date Sold _____	Name of Buyer _____
Sales Price <u>2,151,611.</u>	Cost or other basis (do not reduce by depreciation) <u>2,109,067.</u>
Sales Expense _____	Valuation Method _____
Total Gain (Loss) <u>42,544.</u>	Accumulation Depreciation _____
Description of Property _____	
Date Acquired _____	How Acquired _____
Date Sold _____	Name of Buyer _____
Sales Price _____	Cost or other basis (do not reduce by depreciation) _____
Sales Expense _____	Valuation Method _____
Total Gain (Loss) _____	Accumulation Depreciation _____
Description of Property _____	
Date Acquired _____	How Acquired _____
Date Sold _____	Name of Buyer _____
Sales Price _____	Cost or other basis (do not reduce by depreciation) _____
Sales Expense _____	Valuation Method _____
Total Gain (Loss) _____	Accumulation Depreciation _____
Description of Property _____	
Date Acquired _____	How Acquired _____
Date Sold _____	Name of Buyer _____
Sales Price _____	Cost or other basis (do not reduce by depreciation) _____
Sales Expense _____	Valuation Method _____
Total Gain (Loss) _____	Accumulation Depreciation _____
Description of Property _____	
Date Acquired _____	How Acquired _____
Date Sold _____	Name of Buyer _____
Sales Price _____	Cost or other basis (do not reduce by depreciation) _____
Sales Expense _____	Valuation Method _____
Total Gain (Loss) _____	Accumulation Depreciation _____
Description of Property _____	
Date Acquired _____	How Acquired _____
Date Sold _____	Name of Buyer _____
Sales Price _____	Cost or other basis (do not reduce by depreciation) _____
Sales Expense _____	Valuation Method _____
Total Gain (Loss) _____	Accumulation Depreciation _____

Miscellaneous Statement

OTHER EXPENSES, STMT I-5		
CUSTODIAN FEES	10,520.	
MEETING EXPENSES	1,455.	
SECRETARIAL/OFFICE EXP	589.	
Total	<u>12,564.</u>	

Miscellaneous Statement

STATEMENT VIII - 1 LIST OF OFFICERS

<u>PETER MCMILLAN - TRUSTEE - WAPPINGERS FALLS, NY</u>	<u>478.</u>
<u>ROGER HARDON - TRUSTEE - NEW YORK, NY</u>	<u>478.</u>
<u>ALLEN HARDON - TRUSTEE - GILBERT, AZ</u>	<u>478.</u>
<u>VIRGINIA MAXWELL - TRUSTEE - BRONXVILLE, NY</u>	<u>478.</u>
<u>SHIRLEY PUNZELT - TRUSTEE - MADISON, CT</u>	<u>478.</u>
<u>KENNETH PUNZELT - TRUSTEE - MADISON, CT</u>	<u>479.</u>
<u>VIRGINIA SESLER - TRUSTEE - MT VERNON, NY</u>	<u>479.</u>
<u>BARBARA MCMILLAN - TRUSTEE/CHAIR - PORTSMOUTH, NH</u>	<u>6,478.</u>

Total

9,826.

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
KATHLEEN ASH LANGE,	PREPARATION OF FINANCIAL STATEMENTS	5,393.			5,393.
Total		<u>5,393.</u>			<u>5,393.</u>

Form 990-PF, Page 1, Part I

Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SOUTH ST ADVISORS	INVESTMENT MANAGER	45,159.	45,159.		
Total		<u>45,159.</u>	<u>45,159.</u>		

Form 990-PF, Page 2, Part II, Line 10a

L-10a Stmt

Line 10a - Investments - US and State Government Obligations:	End of Year		End of Year	
	State and Local Obligations Book Value	State and Local Obligations FMV	US Government Obligations Book Value	US Government Obligations FMV
SEE STMT PART II - 1			633,818.	717,005.
Total			<u>633,818.</u>	<u>717,005.</u>

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
SEE STMT PART II - 2	3,238,252.	4,433,818.
Total	<u>3,238,252.</u>	<u>4,433,818.</u>

Form 990-PF, Page 2, Part II, Line 10c

L-10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
SEE STMT PART II - 3	878,085.	927,094.
Total	<u>878,085.</u>	<u>927,094.</u>

Form 990-PF, Page 2, Part II, Line 13

L-13 Stmt

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
<u>SEE STMT PART II - 4</u>	<u>6,250.</u>	<u>6,250.</u>
Total	<u><u>6,250.</u></u>	<u><u>6,250.</u></u>

Form 990-PF, Page 2, Part II, Line 15

Other Assets Stmt

Line 15 - Other Assets:	Beginning Year Book Value	End of Year	
		Book Value	Fair Market Value
<u>SEE STMT PART II - 5-ACCRUED INT</u>	<u>2,479.</u>	<u>0.</u>	<u>0.</u>
Total	<u><u>2,479.</u></u>	<u><u>0.</u></u>	<u><u>0.</u></u>

**THE DORR FOUNDATION
STOCKS AND BONDS OWNED AT DECEMBER 31, 2010
AND DIVIDENDS RECEIVED AND INTEREST COLLECTED
FOR THE YEAR ENDED DECEMBER 31, 2010**

**“CASH BASIS”
(UNAUDITED)**

SCHEDULE 1

No. of Shares/ Par Value	Stocks	Cost	Market Value	Dividends Received	Interest Collected
1900	Chevron Corp	129,401	173,375		
3000	CSX Corp	153,067	193,830		
3720	CVS Caremark Corp	110,906	129,344		
1094	Devon Energy Corp	54,787	85,890		
4840	Directv Group.	110,354	193,261	—	
8000	EMC Corp.	100,348	183,200	—	
1360	F5 Networks, Inc.	100,629	177,018	—	
1450	Hewlett Packard Co	51,159	61,045		
2700	Mosaic Co.	138,530	206,172	0	
3800	Oracle Corp.	78,084	118,940	0	
2040	Polo Ralph Lauren	114,913	226,277		
2700	Prudential Financial	138,660	158,517		
800	Salesforce Com	68,566	105,600	—	
2800	Shire PLC	118,555	202,664		
3250	Stryker Corp	153,800	174,525		
2400	Coventry Health Care	133,386	63,360	—	
1400	TJX Cos, Inc	55,087	62,146		
2020	Energizer Hldgs	112,073	147,258	—	
3760	Amphenol Corp	120,395	198,453		
6300	Nalco Hldg Co	107,189	201,222		
2900	Borg Warner, Inc	173,956	209,844	0	
5830	Raymond James Financial Inc	135,123	190,641		
8200	Warner Chilcott Ltd	139,091	184,992	—	
2100	BHP Billiton LTD	113,610	195,132		
1070	Cephalon Inc.	66,635	66,040	—	
2750	Hansen Nat Corp.	117,596	143,770	—	
850	Whiting Pete Corp.	76,414	99,612	—	
2500	Wisconsin Energy Corp.	124,879	147,150		
6000	Copytele.	34,559	1,260	—	
1700	Canadian Imperial Bk	<u>106,500</u>	<u>133,280</u>		—
Total Stocks (Carried forward)		<u>3,238,252</u>	<u>4,433,818</u>		—

See accountant's report.

**THE DORR FOUNDATION
STOCKS AND BONDS OWNED AT DECEMBER 31, 2010
AND DIVIDENDS RECEIVED AND INTEREST COLLECTED
FOR THE YEAR ENDED DECEMBER 31, 2010
"CASH BASIS"
(UNAUDITED)**

SCHEDULE 1

No. of Shares/ <u>Par Value</u>	<u>Bonds</u>	<u>Cost</u>	<u>Market Value</u>	<u>Dividends Received</u>	<u>Interest Collected</u>
290,000	Consolidated Nat Gas Co. 5.000%, due 12/01/14	307,980	315,334	-	
150,000	Goldman Sachs. 5.950%, due 1/18/18	157,425	162,732	-	
200,000	Kimberly Clark Corp. 5.000%, due 8/15/13	207,680	218,664	-	
200,000	Walt Disney Co.. 5.625%, due 9/15/16	<u>205,000</u>	<u>230,364</u>	<u>-</u>	<u>-</u>
	Total Bonds	<u>878,085</u>	<u>927,094</u>	<u>-</u>	<u>-</u>
	Total Stocks and Bonds	<u>\$4,116,337</u>	<u>\$5,360,912</u>	<u>\$-</u>	<u>\$-</u>

See accountant's report.

THE DORR FOUNDATION
U.S. TREASURY OBLIGATIONS & GOVERNMENT BONDS
OWNED AT DECEMBER 31, 2010
AND INTEREST COLLECTED FOR THE YEAR ENDED DECEMBER 31, 2010
“CASH BASIS”
(UNAUDITED)

SCHEDULE 2

<u>Par Value</u>		<u>Cost</u>	<u>Market Value</u>	<u>Interest Collected</u>
90,000	US Treas Bonds 7.25%, due 5/15/16	92,112	113,463	
100,000	US Treas Bonds 8.75%, due 8/15/20	98,747	146,078	
300,000	US Treas Bonds 1.375%, due 3/15/13	297,938	304,383	
122,741	GNMA Pool	125,387	133,346	
19,554	Federal Home Loan Mtg	<u>19,634</u>	<u>19,735</u>	<u>0</u>
	Total	<u>\$633,818</u>	<u>\$717,005</u>	<u>\$</u>

See accountant's report.

**THE DORR FOUNDATION
GAIN/(LOSS) ON SALES OF SECURITIES
AND INCOME RECEIVED FOR THE YEAR ENDED DECEMBER 31, 2010
"CASH BASIS"
(UNAUDITED)**

SCHEDULE 3

No. of Shares/ Par Value		Year Acquired	Date Sold	Proceeds	Cost Basis	Gain (Loss)	Dividends Received	Interest Received
1600	Burlington Northern	2009, 2008	1/19/10	158,152	129,901	28,251	640	
4800	AT & T	2009	2/24/10	120,298	162,815	(42,517)	2,016	
1340	Dun & Bradstreet	2005	3/17/10	93,269	86,966	6,303	469	
2700	Oracle Corp	2009	5/10/10	66,892	50,698	16,194	270	
1450	Hewlett Packard	2009	5/13/10	71,469	54,584	16,885	232	
1100	Devon Energy	2009	6/25/10	75,011	25,991	49,020	352	
1070	Cephalon Inc	2009, 2008	7/8/10	59,852	79,636	(19,784)	-	
1400	TJX Cos	2010	7/8/10	59,532	55,087	4,445	210	
1670	Research in Motion	2009	9/14/10	76,041	65,684	10,357	-	
5750	Cisco Sys	2009	11/24/10	112,056	123,596	(11,540)	-	
2690	Molson Coors Brewing	2008	2/24/10	109,588	144,630	(35,042)	-	
Total Stocks				<u>1,002,160</u>	<u>979,588</u>	<u>22,572</u>	<u>4,189</u>	<u>-</u>

Dorr Foundation Grants Awarded 2010

FSH Society Inc., Watertown, MA - **\$10,000**

Ghost Ranch, Santa Fe, NM – *Ruth Hall Museum of Paleontology* – **\$10,000.**

New Hampshire Aviation Historical Society, Concord, NH – *Education Outreach in the Physical Sciences as Applied to the Aeronautical Sciences* – **\$5,000**

Finger Lakes Institute, Hobart and William Smith Colleges, Geneva, NY – *Science on Seneca: Linking high School Students through Science to Future Careers* - **\$21,390**

MassMu Massillon Museum, Massillon, OH – *Between Two Worlds: The Photography of Nell Dorr* – **\$10,000.**

Middlesex Community College Foundation, Inc., Middletown, CT – *Science and Health Curriculum Development and Expansion Project* – **\$20,886.**

Tin Mountain Conservation Center, Albany, NH – *After School Environmental Programs* – **\$15,000.**

Great Bay Community College, Portsmouth, NH – *Sustaining Natural Resource Stewardship: Integrating skills development for New Hampshire students, landscape workforce, and community volunteers* – **\$14,327.04**

Quest Club, Brewster High School Science, Brewster, NY – *Quest Club Molecular Biology Three Day Workshop* - **\$6,250. .**

New Hampshire Association of Conservation Districts, Concord, NH - *NH Envirothon 2011 Competition* - **\$10,000**

Wilderness Research Foundation, New York, NY - *Curriculum Development Program* - **\$6,875**

Biglow Lab For Ocean Sciences, Kellor BLOOM Program - **\$6,700**

NH Lakes, Concord, NH - *Youth Protecting New Hampshire Lakes through Correlated Curriculum* - **\$15,000**

University of Pittsburg, Pittsburg, PA - *Shakespeare in the Schools Program* - **\$15,000**

The Freshwater Trust, Portland, OR - *Stream Webs Program* - **\$10,000**

Maine Audubon, Falmouth, ME - *Out in the Field Program* - **\$30,000**

National Aquarium, *Terrapins in the Classroom* - **\$21,214**

The University of Maine Darling Marine Center, Walpole, ME - *Scientific Diving Program* - **\$10,000**

Goodwin College Foundation, East Hartford, CT - *Environmental Careers Pathways for the Connecticut River Academy Magnet Schools Students* - **\$20,000**

Montshire Museum of Science, Norwich, VT. - *School Partnership Initiative* - \$30,000

New England Wildlife Center, South Weymouth, MA - *Science and Biology Education Programs and Student Internship Program* - \$25,000

The Foundation Center, Renew Contribution - \$1,750

Total Awarded: 2010 = \$314,392