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For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

Name of foundation THE BILL AND JOAN ALFOND FOUNDATION C/O DEXTER ENTERPRISES INC		A Employer identification number 01-0421806	
Number and street (or P O box number if mail is not delivered to street address) TWO MONUMENT SQUARE		B Telephone number (see instructions) (207) 828-7999	
City or town, state or province, country, and ZIP or foreign postal code PORTLAND, ME 04101		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		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 ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 57,349,529		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 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)	0			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	127,164	126,776		
	4 Dividends and interest from securities.	231,930	231,930		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 ☐	5,314,935			
	b Gross sales price for all assets on line 6a 5,389,326				
	7 Capital gain net income (from Part IV, line 2) . . .		4,360,508		
	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)	☐ 7,668	2,668		
	12 Total. Add lines 1 through 11	5,681,697	4,721,882		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	☐ 5,125	1,281		3,844
	c Other professional fees (attach schedule)	☐ 94,749	19,888		74,861
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	☐ 108,862	11,862		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	☐ 214,392	209,504		1,737
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	423,128	242,535		80,442
	25 Contributions, gifts, grants paid	1,918,505			1,918,505
	26 Total expenses and disbursements. Add lines 24 and 25	2,341,633	242,535		1,998,947
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	3,340,064			
	b Net investment income (if negative, enter -0-)		4,479,347		
	c Adjusted net income (if negative, enter -0-)				

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	7,938		
	2	Savings and temporary cash investments	1,507,643	74,684	74,684
	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 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 government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	217,880 ☒	199,684	33,426,193
	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)	16,815,567 ☒	21,614,724	23,848,652
	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)	18,549,028	21,889,092	57,349,529	
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, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	18,549,028	21,889,092	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
30	Total net assets or fund balances (see instructions)	18,549,028	21,889,092		
31	Total liabilities and net assets/fund balances (see instructions) . . .	18,549,028	21,889,092		

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	18,549,028
2	Enter amount from Part I, line 27a	2	3,340,064
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	21,889,092
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	21,889,092

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 Additional Data Table			
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 See Additional Data Table			
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 See Additional Data Table			
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	4,360,508
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 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 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))
2013	1,189,958	42,991,501	0 027679
2012	1,171,385	24,945,152	0 046958
2011	502,069	23,884,140	0 021021
2010	1,141,918	17,518,071	0 065185
2009	1,129,311	15,769,237	0 071615

2	Total of line 1, column (d).	2	0 232458
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 046492
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	53,636,159
5	Multiply line 4 by line 3.	5	2,493,652
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	44,793
7	Add lines 5 and 6.	7	2,538,445
8	Enter qualifying distributions from Part XII, line 4.	8	1,998,947

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 VIExcise 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			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	89,587
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	89,587
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	89,587
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014	6a	84,162	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	20,000	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments. Add lines 6a through 6d.		7	104,162
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	14,575
11		Enter the amount of line 10 to be Credited to 2015 estimated tax 14,575 Refunded		11	0

Part VII-AStatements Regarding Activities

1a		During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		1a	Yes	No
b		Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?		1b		No
		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		No
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?		2		No
		If "Yes," attach a detailed description of the activities.				
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		No
4a		Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a		No
b		If "Yes," has it filed a tax return on Form 990-T for this year?		4b		
5		Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5		No
		If "Yes," attach the statement required by General Instruction T.				
6		Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either				
		• By language in the governing instrument, or				
		• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		6	Yes	
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.		7	Yes	
8a		Enter the states to which the foundation reports or with which it is registered (see 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	Yes	
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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		9		No
10		Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		10		No

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		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of DEXTER ENTERPRISES INC Telephone no (207) 828-7999 Located at TWO MONUMENT SQUARE PORTLAND ME ZIP+4 04101			
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 2014, 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?	16	Yes	No
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country				

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 instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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 2014?	1c		No
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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? If "Yes," list the years 20 , 20 , 20 , 20 Yes No			
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 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? Yes No			
b	If "Yes," did it have excess business holdings in 2014 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 2014.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2014?	4b		No

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 4945(d)(4)(A)? (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)?	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		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?	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 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 Additional Data Table				
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				
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 instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
DEXTER ENTERPRISES INC	INVESTMENT & GRANT ADMINISTRATION	68,557
TWO MONUMENT SQUARE PORTLAND,ME 04101		
Total number of others receiving over \$50,000 for professional services.		0

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 NONE	0
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Part III		Amount
1 NONE		0
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3		0

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	53,292,257
b	Average of monthly cash balances.	1b	1,160,696
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	54,452,953
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	54,452,953
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	816,794
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	53,636,159
6	Minimum investment return. Enter 5% of line 5.	6	2,681,808

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	2,681,808
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	89,587
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	89,587
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	2,592,221
4	Recoveries of amounts treated as qualifying distributions.	4	5,000
5	Add lines 3 and 4.	5	2,597,221
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	2,597,221

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	1,998,947
b	Program-related investments—total from Part IX-B.	1b	0
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	1,998,947
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,998,947

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				2,597,221
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			1,911,109	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009.				
b From 2010.				
c From 2011.				
d From 2012.				
e From 2013.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 1,998,947				
a Applied to 2013, but not more than line 2a			1,911,109	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.				87,838
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
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.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				2,509,383
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2010. . . .				
b Excess from 2011. . . .				
c Excess from 2012. . . .				
d Excess from 2013. . . .				
e Excess from 2014. . . .				

Part XIVPrivate 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 2014, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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 XVSupplementary 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))

WILLIAM ALFOND

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

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 or e-mail address of the person to whom applications should be addressed

THE BILL JOAN ALFOND FOUNDATION CO
TWO MONUMENT SQUARE
PORTLAND,ME 04101
(207) 828-7999

b

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

APPLICANTS SHOULD SUBMIT THEIR REQUESTS AS FOLLOWS (1) A BRIEF (1-3 PAGE) LETTER DESCRIBING THE PROJECT, DRIVE OR CAMPAIGN. THIS SHOULD INCLUDE A STATEMENT OF NEED, NUMBER OF PEOPLE BENEFITED, GEOGRAPHIC AREA SERVED, TOTAL FUND RAISING GOAL, STRATEGY AND AMOUNT REQUESTED FROM THE FOUNDATION, (2) CAPITAL CAMPAIGNS AND SPECIAL PROJECTS SHOULD ALSO INCLUDE A BUDGET, (3) ORGANIZATIONS SHOULD ENCLOSE A COPY OF THEIR 501(C)(3) DETERMINATION LETTER, (4) OTHER SUPPORTING MATERIAL

c

Any submission deadlines

NO SUBMISSION DEADLINES

d

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

THE FOUNDATION CONTRIBUTES TO ORGANIZATIONS IN THE FIELD OF HIGHER EDUCATION. THE FOUNDATION ALSO CONTRIBUTES TO WORTHY CHARITIES WITHIN ITS PRINCIPAL AREA OF GEOGRAPHIC INTEREST. WHEN CONSIDERING MAJOR GRANTS, THE FOUNDATION NORMALLY REQUIRES THAT THE GRANTEE RAISE MATCHING FUNDS FROM OTHER ORGANIZATIONS AND INDIVIDUALS.

Part XV

Supplementary Information (continued)

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

Recipient	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	1,918,505
b Approved for future payment See Additional Data Table				
Total			3b	1,718,399

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

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)		No
(2) Other assets.		1a(2)		No
b Other transactions				
(1) Sales of assets to a noncharitable exempt organization.		1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.		1b(2)		No
(3) Rental of facilities, equipment, or other assets.		1b(3)		No
(4) Reimbursement arrangements.		1b(4)		No
(5) Loans or loan guarantees.		1b(5)		No
(6) Performance of services or membership or fundraising solicitations.		1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.		1c		No
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) is based on all information of which preparer has any knowledge.

Sign Here	*****	2015-11-06	*****	May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No
	Signature of officer or trustee	Date	Title	

Paid Preparer Use Only	Print/Type preparer's name DANIEL P DOIRON	Preparer's Signature	Date 2015-11-06	Check if self-employed ☒	PTIN P01206204
	Firm's name ☒ ALBIN RANDALL & BENNETT			Firm's EIN ☒	01-0448006
	Firm's address ☒ PO BOX 445 130 MIDDLE STREET PORTLAND, ME 041120445			Phone no	(207) 772-1981

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
PUBLICLY TRADED SECURITIES		1993-11-07	
LEGACY VENTURE V (QP), LLC	P		
LEGACY VENTURE V (QP), LLC	P		
LEGACY VENTURE VI (QP), LLC	P		
LEGACY VENTURE VI (QP), LLC	P		
FAIRHOLME PARTNERSHIP, LP	P		
FAIRHOLME PARTNERSHIP, LP	P		
DEXTER GLOBAL EQUITY TE LLC	P		
DEXTER US EQUITY TE LLC	P		
DEXTER US EQUITY TE LLC	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,692,467		10,480	3,681,987
6,148			6,148
181,011			181,011
13,977			13,977
22,549			22,549
32,731			32,731
124,792			124,792
5,502			5,502
52,126			52,126
204,251			204,251

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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 of col (i) over col (j), if any	
			3,681,987
			6,148
			181,011
			13,977
			22,549
			32,731
			124,792
			5,502
			52,126
			204,251

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
DEXTER INTERNATIONAL EQUITY TE, LLC	P		
DEXTER INTERNATIONAL EQUITY TE, LLC	P		
DEXTER PRIVATE EQUITY TE LLC	P		
DEXTER PRIVATE EQUITY TE LLC	P		
DEXTER REAL ASSETS TE LLC	P		
DEXTER REAL ASSETS TE LLC	P		
DEXTER HEDGE FUNDS TE, LLC	P		
DEXTER HEDGE FUNDS TE, LLC	P		
DEXTER FIXED INCOME TE, LLC	P		
DEXTER FIXED INCOME TE, LLC	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
25,224			25,224
17,125			17,125
4,091			4,091
14,829			14,829
		13	-13
29,217			29,217
		156	-156
1,099			1,099
		56,026	-56,026
44			44

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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 of col (i) over col (j), if any	
			25,224
			17,125
			4,091
			14,829
			-13
			29,217
			-156
			1,099
			-56,026
			44

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
JOAN ALFOND	VICE PRES, TREAS, DIRECTOR 7 50	0	0	0
14 OTIS PLACE BOSTON,MA 02108				
GREGORY POWELL SEE FOOTNOTE	SECRETARY 1 50	0	0	0
TWO MONUMENT SQUARE PORTLAND,ME 04101				
WILLIAM ALFOND	PRESIDENT, DIRECTOR 12 50	0	0	0
14 OTIS PLACE BOSTON,MA 02108				
KENDEN ALFOND	DIRECTOR 1 00	0	0	0
TWO MONUMENT SQUARE PORTLAND,ME 04101				
JUSTIN ALFOND	DIRECTOR 1 00	0	0	0
TWO MONUMENT SQUARE PORTLAND,ME 04101				
REIS ALFOND	DIRECTOR 1 00	0	0	0
1120 PARK AVENUE APT 14B NEW YORK,NY 10128				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
ABBOTT MEMORIAL LIBRARY ONE CHURCH STREET DEXTER, ME 04930		GO V	CHILDREN'S BOOKS	800
ALFOND YOUTH CENTER 126 NORTH STREET WATERVILLE, ME 04901		PC	UNRESTRICTED	500
AZALEA CHARITIES INC PO BOX 579 DUMFRIES, VA 22026		PC	MARINE CORPS MARATHON	100
BELGRADE LAKES ASSOCIATION PO BOX 551 BELGRADE LAKES, ME 04918		PC	ANNUAL FUND	1,000
BELGRADE REGIONAL CONSERVATION ALLIANCE INC PO BOX 250 BELGRADE LAKES, ME 04918		PC	EDUCATION & OUTREACH COORDINATOR	15,000
BELMONT GOLF SCHOLARSHIP FUND 219 BEAR HILL ROAD WALTHAM, MA 02451		PC	SCHOLARSHIP FUND	348
BETH ISRAEL CONGREGATION 291 MAIN STREET WATERVILLE, ME 04903		PC	WATER DAMAGE REPAIRS	2,500
BETH ISRAEL CONGREGATION 291 MAIN STREET WATERVILLE, ME 04903		PC	ANNUAL APPEAL	1,000
BETH ISRAEL CONGREGATION 291 MAIN STREET WATERVILLE, ME 04903		PC	IN MEMORY OF GORDON WOLMAN	200
CONGREGATION BETH ISRAEL 144 YORK STREET BANGOR, ME 04401		PC	UNRESTRICTED	1,000
BOSTON 2024 PARTNERSHIP ONE MARINA PARK 10TH FLOOR BOSTON, MA 02210		PC	BOSTON 2024 OLYMPICS BID	25,000
BRIGHAM & WOMEN'S HOSPITAL 116 HUNTINGDON AVENUE BOSTON, MA 02116		PC	STEPPING STRONG FUND	50,000
BRIGHAM & WOMEN'S HOSPITAL 116 HUNTINGDON AVENUE BOSTON, MA 02116		PC	SURGERY, EDUCATION, PROGRAM SUPPORT FUND	500
CAPITOL AREA RECREATION ASSOCIATION 62 ASHMAN DRIVE AUGUSTA, ME 04330		PC	FUNDRAISING SUPPORT	350
CARRABASSETT VALLEY ACADEMY RR1 BOX 2240 KINGFIELD, ME 04947		PC	FUNDRAISING SUPPORT	2,000
Total  3a				1,918,505

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
CARRABASSETT VALLEY ACADEMY RR1 BOX 2240 KINGFIELD,ME 04947		PC	UNRESTRICTED	500
CHARLES RIVER CONSERVANCY INC FOUR BRATTLE STREET CAMBRIDGE,MA 02128		PC	BIKE ART PROJECT	15,000
CHARLES RIVER CONSERVANCY INC FOUR BRATTLE STREET CAMBRIDGE,MA 02128		PC	PEDAL POWER	12,000
CHEWONKI FOUNDATION 485 CHEWONKI NECK ROAD WISCASSET,ME 04578		PC	DEXTER/MILO/EASTPORT SCHOLARSHIPS	19,401
DEPT OF CONSERVATION & RECREATION 251 CAUSEWAY STREET BOSTON,MA 02114		GOV	SPRAY DECK AT THE ESPLANADE	350,000
COASTAL ENTERPRISES INC PO BOX 268 WISCASSET,ME 04578		PC	TRAINING & ASSISTANCE PROGRAMMING	15,000
COLBY COLLEGE 4605 MAYFLOWER HILL WATERVILLE,ME 04901		PC	FRIENDS OF ART	500
COLBY COLLEGE 4605 MAYFLOWER HILL WATERVILLE,ME 04901		PC	ATHLETICS	886
COLBY COLLEGE 4605 MAYFLOWER HILL WATERVILLE,ME 04901		PC	MARCH MANIA	25,000
COLBY COLLEGE 4605 MAYFLOWER HILL WATERVILLE,ME 04901		PC	COLBY C CLUB	30
COLBY COLLEGE 4605 MAYFLOWER HILL WATERVILLE,ME 04901		PC	BRO ADAMS SCHOLARSHIP	40,000
COMBINED JEWISH PHILANTHROPIES OF GREATER BOSTON 126 HIGH STREET BOSTON,MA 021102700		PC	ANNUAL FUND	2,500
TRUSTEES OF DARTMOUTH COLLEGE 6066 DEVELOPMENT OFFICE HANOVER,NH 03755		PC	ANNUAL FUND	1,000
DEXTER HISTORICAL SOCIETY 12 CHURCH STREET DEXTER,ME 04930		PC	UNRESTRICTED	1,000
DEXTER HISTORICAL SOCIETY 12 CHURCH STREET DEXTER,ME 04930		PC	ANNUAL FUND	1,000
Total  3a				1,918,505

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
EAGLEBROOK SCHOOL PINE NOOK ROAD DEERFIELD,MA 01342		PC	ANNUAL FUND	1,000
FRIENDS OF BELGRADE PUBLIC LIBRARY 1 CENTER DRIVE BELGRADE,ME 04917		PC	CHILDREN'S BOOKS	1,000
FRIENDS OF BELGRADE PUBLIC LIBRARY 1 CENTER DRIVE BELGRADE,ME 04917		PC	FUNDRAISING	290
FRIENDS OF THE EASTERN PROMENADE PO BOX 16025 PORTLAND,ME 04101		PC	UNRESTRICTED	5,000
FRIENDS OF THE FOUNDATION DE FRANCE INC 6 WEST 48TH ST 10TH FLOOR NEWYORK,NY 10036		PC	ASSOCIATION DE L'ECOLE FRANCAISE DE BATTAMBANG	35,000
GOOD SHEPARD FOOD BANK 3121 HOTEL ROAD AUBURN,ME 04211		PC	REDUCING HUNGER DEXTER TO MILLINOCKET	48,000
HARDY GIRLS HEALTHY WOMEN PO BOX 821 WATERVILLE,ME 04903		PC	COLLABORATION WITH EDUCARE	5,000
HOLOCAUST HUMAN RIGHTS CENTER OF MAINE PO BOX 4645 AUGUSTA,ME 043301644		PC	BUS MONEY FOR SCHOOL GROUPS	400
HOLOCAUST HUMAN RIGHTS CENTER OF MAINE PO BOX 4645 AUGUSTA,ME 043301644		PC	UNRESTRICTED	1,000
HOSPICE VOLUNTEERS OF WATERVILLE AREA 304 MAIN STREET WATERVILLE,ME 04901		PC	UNRESTRICTED	1,000
KENNEBEC VALLEY COMMUNITY COLLEGE 92 WESTERN AVE FAIRFIELD,ME 04937		GOV	UNRESTRICTED	1,000
KENNEBEC VALLEY COMMUNITY COLLEGE 92 WESTERN AVE FAIRFIELD,ME 04937		GOV	ANNUAL FUND	1,000
LIFEFLIGHT FOUNDATION PO BOX 899 CAMDEN,ME 04843		PC	FUNDRAISING SUPPORT	200
MAINE CANCER FOUNDATION 170 US ROUTE ONE SUITE 250 FALMOUTH,ME 04105		PC	TRI FOR A CURE	100
MAINE CHILDRENS' HOME FOR LITTLE WANDERERS 93 SILVER STREET WATERVILLE,ME 04901		PC	TEEN PROGRAM	15,000
Total  3a				1,918,505

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
MAINE COMMUNITY FOUNDATION INC 245 MAIN STREET ELLSWORTH,ME 04605		PC	WJA CHARITABLE FUND	370,000
MAINEGENERAL MEDICAL CENTER 157 CAPITOL STREET AUGUSTA,ME 04330		PC	CANCER CENTER	500
MAINEGENERAL MEDICAL CENTER 157 CAPITOL STREET AUGUSTA,ME 04330		PC	HEALTHY LIVING RESOURCE CENTER	70,000
MAINE GRAIN ALLIANCE PO BOX 2060 SKOWHEGAN,ME 04976		PC	UNRESTRICTED	500
MAINE GRAIN ALLIANCE PO BOX 2060 SKOWHEGAN,ME 04976		PC	2015 KNEADING CONFERENCE / BREAD FAIR	12,500
MAINE ORGANIC FARMERS & GARDENERS ASSOCIATION PO BOX 170 UNITY,ME 04899		PC	HERITAGE ORCHARD	10,000
MAINE ORGANIC FARMERS & GARDENERS ASSOCIATION PO BOX 170 UNITY,ME 04899		PC	JOURNEYMAN / PARTRIDGE CHALLENGE	50,000
MAINE SPORTS HALL OF FAME PO BOX 8554 PORTLAND,ME 04104		PC	SCHOLARSHIPS	5,000
MAINE WINTER SPORTS CENTER 552 MAIN STREET CARIBOU,ME 04736		PC	UNRESTRICTED	1,000
MAX WARBURG COURAGE CURRICULUM INC 325 HUNTINGTON AVENUE BOX 52 BOSTON,MA 02115		PC	ANNUAL FUND	5,000
MAX WARBURG COURAGE CURRICULUM INC 325 HUNTINGTON AVENUE BOX 52 BOSTON,MA 02115		PC	CLASSROOM SPONSOR	500
MESSALONSKEE HIGH SCHOOL 131 MESSALONSKEE HIGH DRIVE OAKLAND,ME 04963		GOV	CASSIDY CHARETTE SCHOLARSHIP FUND	500
NOBLE AND GREENOUGH SCHOOL 10 CAMPUS DRIVE DEDHAM,MA 020264099		PC	ANNUAL FUND	15,000
PAN MASSACHUSETTS CHALLENGE TRUST 77 FOURTH AVE NEEDHAM,MA 02494		PC	THE JIMMY FUND	1,500
PORTLAND TRAILS 305 COMMERCIAL STREET PORTLAND,ME 04101		PC	ANNUAL FUND	5,000
Total			3a	1,918,505

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
PREBLE STREET 38 PREBLE STREET PORTLAND, ME 04101		PC	MAINE HUNGER INITIATIVE	15,000
RED SOX FOUNDATION 4 YAWKEY WAY BOSTON, MA 02215		PC	UNRESTRICTED	50,000
RED SOX FOUNDATION 4 YAWKEY WAY BOSTON, MA 02215		PC	HOME BASE PROGRAM	25,000
RED SOX FOUNDATION 4 YAWKEY WAY BOSTON, MA 02215		PC	LITTLE LEAGUE PROGRAM	1,000
SOMERSET ECONOMIC DEVELOPMENT CORP 41 COURT STREET SKOWHEGAN, ME 04976		PC	SOMERSET GRIST MILL	12,500
STTHOMAS MORE PLAY GROUP 65 EAST 89TH STREET NEW YORK, NY 10128		PC	ANNUAL FUND	12,000
THE ESPLANADE ASSOCIATION 376 BOYLSTON STREET SUITE 503 BOSTON, MA 02116		PC	MOONDANCE	4,850
THE GOVERNOR'S ACADEMY (FORMERLY GOVERNOR DUMMER ACADEMY) 1 ELM STREET BYFIELD, MA 01922		PC	DINING HALL PROJECT	400,000
THE GOVERNOR'S ACADEMY (FORMERLY GOVERNOR DUMMER ACADEMY) 1 ELM STREET BYFIELD, MA 01922		PC	ANNUAL FUND	1,000
THE GOVERNOR'S ACADEMY (FORMERLY GOVERNOR DUMMER ACADEMY) 1 ELM STREET BYFIELD, MA 01922		PC	J GORDON SCHOLARSHIP FUND	10,000
THE GOVERNOR'S ACADEMY (FORMERLY GOVERNOR DUMMER ACADEMY) 1 ELM STREET BYFIELD, MA 01922		PC	SENIOR TRIP	3,840
THE TELLING ROOM 225 COMMERCIAL STREET SUITE 201 PORTLAND, ME 04101		PC	ANNUAL FUND	5,000
THOMAS COLLEGE 180 WEST RIVER ROAD WATERVILLE, ME 04901		PC	OWNING IT & DIGITAL LEARNING	50,000
THOMAS E SMITH FOUNDATION PO BOX 1624 ANDOVER, MA 01810		PC	GENERAL OPERATIONS	5,000
TRUSTEES OF DARTMOUTH COLLEGE 6066 DEVELOPMENT OFFICE HANOVER, NH 03755		PC	MEN'S SOCCER	2,000
Total  3a				1,918,505

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
TWOTEN INTERNATIONAL FOOTWEAR FOUNDATION 1466 MAIN STREET WALTHAM,MA 02154		PC	SCHOLARSHIPS	210
UNITED STATES BIATHLON ASSOCIATION 49 PINELAND DRIVE SUITE 301A NEW GLOUCESTER,ME 04260		PC	GOLD MEDAL CAMPAIGN	10,000
UNITED STATES BIATHLON ASSOCIATION 49 PINELAND DRIVE SUITE 301A NEW GLOUCESTER,ME 04260		PC	DONATION	200
UNITED STATES BIATHLON ASSOCIATION 49 PINELAND DRIVE SUITE 301A NEW GLOUCESTER,ME 04260		PC	ANNUAL FUND CHALLENGE	7,000
UNIVERSITY OF MAINE AUGUSTA 46 UNIVERSITY DRIVE AUGUSTA,ME 04330		GOV	BPW / MAINE SCHOLARSHIP PROGRAM	1,000
UNIVERSITY OF MAINE FOUNDATION TWO ALUMNI PLACE ORONO,ME 04469		PC	ELLEN LORING FUND	10,000
US DEPT OF VETERAN'S AFFAIRS 1 VA CENTER AUGUSTA,ME 04330		GOV	IN MEMORY OF N RICHARD HALLEE	300
WATERVILLE PUBLIC SCHOOLS 25 MESSALONSKEE AVENUE WATERVILLE,ME 04901		GOV	PURPLE PANTHER PARTY	5,000
WATERVILLE HISTORICAL SOCIETY 62 SILVER STREET WATERVILLE,ME 04901		PC	ANNUAL FUND	1,000
WATERVILLE PUBLIC LIBRARY PO BOX 2060 WATERVILLE,ME 04903		GOV	BUSINESS & CAREER CENTER	40,000
WEST POINT ASSOCIATION OF GRADUATES 608 MILLS ROAD WEST POINT,NY 10996		PC	CAMPAIGN FOR WEST POINT	500
Total  3a				1,918,505

TY 2014 Accounting Fees Schedule**Name:** THE BILL AND JOAN ALFOND FOUNDATION

C/O DEXTER ENTERPRISES INC

EIN: 01-0421806

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION	5,125	1,281		3,844

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2014 Gain/Loss from Sale of Other Assets Schedule

Name:

THE BILL AND JOAN ALFOND FOUNDATION
C/O DEXTER ENTERPRISES INC

EIN:

01-0421806

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
PUBLICLY TRADED SECURITIES DONATED TO CHARITY		PURCHASED			962,143	7,716		0	954,427	

TY 2014 General Explanation Attachment**Name:** THE BILL AND JOAN ALFOND FOUNDATION

C/O DEXTER ENTERPRISES INC

EIN: 01-0421806

Identifier	Return Reference	Explanation
OFFICER COMPENSATION	990-PF, PART VIII	GREGORY POWELL IS AN EMPLOYEE OF DEXTER ENTERPRISES, INC DEXTER ENTERPRISES, INC IS COMPENSATED UNDER A MANAGEMENT CONTRACT WITH THE FOUNDATION SEE STATEMENT 6 FOR DEXTER ENTERPRISES, INC INFORMATION

Identifier	Return Reference	Explanation
DISTRIBUTION OF PROPERTY FOR CHARITY	990-PF, PART I, LINE 6A, COLUMN A	UNDER REGULATION 53.4940-1, A DISTRIBUTION OF PROPERTY FOR CHARITABLE PURPOSES UNDER SECTION 170(C)(1) OR (2)(B) MADE BY A FOUNDATION TO A CHARITABLE ORGANIZATION IS NOT TREATED AS A TAXABLE SALE OR DISPOSITION. THE CAPITAL GAIN RECORDED ON THE BOOKS IS NOT TAXABLE. THEREFORE, THE PROPERTY DISTRIBUTION IS EXCLUDED FROM NET INVESTMENT INCOME, LINE 7, COLUMN (B).

Identifier	Return Reference	Explanation
	990-PF, PART VII-A, LINE 12	DISTRIBUTIONS TO DONOR ADVISED FUNDRECIPIENT MAINE COMMUNITY FOUNDATION245 MAIN STREETELLSWORTH, ME 04605HOW DISTRIBUTION ACCOMPLISHED CHARITABLE PURPOSE THE BILL AND JOAN ALFOND FOUNDATION MADE A QUALIFYING DISTRIBUTION TO A DONOR ADVISED FUND WITH THE MAINE COMMUNITY FOUNDATION, A CHARITABLE COMMUNITY FOUNDATION THE DONOR ADVISED FUND WAS FUNDED WITH \$370,000 DURING THE CALENDAR YEAR ENDED 12/31/14 THE MAINE COMMUNITY FOUNDATION IS THE OWNER OF THESE FUNDS AND HAS ULTIMATE CONTROL OVER THE INCOME AND ASSETS OF THE FUND WILLIAM ALFOND & JOAN ALFOND, DISQUALIFIED PERSONS WITH RESPECT TO THE BILL AND JOAN ALFOND FOUNDATION, HAVE ADVISORY PRIVILEGES OVER THE DONOR ADVISED FUND WILLIAM ALFOND & JOAN ALFOND INTEND TO USE THEIR ADVISORY PRIVILEGES TO RECOMMEND DISTRIBUTIONS FROM THE DONOR ADVISED FUND TO SUPPORT PURPOSES DESCRIBED IN SECTION 170(C)(2)(B) AMOUNT TREATED AS QUALIFYING DISTRIBUTION FOR CALENDAR YEAR ENDED 12/31/14 \$370,000

**TY 2014 Investments Corporate
Stock Schedule**

Name: THE BILL AND JOAN ALFOND FOUNDATION
C/O DEXTER ENTERPRISES INC

EIN: 01-0421806

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BERKSHIRE HATHAWAY COMMON STOCK CLASS A	93,145	18,080,000
BERKSHIRE HATHAWAY COMMON STOCK CLASS B	1,497	289,639
BERKSHIRE HATHAWAY COMMON STOCK CLASS A	25,153	10,848,000
BERKSHIRE HATHAWAY COMMON STOCK CLASS B	79,889	4,208,554

TY 2014 Investments - Other Schedule**Name:** THE BILL AND JOAN ALFOND FOUNDATION

C/O DEXTER ENTERPRISES INC

EIN: 01-0421806

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
LEGACY VENTURE FUNDS V & VI	AT COST	1,805,619	2,490,176
SPECIAL OPPORTUNITIES FUNDS	AT COST	777,976	1,147,311
TA REALTY FUND VIII	AT COST	1,646,911	1,269,476
DEXTER GLOBAL EQUITY TE, LLC	AT COST	3,686,759	4,344,681
DEXTER INTERNATIONAL EQUITY TE, LLC	AT COST	1,971,559	1,784,995
DEXTER REAL ASSETS TE, LLC (PORTFOLIO 2)	AT COST	346,060	415,324
DEXTER US EQUITY TE, LLC	AT COST	2,504,900	3,136,583
DEXTER HEDGE FUND TE, LLC	AT COST	1,495,582	1,652,567
DEXTER PRIVATE EQUITY TE, LLC (PORTFOLIO 2)	AT COST	662,963	706,375
THE FAIRHOLME PARTNERSHIP, LP	AT COST	2,684,429	2,774,847
DEXTER FIXED INCOME TE	AT COST	4,031,966	4,126,317

TY 2014 Other Expenses Schedule

Name: THE BILL AND JOAN ALFOND FOUNDATION
C/O DEXTER ENTERPRISES INC

EIN: 01-0421806

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FILING FEES	35	0		35
LOSSES & DEDUCTIONS FROM FLOW- THRU ENTITIES	30,431	30,431		0
CHARITABLE DEDUCTIONS FROM FLOW-THRU ENTITIES	1,702	0		1,702
PORTFOLIO DEDUCTIONS FROM FLOW-THRU ENTITIES	176,961	176,961		0
SECTION 988 LOSS FROM FLOW- THRU ENTITIES	1,448	1,448		0
NONDEDUCTIBLE EXPENSES FROM PASS THROUGHs	3,151	0		0
INVESTMENT INTEREST FROM PASS THROUGHs	664	664		0

TY 2014 Other Income Schedule

Name: THE BILL AND JOAN ALFOND FOUNDATION
C/O DEXTER ENTERPRISES INC

EIN: 01-0421806

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME FROM PASS-THRU'S	2,668	2,668	2,668
QUALIFIED DISTRIBUTION RECOVERY	5,000	0	5,000

TY 2014 Other Professional Fees Schedule

Name: THE BILL AND JOAN ALFOND FOUNDATION

C/O DEXTER ENTERPRISES INC

EIN: 01-0421806

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DEXTER ENTERPRISES - INVESTMENT ADMINISTRATION	17,139	17,139		0
DEXTER ENTERPRISES - GRANT ADMINISTRATION	51,418	0		51,418
BNY MELLON INVESTMENT MANAGEMENT FEES	2,749	2,749		0
CONSULTING	23,443	0		23,443

TY 2014 Taxes Schedule**Name:** THE BILL AND JOAN ALFOND FOUNDATION

C/O DEXTER ENTERPRISES INC

EIN: 01-0421806

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES	97,000	0		0
FOREIGN TAXES	11,862	11,862		0