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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter social security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning

, and ending

Name of foundation THE IBERDROLA USA FOUNDATION, INC.		A Employer identification number 13-4200689
Number and street (or P.O. box number if mail is not delivered to street address) 52 FARM VIEW DRIVE	Room/suite	B Telephone number 207-688-4341
City or town, state or province, country, and ZIP or foreign postal code NEW GLOUCESTER, ME 04260		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 6,812,162. (Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____		

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		2,043,650.		N/A	
2 Check ☐ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		28,755.	28,755.		STATEMENT 1
4 Dividends and interest from securities		11,703.	11,703.		STATEMENT 2
5a Gross rents		506,715.	506,715.		STATEMENT 3
b Net rental income or (loss) 287,356.					STATEMENT 4
6a Net gain or (loss) from sale of assets not on line 10		342,892.			
b Gross sales price for all assets on line 6a 1,029,095.					
7 Capital gain net income (from Part IV, line 2)			342,892.		
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)					
11 Other income					
12 Total. Add lines 1 through 11		2,933,715.	890,065.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 5		8,113.	8,022.		0.
b Accounting fees STMT 6		1,741.	870.		0.
c Other professional fees					
17 Interest					
18 Taxes STMT 7		53,224.	50,748.		0.
19 Depreciation and depletion		78,133.	78,133.		0.
20 Occupancy		85,891.	85,891.		0.
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 8		3,783.	4.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		230,885.	223,668.		0.
25 Contributions, gifts, grants paid		2,193,160.			2,193,160.
26 Total expenses and disbursements. Add lines 24 and 25		2,424,045.	223,668.		2,193,160.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		509,670.			
b Net investment income (if negative, enter -0-)			666,397.		
c Adjusted net income (if negative, enter -0-)				N/A	

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11-24-14

LHA For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2014)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	15,113.	3,309.	3,309.
	2 Savings and temporary cash investments	2,302,861.	3,395,253.	3,395,253.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 10	374.	374.	430.
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶ 3,991,380.		
Less accumulated depreciation STMT 11 ▶ 862,976.		4,160,809.	3,128,404.	2,885,000.
12 Investments - mortgage loans				
13 Investments - other STMT 12		0.	520,790.	528,170.
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		6,479,157.	7,048,130.	6,812,162.
17 Accounts payable and accrued expenses				
18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ SECURITY DEPOSITS)	4,729.	0.	
23 Total liabilities (add lines 17 through 22)	4,729.	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	6,474,428.	7,048,130.	
	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			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances	6,474,428.	7,048,130.		
31 Total liabilities and net assets/fund balances	6,479,157.	7,048,130.		

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	6,474,428.
2 Enter amount from Part I, line 27a	2	509,670.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	64,032.
4 Add lines 1, 2, and 3	4	7,048,130.
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	7,048,130.

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 SALE OF 28 FODEN ROAD	D	01/01/02	10/08/14
b SALE OF 660 MAIN STREET	D	01/01/02	01/24/14
c CAPITAL GAINS DIVIDENDS			
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 750,000.	110,530.	571,413.	289,117.
b 270,000.	51,555.	276,875.	44,680.
c 9,095.			9,095.
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			289,117.
b			44,680.
c			9,095.
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	342,892.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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 (col. (b) divided by col. (c))
2013	1,201,809.	6,499,457.	.184909
2012	1,343,007.	5,831,038.	.230320
2011	734,624.	6,777,840.	.108386
2010	306,360.	6,488,167.	.047218
2009	302,311.	6,330,267.	.047756

2 Total of line 1, column (d)	2	.618589
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	.123718
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	5,868,857.
5 Multiply line 4 by line 3	5	726,083.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,664.
7 Add lines 5 and 6	7	732,747.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	2,193,160.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1.

Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2014 estimated tax payments and 2013 overpayment credited to 2014

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed**10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**11 Enter the amount of line 10 to be: **Credited to 2015 estimated tax**

Refunded

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. **\$ 0.** (2) On foundation managers. **\$ 0.**e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. **\$ 0.**

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

If "Yes," attach a detailed description of the activities.

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T.

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?

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

8a Enter the states to which the foundation reports or with which it is registered (see instructions) **DE, NY**

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

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

STMT 13

Yes No

1a X

1b X

1c X

2 X

3 X

4a X

4b

5 X

6 X

7 X

8b X

9 X

10 X

N/A

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 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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>DARLENE BEACH</u> Telephone no. ► <u>(207) 688-4341</u> Located at ► <u>52 FARM VIEW DRIVE, NEW GLOUCESTER, ME</u> ZIP+4 ► <u>04260</u>			
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 ► <u>15</u> <u>N/A</u>			
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? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly 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?	☐ 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	<u>N/A</u>	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 2014?		1c
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 ►	☐ 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.)	<u>N/A</u>	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. ►		
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.)	<u>N/A</u>	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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
		X

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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)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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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	431,342.
b	Average of monthly cash balances	1b	2,641,888.
c	Fair market value of all other assets	1c	2,885,000.
d	Total (add lines 1a, b, and c)	1d	5,958,230.
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	5,958,230.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	89,373.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,868,857.
6	Minimum investment return. Enter 5% of line 5	6	293,443.

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	293,443.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	6,664.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,664.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	286,779.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	286,779.
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	286,779.

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	2,193,160.
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	2,193,160.
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	5	6,664.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,186,496.

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				286,779.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				76,989.
d From 2012				1,057,879.
e From 2013				882,588.
f Total of lines 3a through e	2,017,456.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ 2,193,160.				
a Applied to 2013, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				286,779.
e Remaining amount distributed out of corpus	1,906,381.			
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:	3,923,837.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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 instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0.
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	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	3,923,837.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				76,989.
c Excess from 2012				1,057,879.
d Excess from 2013				882,588.
e Excess from 2014				1,906,381.

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				
A.I.M. FOR COLLEGE 360 WELLINGTON AVE ROCHESTER, NY 14619	NONE	PC	COOPERATION & SOLIDARITY	25,000.
ADIRONDACK RESEARCH CONSORTIUM P.O. BOX 96 PAUL SMITHS, NY 12970	NONE	PC	SUSTAINABLE ENERGY	10,000.
AFRICAN AMERICAN MEN'S ASSOCIATION P.O. BOX 98 GENEVA, NY 14456	NONE	PC	COOPERATION & SOLIDARITY	6,250.
AMERICAN CANCER SOCIETY 1120 SOUTH GOODMAN ROCHESTER, NY 14620	NONE	PC	COOPERATION & SOLIDARITY	6,000.
AMERICAN HEART ASSOCIATION P.O. BOX 4002012 DESMOINES, IA 50340-2012	NONE	PC	COOPERATION & SOLIDARITY	15,000.
Total			SEE CONTINUATION SHEET(S)	2,193,160.
b Approved for future payment				
BINGHAMTON UNIVERSITY P.O. BOX 6000 BINGHAMTON, NY 13902-6000	NONE	GOV	ENERGY SUSTAINABILITY	100,000.
KENNEBEC VALLEY COMMUNITY COLLEGE FOUNDATION 93 WESTERN AVENUE FAIRFIELD, ME 04937	NONE	PC	ENERGY SUSTAINABILITY	80,000.
MAINE FOUNDATION FOR COMMUNITY COLLEGE 54 LIGHTHOUSE CIRCLE SOUTH PORTLAND, ME 04106	NONE	PC	BIODIVERSITY SUSTAINABILITY	200,000.
Total			SEE CONTINUATION SHEET(S)	537,000.

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

- | | | Yes | No |
|----------|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[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
N/A		

**Sign
Here**

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

Signature of officer or trustee Harlene E. Beach

5/7/15
Date

TREASURER
Title

May the IRS discuss this return with the preparer shown below (see instr.)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name
JESSE J. WHEELER,
CPA

Preparer's signature

JESSE J. WHEELER.

Date _____

Check ☐ self-employed

PTIN

P00187533

Firm's name ► **DAVIDSON, FOX & COMPANY, LLP**

Firm's EIN ► 15-0544726

Firm's address ► 53 CHENANGO STREET
BINGHAMTON, NY 13901

Phone no. 607-722-5386

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

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2014

Name of the organization

Employer identification number

THE IBERDROLA USA FOUNDATION, INC.**13-4200689**

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year .. ▶ \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization	Employer identification number
THE IBERDROLA USA FOUNDATION, INC.	13-4200689

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	<u>NEW YORK STATE ELECTRIC AND GAS</u> <u>P.O. BOX 5224</u> <u>BINGHAMTON, NY 13902</u>	\$ <u>493,500.</u>	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
<u>2</u>	<u>ROCHESTER GAS AND ELECTRIC CORPORATION</u> <u>89 EAST AVENUE</u> <u>ROCHESTER, NY 14649</u>	\$ <u>500,500.</u>	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
<u>3</u>	<u>UNION WATER POWER COMPANY</u> <u>P.O. BOX 1050</u> <u>AUGUSTA, ME 04332</u>	\$ <u>474,250.</u>	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
<u>4</u>	<u>CENTRAL MAINE POWER COMPANY</u> <u>83 EDISON DRIVE</u> <u>AUGUSTA, ME 04332</u>	\$ <u>177,700.</u>	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
<u>5</u>	<u>CENTRAL MAINE POWER COMPANY</u> <u>83 EDISON DRIVE</u> <u>AUGUSTA, ME 04332</u>	\$ <u>17,700.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
<u>6</u>	<u>UNION WATER POWER COMPANY</u> <u>P.O. BOX 1050</u> <u>AUGUSTA, MA 04332</u>	\$ <u>380,000.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

THE IBERDROLA USA FOUNDATION, INC.**13-4200689****Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
5	LAND - LONG HILL & YARMOUTH ROAD	\$ 17,700.	05/13/14
6	LAND - LOT B RICHARDSON LAKE TOWNSHIP C	\$ 380,000.	07/15/14
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

THE IBERDROLA USA FOUNDATION, INC.**13-4200689****Part III**

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
AUGUSTA, ME SCHOOLS 40 PIERCE DRIVE AUGUSTA, ME 04330	NONE	NC	COOPERATION & SOLIDARITY (BOOK DONATIONS)	6,319.
BINGHAMTON PHILHARMONIC 168 WATER STREET 4TH FLOOR BINGHAMTON, NY 13901	NONE	PC	ART & CULTURE	5,000.
BINGHAMTON REG SUSTAINABILITY COALITION P.O. BOX 907 BINGHAMTON, NY 13902	NONE	PC	ENERGY SUSTAINABILITY	1,000.
BINGHAMTON UNIVERSITY P.O. BOX 6000 BINGHAMTON, NY 13902-6000	NONE	PC	SUSTAINABLE ENERGY	34,000.
BROOME COUNTY HABITAT FOR HUMANITY 103 ADAMS AVE ENDICOTT, NY 13760	NONE	PC	COOPERATION & SOLIDARITY	750.
CAMP SUNSHINE 35 ARCADIA ROAD CASCO, ME 04015	NONE	PC	COOPERATION & SOLIDARITY	5,000.
CANCER COMMUNITY CENTER 778 MAIN STREET SOUTH PORTLAND, ME 04106	NONE	PC	COOPERATION & SOLIDARITY	3,000.
CASCO BAY HOCKEY ASSOCIATION P.O. BOX 7482 PORTLAND, ME 04112	NONE	PC	COOPERATION & SOLIDARITY	1,000.
CAYUGA COUNTY CHAMBER OF COMMERCE 2 STATE ST AUBURN, NY 13021	NONE	PC	COOPERATION & SOLIDARITY	1,000.
CHENANGO UNITED WAY 27 W MAIN STREET MORWICH, NY 13815	NONE	PC	COOPERATION & SOLIDARITY	500.
Total from continuation sheets				2,130,910.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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)				
CHILDREN'S SUCESS FUND SPECIAL EVENTS LL 111 MARSH ROAD PITTSFORD, NY 14534	NONE	PC	COOPERATION & SOLIDARITY	10,000.
CORNING AREA CHAMBER OF COMMERCE 1 WEST MARKET ST SUITE 202 CORNING, NY 13021	NONE	PC	COOPERATION & SOLIDARITY	500.
DICK'S SPORTING GOODS OPEN P.O. BOX 5571 ENDICOTT, NY 13763	NONE	PC	COOPERATION & SOLIDARITY	10,000.
DISCOVERY CENTER 60 MORGAN ROAD BINGHAMTON, NY 13903	NONE	PC	SUSTAINABLE ENERGY	5,000.
EASTMAN THEATRE CENTER P.O. BOX 278790 ROCHESTER, NY 14627	NONE	PC	ART & CULTURE	10,000.
ENERGY EAST MANAGEMENT CORP 52 FARM VIEW DRIVE NEW GLOUCESTER, ME 04260	MANAGEMENT COMPANY	NC	SCHOLARSHIP REIMBURSEMENTS	3,656.
FOOD BANK OF SOUTHERN TIER 388 UPPER OAKWOOD AVE ELMIRA, NY 14903	NONE	PC	COOPERATION & SOLIDARITY	8,400.
FOUNDATION FOR MAINE'S COMMUNITY COLLEGES 54 LIGHTHOUSE CIRCLE SOUTH PORTLAND, ME 04106	NONE	PC	ENERGY SUSTAINABILITY	50,000.
FRIENDS OF THE FORUM THEATER P.O. BOX 2705 BINGHAMTON, NY 13905	NONE	PC	ART & CULTURE	5,000.
FRIENDS OF THE GARDENAERIAL, INC. 81 BROWNS RACE ROCHESTER, NY 14614	NONE	PC	ART & CULTURE	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
FRIENDS OF THE GARDENAERIAL, INC. 81 BROWNS RACE ROCHESTER, NY 14614	NONE	PC	ENERGY SUSTAINABILITY	30,000.
GOODWILL THEATER 67 BROAD STREET JOHNSON CITY, NY 13790	NONE	PC	ART & CULTURE	5,000.
GREATER PORTLAND COUNCIL OF GOVERNMENTS 970 BAXTER BLVD PORTLAND, ME 04103	NONE	GOV	ENERGY SUSTAINABILITY	50,000.
GREATER ROCHESTER HOUSING PARTNERSHIP 183 EAST MAIN ST. SUITE 900 ROCHESTER, NY 14604	NONE	PC	ENERGY SUSTAINABILITY	6,000.
GREATER BINGHAMTON CHAMBER OF COMMERCE 49 COURT STREET #2 BINGHAMTON, NY 13901	NONE	PC	COOPERATION & SOLIDARITY	1,000.
GRID 21 1155 15TH STREET, NW SUITE 500 WASHINGTON, DC 20005	NONE	PC	ENERGY SUSTAINABILITY	15,000.
GULF OF MAINE RESEARCH INSTITUTE 350 COMMERCIAL STREET PORTLAND, ME 04101	NONE	PC	SUSTAINABLE ENERGY	350,000.
HARMONY PUBLICATIONS 14675 NOVICE STREET PANORMA CITY, CA 91402	NONE	PC	COOPERATION & SOLIDARITY	695.
HEARTSHARE HUMAN SERVICES OF NY 12 METRO TECH CENTER 29TH FLOOR BROOKLYN, NY 11201	NONE	PC	COOPERATION & SOLIDARITY	55,000.
ITHACA SCIENCENTER 601 1ST STREET ITHACA, NY 14850-3507	NONE	PC	SUSTAINABLE ENERGY	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
ITN AMERICA 1 WESTBROOK COMMON, SUITE 3 WESTBROOK, ME 04092	NONE	PC	COOPERATION & SOLIDARITY	2,500.
JOBS FOR MAINE'S GRADUATES 45 COMMERCE DRIVE, STE 9 AUGUSTA, ME 04330	NONE	PC	COOPERATION & SOLIDARITY	25,000.
JUNIOR LEAGUE OF PORTLAND, ME ONE CITY CENTER, SUITE 1-105 PORTLAND, ME 04103	NONE	PC	COOPERATION & SOLIDARITY	3,000.
KENNEBEC VALLEY COMMUNITY COLLEGE FOUNDATION 92 WESTERN AVE FAIRFIELD, ME 04937	NONE	PC	SUSTAINABLE ENERGY	7,500.
KENNEBEC VALLEY COMMUNITY COLLEGE 93 WESTERN AVENUE FAIRFIELD, ME 04937	NONE	GOV	ENERGY SUSTAINABILITY	12,500.
KIDS FIRST CENTER 222 ST. JOHN STREET, SUITE 101 PORTLAND, ME 04102	NONE	PC	COOPERATION & SOLIDARITY	5,000.
KOPERNIK OBSERVATORY & SCIENCE CENTER 698 UNDERWOOD ROAD VESTAL, NY 13850	NONE	PC	SUSTAINABLE ENERGY	5,000.
LITHGOW LIBRARY 45 WINTHROP STREET AUGUSTA, ME 04330	NONE	PC	ART & CULTURE	25,000.
MAINE GENERAL MEDICAL CENTER P.O. BOX 828 WATERVILLE, ME 04903	NONE	PC	COOPERATION & SOLIDARITY	20,000.
MAINE HUTS & TRAILS 496 MAIN STREET, UNIT C KINGFIELD, ME 04947	NONE	PC	SUSTAINABLE ENERGY	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
MAINE STATE BALLET 348 US RT 1 FAIRMOUTH, ME 04105	NONE	PC	ART & CULTURE	5,000.
MAINE TRACK CLUB P.O. BOX 8008 PORTLAND, ME 04104	NONE	PC	COOPERATION & SOLIDARITY	3,500.
MEMORIAL ART GALLERY 500 UNIVERSITY AVE ROCHESTER, NY 14607	NONE	PC	ART & CULTURE	15,000.
MERCY HOUSE OF THE SOUTHERN TIER 3600 PHYLLIS STREET ENDWELL, NY 13760	NONE	PC	COOPERATION & SOLIDARITY	10,000.
MONROE COMMUNITY COLLEGE FOUNDATION 228 EAST MAIN STREET ROCHESTER, NY 14604	NONE	PC	ENERGY SUSTAINABILITY	10,000.
NARROW GAUGE RAILROAD COMPANY & MUSEUM 58 FORE STREET PORTLAND, ME 04101	NONE	PC	ENERGY SUSTAINABILITY (LAND DONATION)	17,700.
NEIGHBORWORKS ROCHESTER 570 SOUTH AVE ROCHESTER, NY 14620	NONE	PC	ENERGY SUSTAINABILITY	1,500.
NEW LIFE MINISTRIES 330 WELLINGTON AVE ROCHESTER, NY 14619	NONE	PC	COOPERATION & SOLIDARITY	5,500.
PALEONTOLOGICAL RESEARCH INSTITUTION 1259 TRUMANSBURG ROAD ITHACA, NY 14850-1398	NONE	PC	SUSTAINABLE ENERGY	5,000.
PEREGRINE CORPORATION 28 FODEN ROAD SOUTH PORTLAND, ME 04106	NONE	PC	COOPERATION & SOLIDARITY	100,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
PINELAND BRANCH YMCA 25 CAMPUS DRIVE STE 100 NEW GLOUCESTER, ME 04260	NONE	PC	COOPERATION & SOLIDARITY	1,000.
PINELAND FARMS, INC. P.O. BOX 17516 PORTLAND, ME 04112-8516	NONE	PC	COOPERATION & SOLIDARITY	5,000.
PORTLAND MUSEUM OF ART SEVEN CONGRESS SQUARE PORTLAND, ME 04101	NONE	PC	ART & CULTURE	20,000.
PRICELESS VESSELS, INC. 1900 EMPIRE BLVD #103 WEBSTER, NY 14580	NONE	PC	ART & CULTURE	750.
PROJECT SHARE/HEARTSHARE 12 METRO TECH CENTER 29TH FLOOR BROOKLYN, NY 11201	NONE	PC	COOPERATION & SOLIDARITY	345,000.
RCC AT HARVARD EXECUTIVE PROGRAM C/O HARVARD COLLEGE 86 BRATTLE STREET CAMBRIDGE, MA 02138	NONE	PC	ENERGY SUSTAINABILITY	10,000.
RELAY FOR LIFE OF ROC CITY 700 MAIN STREET NEW ROCHELLE, NY 10801	NONE	PC	COOPERATION & SOLIDARITY	3,000.
RICHFIELD SPRINGS CENTRAL SCHOOL P.O. BOX 631 RICHFIELD SPRINGS, NY 13439	NONE	PC	COOPERATION & SOLIDARITY	1,500.
RIVERKEEPER, INC. 20 SECOR ROAD OSSING, NY 10562	NONE	PC	ENERGY SUSTAINABILITY	5,000.
ROBERSON MUSEUM 30 FRONT STREET BINGHAMTON, NY 13905	NONE	PC	ART & CULTURE (\$5,000) SUSTAINABLE ENERGY (\$12,500)	17,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
ROCHESTER AREA COMMUNITY FOUNDATION 500 EAST AVENUE ROCHESTER, NY 14607	NONE	PC	ART & CULTURE	15,000.
ROCHESTER INSTITUTE OF TECHNOLOGY 1 LOMB MEMORIAL DRIVE ROCHESTER, NY 14623	NONE	PC	SUSTAINABLE ENERGY	5,000.
ROYAL RIVER CONSERVATION TRUST P.O. BOX 90 YARMOUTH, ME 04096	NONE	PC	ENERGY SUSTAINABILITY	2,000.
SAMUEL KUHLIN 12 TETON STREET KALISPELL, MT 59901	NONE	I	SCHOLARSHIP	1,213.
SAMUEL SOWDEN GARCIA 60 TERRACE PARK ROCHESTER, NY 14611	NONE	I	SCHOLARSHIP	391.
SECTION V BOYS BASKETBALL P.O. BOX 396 PEN YAN, NY 14527	NONE	PC	COOPERATION & SOLIDARITY	10,000.
STUDENTS HELPING CHILDREN ACROSS BORDERS 1 COLLEGE STREET WORCESTER, MA 01601	NONE	PC	COOPERATION & SOLIDARITY	2,500.
SULLIVAN COUNTY CHAMBER OF COMMERCE FOUNDATION P.O. BOX 405 MONGAUP VALLEY, NY 12762	NONE	PC	COOPERATION & SOLIDARITY	1,500.
THE MITCHELL INSTITUTE 22 MINUMENT SQUARE, STE 200 PORTLAND, ME 04101	NONE	PC	COOPERATION & SOLIDARITY (\$380,000 LAND DONATION) (\$5,000 CASH)	385,000.
THE UNITED WAY OF GREATER NIAGARA 3000 MILITARY ROAD NIAGARA FALLS, NY 14304	NONE	PC	COOPERATION & SOLIDARITY	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
TIOGA UNITED WAY 24 STATE ROUTE 96 OWEGO, NY 13827	NONE	PC	COOPERATION & SOLIDARITY	800.
TOMPKINS COUNTY CHAMBER OF COMMERCE 80 NORTH STREET OWEGO, NY 13827	NONE	PC	COOPERATION & SOLIDARITY	800.
TRI-CITIES OPERA 315 CLINTON STREET BINGHAMTON, NY 13905	NONE	PC	ART & CULTURE	5,000.
UNITED WAY OF ANDROSCOGGIN COUNTY 66 ASH STREET LEWISTON, ME 04243-0888	NONE	PC	COOPERATION & SOLIDARITY	3,850.
UNITED WAY OF BROOME COUNTY P.O. BOX 550 BINGHAMTON, NY 13902	NONE	PC	COOPERATION & SOLIDARITY	15,000.
UNITED WAY OF BUFFALO & ERIE COUNTY 742 DELAWARE AVE BUFFALO, NY 14209	NONE	PC	COOPERATION & SOLIDARITY	5,000.
UNITED WAY OF CATTARAUGUS COUNTY, INC. 807 WEST STATE STREET OLEAN, NY 14760	NONE	PC	COOPERATION & SOLIDARITY	250.
UNITED WAY OF CAYUGA COUNTY, INC. 17 EAST GENESSEE ST SUITE 2 AUBURN, NY 13021	NONE	PC	COOPERATION & SOLIDARITY	1,150.
UNITED WAY OF CORTLAND COUNTY 50 CLINTON AVE CORTLAND, NY 13045	NONE	PC	COOPERATION & SOLIDARITY	500.
UNITED WAY OF DELAWARE AND OTSEGO COUNTIES 31 MAPLE STREET ONEONTA, NY 13820	NONE	PC	COOPERATION & SOLIDARITY	2,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
UNITED WAY OF EASTERN MAINE 24 SPRINGER DRIVE, SUITE 201 BANGOR, ME 04401	NONE	PC	COOPERATION & SOLIDARITY	1,000.
UNITED WAY OF EASTERN ORLEANS 75 COLLEGE AVE ROCHESTER, NY 14607-1009	NONE	PC	COOPERATION & SOLIDARITY	250.
UNITED WAY OF GREATER PORTLAND P.O. BOX 15200 PORTLAND, ME 04112-5200	NONE	PC	COOPERATION & SOLIDARITY	6,600.
UNITED WAY OF GREATER ROCHESTER 75 COLLEGE AVE ROCHESTER, NY 14607-1009	NONE	PC	COOPERATION & SOLIDARITY	30,000.
UNITED WAY OF KENNEBEC VALLEY 228 WATER STREET AUGUSTA, ME 04330	NONE	PC	COOPERATION & SOLIDARITY	6,600.
UNITED WAY OF MID-COAST MAINE 34 WING FARM PARKWAY BATH, ME 04530	NONE	PC	COOPERATION & SOLIDARITY	2,750.
UNITED WAY OF MID-MAINE P.O. BOX 91 WATERVILLE, ME 04903	NONE	PC	COOPERATION & SOLIDARITY	3,650.
UNITED WAY OF ONTARIO 5297 PARKSDIE DRIVE SUITE 440 CANANDAIGUA, NY 14424	NONE	PC	COOPERATION & SOLIDARITY	1,400.
UNITED WAY OF OXFORD COUNTY P.O. BOX 29 SOUTH PARIS, ME 04281	NONE	PC	COOPERATION & SOLIDARITY	2,500.
UNITED WAY OF SCHUYLER COUNTY P.O. BOX 270 WATKINS GLEN, NY 14891	NONE	PC	COOPERATION & SOLIDARITY	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
UNITED WAY OF SENECA COUNTY P.O. BOX 623 SUITE 215 MAIN ST SHOPS CENTER WATERLOO, NY 13165	NONE	PC	COOPERATION & SOLIDARITY	1,000.
UNITED WAY OF SOUTHERN TIER 300 NASSER CIVIC CENTER PLAZA SUITE 220 CORNING, NY 14830	NONE	PC	COOPERATION & SOLIDARITY	5,000.
UNITED WAY OF SULLIVAN COUNTY 33 LAKEWOOD AVE P.O. BOX 1036 MONTICELLO, NY 12701-2020	NONE	PC	COOPERATION & SOLIDARITY	2,000.
UNITED WAY OF THE ADIRONDACK REGION, INC. 45 TOM MILLER ROAD PLATTSBURGH, NY 12901-1245	NONE	PC	COOPERATION & SOLIDARITY	2,200.
UNITED WAY OF THE GREATER CAPITAL REGION ONE UNITED WAY P.O. BOX 13865 ALBANY, NY 12212	NONE	PC	COOPERATION & SOLIDARITY	3,000.
UNITED WAY OF THE TRI-VALLEY AREA P.O. BOX 126 FARMINGTON, ME 04938	NONE	PC	COOPERATION & SOLIDARITY	1,000.
UNITED WAY OF TOMPKINS COUNTY 313 NORTH AURORA STREET ITHACA, NY 14850	NONE	PC	COOPERATION & SOLIDARITY	7,250.
UNITED WAY OF WAYNE COUNTY 75 COLLEGE AVE ROCHESTER, NY 14607-1009	NONE	PC	COOPERATION & SOLIDARITY	500.
UNITED WAY OF WESTCHESTER AND PUTNAM 336 CENTRAL PARK AVE WHITE PLAINS, NY 10606-1500	NONE	PC	COOPERATION & SOLIDARITY	2,475.
UNITED WAY OF WESTERN ORLEANS COUNTY 433 MAIN STREET MEDINA, NY 14103	NONE	PC	COOPERATION & SOLIDARITY	225.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
UNITED WAY OF YORK COUNTY P.O. BOX 727 KENNEBUNK, ME 04043-0727	NONE	PC	COOPERATION & SOLIDARITY	2,500.
UNIVERSITY OF ROCHESTER RC BOX 270401 ROCHESTER, NY 14627	NONE	PC	SUSTAINABLE ENERGY (\$59,174) & SCOTTISHPOWER SCHOLARSHIP (\$30,636)	89,810.
UNIVERSITY OF SOUTHERN MAINE 96 FALMOUTH STREET PORTLAND, ME 04104	NONE	GOV	ENERGY SUSTAINABILITY	15,000.
UNIVERSITY OF EDINBURG OLD COLLEGE SOUTH BRIDGE EDINBURGH, UNITED KINGDOM EH8 9YL	NONE	GOV	ENERGY SUSTAINABILITY	29,766.
UNIVERSITY OF MAINE P.O. BOX 370 ORONO, ME 04473	NONE	GOV	SUSTAINABLE ENERGY	46,710.
URBAN LEAGUE OF ROCHESTER, NY INC. 265 NORTH CLINTON AVE ROCHESTER, NY 14605	NONE	PC	COOPERATION & SOLIDARITY	5,000.
USGBC NYS CHAPTER ONE RIVERFRONT PLAZA CORNING, NY 14831	NONE	PC	ART & CULTURE	5,000.
WILSON COMMENCEMENT PARK 251 JOSEPH AVE ROCHESTER, NY 14605	NONE	PC	COOPERATION & SOLIDARITY	2,000.
WSKG PUBLIC TV & RADIO P.O. BOX 3000 BINGHAMTON, NY 13902	NONE	PC	SUSTAINABLE ENERGY	5,000.
WXXI PUBLIC BROADCASTING 280 STATE STREET P.O. BOX 30021 ROCHESTER, NY 14603-3021	NONE	PC	SUSTAINABLE ENERGY	17,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
MAINE GENERAL HOSPITAL P.O. BOX 828 WATERVILLE, ME 04901	NONE	PC	COOPERATION & SOLIDARITY	80,000.
PORTLAND MUSEUM OF ART SEVEN CONGRESS SQUARE PORTLAND, ME 04101	NONE	PC	ART & CULTURE	30,000.
TOMPKINS COUNTY LIBRARY 101 E. GREEN ST ITHACA, NY 14850	NONE	PC	ART & CULTURE	25,000.
UNITED WAY OF GREATER ROCHESTER 75 COLLEGE AVE ROCHESTER, NY 14607-1009	NONE	PC	COOPERATION & SOLIDARITY	10,000.
WXXI PUBLIC BROADCASTING 280 STATE STREET P.O. BOX 30021 ROCHESTER, NY 14603-3021	NONE	PC	ENERGY SUSTAINABILITY	12,000.
Total from continuation sheets				157,000.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
SAVINGS ACCOUNTS	28,755.	28,755.	
TOTAL TO PART I, LINE 3	28,755.	28,755.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FIDELITY	20,789.	9,095.	11,694.	11,694.	
TIME WARNER	9.	0.	9.	9.	
TO PART I, LINE 4	20,798.	9,095.	11,703.	11,703.	

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
FODEN ROAD, PORTLAND, ME	1	64,767.
ANTHONY AVE, AUGUSTA, ME	2	223,650.
ELLSWORTH, ME	3	194,618.
ISLAND AVE, LEWISTON, ME	4	0.
PORTLAND ROAD, SACO, ME	5	0.
RAND ROAD, PORTLAND, ME	6	0.
BEEDLE & RIVER ROADS	7	0.
382 COMMERCIAL STREET, PORTLAND	8	23,680.
TOTAL TO FORM 990-PF, PART I, LINE 5A		506,715.

FORM 990-PF RENTAL EXPENSES STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
SUPPLIES		4.	
DEPRECIATION		8,500.	
- SUBTOTAL -	1		8,504.
DEPRECIATION		34,897.	
- SUBTOTAL -	2		34,897.
TAXES		33,259.	
DEPRECIATION		28,986.	
UTILITIES		41,692.	
REPAIRS & MAINTENANCE		42,313.	
- SUBTOTAL -	3		146,250.
UTILITIES		1,466.	
DEPRECIATION		2,500.	
TAXES		2,333.	
LEGAL FEES		7,930.	
- SUBTOTAL -	4		14,229.
REPAIRS & MAINTENANCE		400.	
DEPRECIATION		275.	
UTILITIES		20.	
TAXES		391.	
- SUBTOTAL -	5		1,086.
TAXES		4,528.	
- SUBTOTAL -	6		4,528.
TAXES		2,448.	
- SUBTOTAL -	7		2,448.
DEPRECIATION		2,975.	
TAXES		4,442.	
- SUBTOTAL -	8		7,417.
TOTAL RENTAL EXPENSES			219,359.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			287,356.

FORM 990-PF LEGAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	183.	92.		0.
LEGAL FEES	7,930.	7,930.		0.
TO FM 990-PF, PG 1, LN 16A	8,113.	8,022.		0.

FORM 990-PF	ACCOUNTING FEES	STATEMENT 6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,741.	870.		0.
TO FORM 990-PF, PG 1, LN 16B	1,741.	870.		0.

FORM 990-PF	TAXES	STATEMENT 7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	2,476.	0.		0.
TRANSFER TAXES	3,347.	3,347.		0.
TAXES	33,259.	33,259.		0.
TAXES	2,333.	2,333.		0.
TAXES	391.	391.		0.
TAXES	4,528.	4,528.		0.
TAXES	2,448.	2,448.		0.
TAXES	4,442.	4,442.		0.
TO FORM 990-PF, PG 1, LN 18	53,224.	50,748.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT 8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SUPPLIES	2,937.	0.		0.
BANK CHARGES	842.	0.		0.
SUPPLIES	4.	4.		0.
TO FORM 990-PF, PG 1, LN 23	3,783.	4.		0.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 9

DESCRIPTION	AMOUNT
FMV ADJUSTMENT FOR DONATED REAL ESTATE	64,032.
TOTAL TO FORM 990-PF, PART III, LINE 3	64,032.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS-TWC	374.	430.
TOTAL TO FORM 990-PF, PART II, LINE 10B	374.	430.

FORM 990-PF DEPRECIATION OF ASSETS HELD FOR INVESTMENT STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
BUILDINGS AND IMPROVEMENTS	2,669,693.	862,976.	1,806,717.
LAND	1,321,687.	0.	1,321,687.
TOTAL TO FM 990-PF, PART II, LN 11	3,991,380.	862,976.	3,128,404.

FORM 990-PF OTHER INVESTMENTS STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS-FIDELITY	COST	520,790.	528,170.
TOTAL TO FORM 990-PF, PART II, LINE 13		520,790.	528,170.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS STATEMENT 13
PART VII-A, LINE 10

NAME OF CONTRIBUTOR	ADDRESS
NEW YORK STATE ELECTRIC AND GAS	P.O. BOX 5224 BINGHAMTON, NY 13901
ROCHESTER GAS AND ELECTRIC CORPORATION	89 EAST AVENUE ROCHESTER, NY 14649
UNION WATER POWER COMPANY	P.O. BOX 1050 AUGUSTA, ME 04332
CENTRAL MAINE POWER COMPANY	83 EDISON DRIVE AUGUSTA, ME 04332

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MARK V. DOLAN 17 LINK DRIVE KIRKWOOD, NY 13795	SECRETARY 1.00	0.	0.	0.
ROBERT D. KUMP 52 FARM VIEW DRIVE NEW GLOUCESTER, ME 04260	PRESIDENT 1.00	0.	0.	0.
DARLENE E. BEACH 52 FARM VIEW DRIVE NEW GLOUCESTER, ME 04260	TREASURER 3.00	0.	0.	0.
CRAIG N. DENEKAS 52 FARM VIEW DRIVE NEW GLOUCESTER, ME 04260	DIRECTOR 1.00	0.	0.	0.
ANTONIO M. PEREZ 52 FARM VIEW DRIVE NEW GLOUCESTER, ME 04260	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Statement Reporting Distribution of Property Valued at Fair Market Value

Organization: The Iberdrola USA Foundation, Inc.

TIN: 13-4200689

Tax Year Ended: December 31, 2014

Attachment to Form 990-PF, Part I, Line 25, Column (a)

Distributions of property valued at fair market value at date of distribution:

1. Date of distribution: July 4, 2014
2. Description of property: 382 Commercial Street, Portland, ME 04101
3. Book value of property: \$285,968

Method for determining book value: Fair market value on 12/27/11, the date the property was donated to the Foundation, less depreciation taken since then.

4. Fair market value: \$350,000

Method for determining fair market value: per appraisal report

Statement Reporting Distribution of Property Valued at Fair Market Value

Organization: The Iberdrola USA Foundation, Inc.

TIN: 13-4200689

Tax Year Ended: December 31, 2014

Attachment to Form 990-PF, Part I, Line 25, Column (a)

Distributions of property valued at fair market value at date of distribution:

1. Date of distribution: May 30, 2014
2. Description of property: Long Hill and Yarmouth Roads, Gray, ME 04039
3. Book value of property: \$17,700

Method for determining book value: Fair market value on 5/13/14, the date the property was donated to the Foundation.

4. Fair market value: \$17,700

Method for determining fair market value: estimated appraisal by original donor

Statement Reporting Distribution of Property Valued at Fair Market Value

Organization: The Iberdrola USA Foundation, Inc.

TIN: 13-4200689

Tax Year Ended: December 31, 2014

Attachment to Form 990-PF, Part I, Line 25, Column (a)

Distributions of property valued at fair market value at date of distribution:

1. Date of distribution: July 18, 2014
2. Description of property: Lot B, Lower Richardson Lake, ME 04216
3. Book value of property: \$380,000

Method for determining book value: Fair market value on 7/15/14, the date the property was donated to the Foundation.

4. Fair market value: \$380,000

Method for determining fair market value: per appraisal report