

**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.  
Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

For calendar year 2023 or tax year beginning

, and ending

Name of foundation <b>The Mimi Foundation</b>		<b>A Employer identification number</b> 20-3957984
Number and street (or P.O. box number if mail is not delivered to street address) <b>P.O. Box 660</b>	Room/suite	<b>B Telephone number</b> (207) 991-2723
City or town, state or province, country, and ZIP or foreign postal code <b>Scarborough, ME 04070-0660</b>		<b>C</b> If exemption application is pending, check here ... <input type="checkbox"/>
<b>G</b> Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input checked="" type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here ..... <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation ..... <input type="checkbox"/>
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here ... <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>0.</b>	<b>J</b> Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ... <input type="checkbox"/>
(Part I, column (d), must be on cash basis.)		

<b>Part I Analysis of Revenue and Expenses</b> <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received .....	0.		N/A	
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	<b>3</b> Interest on savings and temporary cash investments .....	18,935.	18,935.		Statement 1
	<b>4</b> Dividends and interest from securities .....	198,379.	198,379.		Statement 2
	<b>5a</b> Gross rents .....				
	<b>b</b> Net rental income or (loss) .....				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10 .....	182,300.			
	<b>b</b> Gross sales price for all assets on line 6a ..... <b>6,471,417.</b>				
	<b>7</b> Capital gain net income (from Part IV, line 2) .....		182,300.		
	<b>8</b> Net short-term capital gain .....				
	<b>9</b> Income modifications .....				
	<b>10a</b> Gross sales less returns and allowances .....				
<b>b</b> Less: Cost of goods sold .....					
<b>c</b> Gross profit or (loss) .....					
<b>11</b> Other income .....					
<b>12 Total.</b> Add lines 1 through 11 .....	399,614.	399,614.			
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc. ....	0.	0.		0.
	<b>14</b> Other employee salaries and wages .....				
	<b>15</b> Pension plans, employee benefits .....				
	<b>16a</b> Legal fees ..... <b>Stmt 3</b>	870.	0.		870.
	<b>b</b> Accounting fees ..... <b>Stmt 4</b>	6,450.	3,225.		3,225.
	<b>c</b> Other professional fees ..... <b>Stmt 5</b>	22,838.	22,838.		0.
	<b>17</b> Interest .....				
	<b>18</b> Taxes ..... <b>Stmt 6</b>	986.	986.		0.
	<b>19</b> Depreciation and depletion .....				
	<b>20</b> Occupancy .....				
	<b>21</b> Travel, conferences, and meetings .....				
	<b>22</b> Printing and publications .....				
	<b>23</b> Other expenses ..... <b>Stmt 7</b>	66.	0.		66.
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 .....	31,210.	27,049.		4,161.
	<b>25</b> Contributions, gifts, grants paid .....	6,569,000.			6,569,000.
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25 .....	6,600,210.	27,049.		6,573,161.	
<b>27</b> Subtract line 26 from line 12:					
<b>a</b> Excess of revenue over expenses and disbursements ...	-6,200,596.				
<b>b Net investment income</b> (if negative, enter -0-)		372,565.			
<b>c Adjusted net income</b> (if negative, enter -0-)			N/A		

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			
	2 Savings and temporary cash investments	1,125,913.		
	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	552,028.	0.	0.
	b Investments - corporate stock	3,987,227.	0.	0.
	c Investments - corporate bonds	347,470.	0.	0.
	11 Investments - land, buildings, and equipment: basis			
Less: accumulated depreciation				
12 Investments - mortgage loans	6,890.	0.	0.	
13 Investments - other	194,928.	0.	0.	
14 Land, buildings, and equipment: basis				
Less: accumulated depreciation				
15 Other assets (describe <b>Accrued interest</b> )	6,998.	0.	0.	
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)	6,221,454.	0.	0.	
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			
	22 Other liabilities (describe )			
	23 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	<b>Foundations that follow FASB ASC 958, check here and complete lines 24, 25, 29, and 30.</b> <input type="checkbox"/>			
	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	<b>Foundations that do not follow FASB ASC 958, check here</b> <input checked="" type="checkbox"/>			
	26 Capital stock, trust principal, or current funds	0.	0.	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	28 Retained earnings, accumulated income, endowment, or other funds	6,221,454.	0.	
29 <b>Total net assets or fund balances</b>	6,221,454.	0.		
30 <b>Total liabilities and net assets/fund balances</b>	6,221,454.	0.		

**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 29 (must agree with end-of-year figure reported on prior year's return)	1	6,221,454.
2 Enter amount from Part I, line 27a	2	-6,200,596.
3 Other increases not included in line 2 (itemize) <b>See Statement 8</b>	3	11,830.
4 Add lines 1, 2, and 3	4	32,688.
5 Decreases not included in line 2 (itemize) <b>Unrealized loss on investments</b>	5	32,688.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	0.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (for example, 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.)
<b>1a Publicly Traded Securities</b>		P		
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 6,471,417.		6,289,117.	182,300.	
b				
c				
d				
e				
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			182,300.	
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 ..... }		2 182,300.
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 N/A

**Part V Excise Tax Based on Investment Income (Section 4940(a), 4940(b), or 4948 - see instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)		1	5,179.
b All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations, enter 4% (0.04) 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	5,179.
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	5,179.
6 Credits/Payments:			
a 2023 estimated tax payments and 2022 overpayment credited to 2023 .....	6a 17,009.		
b Exempt foreign organizations - tax withheld at source .....	6b 0.		
c Tax paid with application for extension of time to file (Form 8868) .....	6c 0.		
d Backup withholding erroneously withheld .....	6d 0.		
7 Total credits and payments. Add lines 6a through 6d .....		7	17,009.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached .....		8	0.
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	11,830.
11 Enter the amount of line 10 to be: Credited to 2024 estimated tax 0. Refunded		11	11,830.

**Part VI-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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>X</b>
<b>1b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition ..... If the answer is "Yes" to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		<b>X</b>
<b>1c</b> Did the foundation file <b>Form 1120-POL</b> for this year? .....		<b>X</b>
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ <u>0.</u> (2) On foundation managers. \$ <u>0.</u>		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ <u>0.</u>		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? .....		<b>X</b>
If "Yes," attach a detailed description of the activities.		
<b>3</b> 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 .....		<b>X</b>
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? .....		<b>X</b>
<b>4b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? .....		<b>N/A</b>
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? .....	<b>X</b>	
If "Yes," attach the statement required by <i>General Instruction T</i> . <b>Stmt 9 Stmt 10</b>		
<b>6</b> 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? .....	<b>X</b>	
<b>7</b> 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 XIV .....	<b>X</b>	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered. See instructions. _____ <b>ME</b>		
<b>8b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? If "No," attach explanation .....	<b>X</b>	
<b>9</b> 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 2023 or the tax year beginning in 2023? See the instructions for Part XIII. If "Yes," complete Part XIII .....		<b>X</b>
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses .....		<b>X</b>
<b>11</b> 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 .....		<b>X</b>
<b>12</b> 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 .....	<b>X</b>	
<b>13</b> Did the foundation comply with the public inspection requirements for its annual returns and exemption application? .....	<b>X</b>	
Website address <b>N/A</b>		
<b>14</b> The books are in care of <u>Karen Schacht</u> Telephone no. <u>(207) 991-2723</u> Located at <u>P.O. Box 660, Scarborough, ME</u> ZIP+4 <u>04070-0660</u>		
<b>15</b> Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> - check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year .....		<b>N/A</b>
<b>16</b> At any time during calendar year 2023, 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? .....		<b>X</b>
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country		

**Part VI-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
<b>1a</b> 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? .....	1a(1)	X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? .....	1a(2)	X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? .....	1a(3)	X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? .....	1a(4)	X
(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)? .....	1a(5)	X
(6) Agree to pay money or property to a government official? ( <b>Exception.</b> 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.) .....	1a(6)	X
<b>b</b> If any answer is "Yes" to 1a(1)-(6), did <b>any</b> 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 .....	1b	X
<b>c</b> Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>		
<b>d</b> 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 2023? .....	1d	X
<b>2</b> 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)):		
<b>a</b> At the end of tax year 2023, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2023? .....	2a	X
If "Yes," list the years _____, _____, _____, _____		
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement - see instructions.) .....	2b	N/A
<b>c</b> If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here. _____, _____, _____, _____		
<b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? .....	3a	X
<b>b</b> If "Yes," did it have excess business holdings in 2023 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2023.) .....	3b	N/A
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? .....	4a	X
<b>b</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 2023? .....	4b	X

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

	Yes	No
<b>5a</b> 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))?		X
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?		X
(3) Provide a grant to an individual for travel, study, or other similar purposes?		X
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions		X
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		X
<b>b</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	
<b>c</b> Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>	
<b>d</b> 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? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	N/A	
<b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		X
<b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		X
<b>b</b> If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	
<b>8</b> Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?		X

**Part VII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

**1** List all officers, directors, trustees, and 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 13		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

**Part VII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)

**3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ..... 0

**Part VIII-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 N/A	
2	
3	
4	

**Part VIII-B Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	

Total. Add lines 1 through 3 ..... 0.

**Part IX 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	2,160,212.
b	Average of monthly cash balances .....	1b	3,542,504.
c	Fair market value of all other assets (see instructions) .....	1c	
d	<b>Total</b> (add lines 1a, b, and c) .....	1d	5,702,716.
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	5,702,716.
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions) .....	4	85,541.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 .....	5	5,617,175.
6	<b>Minimum investment return.</b> Enter 5% (0.05) of line 5 .....	6	280,859.

**Part X 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 IX, line 6 .....	1	280,859.
2a	Tax on investment income for 2023 from Part V, line 5 .....	2a	5,179.
b	Income tax for 2023. (This does not include the tax from Part V.) .....	2b	
c	Add lines 2a and 2b .....	2c	5,179.
3	Distributable amount before adjustments. Subtract line 2c from line 1 .....	3	275,680.
4	Recoveries of amounts treated as qualifying distributions .....	4	0.
5	Add lines 3 and 4 .....	5	275,680.
6	Deduction from distributable amount (see instructions) .....	6	0.
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1 .....	7	275,680.

**Part XI 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	6,573,161.
b	Program-related investments - total from Part VIII-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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part XII, line 4 .....	4	6,573,161.

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**Part XII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2022	(c) 2022	(d) 2023
1 Distributable amount for 2023 from Part X, line 7				275,680.
2 Undistributed income, if any, as of the end of 2023:				
a Enter amount for 2022 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2023:				
a From 2018	45,032.			
b From 2019	28,567.			
c From 2020	154,850.			
d From 2021	114,389.			
e From 2022	144,744.			
f Total of lines 3a through e	487,582.			
4 Qualifying distributions for 2023 from Part XI, line 4: \$	6,573,161.			
a Applied to 2022, 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 2023 distributable amount				275,680.
e Remaining amount distributed out of corpus	6,297,481.			
5 Excess distributions carryover applied to 2023 (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	6,785,063.			
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 2022. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2023. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2024				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 2018 not applied on line 5 or line 7	45,032.			
9 Excess distributions carryover to 2024. Subtract lines 7 and 8 from line 6a	6,740,031.			
10 Analysis of line 9:				
a Excess from 2019	28,567.			
b Excess from 2020	154,850.			
c Excess from 2021	114,389.			
d Excess from 2022	144,744.			
e Excess from 2023	6,297,481.			

Part XIII Private Operating Foundations (see instructions and Part VI-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2023, enter the date of the ruling

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

Table with 5 columns: (a) 2023, (b) 2022, (c) 2021, (d) 2020, (e) Total. Rows include: 2 a Enter the lesser of the adjusted net income...; 2 b 85% (0.85) of line 2a; 2 c Qualifying distributions from Part XI...; 2 d Amounts included in line 2c not used directly for active conduct of exempt activities; 2 e Qualifying distributions made directly for active conduct of exempt activities; 3 Complete 3a, b, or c for the alternative test relied upon; 3 a 'Assets' alternative test - enter: (1) Value of all assets; (2) Value of assets qualifying under section 4942(j)(3)(B)(i); 3 b 'Endowment' alternative test - enter 2/3 of minimum investment return shown in Part IX, line 6, for each year listed; 3 c 'Support' alternative test - enter: (1) Total support other than gross investment income; (2) Support from general public and 5 or more exempt organizations; (3) Largest amount of support from an exempt organization; (4) Gross investment income.

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

1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

The Mimi Foundation Trustees, (207) 991-2723
P.O. Box 660, Scarborough, ME 04070-0660

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

The Foundation is dissolved and is no longer accepting applications.

c Any submission deadlines:

None

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

None

**Part XIV** Supplementary Information (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
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)				
<b>a Paid during the year</b>				
Bangor Symphony Orchestra P.O. Box 1441 Bangor, ME 04402	N/A	PC	General Operating Support	287,500.
Camp Beech Cliff P.O. Box 381 Mount Desert, ME 04660	N/A	PC	General Operating Support	2,500.
Family Ice d/b/a Save the Pond P.O. Box 6127 Falmouth, ME 04105	N/A	PC	General Operating Support	5,000.
Husson University Gracie Theatre 1 College Circle Bangor, ME 04401	N/A	PC	General Operating Support	1,000,000.
Maine Community Foundation 245 Main Street Ellsworth, ME 04605	N/A	PC	General Operating Support	4,872,500.
<b>Total</b>	<b>See continuation sheet(s)</b>			<b>3a</b> 6,569,000.
<b>b Approved for future payment</b>				
None				
<b>Total</b>				
				<b>3b</b> 0.







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
Fidelity accounts	18,935.	18,935.	
Total to Part I, line 3	18,935.	18,935.	

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 accounts	198,379.	0.	198,379.	198,379.	
To Part I, line 4	198,379.	0.	198,379.	198,379.	

Form 990-PF Legal Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal fees	870.	0.		870.
To Fm 990-PF, Pg 1, ln 16a	870.	0.		870.

Form 990-PF Accounting Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting fees	6,450.	3,225.		3,225.
To Form 990-PF, Pg 1, ln 16b	6,450.	3,225.		3,225.

Form 990-PF	Other Professional Fees			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Investment fees	22,838.	22,838.			0.
To Form 990-PF, Pg 1, ln 16c	22,838.	22,838.			0.

Form 990-PF	Taxes			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Foreign taxes paid	986.	986.			0.
To Form 990-PF, Pg 1, ln 18	986.	986.			0.

Form 990-PF	Other Expenses			Statement	7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Office expenses	66.	0.			66.
To Form 990-PF, Pg 1, ln 23	66.	0.			66.

Form 990-PF	Other Increases in Net Assets or Fund Balances	Statement	8
Description		Amount	
Pending tax refund, payable to charitable grant recipients		11,830.	
Total to Form 990-PF, Part III, line 3		11,830.	



Form 990-PF

Statement Concerning Liquidation,  
Termination, etc. - Part VI-A, Line 5

Statement 9

Explanation

Effective December 28, 2023, the Board of the Foundation authorized its written consent to voluntarily dissolve. The Foundation's Certificate of Dissolution has been filed with the State of Maine as of the filing of this Form 990-PF.

There being no members of the Foundation other than the members of the Board, no separate vote of the membership is required to approve this dissolution, and no approval of the dissolution of the Foundation is required by any government agency or officer.

As of the time of the Foundation's Consent to Dissolve, the Foundation's remaining assets were \$4,860,670. The Foundation made grants in the amount of \$4,872,500 to Maine Community Foundation (EIN: 01-0391479). This public charity is exempt under Section 501(c)(3) of the Internal Revenue Code (the "Code"), and the grants paid by the Foundation are to be used by the charity for exempt purposes within the meaning of Section 501(c)(3) of the Code. Such final donations were paid in addition to other charitable gifts made during the year but prior to the Corporation's final termination procedures.

Immediately after the aforementioned transfers and pursuant to the Foundation's filing of its Articles of Dissolution, and as of the close of this tax year (year ending December 31, 2023), the Foundation retained no legal right, title, or interest in any asset. Furthermore, the Foundation will forward the receipt of its final tax refund of \$11,830 to the Maine Community Foundation upon processing of this 2023 Form 990-PF and subsequent receipt of the refund; the tax refund has thus been included in the total reported as paid to the Maine Community Foundation in anticipation of and pending this refund. Accordingly, the Foundation has no remaining assets and has checked the box declaring this to be a final return.

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Form 990-PF	Dissolution Statement	Statement 10
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Name of Recipient

Maine Community Foundation

Address of Recipient

254 Main Street  
Ellsworth, ME 04605

Fair Market Value  
of Assets

4,872,500.

Explanation of Distributed Assets

Cash donation to support charitable programs.

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Form 990-PF	Explanation Concerning Part VI-A, Line 12 Qualifying Distribution Statement	Statement 11
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Explanation

In its year ending December 31, 2023, the Foundation made distributions of \$4,872,500 to donor advised funds over which disqualified persons held advisory privileges. The Foundation is treating such distributions as qualifying charitable distributions in its 2023 tax year.



Electronic Filing PDF Attachment

March 7, 2024

Department of the Treasury  
Internal Revenue Service  
Exempt Organization Determinations  
P.O. Box 2508  
Cincinnati, OH 45201

**Name of Organization:** The Mimi Foundation  
**EIN of Organization:** 20-3957984

Dear Sir or Madam,

This letter is to notify the Internal Revenue Service of The Mimi Foundation's (the "Organization") intent to voluntarily terminate its private foundation status in accordance with Section 507(a)(1) of the Internal Revenue Code as part of a liquidating plan to transfer its assets under Section 507(b)(2).

Effective December 28, 2023, the Organization filed with the State of Maine Articles of Dissolution to formalize its termination as a standing 501(c)(3) non-operating private foundation. As part of its plans to dissolve, the Organization transferred all its remaining assets and activities in an effort to voluntarily terminate its private foundation status under Section 507(a)(1) of the Internal Revenue Code.

Immediately following each liquidating transfer, the Foundation retained no legal right, title, or interest in any transferred asset. The Foundation sought for its liquidating transfers to be compliant with Section 507(b)(1)(A), as the vast majority of terminating transfers and donations were paid to 501(c)(3) public charities operating and filing as exempt under Section 170(b)(1)(A)(vi); the single largest recipient of the Organization's dissolution payments was the Maine Community Foundation (EIN: 01-0391479).

However, one nominal grant in the amount of \$5,000 was paid to Family Ice (d/b/a Save the Pond, EIN: 91-1887265), a 501(c)(3) charity as defined under 509(a)(2). Nevertheless, all recipients of the Organization's liquidating transfers were qualified public charities that have been listed as such for at least the past 60-months.

Accordingly, at the time of submitting this letter of intent to voluntarily terminate The Mimi Foundation's private foundation status, the Foundation has no remaining assets and therefore does not owe any private foundation termination tax under Section 507(c) of the Internal Revenue Code.

Should you have questions or need additional information, please do not hesitate to contact me.

Sincerely,

*Karen K. Schacht*

Karen K. Schacht  
Treasurer

DOMESTIC  
NONPROFIT CORPORATION

STATE OF MAINE

STATEMENT OF INTENT TO DISSOLVE

(Vote of Members or Directors)

The Mimi Foundation

(Name of Corporation)

Mark Number:

Filing Number: 20231227214460133 Pages: 5

Form: IDIS Fee Paid: \$10

Filing Date: 12/26/2023 04:42PM

  
Deputy Secretary of State

A True Copy When Attested By Signature

  
Deputy Secretary of State

COPY

Pursuant to 13-B MRSA §1101, the undersigned corporation executes and delivers for filing the following statement of intent to dissolve the corporation.

**FIRST:** The names and respective addresses of its officers and directors are:

Title	Name	Address
President	Julia H. Dinapoli	175 First Street East, Boca Grande, FL 33921
Treasurer	Karen Schacht	P.O. Box 660, Scarborough, ME 04074
Secretary	Calvin E. True	80 Exchange Street, Bangor, ME 04401
Clerk	Calvin E. True	80 Exchange Street, Bangor, ME 04401
Directors:	Alexander Dinapoli	294 Foreside Road, Falmouth, ME 04105
	Karen Schacht	P.O. Box 660, Scarborough, ME 04074
	Bradley McCollum	194 Vaquero Drive, Boulder, CO 80303

(List additional directors on reverse side)

**SECOND:** ("X" one box only) Exhibit A attached hereto is a copy of the resolution adopted by:

- The members of the corporation entitled to vote.
- The directors of the corporation, there being no members or no members entitled to vote.

**THIRD:**

Number of Members/Directors  
and Entitled to Vote

NUMBER  
Voted  
For

NUMBER  
Voted  
Against

Totals

4

0

**FOURTH:**

The undersigned corporation understands that the filing of this document does not complete the dissolution process. You must also file Articles of Dissolution, Form MNPCA-11D or 11E.

**FIFTH:**

The address of the registered office of the corporation in the State of Maine is 80 Exchange Street

Bangor, Maine 04401

(street, city, state and zip code)

**DATED**

November 30, 2023

\*By

Julia H. Dinapoll  
(signature)

Julia H. Dinapoll, President

(type or print name and capacity)

\*By

Karen Schacht, Treasurer

(type or print name and capacity)

**MUST BE COMPLETED FOR VOTE  
OF MEMBERS**

I certify that I have custody of the minutes showing  
the above action by the members.

(signature of clerk, secretary or asst. secretary)

Notice of the filing of this statement shall be mailed to each known creditor of the corporation pursuant to 13-B MRSA §1101.2.

\*This document **MUST** be signed by any authorized officer. (13-B MRSA §104.1.B)

Submit completed form to: **Secretary of State  
Division of Corporations, UCC and Commissions  
101 State House Station, Augusta, ME 04333-0101  
Telephone Inquiries: (207) 624-7752 Email Inquiries: CEC.Corporations@Maine.gov**

THIRD:

Number of Members/Directors  
and Entitled to Vote

NUMBER  
Voted  
For

NUMBER  
Voted  
Against

Totals      4                      0

FOURTH:

The undersigned corporation understands that the filing of this document does not complete the dissolution process. You must also file Articles of Dissolution, Form MNPCA-11D or 11E.

FIFTH:

The address of the registered office of the corporation in the State of Maine is 80 Exchange Street  
Bangor, Maine 04401  
(street, city, state and zip code)

DATED November 30, 2023

**MUST BE COMPLETED FOR VOTE  
OF MEMBERS**  
I certify that I have custody of the minutes showing  
the above action by the members.  
  
(signature of clerk, secretary or asst. secretary)

\*By \_\_\_\_\_  
(signature)  
Julia H. Dinapoli, President  
(type or print name and capacity)  
\*By Karen X. Schacht  
(signature)  
Karen Schacht, Treasurer  
(type or print name and capacity)

Notice of the filing of this statement shall be mailed to each known creditor of the corporation pursuant to 13-B MRSA §1101.2.

\*This document MUST be signed by any authorized officer. (13-B MRSA §104.1.B)

Submit completed form to: Secretary of State  
Division of Corporations, UCC and Commissions  
101 State House Station, Augusta, ME 04333-0101  
Telephone Inquiries: (207) 624-7752 Email Inquiries: CEC.Corporations@Maine.gov



**STATEMENT OF INTENT TO DISSOLVE**

The Mimi Foundation

FIRST: The names and respective addresses of its officers and directors are:

<b>Title</b>	<b>Name</b>	<b>Address</b>
Directors:	Julia H. Dinapoli	175 First Street East, Boca Grande, FL 33921

**Exhibit A**

Resolution duly adopted by the Board of Directors of **The Mimi Foundation** on August 8, 2023:

**RESOLVED:** That after the funds are disbursed, including an advancement to Baker Newman to cover fees for the 2023 tax return, Calvin True will file dissolution papers for The Mimi Foundation with the IRS and the State of Maine.

DOMESTIC  
NONPROFIT CORPORATION

STATE OF MAINE

ARTICLES OF DISSOLUTION

The Mimi Foundation

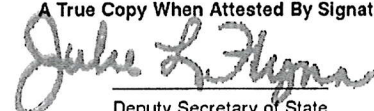
(Name of Corporation)

Fi

Charter Number: 20060324ND  
Filing Number: 20240103209050208 Pages: 3  
Form: DISS Fee Paid: \$10  
Filing Date: 12/28/2023 12:00AM

  
Deputy Secretary of State

A True Copy When Attested By Signature

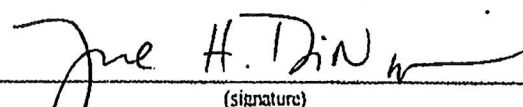
  
Deputy Secretary of State

COPY

Pursuant to 13-B MRSA §1104, the undersigned corporation executes and delivers for filing the following Articles of Dissolution for the purpose of dissolving the corporation.

- FIRST:** A statement of intent to dissolve the corporation was filed with the Secretary of State on 12/26/2023.  
(date)
- SECOND:** All debts, obligations and liabilities of the corporation have been paid and discharged, or adequate provision has been made therefor.
- THIRD:** All remaining property and assets of the corporation have been distributed among its members in accordance with their respective rights and interests, or have been otherwise distributed pursuant to the articles or bylaws of the corporation, as long as the remaining property and assets of a public benefit corporation are transferred to a public benefit corporation engaged in activities substantially similar to those of the dissolving or liquidating corporation or to another entity pursuant to a conversion plan approved pursuant to Title 5, sections 194-B to 194-K.
- FOURTH:** There are no suits pending against the corporation in any court, or adequate provision has been made for the satisfaction of any judgment, order or decree which may be entered against it in any pending suit.
- FIFTH:** All required Reports have been filed with the Secretary of State. (Note: If the dissolution process is completed on or before June 1st, then the Report covering the previous calendar year is not required.)
- SIXTH:** The address of the registered office of the corporation in the State of Maine is 80 Exchange Street  
Bangor, Maine 04401  
(street, city, state and zip code)

DATED 12.4.2023

\*By   
(signature)  
Julia H. Dinapoli, President  
(type or print name and capacity)

\*By \_\_\_\_\_  
(signature)  
Karen Schacht, Treasurer  
(type or print name and capacity)

---

\*This document **MUST** be signed by any duly authorized officer: (13-B MRSA §104.1.B)

Please remit your payment made payable to the Maine Secretary of State.

**SUBMIT COMPLETED FORMS TO: CORPORATE EXAMINING SECTION, SECRETARY OF STATE,  
101 STATE HOUSE STATION, AUGUSTA, ME 04333-0101**

DATED 12/4/2023

\*By \_\_\_\_\_  
(signature)

Julia H. Dinapoli, President  
\_\_\_\_\_  
(type or print name and capacity)

\*By Karen X. Schacht  
\_\_\_\_\_  
(signature)

Karen Schacht, Treasurer  
\_\_\_\_\_  
(type or print name and capacity)

---

\*This document MUST be signed by any duly authorized officer: (13-B MRSA §104.1.B)

Please remit your payment made payable to the Maine Secretary of State.

**SUBMIT COMPLETED FORMS TO: CORPORATE EXAMINING SECTION, SECRETARY OF STATE,  
101 STATE HOUSE STATION, AUGUSTA, ME 04333-0101  
TEL. (207) 624-7752**