

For calendar year 2023 or tax year beginning

, and ending

Name of foundation <b>Woodside Foundation c/o Linda Laughlin</b>		A Employer identification number <b>26-1555485</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>9 Woodside Lane</b>	Room/suite	B Telephone number <b>970-846-7062</b>
City or town, state or province, country, and ZIP or foreign postal code <b>Freeport, ME 04032</b>		C If exemption application is pending, check here ... <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here ..... <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ..... <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ... <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>709,125.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d), must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ... <input type="checkbox"/>

<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>	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	152.	152.		Statement 1
	4 Dividends and interest from securities	9,999.	9,999.		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	24,462.			
	b Gross sales price for all assets on line 6a	200,742.			
	7 Capital gain net income (from Part IV, line 2)		24,462.		
	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	34,613.	34,613.			
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees Stmt 3	2,100.	1,050.		1,050.
	c Other professional fees Stmt 4	7,906.	7,906.		0.
	17 Interest				
	18 Taxes Stmt 5	162.	162.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 Total operating and administrative expenses. Add lines 13 through 23	10,168.	9,118.		1,050.
	25 Contributions, gifts, grants paid	38,845.			38,845.
26 Total expenses and disbursements. Add lines 24 and 25	49,013.	9,118.		39,895.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-14,400.				
b Net investment income (if negative, enter -0-)		25,495.			
c Adjusted net income (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	28,404.	25,265.	25,265.
	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 7	616,545.	640,164.	640,164.
	c Investments - corporate bonds Stmt 8	6,818.	43,696.	43,696.
	11 Investments - land, buildings, and equipment: basis			
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other				
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)	651,767.	709,125.	709,125.	
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 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 24, 25, 29, and 30.			
	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 26 through 30.			
	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	651,767.	709,125.	
29 Total net assets or fund balances	651,767.	709,125.		
30 Total liabilities and net assets/fund balances	651,767.	709,125.		

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	651,767.
2 Enter amount from Part I, line 27a	2	-14,400.
3 Other increases not included in line 2 (itemize) See Statement 6	3	71,758.
4 Add lines 1, 2, and 3	4	709,125.
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 29	6	709,125.

**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.)
1a Publicly Traded Securities		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 200,742.		176,280.	24,462.	
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			24,462.	
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	24,462.	
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	354.
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	354.
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	354.
6 Credits/Payments:		
a 2023 estimated tax payments and 2022 overpayment credited to 2023	6a	461.
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	461.
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	107.
11 Enter the amount of line 10 to be: Credited to 2024 estimated tax	11	107. Refunded

**Part VI-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? .....		X
1b 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 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities. ....		X
1c Did the foundation file Form 1120-POL for this year? .....		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ <u>0.</u> (2) On foundation managers. \$ <u>0.</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ <u>0.</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? .....		X
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 .....		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? .....		X
b If "Yes," has it filed a tax return on Form 990-T for this year? .....		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? .....		X
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? .....	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XIV .....	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. ....		
<b>ME</b>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .....	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2023 or the tax year beginning in 2023? See the instructions for Part XIII. If "Yes," complete Part XIII .....		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses .....		X
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 .....		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 .....		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? .....	X	
Website address <u>N/A</u>		
14 The books are in care of <u>Linda Laughlin</u> Telephone no. <u>207-871-7500</u> Located at <u>9 Woodside Lane, Freeport, ME</u> ZIP+4 <u>04032</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here .....		<input type="checkbox"/>
and enter the amount of tax-exempt interest received or accrued during the year .....	15	N/A
16 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? .....		X
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.

Table with columns for question ID, question text, Yes, and No. Rows include questions 1a(1) through 4b regarding disqualifying activities, disaster assistance, and business holdings.

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

	Yes	No
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))?	5a(1)	X
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	5a(2)	X
(3) Provide a grant to an individual for travel, study, or other similar purposes?	5a(3)	X
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	5a(4)	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?	5a(5)	X
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	5b
c Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>	
d 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	5d
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?	6a	X
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?	7a	X
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b
8 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?	8	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 9		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	647,608.
b	Average of monthly cash balances	1b	39,357.
c	Fair market value of all other assets (see instructions)	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	686,965.
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	686,965.
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)	4	10,304.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3	5	676,661.
6	<b>Minimum investment return.</b> Enter 5% (0.05) of line 5	6	33,833.

**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	33,833.
2a	Tax on investment income for 2023 from Part V, line 5	2a	354.
b	Income tax for 2023. (This does not include the tax from Part V.)	2b	
c	Add lines 2a and 2b	2c	354.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	33,479.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	33,479.
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	33,479.

**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	39,895.
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	39,895.

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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				33,479.
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				
b From 2019				
c From 2020				
d From 2021				
e From 2022	2,398.			
f Total of lines 3a through e	2,398.			
4 Qualifying distributions for 2023 from Part XI, line 4: \$ 39,895.				
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				33,479.
e Remaining amount distributed out of corpus	6,416.			
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	8,814.			
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	0.			
9 Excess distributions carryover to 2024. Subtract lines 7 and 8 from line 6a	8,814.			
10 Analysis of line 9:				
a Excess from 2019				
b Excess from 2020				
c Excess from 2021				
d Excess from 2022	2,398.			
e Excess from 2023	6,416.			

**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)

	Tax year		Prior 3 years		(e) Total
	(a) 2023	(b) 2022	(c) 2021	(d) 2020	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed					
b 85% (0.85) of line 2a					
c Qualifying distributions from Part XI, line 4, for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part IX, line 6, for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

**Part 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:

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

c Any submission deadlines:

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

**Part XIV** Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
All Hands All Hearts 6 County Road, Suite 6 Mattapoisett, ME 02739	N/A	PC	General Operating Support	500.
Animal Refuge League of Greater Portland P.O. Box 336 Westbrook, ME 04098	N/A	PC	General Operating Support	500.
Boston Athenaeum 10 1/2 Beacon Street Boston, MA 02108	N/A	PC	General Operating Support	525.
Cornerspring Montessori School 256 Congress Street Belfast, ME 04915	N/A	PC	General Operating Support	2,500.
Freeport Community Services P.O. Box 119 Freeport, ME 04032	N/A	PC	General Operating Support	1,000.
<b>Total</b>			<b>3a</b>	38,845.
<b>b Approved for future payment</b>				
<b>None</b>				
<b>Total</b>			<b>3b</b>	0.

**Part XV-A** Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies .....					
2 Membership dues and assessments .....					
3 Interest on savings and temporary cash investments .....			14	152.	
4 Dividends and interest from securities .....			14	9,999.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property .....					
b Not debt-financed property .....					
6 Net rental income or (loss) from personal property .....					
7 Other investment income .....					
8 Gain or (loss) from sales of assets other than inventory .....			18	24,462.	
9 Net income or (loss) from special events .....					
10 Gross profit or (loss) from sales of inventory .....					
11 Other revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e) .....		0.		34,613.	0.
13 Total. Add line 12, columns (b), (d), and (e) .....				13 34,613.	34,613.

(See worksheet in line 13 instructions to verify calculations.)

**Part XV-B** Relationship of Activities to the Accomplishment of Exempt Purposes

Line No.	Explain below how each activity for which income is reported in column (e) of Part XV-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

Part XVI Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (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
(2) Other assets
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
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.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Content includes 'N/A' for (b) and (c).

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Content includes 'N/A' for (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: [Signature] Date: 11/18/21 Title: Director

Paid Preparer Use Only Print/Type preparer's name: Connor Smart Preparer's signature: [Signature] Date: 03/21/24 Check [ ] if self-employed PTIN: P02285543 Firm's name: Baker Newman & Noyes Firm's EIN: 01-0494526 Firm's address: P.O. Box 507, Portland, ME 04112 Phone no.: (207)879-2100

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**Part XIV Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

<p>Recipient Name and address (home or business)</p>	<p>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</p>	<p>Foundation status of recipient</p>	<p>Purpose of grant or contribution</p>	<p>Amount</p>
<p>Freeport Conservation Trust P.O. Box 443 Freeport, ME 04032</p>	<p>N/A</p>	<p>PC</p>	<p>General Operating Support</p>	<p>1,000.</p>
<p>Freeport High School Scholarship Fund 155 Flying Point Road Freeport, ME 04032</p>	<p>N/A</p>	<p>PC</p>	<p>General Operating Support</p>	<p>500.</p>
<p>Good Shepherd Food Bank P.O. Box 1807 Auburn, ME 04211</p>	<p>N/A</p>	<p>PC</p>	<p>General Operating Support</p>	<p>500.</p>
<p>Gulf of Maine Research Institute (f/k/a Gulf of Maine Aquarium) 350 Commercial Street Portland, ME 04101</p>	<p>N/A</p>	<p>PC</p>	<p>General Operating Support</p>	<p>500.</p>
<p>Hospice Volunteers of Waldo County P.O. Box 772 Belfast, ME 04915</p>	<p>N/A</p>	<p>PC</p>	<p>General Operating Support</p>	<p>600.</p>
<p>Immigrant Legal Advocacy Project P.O. Box 17917 Portland, ME 04112</p>	<p>N/A</p>	<p>PC</p>	<p>General Operating Support</p>	<p>500.</p>
<p>Maine Community Foundation 245 Main Street Ellsworth, ME 04605</p>	<p>N/A</p>	<p>PC</p>	<p>General Operating Support</p>	<p>1,500.</p>
<p>Maine Farmland Trust 97 Main Street Belfast, ME 04915-6536</p>	<p>N/A</p>	<p>PC</p>	<p>General Operating Support</p>	<p>1,000.</p>
<p>Maine State Society for the Protection of Animals P.O. Box 10 South Windham, ME 04082</p>	<p>N/A</p>	<p>PC</p>	<p>General Operating Support</p>	<p>500.</p>
<p>Maine-Wabanaki Reach 13 Loop Road Indian Island, ME 04468</p>	<p>N/A</p>	<p>PC</p>	<p>General Operating Support</p>	<p>600.</p>
<p><b>Total from continuation sheets</b></p>				<p><b>33,820.</b></p>

**Part XIV 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
Medecins Sans Frontiers USA, Inc. (d/b/a Doctors Without Borders) 40 Rector Street, 16th Floor New York, NY 10006-1751	N/A	PC	General Operating Support	1,000.
MOFGA (Maine Organic Farmers & Gardeners Association) P.O. Box 170 Unity, ME 04988	N/A	PC	General Operating Support	1,000.
Old Town Hot Springs PO Box 771211 Steamboat Springs, CO 80477	N/A	PC	General Operating Support	1,500.
People of Peru Project 1703 Sunset Drive Walla Walla, WA 99362	N/A	PC	General Operating Support	2,000.
Portland Community Squash 66 Noyes Street Portland, ME 04103-4438	N/A	PC	General Operating Support	4,320.
Rangeley Lakes Heritage Trust 2424 Main Street Rangeley, ME 04970	N/A	PC	General Operating Support	500.
Restorative Justice Projects P.O. Box 141 Belfast, ME 04915	N/A	PC	General Operating Support	500.
Royal River Conservation Trust P.O. Box 90 Yarmouth, ME 04096	N/A	PC	General Operating Support	500.
Small Woodland Owners Association of Maine, Inc. P.O. Box 836 Augusta, ME 04332	N/A	PC	General Operating Support	500.
Steamboat Springs Winter Sports Club, Inc. P.O. Box 774487 Steamboat Springs, CO 80477-4487	N/A	PC	General Operating Support	1,000.
<b>Total from continuation sheets</b>				

**Part XIV 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
The Center for Grieving Children 555 Forest Avenue Portland, ME 04101	N/A	PC	General Operating Support	1,000.
Town of Brooks P.O. Box 54; 19 Purple Heart Highway Brooks, ME 04921	N/A	GOV	General Operating Support	250.
Town of Freedom 71 Pleasant Street Freedom, ME 04941	N/A	GOV	General Operating Support	250.
Town of Thorndike 125 Mount View Road Thorndike, ME 04986	N/A	GOV	General Operating Support	250.
Travis Mills Foundation 647 Castle Island Road Mt. Vernon, ME 04352	N/A	PC	General Operating Support	2,500.
Unity Barn Raiser (d/b/a Waldo County Bounty) P.O. Box 381 Unity, ME 04988	N/A	PC	General Operating Support	1,500.
UNRWA USA National Committee P.O. Box 18697 Washington, DC 20036	N/A	PC	General Operating Support	1,000.
Volunteers of America, Inc. 1660 Duke Street Alexandria, VA 22314	N/A	PC	General Operating Support	1,200.
Wabanaki Cultural Preservation Coalition (d/b/a Nibezun) 18 Neposikwit Drive Passadumkeag, ME 04475	N/A	PC	General Operating Support	500.
Waldo Community Action Partners P.O. Box 130 Belfast, ME 04915-0130	N/A	PC	General Operating Support	500.
<b>Total from continuation sheets</b>				





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
Charles Schwab Portfolios	73.	73.	
TD Ameritrade Portfolios	79.	79.	
<b>Total to Part I, line 3</b>	<b>152.</b>	<b>152.</b>	

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
Charles Schwab Portfolios	3,856.	0.	3,856.	3,856.	
TD Ameritrade Portfolios	6,143.	0.	6,143.	6,143.	
<b>To Part I, line 4</b>	<b>9,999.</b>	<b>0.</b>	<b>9,999.</b>	<b>9,999.</b>	

Form 990-PF Accounting Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Tax Preparation Fees	2,100.	1,050.		1,050.
<b>To Form 990-PF, Pg 1, ln 16b</b>	<b>2,100.</b>	<b>1,050.</b>		<b>1,050.</b>

Form 990-PF	Other Professional Fees			Statement 4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment Management Fees	7,906.	7,906.		0.
To Form 990-PF, Pg 1, ln 16c	7,906.	7,906.		0.

Form 990-PF	Taxes			Statement 5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign Taxes	162.	162.		0.
To Form 990-PF, Pg 1, ln 18	162.	162.		0.

Form 990-PF	Other Increases in Net Assets or Fund Balances	Statement 6
Description	Amount	
Unrealized Gain on Securities	70,758.	
Net timing differences, years checks written to withdrawn	1,000.	
Total to Form 990-PF, Part III, line 3	71,758.	

Form 990-PF	Corporate Stock		Statement 7
Description	Book Value	Fair Market Value	
51 shs WMS	7,173.	7,173.	
126 shs GOOG	17,757.	17,757.	
56 shs AMZN	8,509.	8,509.	
66 shs AAPL	12,707.	12,707.	
119 shs ARES	14,151.	14,151.	
10 shs ASML	7,569.	7,569.	
52 shs AVY	10,512.	10,512.	
21 shs BRKB	7,490.	7,490.	
78 shs Tech	6,018.	6,018.	

307 shs AZEK	11,743.	11,743.
185 shs BKR	6,323.	6,323.
42 shs BDK	10,241.	10,241.
64 shs CVX	9,546.	9,546.
82 shs COP	9,518.	9,518.
35 shs STZ	8,461.	8,461.
49 shs DOV	7,537.	7,537.
8 shs FICO	9,312.	9,312.
43 shs FNV	4,765.	4,765.
83 shs GL	10,103.	10,103.
18 shs HD	6,238.	6,238.
58 shs J	7,528.	7,528.
74 shs JPM	12,587.	12,587.
50 shs KEYS	7,955.	7,955.
40 shs MMC	7,579.	7,579.
148 shs MRVL	8,926.	8,926.
17 shs MCK	7,871.	7,871.
5 shs MTD	6,065.	6,065.
78 shs MCHP	7,034.	7,034.
66 shs MFST	24,819.	24,819.
150 shs MDLZ	10,865.	10,865.
12 shs MPWR	7,569.	7,569.
121 shs NVO	12,517.	12,517.
10 shs ORLY	9,501.	9,501.
27 shs PANW	7,962.	7,962.
252 shs PRGO	8,109.	8,109.
86 shs PWR	18,559.	18,559.
87 shs RGA	14,075.	14,075.
46 shs RSG	7,586.	7,586.
9 shs ROP	4,907.	4,907.
68 shs RTX	5,722.	5,722.
141 shs SCI	9,651.	9,651.
17 shs NOW	12,010.	12,010.
43 shs STE	9,454.	9,454.
14 shs TMO	7,431.	7,431.
123 shs TJX	11,539.	11,539.
196 shs UL	9,502.	9,502.
26 shs UNH	13,688.	13,688.
20 shs MTN	4,269.	4,269.
57 shs V	14,840.	14,840.
135 shs WRB	9,547.	9,547.
24 shs ZBRA	6,560.	6,560.
39 shs ZTS	7,697.	7,697.
73 shs CHD	6,903.	6,903.
346 shs FBND	15,930.	15,930.
274 shs FRDM	9,015.	9,015.
28 shs QQQ	11,467.	11,467.
39 shs IJH	10,809.	10,809.
80 shs IVV	38,210.	38,210.
558 shs VEA	26,728.	26,728.
106 shs VT	10,905.	10,905.
137 shs VCSH	10,600.	10,600.
<b>Total to Form 990-PF, Part II, line 10b</b>	<b>640,164.</b>	<b>640,164.</b>

Description	Book Value	Fair Market Value
1460.26 shs BRMSX	14,281.	14,281.
815.733 shs DFEOX	29,415.	29,415.
Total to Form 990-PF, Part II, line 10c	43,696.	43,696.

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
Henry A. Laughlin, III 9 Woodside Lane Freeport, ME 04032	President 1.50	0.	0.	0.
Linda C. Laughlin 9 Woodside Lane Freeport, ME 04032	Vice President/Treasurer 1.50	0.	0.	0.
Norman R. Belanger 9 Woodside Lane Freeport, ME 04032	Clerk 0.25	0.	0.	0.
Adrienne D. Lee 9 Woodside Lane Freeport, ME 04032	Director 0.25	0.	0.	0.
Amanda L. Wood 9 Woodside Lane Freeport, ME 04032	Director 0.25	0.	0.	0.
Totals included on 990-PF, Page 6, Part VII		0.	0.	0.