

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

2018

Department of the Treasury
Internal Revenue Service

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▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

Open to Public Inspection

For calendar year 2018 or tax year beginning , 2018, and ending , 20

Name of foundation MORTON-KELLY CHARITABLE TRUST		A Employer identification number 01-0442078
Number and street (or P.O. box number if mail is not delivered to street address) PO BOX 4510	Room/suite	B Telephone number (see instructions) (207) 775-7271
City or town, state or province, country, and ZIP or foreign postal code PORTLAND, ME 04112		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply:		D 1. Foreign organizations, check here <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust		
<input type="checkbox"/> Other taxable private foundation 04		
Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 17,759,075		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.)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B . . .				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	386,985	386,985		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,187,898			
	b Gross sales price for all assets on line 6a 9,944,774				
	7 Capital gain net income (from Part IV, line 2)	1,707,898			
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	1,574,883	1,574,883			
Operating and Administrative Expenses 2019	13 Compensation of officers, directors, trustees, etc	20,108	2,000		18,108
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) STM107	26,110	13,055		13,055
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) STM109	56,201	56,201		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STM110	11,164	11,164		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	285			285
	22 Printing and publications				
	23 Other expenses (attach schedule) STM103	33,683	32,283		1,400
	24 Total operating and administrative expenses. Add lines 13 through 23	147,551	114,703		32,848
25 Contributions, gifts, grants paid	885,680			885,680	
26 Total expenses and disbursements. Add lines 24 and 25	1,033,231	114,703		918,528	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	541,652				
b Net investment income (if negative, enter -0-)		1,460,180			
c Adjusted net income (if negative, enter -0-)			0		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing	39,909	86,305	86,305
	2	Savings and temporary cash investments	145,609	644,077	644,077
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations (attach schedule)	199,453	88,000	88,000
	b	Investments - corporate stock (attach schedule) STM137	10,105,622	9,895,291	12,382,836
	c	Investments - corporate bonds (attach schedule) STM138	4,406,440	4,609,498	4,557,857
	11	Investments - land, buildings, and equipment basis			
	Less: accumulated depreciation (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule)				
14	Land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule)				
15	Other assets (describe)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	14,897,033	15,323,171	17,759,075	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable	300,000	160,000	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
23	Total liabilities (add lines 17 through 22)	300,000	160,000		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	14,597,033	15,163,171		
30	Total net assets or fund balances (see instructions)	14,597,033	15,163,171		
31	Total liabilities and net assets/fund balances (see instructions)	14,897,033	15,323,171		

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	14,597,033
2	Enter amount from Part I, line 27a	2	541,652
3	Other increases not included in line 2 (itemize) STM115	3	24,486
4	Add lines 1, 2, and 3	4	15,163,171
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,163,171

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	SEE HM PAYSON AND TD AMER RPRTS ATT	P	VARIOUS	VARIOUS
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (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			
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	1,187,898
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	(194,649)

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 doesn't 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))
2017	926,957	18,006,147	0.05148
2016	805,665	16,249,888	0.04958
2015	844,884	16,985,303	0.049742
2014	755,135	17,409,047	0.043376
2013	655,684	12,551,767	0.052238

2	Total of line 1, column (d)	2	0.246416
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0.049283
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	18,994,445
5	Multiply line 4 by line 3	5	936,103
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	14,602
7	Add lines 5 and 6	7	950,705
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	918,528

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

Table with 11 rows and 2 columns. Row 1: Exempt operating foundations... 29,204. Row 2: Domestic foundations... 0. Row 3: All other domestic foundations... 29,204. Row 4: Tax under section 511... 0. Row 5: Add lines 1 and 2... 29,204. Row 6: Subtitle A (income) tax... 0. Row 7: Tax based on investment income... 29,204. Row 8: Credits/Payments... 8,346. Row 9: Total credits and payments... 8,346. Row 10: Tax due... 20,858. Row 11: Overpayment... Refunded.

Part VII-A: Statements Regarding Activities

Table with 10 rows and 3 columns (Yes, No, and an unlabeled column). Row 1a: Did the foundation attempt to influence any national, state, or local legislation... X. Row 1b: Did it spend more than \$100 during the year... X. Row 1c: Did the foundation file Form 1120-POL... X. Row 2: Has the foundation engaged in any activities that have not previously been reported to the IRS... X. Row 3: Has the foundation made any changes, not previously reported to the IRS... X. Row 4a: Did the foundation have unrelated business gross income of \$1,000 or more... X. Row 4b: If "Yes," has it filed a tax return on Form 990-T... X. Row 5: Was there a liquidation, termination, dissolution, or substantial contraction... X. Row 6: Are the requirements of section 508(e) satisfied... X. Row 7: Did the foundation have at least \$5,000 in assets... X. Row 8a: Enter the states to which the foundation reports... ME. Row 8b: If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF... X. Row 9: Is the foundation claiming status as a private operating foundation... X. Row 10: Did any persons become substantial contributors... X.

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Part VII-A: Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions
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
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address WWW.MORTON-KELLY.ORG
14 The books are in care of MICHAEL J QUINLAN Telephone no 207-775-7271
Located at PO BOX 4510, PORTLAND, ME ZIP+4 04112
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year 15
16 At any time during calendar year 2018, 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? 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.

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 X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? X Yes No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X
(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 X
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
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 2018? 1b X 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? Yes No X
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) 2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
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 X
b If "Yes," did it have excess business holdings in 2018 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 2018.) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018? 4b X

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

5a During the year, did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 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 Yes No
Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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? Yes No

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

1 List all officers, directors, trustees, and foundation managers and their compensation. See instructions.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See 990 OFOV JANET HENRY PO BOX 4510, PORTLAND, ME 04112	DIRECTOR 0.75	2,500	0	0
MERTON G HENRY (DECEASED, 4-6-18) PO BOX 4510, PORTLAND, ME 04112	DIRECTOR 0.75	0	0	0
MICHAEL J QUINLAN PO BOX 4510, PORTLAND, ME 04112	SECRETARY, TREA 0.75	0	0	0
MARILYN A LALUMIERE PO BOX 4510, PORTLAND, ME 04112	PRESIDENT AND D 0.75	2,500	0	0

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 0

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	0
2	
3	
4	

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

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

Total. Add lines 1 through 3 ▶

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	18,726,662
b	Average of monthly cash balances	1b	557,039
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	19,283,701
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	19,283,701
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	289,256
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	18,994,445
6	Minimum investment return. Enter 5% of line 5	6	949,722

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	949,722
2a	Tax on investment income for 2018 from Part VI, line 5	2a	29,204
b	Income tax for 2018 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	29,204
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	920,518
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	920,518
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	920,518

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	918,528
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	918,528
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	918,528

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				920,518
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only				
b Total for prior years				
3 Excess distributions carryover, if any, to 2018				
a From 2013	50,489			
b From 2014				
c From 2015	9,725			
d From 2016				
e From 2017	33,637			
f Total of lines 3a through e	93,851			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$				918,528
a Applied to 2017, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2018 distributable amount				918,528
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	1,990			1,990
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	91,861			
b Pnor years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of pnor years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				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)				
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions)	48,499			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	43,362			
10 Analysis of line 9				
a Excess from 2014				
b Excess from 2015	9,725			
c Excess from 2016				
d Excess from 2017	33,637			
e Excess from 2018				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, 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)

	Pnor 3 years				(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the 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))

JOAN M KELLY DECEASED 12-5-12

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

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

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

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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 XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE ATTACHED SCHEDULE				0
Total ► 3a				
b <i>Approved for future payment</i> TOWN OF LIMERICK 350 COMMERCIAL STREET PORTLAND, ME 04101 CHILDREN'S MUSEUM & THEATRE OF MAINE 142 FREE STREET PORTLAND, ME 04101			SUPPORTS UPGRADES AND IMPROVEMETS TO COHEN CENTER SUPPORT CAPITAL CAMPAIGN FOR NEW LOCATION	10,000 150,000
Total ► 3b				160,000

Part XVI-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 (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion 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 .					
4 Dividends and interest from securities			14	386,985	
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	1,187,898	
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)				1,574,883	
13 Total. Add line 12, columns (b), (d), and (e)			13	1,574,883	1,574,883

(See worksheet in line 13 instructions to verify calculations)

Part XVI-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 XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

Part XVII 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

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements

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 No

b If "Yes," complete the following schedule

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.
Signature of officer or trustee: Michael J. Quinlan, Date: 05-16-2019, Title: PRESIDENT AND DIRECTOR

Paid Preparer Use Only
Print/Type preparer's name: Michael J Quinlan
Preparer's signature: [Signature]
Date: 04-20-2019
Check if self-employed: []
PTIN: P01356119
Firm's name: Jensen Baird Gardner & Henry
Firm's address: Ten Free Street, Portland ME 04101
Firm's EIN: 01-0378938
Phone no: 207-775-7271

Federal Supporting Statements

2018 PG01

Name(s) as shown on return

Tax ID Number

MORTON-KELLY CHARITABLE TRUST

01-0442078

**FORM 990PF - PART VIII
COMPENSATION EXPLANATION**

STATEMENT #A05

NAME

ERIK C JORGENSEN

EXPLANATION

TRUSTEE STIPEND AND ADMINISTRATIVE TRUSTEE SERVICES

**FORM 990PF - PART III - LINE 3
OTHER INCREASES SCHEDULE**

PG01
STATEMENT #115

COST ADJ., MISC.	24,486
TOTAL	<u>24,486</u>

FORM 990PF - PART II - LINE 10(A)

PG01
STATEMENT #136

INVESTMENTS: STATE AND LOCAL GOVERNMENT OBLIGATION SCHEDULE

<u>CATEGORY</u>	<u>BOOK VALUE (BOY)</u>	<u>BOOK VALUE (EOY)</u>	<u>FMV (EOY)</u>
PER HM PAYSON/TD AMER	199,453	88,000	88,000
TOTALS	<u>199,453</u>	<u>88,000</u>	<u>88,000</u>

**FORM 990PF - PART II - LINE 10(B)
INVESTMENTS: CORPORATE STOCK SCHEDULE**

PG01
STATEMENT #137

<u>CATEGORY</u>	<u>BOY</u>	<u>BOOK VALUE</u>	<u>EOY FMV</u>
PER H.M. PAYSON REPORT	10,105,622	9,895,291	12,382,836
TOTALS	<u>10,105,622</u>	<u>9,895,291</u>	<u>12,382,836</u>

Federal Supporting Statements

2018 PG01

Name(s) as shown on return

Tax ID Number

MORTON-KELLY CHARITABLE TRUST

01-0442078

FORM 990PF - PART II - LINE 10(C)
INVESTMENTS: CORPORATE BOND SCHEDULE

STATEMENT #138

<u>CATEGORY</u>	<u>BOY</u>	<u>BOOK VALUE</u>	<u>EOY FMV</u>
PER H.M. PAYSON REPORT	<u>4,406,440</u>	<u>4,609,498</u>	<u>4,557,857</u>
TOTALS	<u><u>4,406,440</u></u>	<u><u>4,609,498</u></u>	<u><u>4,557,857</u></u>

Federal Supporting Statements

2018 PG01

Tax ID Number

01-0442078

Name(s) as shown on return

MORTON-KELLY CHARITABLE TRUST

FORM 990PF - PART I - LINE 23 - OTHER EXPENSES SCHEDULE

STATEMENT #103~

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME	CHARITABLE PURPOSE
EXPONENT PHIL. MERSHP	750	500	0	250
MISCELLANEOUS	2,806	2,806	0	0
D&O INS	750	750	0	0
BOND PREMIUM (INC NON-1099)	27,077	27,077	0	0
MAINE PHILANTHRPY CENTR MERSHP	2,300	1,150	0	1,150
TOTALS	33,683	32,283	0	1,400

PG01

STATEMENT #107~

FORM 990PF - PART I - LINE 16(A) - LEGAL FEES SCHEDULE

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME	CHARITABLE PURPOSE
JENSEN BAIRD GARDNER & HENRY	26,110	13,055	0	13,055
TOTALS	26,110	13,055	0	13,055

Federal Supporting Statements

2018 PG01

Tax ID Number

01-0442078

Name(s) as shown on return

MORTON-KELLY CHARITABLE TRUST

FORM 990PF - PART I - LINE 16(C) - OTHER PROFESSIONAL FEES SCHEDULE STATEMENT #109~

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME	CHARITABLE PURPOSE
H.M PAYSON	56,201	56,201	0	0
TOTALS	<u>56,201</u>	<u>56,201</u>	<u>0</u>	<u>0</u>

PG01
STATEMENT #110~

FORM 990PF - PART I - LINE 18 - TAXES SCHEDULE

DESCRIPTION	REVENUE AND EXPENSES	NET INVESTMENT	ADJUSTED NET INCOME	CHARITABLE PURPOSE
IRS ESTIMATED PAYMENTS	7,000	7,000	0	0
FOREIGN TAXES	4,164	4,164	0	0
TOTALS	<u>11,164</u>	<u>11,164</u>	<u>0</u>	<u>0</u>

Federal Supporting Statements**2018 PG01**

Name(s) as shown on return

MORTON-KELLY CHARITABLE TRUST

Your Social Security Number

01-0442078

**FORM 990PF - PART XV - LINE 2
APPLICATION SUBMISSION INFORMATION****GRANT PROGRAM**

GENERAL

APPLICANT NAME

MICHAEL J. QUINLAN

ADDRESS10 FREE STREET
PORTLAND, ME 04101**TELEPHONE**

207-775-7271

EMAIL ADDRESS

MQUINLAN@JBGH.COM

FORM & CONTENT

LETTER REQUESTING GRANT; GENERAL INFORMATION ABOUT ORGANIZATION INCLUDING LIST OF DIRECTORS/TRUSTEES AND FINANCIAL STATEMENT; PURPOSE AND BUDGET FOR GRANT; COPY OF IRS 501(C)(3) DETERMINATION LETTER. SEE WEBSITE, WWW.MORTON-KELLY.ORG FOR ADDITIONAL INFORMATION AND REQUIREMENTS.

SUBMISSION DEADLINE

OCTOBER 1 OF EACH YEAR

RESTRICTIONS ON AWARD

DISCRETION OF BOARD OF DIRECTORS, BUT GENERALLY ENVIRONMENTAL, HISTORICAL, CULTURAL AND EDUCATIONAL ORGANIZATIONS AND ACTIVITIES IN MAINE.

The Morton-Kelly Charitable Trust
 EIN 01-0442078
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 Part XV-Grants Paid

	<i>Organization Name/Address</i>	<i>Purpose</i>	<i>Amount</i>
1.	240 Strings Annette Kraus, Managing Director P.O. Box 10193 Portland, ME 04104	to provide private weekly music instruction and to launch an after school group music education class.	\$5,000
2.	A Climate to Thrive Gary Friedmann, Chair 7 Pine Street Bar Harbor, ME 04609	to support Sustainable MDI service learning programs to achieve energy independence for Mount Desert Island.	\$5,000
3.	A Company of Girls Jennifer Roe, Executive & Artistic Director P.O. Box 7527 Portland, ME 04112	to support after school programs and outreach programming in partnership with the Portland Mentoring Alliance at Portland High School.	\$2,500
4.	Abyssinian Meeting House Kate Knox, P.O. Box 11064 Portland, ME 04104	to assist in Phase IV of the restoration of Abyssinian Meeting House.	\$15,000
5.	Androscoggin Land Trust Marian Claxton, Board Vice President P.O. Box 3145 Auburn, ME 04212	to fund staff time and materials for youth programming designed to monitor and steward the 5,000 acres entrusted to the care of the ALT.	\$10,000
6.	Bangor Symphony Orchestra Sarah S.P. McCarthy, Director of Development P.O. Box 1441 Bangor, ME 04402	to support the "Know Your Orchestra!" voucher program to increase attendance and accessibility by providing reduced ticket pricing.	\$5,000
7.	Bates Dance Festival Shoshona Currier, Executive Director Pettigrew Hall, 305 College Street Lewiston, ME 04240	to support the Bates Dance Festival's artist fees and program delivery costs.	\$5,000

The Morton-Kelly Charitable Trust
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 Part XV-Grants Paid

	<i>Organization Name/Address</i>	<i>Purpose</i>	<i>Amount</i>
8.	Bigelow Laboratory for Ocean Sciences Deborah A. Bronk, Ph.D., President and CEO 60 Bigelow Drive, P.O. Box 380 East Boothbay, ME 04544	to support BLOOM Education initiatives covering costs such as student transportation, chaperones, enhanced teacher toolkits and staffing support to plan and administer the educational offerings.	\$10,000
9.	Brick Store Museum Cynthia Walker, Executive Director 117 Main Street Kennebunk, ME 04043	in support of four projects which will improve access and facilities use and for the long term preservation of the historic building and grounds.	\$5,000
10.	Brunswick-Topsham Land Trust Angela Twitchell, Executive Director 56 Maine Street Brunswick, ME 04011	towards the cost of conserving (through fee acquisition) the Williams properties, 4 key parcels of land totalling 73 acres with 5,600 feet of frontage on the Cathance River.	\$10,000
11.	Cathance River Education Alliance Wendy Van Damme, Executive Director P.O. Box 187 Topsham, ME 04086	to pilot teacher and volunteer training opportunities and resources to deliver environmental education that will cultivate environmental literacy in students.	\$5,000
12.	Center for Maine Contemporary Art Suzette McAvoy, Executive Director 21 Winter Street, P.O. Box 1767 Rockland, ME 04841	to increase educational staffing and resources to meet expanded need.	\$5,000
13.	Children's Museum & Theatre of Maine Suzanne Olson, Executive Director 142 Free Street, P.O. Box 4041 Portland, ME 04101	to provide funding for three new Junior Educator positions.	\$15,000
14.	Coastal Mountains Land Trust Ian Stewart, Executive Director 101 Mt. Battie Street Camden, ME 04843	land conservation and construction of a nine-mile trail circumnavigating Ragged Mountain and linking 20 miles of an existing trail network.	\$10,000

The Morton-Kelly Charitable Trust
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 Part XV-Grants Paid

	<i>Organization Name/Address</i>	<i>Purpose</i>	<i>Amount</i>
15.	Cobscook Community Learning Center Alan Furth, Co-Founder and Development Director 10 Commissary Point Road Trescott, ME 04652	to support general operations focused on securing funding for the remaining two years of the TREE pilot phase launched in three Washington County Elementary schools.	\$10,000
16.	Cultivating Community Craig Lapine, Executive Director P.O. Box 3792 Portland, ME 04104	to support teen programs building agricultural, cooking and leadership competencies, community service and community development skills, and job skills.	\$15,000
17.	Downeast Institute Colleen Haskell, Educational Director P.O. Box 83 Beals, ME 04611	to provide educational opportunities for youth and educators at DEI's research/hatchery facility.	\$15,000
18.	Eastbrook Town House Preservation Committee Diane Collar, Secretary c/o Eastbrook Town Office, 959 Eastbrook Road Eastbrook, ME 04634	funding to install new windows, insulate a sump pump room, repair and weather proof the front door and inside renovations.	\$5,000
19.	Ecology School (The) Drew Dumsch, President & CEO 8 Morris Avenue, Building One Saco, ME 04072	to develop permaculture gardens at River Bend Farm.	\$10,000
20.	Everyman Repertory Theatre (The) Paul Hodgson, Director P.O. Box 938 Rockport, ME 04856	to support the production of Up in Arms, dealing with gun violence in schools.	\$5,000
21.	Friends of Baxter State Park Aaron Megquier, Executive Director P.O. Box 322 Belfast, ME 04915	to expand the Baxter Youth Conservation Corps project for 2019.	\$5,000

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 Part XV-Grants Paid

	<i>Organization Name/Address</i>	<i>Purpose</i>	<i>Amount</i>
22.	Friends of the Cobscook Watershed Cami Wilbert, Education & Outreach Director P.O. Box 5003 Augusta, ME 04332	to support the education goals of the Watershed Science Program which include watershed education and building an environmentally literate public.	\$5,000
23.	Gateway Milbridge Richard Bondurant, Chairperson P.O. Box 62 Milbridge, ME 04658	to support the building fund campaign to rebuild and reopen the Milbridge Theatre as a combined Theatre and Community Arts Center.	\$15,000
24.	Good Shepherd Food Bank of Maine Erin Fogg, Vice President of Development P.O. Box 1807 Auburn, ME 04211	in support of Youth and Family Initiatives school programs serving food-insecure children throughout Maine.	\$10,000
25.	Greater Portland Landmarks Hilary Bassett, Executive Director 93 High Street Portland, ME 04101	to support educational programs and activities in 2019.	\$15,000
26.	Harald Saeverud Music Program/PBSO June Gregory, President P.O. Box 114 Eastport, ME 04631	to purchase (replace) two hammered copper bowl timpani.	\$5,000
27.	Immigrant Legal Advocacy Project (ILAP) Susan Roche, Executive Director 489 Congress Street, 3rd Floor, P.O. Box 17917 Portland, ME 04112	in support of Public Education & Outreach Initiative: offering information on immigration legal issues to Maine's immigrant communities.	\$5,000
28.	Kennebec Estuary Land Trust (KELT) Becky Kolak, KELT Program Director P.O. Box 1128 Bath, ME 04530	to support educational nature-based programs and the KELT Kids Summer Day Camp.	\$5,000

The Morton-Kelly Charitable Trust
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 Part XV-Grants Paid

	<i>Organization Name/Address</i>	<i>Purpose</i>	<i>Amount</i>
29.	Lake Stewards of Maine Scott Williams, Executive Director 24 Maple Hill Road Auburn, ME 04210	to support work objectives including training citizen lake scientists, screen lakes for invasive plants, assessment of watershed threats, training workshops.	\$7,500
30.	Lakes Environmental Association Colin Holme, Executive Director 230 Main Street Bridgton, ME 04009	to fund school field trips and funding for road and parking improvements to the Holt Pond Preserve.	\$8,500
31.	Literacy Volunteers of Bangor Mary Marin Lyon, Executive Director 354 Hogan Road Bangor, ME 04401	to support the New Mainers initiative to recruit more immigrant students, train tutors and provide educational materials.	\$5,000
32.	Loon Echo Land Trust Thom Perkins, Executive Director 8 Depot Street, Suite 4 Bridgton, ME 04009	in conjunction with the Bridgton Historical Society and Sebago Clean Waters to conserve land for public recreation, protection of water, plant and animal habitat and sustainable timber harvesting.	\$10,000
33.	Maine 4-H Foundation Wayne Lobley, Volunteer York Complex #1 Orono, ME 04469	to fund a portion of the Phase One and Phase Two Greener Camp Initiative for the recently purchased Greenland Point Center Youth Conservation Camp in Princeton.	\$10,000
34.	Maine Academy of Modern Music Jeff Shaw, Executive Director 125 Presumpscot Street, Box 14 Portland, ME 04103	to provide scholarships to disadvantaged students in Washington County and Portland area youth.	\$5,000
35.	Maine Appalachian Trail Club, Inc. Holly Sheehan, Coordinator P.O. Box 7564 Portland, ME 04112	to help cover expenses associated with the staffing, outfitting and operation of the Appalachian Trail Ridgerunner Program benefiting hikers as well as plants and wildlife.	\$5,000

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 Part XV-Grants Paid

	<i>Organization Name/Address</i>	<i>Purpose</i>	<i>Amount</i>
36.	Maine Audubon Myra Keeble, Grants Manager 20 Gilsland Farm Road Falmouth, ME 04105	to support environmental education programs.	\$10,000
37.	Maine Center for Coastal Fisheries Paul Anderson, Executive Director P.O. Box 27 - 13 Atlantic Avenue Stonington, ME 04681	to expand the Maine Skippers Program which is designed to engage students from island and Down East communities.	\$10,000
38.	Maine Coast Heritage Trust Tim Glidden, President 1 Bowdoin Mill Island, Suite 201 Topsham, ME 04086	to purchase and maintain a coastal parcel in Southern Maine, Woodward Point, 88 acres with two miles of shore frontage and to maintain as a nature preserve.	\$10,000
39.	Maine Discovery Museum Niles Parker, Executive Director 74 Main Street Bangor, ME 04401	to support Engineering Technology Math Outreach Programming at the museum.	\$10,000
40.	Maine Farmland Trust Amanda Beal, President 97 Main Street Belfast, ME 04915	in support of a land protection project in partnership with the Washburn Norlands Living History Center in Livermore.	\$10,000
41.	Maine Historical Society Stephen Bromage, Executive Director 489 Congress Street Portland, ME 04101	to support implementing key community engagement components including a development of a guide to make the Bicentennial initiative available to Maine communities.	\$20,000
42.	Maine Humanities Council Diane Magras, Director of Development 674 Brighton Avenue Portland, ME 04102	to support expansive programming and a new reading and discussion series.	\$20,000

The Morton-Kelly Charitable Trust
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 Part XV-Grants Paid

	<i>Organization Name/Address</i>	<i>Purpose</i>	<i>Amount</i>
43.	Maine Island Trail Association Jack Phillips, Director of Development 100 Kensington Street, 2nd Floor Portland, ME 04103	to support coast-wide island stewardship programs.	\$5,000
44.	Maine Jewish Film Festival Barbara Merson, Executive Director P.O. Box 7465 Portland, ME 04112	to create programs featuring films of women and girls who have made a difference in their communities to be presented free of charge at film festival locations in Portland and Lewiston.	\$5,000
45.	Maine Maritime Museum Amy Lent, Executive Director 243 Washington Street Bath, ME 04530	in support of the First Impressions project, the complete redesign of the five-acre front entrance, parking areas and waterfront.	\$10,000
46.	Maine Preservation Greg Paxton, Executive Director 233 West Main Street Yarmouth, ME 04096	to help fund the rehabilitation of 25-27 Erchles Street in the historic Strathglass Park neighborhood in Rumford.	\$10,000
47.	Maine Seacoast Mission Scott Planting, President 127 West Street Bar Harbor, ME 04609	to help with the staffing and materials needed for experiential learning in science.	\$10,000
48.	Margaret Chase Smith Foundation Quinlan Michael, P.O. Box 4510 Portland, ME 04112		\$25,000
49.	Margaret Chase Smith Policy Center Amy Blackstone, Director, Maine New Leadership 5784 York Complex, Bldg. #4 Orono, ME 04469	to support the 2019 Maine National Education for Women (NEW) Leadership Institute.	\$10,000

The Morton-Kelly Charitable Trust
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 Part XV-Grants Paid

	<i>Organization Name/Address</i>	<i>Purpose</i>	<i>Amount</i>
50.	Midcoast Literacy Donald L. Lader, Jr., Executive Director 34 Wing Farm Parkway Bath, ME 04530	to support and increase the capacity of adult and family literacy services.	\$5,000
51.	Monhegan Museum of Art & History Jennifer Pye, Chief Curator 1 Lighthouse Hill Monhegan, ME 04852	to support building an online collections database involving website rebuild; creation of online searchable database; photograph equipment upgrade; housing, digitizing and cataloging inventory.	\$13,680
52.	Northeast Historic Film David S. Weiss, Executive Director P.O. Box 900 Bucksport, ME 04416	to perform necessary repairs to film vaults.	\$10,000
53.	Northern Forest Center Rob Riley, President 131 Ocean Street South Portland, ME 04106	to support the Maine West Education Innovation Initiative dedicated to strengthening local economies and vitality in forest-based communities.	\$5,000
54.	Ogunquit Museum of American Art Jamie O'Brien, Advancement and Development Manager P.O. Box 815 - 543 Shore Road Ogunquit, ME 03907	to upgrade outdated computers and network and business software to better serve community members and visitors.	\$5,000
55.	Olympia Snow Women's Leadership Institute Kristina W. Jenkins, Director of Philanthropy One Canal Plaza, Suite 501 Portland, ME 04101	to underwrite operating expenses for the 2018/19 academic year.	\$10,000

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 Part XV-Grants Paid

	<i>Organization Name/Address</i>	<i>Purpose</i>	<i>Amount</i>
56.	Opera Maine Caroline Musica Koelker, Executive Director P.O. Box 7733 Portland, ME 04112	to support the presentation of "Bravo Opera Maine!" exhibition in the Lewis Gallery of the Portland Public Library.	\$5,000
57.	Oratorio Chorale Lucie G. Teegarden, P.O. Box 712 Brunswick, ME 04011	to support the Chorale's recent growth in membership, programs and outreach.	\$5,000
58.	OUT Maine Jeanne Dooley, Executive Director P.O. Box 1723 Rockland, ME 04841	to partially fund a pilot program which would offer a weekend at Haystack Mountain School of Crafts' to 70 LGBTQ high school students.	\$5,000
59.	Pejepscot Historical Society Larissa Vigue Picard, Executive Director 159 Park Row Brunswick, ME 04011	to fund restoration and preservation of the exterior of the Joshua L. Chamberlain Museum.	\$10,000
60.	Portland Chamber Music Festival Alice Kornhauser, P.O. Box 15385 Portland, ME 04112	to pilot an extended residency program and raise awareness for longstanding accessibility initiatives.	\$5,000
61.	Portland Museum of Art Kate Burch, Institutional Giving Manager Seven Congress Square Portland, ME 04101	to support the research, development and planning phase of the Winslow Homer Studio reinterpretation project.	\$20,000

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 Part XV-Grants Paid

	<i>Organization Name/Address</i>	<i>Purpose</i>	<i>Amount</i>
62.	Portland Stage Anita Stewart, Executive & Artistic Director P.O. Box 1458 Portland, ME 04104	to support an educational initiative to promote literacy for students K-4 through performances of children's books and interactive classroom workshops.	\$10,000
63.	Portland Symphony Orchestra Leah Robertson, PSO Director of Development 50 Monument Square, 2nd floor Portland, ME 04101	to support the PSO's 2018-19 season of youth education programs.	\$10,000
64.	Preble Street Donna J. Yellen, MSW, Acting Executive Director 38 Preble Street Portland, ME 04101	general operating support for Preble Street social work programs.	\$25,000
65.	Range Light Keepers Michael Kreindler, President 58 Iron Mine Road Arrowsic, ME 04530	to support the restoration of the only remaining example in Maine of a lighthouse type known as "range lights".	\$10,000
66.	Rangeley Friends of the Arts Valerie Zapolsky, President P.O. Box 333 Rangeley, ME 04970	to subsidize the cost of other local non-profits and civic organizations renting out their auditorium.	\$5,000
67.	Readfield Union Meeting House Company John Perry, President P.O. Box 451 Readfield, ME 04355	to provide an electrical system upgrade to the Meeting House.	\$4,000

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 Part XV-Grants Paid

	<i>Organization Name/Address</i>	<i>Purpose</i>	<i>Amount</i>
68.	Scarborough Land Trust Rich Bard, Executive Director P.O. Box 1237 Scarborough, ME 04070	to upgrade hiking trails and increase capacity to manage the land.	\$10,000
69.	Schoodic Arts for All Mary Laury, Executive Director 427 Main Street, P.O. Box 174 Winter Harbor, ME 04693	to supplement the cost of program delivery.	\$15,000
70.	Somali Bantu Community Assistance Assoc of Lewisto Muhidin Libah, Executive Director 145 Pierce Street, Suite 101 Lewiston, ME 04240	to provide an annual stipend for three educational facilitators supporting year round arts and literacy programs.	\$5,000
71.	Spaulding Memorial Library Claudia D. Lowe, Board President P.O. Box 300 Sebago, ME 04029	to fund a concept design for future expansion.	\$6,000
72.	Tear Cap Workshops Sarah Banks, Administrative Director 22 Hampshire Street Hiram, ME 04041	to fund a sustainable heating system in the Community Woodworking Shop.	\$10,000
73.	Telling Room (The) Sarah Schneider, Development Director 225 Commercial Street, Suite 201 Portland, ME 04101	in support of 2018-19 Anthology Project a yearlong writing and art project engaging over 2,500 students.	\$6,000

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 Part XV-Grants Paid

	<i>Organization Name/Address</i>	<i>Purpose</i>	<i>Amount</i>
74.	Troy Union Church Norma Rossel, 479 Bangor Road Troy, ME 04987	exterior tower restoration.	\$10,000
75.	Trust for Public Land (The) Randi Hogan, New England Director of Philanthropy 30 Danforth Street Portland, ME 04101	to create Sebago Community Forest by acquiring and permanently protecting 1,417 acres.	\$5,000
76.	University of Maine Liam Riordan, Professor of History 5774 Stevens Hall, Room 255 Orono, ME 04469	to support the Maine Statehood and Bicentennial Conference at the University of Maine.	\$10,000
77.	University of New England Claire F. Hammen, Director of Development 716 Stevens Avenue Portland, ME 04103	to support the School of Marine Programs' student-led, long-term ecosystem monitoring project.	\$7,500
78.	University of Southern Maine Foundation Ainsley Newman Wallace, President P.O. Box 9300 Portland, ME 04101	in support of the Promise Scholarship Program which targets low income and the first in their families to attend college.	\$5,000
79.	Waldo Theatre Janet McMahon, President P.O. Box 587 Waldoboro, ME 04572	to support the first phase of restoration of the Waldo Theatre restoration project.	\$10,000

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 2018 IRS Form 990-PF
 Part XV-Grants Paid

	<i>Organization Name/Address</i>	<i>Purpose</i>	<i>Amount</i>
80.	Waterfall Arts Martha Piscuskas, Executive Director 256 High Street Belfast, ME 04915	funding for 2019 programming.	\$10,000
81.	Watts Hall Community Players Eliza Bailey, Director 62 Water Street Thomaston, ME 04861	to install a new air conditioning/heating system in Watts Hall.	\$5,000
82.	Woman's Literary Union of Androscoggin County Bill Hamilton, Project Manager 19 Elm Street Auburn, ME 04210	to support restoration of The Foss Mansion, funds will be specifically used for the window restoration project.	\$10,000
83.	Gulf of Maine Research Institute 350 Commercial Street Portland, ME 04101	Second of two installments to help fund improvements to the Cohen Center for Interactive Learning.	\$100,000
84.	Children's Museum and Theatre of Maine 142 Free Street Portland, ME 04101	Second of five installments to help fund the costs of a new building.	\$50,000
85.		TOTAL GRANTS	\$885,680.00

Foundation status of all grant recipients is either 501(c)(3) public charity or exempt governmental entity.