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Form **990-EZ****Short Form**
Return of Organization Exempt From Income Tax

OMB No 1545-1150

2008Department of the Treasury
Internal Revenue Service**Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code**
(except black lung benefit trust or private foundation)

▶ Sponsoring organizations of donor advised funds and controlling organizations as defined in section 512(b)(13) must file Form 990. All other organizations with gross receipts less than \$1,000,000 and total assets less than \$2,500,000 at the end of the year may use this form.

▶ The organization may have to use a copy of this return to satisfy state reporting requirements

Open to Public Inspection**A For the 2008 calendar year, or tax year beginning , 2008, and ending ,**

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Termination <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Please use IRS label or print or type. See Specific Instructions. MAINE GROCERS ASSOCIATION P O BOX 190 HALLOWELL, ME 04347-0190	D Employer identification number 01-0165097
		E Telephone number (207) 622-4461
		F Group Exemption Number

• Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

G Accounting method ☐ Cash ☒ Accrual
Other (specify) ▶**I** Website: ▶ MAINEGROCERS.ORG**H** Check ☐ if the organization is not required to attach Schedule B (Form 990, 990-EZ, or 990-PF)**J** Organization type (check only one) — ☒ 501(c) (06) (insert no) 4947(a)(1) or 527**K** Check ☐ if the organization is not a section 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A return is not required, but if the organization chooses to file a return, be sure to file a complete return.**L** Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts, if \$1,000,000 or more, file Form 990 instead of Form 990-EZ. ▶ \$ 187,140.**Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances** (See the instructions for Part I.)

1 Contributions, gifts, grants, and similar amounts received	1	50,595.
2 Program service revenue including government fees and contracts	2	26,780.
3 Membership dues and assessments	3	57,830.
4 Investment income	4	744.
5a Gross amount from sale of assets other than inventory	5a	
b Less: cost or other basis and sales expenses	5b	
c Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a) (att sch)	5c	
6 Special events and activities (complete applicable parts of Schedule G) If any amount is from gaming, check here <input type="checkbox"/>		
a Gross revenue (not including of of contributions reported on line 1)	6a	29,215.
b Less: direct expenses other than fundraising expenses	6b	10,548.
c Net income or (loss) from special events and activities (Subtract line 6b from line 6a)	6c	18,667.
7a Gross sales of inventory, less returns and allowances	7a	
b Less: cost of goods sold	7b	
c Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a)	7c	
8 Other revenue (describe ▶ SEE STATEMENT 1)	8	21,976.
9 Total revenue (add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8)	9	176,592.
10 Grants and similar amounts paid (attach schedule) SEE STATEMENT 2	10	5,000.
11 Benefits paid to or for members	11	
12 Salaries, other compensation, and employee benefits	12	55,000.
13 Professional fees and other payments to independent contractors	13	8,810.
14 Occupancy, rent, utilities, and maintenance	14	
15 Printing, publications, postage, and shipping	15	6,221.
16 Other expenses (describe ▶ SEE STATEMENT 3)	16	99,377.
17 Total expenses (add lines 10 through 16)	17	174,408.
18 Excess or (deficit) for the year (Subtract line 17 from line 9)	18	2,184.
19 Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return)	19	11,090.
20 Other changes in net assets or fund balances (attach explanation)	20	
21 Net assets or fund balances at end of year Combine lines 18 through 20	21	13,274.

Part II Balance Sheets. If Total assets on line 25, column (B) are \$2,500,000 or more, file Form 990 instead of Form 990-EZ

(See the instructions for Part II.)

	(A) Beginning of year	(B) End of year
22 Cash, savings, and investments	38,181.	22 18,225.
23 Land and buildings		23
24 Other assets (describe ▶ SEE STATEMENT 4)	12,881.	24 24,425.
25 Total assets	51,062.	25 42,650.
26 Total liabilities (describe ▶ SEE STATEMENT 5)	39,972.	26 29,376.
27 Net assets or fund balances (line 27 of column (B) must agree with line 21)	11,090.	27 13,274.

BAA For Privacy Act and Paperwork Reduction Act Notice, see the instructions for Form 990.Form **990-EZ** (2008)

56

Part III	Statement of Program Service Accomplishments (See the instructions.)
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Expenses

What is the organization's primary exempt purpose? TO PROMOTE THE GROCERY INDUSTRY IN MAINE

Describe what was achieved in carrying out the organization's exempt purposes. In a clear and concise manner, describe the services provided, the number of persons benefited, or other relevant information for each program title.

(Required for 501(c)(3) and (4) organizations and 4947(a)(1) trusts, optional for others)

28 CONDUCTING CONVENTIONS, BANQUETS, AND OTHER ACTIVITIES PROMOTING
THE GROCERY BUSINESS IN MAINE.

(Grants \$) If this amount includes foreign grants, check here.

28 a	57,662.
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29

(Grants \$) If this amount includes foreign grants, check here.

29 a

30

(Grants \$ _____) If this amount includes foreign grants, check here.

30 a

31 Other program services (attach schedule)

(Grants \$) If this amount includes foreign grants, check here.

31 a

32 Total program service expenses (add lines 28a through 31a)

32	57,662.
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Part IV	List of Officers, Directors, Trustees, and Key Employees. (List each one even if not compensated See the instrs)
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[illegible]

Part V Other Information (Note the statement requirement in General Instruction V.)

	Yes	No
33 Did the organization engage in any activity not previously reported to the IRS? If 'Yes,' attach a detailed description of each activity		X
34 Were any changes made to the organizing or governing documents but not reported to the IRS? If 'Yes,' attach a conformed copy of the changes.	X	
35 If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but not reported on Form 990-T, attach a statement explaining your reason for not reporting the income on Form 990-T		
a Did the organization have unrelated business gross income of \$1,000 or more or 6033(e) notice, reporting, and proxy tax requirements?	X	
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	X	
36 Was there a liquidation, dissolution, termination, or substantial contraction during the year? If 'Yes,' complete applicable parts of Schedule N		X
37a Enter amount of political expenditures, direct or indirect, as described in the instructions ▶ 37a 0.		
b Did the organization file Form 1120-POL for this year?		X
38a Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still unpaid at the start of the period covered by this return?		X
b If 'Yes,' complete Schedule L, Part II and enter the total amount involved 38b N/A		
39 501(c)(7) organizations Enter		
a Initiation fees and capital contributions included on line 9 39a N/A		
b Gross receipts, included on line 9, for public use of club facilities 39b N/A		
40a 501(c)(3) organizations Enter amount of tax imposed on the organization during the year under section 4911 ▶ <u>N/A</u> ; section 4912 ▶ <u>N/A</u> , section 4955 ▶ <u>N/A</u>		
b 501(c)(3) and (4) organizations Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If 'Yes,' complete Schedule L, Part I 40b		
c Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ▶ 0.		
d Enter amount of tax on line 40c reimbursed by the organization ▶ 0.		
e All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If 'Yes,' complete Form 8886-T 40e		X
41 List the states with which a copy of this return is filed ▶ <u>NONE</u>		

42a The books are in care of ▶ MAINE GROCERS ASSOCIATION Telephone no. ▶ (207) 622-4461
 Located at ▶ P O BOX 190 HALLOWELL ME ZIP + 4 ▶ 04347-0190

b At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)?
 If 'Yes,' enter the name of the foreign country ▶ _____

	Yes	No
42b		X
42c		X

See the instructions for exceptions and filing requirements for **Form TD F 90-22.1, Report of a Foreign Bank and Financial Accounts**.

c At any time during the calendar year, did the organization maintain an office outside of the U S ?
 If 'Yes,' enter the name of the foreign country ▶ _____

43 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of **Form 1041** — Check here and enter the amount of tax-exempt interest received or accrued during the tax year ▶ ☐ N/A
43 N/A

	Yes	No
44 Did the organization maintain any donor advised funds? If 'Yes,' Form 990 must be completed instead of Form 990-EZ		X
45 Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? If 'Yes,' Form 990 must be completed instead of Form 990-EZ		X

SCHEDULE C
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

For Organizations Exempt From Income Tax Under section 501(c) and section 527

► **To be completed by organizations described below.**

► **Attach to Form 990 or Form 990-EZ.**

OMB No 1545-0047

2008

**Open to Public
Inspection**

If the organization answered 'Yes,' to Form 990, Part IV, line 3, or Form 990-EZ, Part VI, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: complete Part I-A only.

If the organization answered 'Yes,' to Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)). Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered 'Yes,' to Form 990, Part IV, line 5 (Proxy Tax), then

- Section 501(c)(4), (5), or (6) organizations Complete Part III.

Name of organization

MAINE GROCERS ASSOCIATION

Employer identification number

01-0165097

Part I-A To be completed by all organizations exempt under section 501(c) and section 527 organizations.
See the instructions for Schedule C for details.

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.
- 2 Political expenditures ► \$
- 3 Volunteer hours.

Part I-B To be completed by all organizations exempt under section 501(c)(3).
See the instructions for Schedule C for details.

- 1 Enter the amount of any excise tax incurred by the organization under section 4955 ► \$
- 2 Enter the amount of any excise tax incurred by organization managers under section 4955 ► \$
- 3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year?
☐ Yes ☐ No
- 4a Was a correction made?
b If 'Yes,' describe in Part IV ☐ Yes ☒ No

Part I-C To be completed by all organizations exempt under section 501(c), except section 501(c)(3).
See the instructions for Schedule C for details.

- 1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ► \$
- 2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ► \$
- 3 Total of direct and indirect exempt function expenditures. Add lines 1 and 2 and enter here and on Form 1120-POL, line 17b ► \$
- 4 Did the filing organization file **Form 1120-POL** for this year? ☐ Yes ☒ No
- 5 State the names, addresses and employer identification number (EIN) of all section 527 political organizations to which payments were made. Enter the amount paid and indicate if the amount was paid from the filing organization's funds or were political contributions received and promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's own internal funds. If none, enter -0-	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-

BAA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule C (Form 990 or 990-EZ) 2008

Part II-A To be completed by organizations exempt under section 501(c)(3) that filed Form 5768 (election under section 501(h)). See the instructions for Schedule C for details.

- A** Check ☐ if the filing organization belongs to an affiliated group
- B** Check ☐ if the filing organization checked box A and 'limited control' provisions apply

Limits on Lobbying Expenditures – (The term 'expenditures' means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals
1 a Total lobbying expenditures to influence public opinion (grass roots lobbying)			
b Total lobbying expenditures to influence a legislative body (direct lobbying)			
c Total lobbying expenditures (add lines 1a and 1b)			
d Other exempt purpose expenditures			
e Total exempt purpose expenditures (add lines 1c and 1d)			
f Lobbying nontaxable amount. Enter the amount from the following table in both columns			
<p>If the amount on line 1e, column (a) or (b) is: The lobbying nontaxable amount is</p> <p>Not over \$500,000 20% of the amount on line 1e.</p> <p>Over \$500,000 but not over \$1,000,000 \$100,000 plus 15% of the excess over \$500,000.</p> <p>Over \$1,000,000 but not over \$1,500,000 \$175,000 plus 10% of the excess over \$1,000,000.</p> <p>Over \$1,500,000 but not over \$17,000,000 \$225,000 plus 5% of the excess over \$1,500,000.</p> <p>Over \$17,000,000 \$1,000,000</p>			
g Grassroots nontaxable amount (enter 25% of line 1f)			
h Subtract line 1g from line 1a. Enter -0- if line g is more than line a			
i Subtract line 1f from line 1c. Enter -0- if line f is more than line c			
j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?			<input type="checkbox"/> Yes <input type="checkbox"/> No

4-Year Averaging Period Under Section 501(h)
 (Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 2a through 2f.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) Total
2 a Lobbying non-taxable amount					
b Lobbying ceiling amount (150% of line 2a, column (e))					
c Total lobbying expenditures					
d Grassroots non-taxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

BAA

Schedule C (Form 990 or 990-EZ) 2008

Part II-B To be completed by organizations exempt under section 501(c)(3) that have NOT filed Form 5768 (election under section 501(h)). See the instructions for Schedule C for details.

	(a)		(b)
	Yes	No	Amount
1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of			
a Volunteers?			
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?			
c Media advertisements?			
d Mailings to members, legislators, or the public?			
e Publications, or published or broadcast statements?			
f Grants to other organizations for lobbying purposes?			
g Direct contact with legislators, their staffs, government officials, or a legislative body?			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means?			
i Other activities? If 'Yes,' describe in Part IV			
j Total lines 1c through 1i			
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?			
b If 'Yes,' enter the amount of any tax incurred under section 4912			
c If 'Yes,' enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A To be completed by all organizations exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6). See the instructions for Schedule C for details.

	Yes	No
1 Were substantially all (90% or more) dues received nondeductible by members?		X
2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?		X
3 Did the organization agree to carryover lobbying and political expenditures from the prior year?	X	

Part III-B To be completed by all organizations exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) if BOTH Part III-A, questions 1 and 2 are answered 'No' OR if Part III-A, question 3 is answered 'Yes.' See Schedule C Instructions for details.

1 Dues, assessments and similar amounts from members	1	57,830.
2 Section 162(e) non-deductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).		
a Current year	2a	3,475.
b Carryover from last year	2b	-3,740.
c Total	2c	-265.
3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	5,783.
4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	0.
5 Taxable amount of lobbying and political expenditures (line 2c total minus 3 and 4)	5	0.

Part IV Supplemental Information

Complete this part to provide the descriptions required for Part I-A, line 1, Part I-B, line 4, Part I-C, line 5, and Part II-B, line 1i. Also, complete this part for any additional information.

Part IV	Supplemental Information <i>(continued)</i>
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[illegible]

Department of the Treasury
Internal Revenue Service

► Must be completed by organizations that answer 'Yes' to Form 990, Part IV, lines 17, 18, or 19, and by organizations that enter more than \$15,000 on Form 990-EZ, line 6a.

OMB No. 1545-0047

2008

Open to Public Inspection

Name of the organization

MAINE GROCERS ASSOCIATION

Employer identification number

01-0165097

Part I	Fundraising Activities. Complete if the organization answered 'Yes' to Form 990, Part IV, line 17.
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1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- | | | | |
|--------------------------|-------------------------|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Mail solicitations | <input type="checkbox"/> | Solicitation of non-government grants |
| <input type="checkbox"/> | Email solicitations | <input type="checkbox"/> | Solicitation of government grants |
| <input type="checkbox"/> | Phone solicitations | <input type="checkbox"/> | Special fundraising events |
| <input type="checkbox"/> | In-person solicitations | | |

2a Did the organization have written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services?

☐ Yes ☐ No

b If 'Yes,' list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization. Form 990EZ filers are not required to complete this table.

(i) Name of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
Total						

3 List all states in which the organization is registered or licensed to solicit funds or has been notified it is exempt from registration or licensing

Part II Fundraising Events. Complete if the organization answered 'Yes' to Form 990, Part IV, line 18, or reported more than \$15,000 on Form 990-EZ, line 6a. List events with gross receipts greater than \$5,000.

REVENUE		(a) Event #1	(b) Event #2	(c) Other Events	(d) Total Events
		SPRING ISSUES (event type)	GOLF TOURNAMEN (event type)	(total number)	(Add col (a) through col (c))
	1 Gross receipts	16,500.	12,715.		29,215.
	2 Less Charitable contributions				
	3 Gross revenue (line 1 minus line 2)	16,500.	12,715.		29,215.
DIRECT EXPENSES	4 Cash prizes				
	5 Non-cash prizes				
	6 Rent/facility costs				
	7 Other direct expenses	2,004.	8,544.		10,548.
	8 Direct expense summary. Add lines 4- through 7 in column (d)				10,548.
	9 Net income summary. Combine lines 3 and 8 in column (d)				18,667.

Part III Gaming. Complete if the organization answered 'Yes' to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

REVENUE		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming
					(Add col (a) through col (c))
	1 Gross revenue				
DIRECT EXPENSES	2 Cash prizes				
	3 Non-cash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	
	7 Direct expense summary. Add lines 2 through 5 in column (d)				
	8 Net gaming income summary. Combine lines 1 and 7 in column (d)				

9 Enter the state(s) in which the organization operates gaming activities _____

a Is the organization licensed to operate gaming activities in each of these states?

b If 'No,' Explain _____

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?

b If 'Yes,' Explain _____

11 Does the organization operate gaming activities with nonmembers?

12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming?

	YES	NO
9a		
10a		
11		
12		

13 Indicate the percentage of gaming activity operated in:**a** The organization's facility**13a** %**b** An outside facility**13b** %**14** Provide the name and address of the person who prepares the organization's gaming/special events books and records

Name ▶ _____

Address ▶ _____

15a Does the organization have a contact with a third party from whom the organization receives gaming revenue?**15a****b** If 'Yes,' enter the amount of gaming revenue received by the organization \$ _____ and the amount of gaming revenue retained by the third party \$ _____**c** If 'Yes,' enter name and address:

Name ▶ _____

Address ▶ _____

16 Gaming manager information

Name ▶ _____

Gaming manager compensation ▶ \$ _____

Description of services provided ▶ _____

☐ Director/officer☐ Employee☐ Independent contractor**17** Mandatory distributions**a** Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license?**17a****b** Enter the amount of distributions required under state law distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ _____

STATEMENT 1
FORM 990-EZ, PART I, LINE 8
OTHER REVENUE

WEBSITE	\$	6,000.
REFERRAL PROGRAMS		5,143.
DIRECTORY ADV INCOME		10,833.
TOTAL	\$	<u>21,976.</u>

STATEMENT 2
FORM 990-EZ, PART I, LINE 10
GRANTS AND SIMILAR AMOUNTS PAID

CLASS OF ACTIVITY:	COLLEGE	
DONEE'S NAME:	FIVE PEOPLE	
CASH AMOUNT GIVEN:		\$ 5,000.

STATEMENT 3
FORM 990-EZ, PART I, LINE 16
OTHER EXPENSES

BANK CHARGES	\$	308.
CONFERENCES, CONVENTIONS, AND MEETINGS		25,174.
DIRECTORY		9,293.
DUES & SUBSCRIPTIONS		759.
LIABILITY INSURANCE		5,152.
MANAGEMENT FEE		55,334.
MISCELLANEOUS		1,719.
OFFICE EXPENSES		253.
TELEPHONE		1,385.
TOTAL	\$	<u>99,377.</u>

STATEMENT 4
FORM 990-EZ, PART II, LINE 24
OTHER ASSETS

	<u>BEGINNING</u>	<u>ENDING</u>
ACCOUNTS RECEIVABLE	\$ 2,840.	\$ 21,530.
PREPAID EXPENSES AND DEFERRED CHARGES	10,041.	2,895.
TOTAL	\$ <u>12,881.</u>	\$ <u>24,425.</u>

STATEMENT 5
FORM 990-EZ, PART II, LINE 26
TOTAL LIABILITIES

	<u>BEGINNING</u>	<u>ENDING</u>
ACCOUNTS PAYABLE AND ACCRUED EXPENSES	\$ 15,717.	\$ 17,466.
DEFERRED REVENUE	24,255.	11,910.
TOTAL	\$ <u>39,972.</u>	\$ <u>29,376.</u>

MAINE GROCERS ASSOCIATION

01-0165097

STATEMENT 6
FORM 990-EZ, PART IV
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN- SATION</u>	<u>CONTRI- BUTION TO EBP & DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
DAREN HACHEY MISTER MARKET,	DIRECTOR 0	\$ 0.	\$ 0.	\$ 0.
CRAIG PARADIS PARADIS FAMILY SHOP N',	DIRECTOR 0	0.	0.	0.
W. SCOTT CARLIN WSC, INC.,	DIRECTOR 0	0.	0.	0.
DANA EDWARDS EDWARDS FAMILY SHOP 'N,	DIRECTOR 0	0.	0.	0.
KEITH CANNING PINE STATE TRADING CO.,	DIRECTOR 0	0.	0.	0.
KIM MURPHY TRENTON MARKETPLACE,	DIRECTOR 0	0.	0.	0.
STEVE PATT C&S WHOLESALE GROCER,	DIRECTOR 0	0.	0.	0.
BILL BOUTIN COCA COLA BOTTLING,	DIRECTOR 0	0.	0.	0.
KIM BRACKETT BRACKETT'S MARKET,	DIRECTOR 0	0.	0.	0.
CATHY CALLAHAN ASSOC. GROCERS OF ME,	DIRECTOR 0	0.	0.	0.
BARBARA DAVIDSON CARVER'S HARBOR MARKET,	PRESIDENT 0	0.	0.	0.
MARK DAVIS PEPSI BOTTLING,	DIRECTOR 0	0.	0.	0.

MAINE GROCERS ASSOCIATION

01-0165097

STATEMENT 6 (CONTINUED)
 FORM 990-EZ, PART IV
 LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
JOHN ECONOMY	DIRECTOR	\$ 0.	\$ 0.	\$ 0.
GARELICK FARMS,	0			
GREG RAND	DIRECTOR	0.	0.	0.
OAKHURST DAIRY,	0			
SANFORD GOODWIN	DIRECTOR	0.	0.	0.
DICK'S MARKET,	0			
ROBERT WENTWORTH	DIRECTOR	0.	0.	0.
RANGELEY IGA,	0			
LEO OUELLETTE	TREASURER	0.	0.	0.
SHAW'S SUPERMARKETS,	0			
TROY PLUMMER	1ST VP	0.	0.	0.
P.W. PLUMMER & SONS,	0			
JIM RINES	DIRECTOR	0.	0.	0.
U.S. SMOKELESS TOBACCO,	0			
STEVE CULVER	2ND VP	0.	0.	0.
HANNAFORD BROS,	0			
SEAN THOMAS	DIRECTOR	0.	0.	0.
PHILIP MORRIS MGT.,	0			
MARY-JO TOZIER	DIRECTOR	0.	0.	0.
TOZIER'S MARKET,	0			
DAN BROCK	DIRECTOR	0.	0.	0.
BOZZUTO'S,	0			
MIKE VIOLETTE	DIRECTOR	0.	0.	0.
AG OF NEW ENGLAND,	0			

MAINE GROCERS ASSOCIATION

01-0165097

STATEMENT 6 (CONTINUED)
FORM 990-EZ, PART IV
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN- SATION</u>	<u>CONTRI- BUTION TO EBP & DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
SHELLEY DOAK MAINE TOMORROW, INC.,	EXECUTIVE DIREC 40.00	\$ 55,000.	\$ 0.	\$ 0.
	TOTAL	<u>\$ 55,000.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

**MAINE GROCERS ASSOCIATION
CORPORATE BY-LAWS AS
AMENDED EFFECTIVE OCTOBER 10, 2008**

ARTICLE I

The name of this association shall be the Maine Grocers Association (the "Association").

ARTICLE II

Section 1.

The objects of the Association are to maintain a high standard of integrity and efficiency in the conduct of the retail food business, to foster and promote the welfare of such business and to disseminate useful information in the best interest of good retailers and the public, and to do any and all things necessary, suitable and proper for the accomplishment of the purposes herein set forth and for the social, educational, literary and scientific advancement of its membership. The Association has been organized and shall be operated as a "business league" within the meaning of §501(c)(6) of the Internal Revenue Code of 1986 as that Code may be amended from time to time. As such, it has not been organized for profit and no part of its net earnings shall inure to the benefit of its Members or any private individual; provided, however, that nothing herein shall be construed to prevent it from providing reasonable compensation to those furnishing goods or services to it or on its behalf. In furtherance of the aforementioned purposes, the purposes for which the Association is organized and shall exist shall include all purposes not inconsistent with the foregoing permitted by law that are not otherwise limited by the Articles of Incorporation or by the Bylaws, including, but not by way of limitation, the promotion of the common business interests of its Members.

Section 2.

The Association is not organized for profit and no profit from its operation shall at any time inure to the benefit of any member or individual.

Section 3.

The Association shall become a member of the National Grocers Association and shall remit dues as may be properly assessed annually. This Association shall participate in the exchange of trade services with the Food Marketing Institute and the National Association of Convenience Stores.

ARTICLE III

Section 1.

Regular membership in the Association shall be persons, firms or associations with established places of business, engaged in the retail selling of foods and other such commodities as are usually sold in retail food stores. Annual dues shall be determined by the Board of Directors, payable in advance for one year on acceptance of application. The Board of Directors shall have

final approval in acceptance of new members. Regular Members representing one or more stores under central ownership shall have one vote.

Section 2.

Manufacturers, Wholesalers, Brokers and others connected with the food industry, who are desirous of receiving the services of the Association, may be admitted as Associate Members on payment of annual dues as shall be determined by the Board of Directors. Associate Members shall have voting privileges.

Section 3.

Regular and Associate Members shall be entitled to one vote on any matter submitted to the Members of the Association for approval. These voting rights include:

- A. The election of Directors;
- B. The removal of Directors;
- C. The change of the number of Directors constituting the Board of Directors within the limitations prescribed herein;
- D. The amendment, restatement or modification of the Articles of Incorporation or Bylaws of the Association by two-thirds' vote comprised of both the Regular and Associate Members; and
- E. Any other matter that the Directors submit to the Members for approval.

ARTICLE IV

There shall be an annual meeting or convention of the Association, held at a time ordered by the Board of Directors, for receiving annual reports of the officers, for election of members to the Board of Directors, for discussing subjects of timely interest to the membership and for the transaction of other business. Each Regular and Associate Member present at such meeting or convention and in good standing shall have one vote. Roberts Rules of Order shall govern all debates, when not in conflict with these by-laws.

ARTICLE V

Section 1.

There shall be at least 3 and no more than 36 directors on the Board of Directors. The Board of Directors shall consist of up to 21 individuals who are or represent Regular Members (as defined in Article III, Section 1), six of whom shall be elected by the Members each year and shall serve a term of three years and one of whom shall be the Immediate Past President of the Association who shall serve for a term of only one year. If a Director has 4 or more absences from regular meetings within a year, it will be reviewed by the Executive Committee. In the event of an absence, a Director may invite another individual to attend in his/or her absence, but such individual shall not vote or be counted towards the quorum.

Section 2.

In addition, the Board of Directors may consist of up to 15 individuals who are Associate Members (as defined in Article III, Section 2) to be elected for a three year term. Associate Directors may be elected following the election of officers at the Board of Directors meeting immediately following the annual meeting. Associate Directors may vote at Directors meetings. If an Associate Director has 4 or more absences from regular meetings within a year, it will be reviewed by the Executive Committee. In the event of an absence, a Director may invite another individual to attend in his/or her absence, but such individual shall not vote or be counted towards the quorum.

Section 3.

The President of the Association shall appoint a Nominating Committee consisting of 3 Regular Members of the Association in good standing at least sixty (60) days prior to the annual meeting of the association. The Nominating Committee shall nominate from the Regular and Associate Members of the Association, as the case may be, at least one nominee for each Regular and Associate Member vacancy on the Board. Nominations may also be made from the floor.

The names of individuals nominated shall be read at the annual meeting or convention of the Association at a time designated by the Board of Directors, and the Association shall elect Directors by secret ballot. A plurality of all votes cast shall be necessary for election.

Section 4.

A vacancy in any office of the Association shall be filled by the Board of Directors electing a person from the regular membership of the Association, who shall serve out the unexpired term of the person resigning or vacating an office.

Section 5.

Quorum, Voting and Manner of Acting

(a) In the case of a meeting of the Directors, eleven (11) of the Directors that have been elected (or otherwise appointed) and qualified then in office shall constitute a quorum, present either physically or electronically, for the transaction of business at any meeting. If less than a quorum is present, then a majority of the Directors present may adjourn the meeting.

(b) The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by the Articles of Incorporation, these Corporate Bylaws, or any provision of law.

(c) Each Director who is present shall have one vote on each matter submitted to a vote at any meeting. Voting by proxy shall not be permitted.

(d) If all the Directors sign a written consent specifying any action desired to be taken by the association, such action shall be a valid corporate action as though it had been authorized at a meeting of the Board and the secretary shall file such consent with the minutes of the

meeting of the Board to be read at the ensuing regular meeting. A consent may be executed in counterpart originals as long as all counterparts are maintained in the corporate record book by the Secretary.

ARTICLE VI

Section 1.

The Officers of the Association shall be President, First Vice President, Second Vice President, Treasurer, and a Secretary. In addition, if so elected by the Directors as set forth in these Bylaws, the Officers of the Association may also consist of a Third Vice President, and such other officers as may be elected from time to time by the Directors.

Section 2.

All Officers, except the Secretary, shall be elected from the Board of Directors (as defined in Article V, Sec. 1 and 2), by the Board of Directors, immediately following the annual meeting. All Officers shall serve without compensation except that the Board of Directors may allow and pay such expenses as is consistent with the services rendered.

Section 3.

If the immediate Past President is not already a member of the Board, that person shall be considered a Board Member for the following year with voting privileges.

ARTICLE VIII

Section 1.

The Board of Directors shall have general supervision over all of the affairs of the Association and shall actively further its objects and policies adopted by the annual meeting or convention. The Board of Directors shall meet before each annual convention at the call of the President. Additional meetings may be held at the call of the President, or upon written request of 10 Regular Members of the Board, on seven (7) days' notice. Such rules and regulations may be adopted as are necessary for the proper conduct of the Board's business. There shall be an Executive Committee comprised of the President, First and Second Vice Presidents, the Third Vice President, if one has been elected, the Treasurer, the Secretary, if one has been elected, and the Immediate Past President of the Association, made up from the Regular and Associate members of the Board of Directors. The Board of Directors shall employ an Executive Director to carry on the work of the Association.

Section 2.

The Board of Directors shall have supervision and endorsement power over such objects and policies as Association insurance programs, Workers Compensation Safety Groups and member benefit plans which may be developed for the common benefit of the Association and its membership.

Section 3.

The President shall preside at all meetings of the Board of Directors, the Executive Committee and the Annual Convention. The President shall have the authority and power to appoint from time to time such committees as the Board of Directors may deem necessary.

Section 4.

The Vice President shall perform the duties of the President, in the latter's absence from meetings or in the event of the President's inability to perform the functions of his or her office.

Section 5.

The Executive Director shall receive all money paid to the Association, pay all bills, and accounts against the Association by warrants drawn upon the funds of the association and signed to the Executive Director. The Executive Director shall prepare and submit a monthly financial report to the Treasurer and render an annual account thereof to the Board of Directors.

ARTICLE VIII

The Board of Directors, or when the Board is not in session, the Executive Committee, shall have control and management of the affairs of the Association, with authority to engage and discharge employees and agents of the Association, fix salaries, admit, suspend or expel members, and to do everything necessary and desirable in the conduct of the business of the Association, and in accordance with the Bylaws.

ARTICLE IX

Section 1.

A quorum for the annual meeting shall be 20 voting members. Proxy voting may be made provided specific instructions are in writing and by whom the Proxy vote is to be cast.

Section 2.

Upon dissolution of this Association, any and all funds or assets remaining shall, after all claims and accounts are satisfied, be contributed to such organization as the Board of Directors deems advisable.

ARTICLE X

Any Officer or appointee of the Association may be suspended by majority of the Board of Directors for malfeasance or nonfeasance in office, or for conduct unbecoming a representative of the association, or for any other legitimate reason.

ARTICLE XI

Section 1.

The Association shall have the power to indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding,

whether civil, criminal, administrative or investigative, by reason of the fact that that person is or was a director or officer of the Association, against expenses, including attorneys' fees, judgments, fines and amounts paid in settlement actually and reasonably incurred by that person in connection with such actions, suits or proceedings; provided that no indemnification may be provided for any person with respect to any matter as to which that person shall have been finally adjudicated:

A. Not to have acted honestly or in the reasonable belief that that person's action was in or not opposed to the best interests of the Association; or

B. With respect to any criminal action or proceeding, to have had reasonable cause to believe that that person's conduct was unlawful.

The termination of any action, suit or proceeding by judgment, order or conviction adverse to that person, or by settlement or plea of nolo contendere or its equivalent, shall not of itself create a presumption that that person did not act honestly or in the reasonable belief that that person's action was in or not opposed to the best interests of the association or, in the case of a person serving as a fiduciary of an employee benefit plan or trust, in or not opposed to the best interest of that plan or trust or its participants or beneficiaries and, with respect to any criminal action or proceeding, had reasonable cause to believe that that person's conduct was unlawful.

Section 2.

Notwithstanding any provision of Section 1, the Association shall not have the power to indemnify any person with respect to any claim, issue or matter asserted by or in the right of the Association as to which that person is finally adjudicated to be liable to the Association unless the court in which the action, suit or proceeding was brought shall determine that, in view of all the circumstances of the case, that person is fairly and reasonably entitled to indemnity for such amounts as the court shall deem reasonable.

Section 3.

Any provision of Sections 1, 2 or 4 of this Article to the contrary notwithstanding, to the extent that a director or officer of an Association has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in Section 1 or 2, or in defense of any claim, issue or matter therein, that director or officer shall be indemnified against expenses, including attorneys' fees actually and reasonably incurred, by that director or officer, in connection therewith. The right to indemnification granted by Section 3 may be enforced by a separate action against the association, if an order for indemnification is not entered by a court in the action, suit or proceeding wherein that director or officer was successful on the merits or otherwise.

Section 4.

Any indemnification under Section 1, unless ordered by a court, shall be made by the Association only as authorized in the specific case upon a determination that indemnification of the director or officer is proper in the circumstances and in the best interests of the Association. That determination shall be made by the Board of Directors by a majority vote of a quorum

consisting of Directors who were not parties to that action, suit or proceeding, or if such a quorum is not obtainable, or even if obtainable, if a quorum of disinterested directors so directs, by independent legal counsel in a written opinion. Such a determination once made may not be revoked and, upon the making of that determination, the director or officer may enforce the indemnification against the association by a separate action notwithstanding any attempted or actual subsequent action by the Board of Directors.

Section 5.

Expenses incurred in defending a civil, criminal, administrative or investigative action, suit or proceeding may be authorized and paid by the Association in advance of the final disposition of that action, suit or proceeding upon a determination made in accordance with the procedure established in Section 4 that, based solely on the facts then known to those making the determination and without further investigation, the person seeking indemnification satisfied the standard of conduct prescribed by Section 1. Those persons making such determination may, in their discretion, require such person to provide the following to the Association:

- A. A written undertaking by or on behalf of the officer or director to repay that amount if that person is finally adjudicated:
 - (1) Not to have acted honestly or in the reasonable belief that the person's action was in or not opposed to the best interests of the Association;
 - (2) With respect to any criminal action or proceeding, to have had reasonable cause to believe that the person's conduct was unlawful; or
 - (3) With respect to any claim, issue or matter asserted in any action, suit or proceeding brought by or in the right of the Association, to be liable to the Association, unless the court in which that action, suit or proceeding was brought permits indemnification in accordance with Section 3; and
- B. A written affirmation by the officer or director that the person has met the standard of conduct necessary for indemnification by the Association as authorized in this section. The undertaking required by Paragraph A shall be an unlimited general obligation of the person seeking the advance, but need not be secured and may be accepted without reference to financial ability to make the repayment.

Section 6.

The indemnification and entitlement to advances of expenses provided by this Article shall continue as to a person who has ceased to be a director or officer, trustee, partner or fiduciary and shall inure to the benefit of the heirs, executors and administrators of such a person. A right to indemnification may be enforced by a separate action against the Association, if an order of indemnification has not been entered by a court in any action, suit or proceeding in respect to which indemnification is sought.

Section 7.

The Association shall have power to purchase and maintain insurance on behalf of any person who is or was a director or officer of the Association against any liability asserted against that person and incurred by that person in any such capacity, or arising out of that person's status as such, whether or not the Association would have the power to indemnify that person against such liability under this Article.

ARTICLE XII

Amendments of these Corporate Bylaws must be submitted in writing and filed in the office of the Association at least fourteen (14) days prior to the annual meeting or convention unless unanimous consent of the convention is given. Amendments must be submitted to the convention as the regular course of the business, and adopted by a two-thirds vote of the Members present and voting.

ARTICLE XIII

These Corporate Bylaws shall become effective upon their ratification and adoption.

Adopted at the Fall Conference on October 10, 2008, as amended

Attest.

Barbara Davidson, President
Board of Directors

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

Department of the Treasury
Internal Revenue Service► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed)A corporation required to file Form 990-T and requesting an automatic 6-month extension — check this box and complete Part I only ☐*All other corporations (including 1120-C filers), partnerships, REMICS, and trusts must use Form 7004 to request an extension of time to file income tax returns***Electronic Filing (e-file).** Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Type or print File by the due date for filing your return. See instructions	Name of Exempt Organization	Employer identification number
	MAINE GROCERS ASSOCIATION	01-0165097
	Number, street, and room or suite number. If a P.O. box, see instructions	
	P O BOX 190	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	HALLOWELL, ME 04347-0190	

Check type of return to be filed (file a separate application for each return)

<input checked="" type="checkbox"/> Form 990	<input type="checkbox"/> Form 990-T (corporation)	<input type="checkbox"/> Form 4720
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (section 401(a) or 408(a) trust)	<input type="checkbox"/> Form 5227
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 6069
<input type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 8870

- The books are in the care of ► MAINE GROCERS ASSOCIATION

Telephone No ► (207) 622-4461 FAX No ► _____

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 2009, to file the exempt organization return for the organization named above. The extension is for the organization's return for

- ☒ calendar year 2008 or
- ☐ tax year beginning _____, 20____, and ending _____, 20____

2 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions**BAA For Privacy Act and Paperwork Reduction Act Notice, see instructions.**Form **8868** (Rev 4-2008)