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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning 01-01-2010 , and ending 12-31-2010

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation
BRIDGEMILL FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
C/O JOSHUA SPRINGER FOUNDATION SOU
55 WALLS DRIVE 3RD FLOOR

City or town, state, and ZIP code
FAIRFIELD, CT 06824

A Employer identification number
13-3671059

B Telephone number (see page 10 of the instructions)

C If exemption application is pending, check here

D 1. Foreign organizations, check here

2. Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

H Check type of organization

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)

J Accounting method

\$ 16,251,475

☒ Cash

☐ Accrual

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 page 11 of the 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)	2,345,175			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	28,482	28,482	0	
	4 Dividends and interest from securities.	109,883	109,883	0	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	296,946			
	b Gross sales price for all assets on line 6a _____ 870,620				
	7 Capital gain net income (from Part IV , line 2)		296,946		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	268,293	0	0	
	12 Total. Add lines 1 through 11	3,048,779	435,311	0	
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	3,330	0	0	3,330
	c Other professional fees (attach schedule)	4,217	0	0	4,217
	17 Interest	138	138	0	0
	18 Taxes (attach schedule) (see page 14 of the instructions)	9,918	8,703	0	0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	91,181	68,372	0	358
	24 Total operating and administrative expenses. Add lines 13 through 23	108,784	77,213	0	7,905
	25 Contributions, gifts, grants paid	2,964,594			2,964,594
	26 Total expenses and disbursements. Add lines 24 and 25	3,073,378	77,213	0	2,972,499
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-24,599			
	b Net investment income (if negative, enter -0-)		358,098		
	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	1Cash—non-interest-bearing	34,532	0	0
	2Savings and temporary cash investments	412,994	135,964	135,964
	3Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5Grants receivable			
	6Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8Inventories for sale or use			
	9Prepaid expenses and deferred charges			
	10aInvestments—U S and state government obligations (attach schedule)			
	bInvestments—corporate stock (attach schedule)			
	cInvestments—corporate bonds (attach schedule).	0 	0	1,225,335
	11Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12Investments—mortgage loans			
	13Investments—other (attach schedule)	4,010,116 	4,436,366	13,125,311
	14Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15Other assets (describe ▶ _____)	 1,000,000	 1,000,000	 1,764,865
	16Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	5,457,642	5,572,330	16,251,475
	17Accounts payable and accrued expenses			
	18Grants payable			
	19Deferred revenue			
	20Loans from officers, directors, trustees, and other disqualified persons			
	21Mortgages and other notes payable (attach schedule)			
Net Assets or Fund Balances	22Other liabilities (describe ▶ _____)			
	23Total liabilities (add lines 17 through 22)		0	
	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24Unrestricted			
	25Temporarily restricted			
	26Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27Capital stock, trust principal, or current funds			
	28Paid-in or capital surplus, or land, bldg , and equipment fund			
	29Retained earnings, accumulated income, endowment, or other funds	5,457,642	5,572,330	
	30Total net assets or fund balances (see page 17 of the instructions)	5,457,642	5,572,330	
	31Total liabilities and net assets/fund balances (see page 17 of the instructions)	5,457,642	5,572,330	

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	5,457,642
2	Enter amount from Part I, line 27a	2	-24,599
3	Other increases not included in line 2 (itemize) ▶ _____ 	3	154,419
4	Add lines 1, 2, and 3	4	5,587,462
5	Decreases not included in line 2 (itemize) ▶ _____ 	5	15,132
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	5,572,330

Part IV

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	3,850 SHS HONDA MOTOR CO	P		
b	1,680 SHS CONOCOPHILLIPS	P		2010-05-20
c	2,180 SHS PHILIP MORRIS INTL	P		2010-05-25
d	2,030 SHS JOHNSON & JOHNSON	P	2008-10-13	2010-06-04
e	21,230 SHS CISCO SYSTEMS INC	P		2010-11-11

(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 135,823		96,374	39,449
b 86,824		77,694	9,130
c 94,785		81,094	13,691
d 117,912		123,326	-5,414
e 435,276		195,186	240,090

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			39,449
b			9,130
c			13,691
d			-5,414
e			240,090

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	296,946
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 pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 }		3	

Part V

Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of 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))
2009	338,063	6,133,241	0 05512
2008	416,726	7,674,993	0 054297
2007	424,281	8,825,798	0 048073
2006	342,998	7,964,425	0 043066
2005	367,290	7,436,903	0 049387

2 Total of line 1, column (d).	2	0 249943
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 049989
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	9,169,716
5 Multiply line 4 by line 3.	5	458,385
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	3,581
7 Add lines 5 and 6.	7	461,966
8 Enter qualifying distributions from Part XII, line 4.	8	2,972,499

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 on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1				
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)				
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	3,581	
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2		
3		Add lines 1 and 2.		3	3,581	
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4		
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	3,581	
6		Credits/Payments				
a		2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,215		
b		Exempt foreign organizations—tax withheld at source	6b			
c		Tax paid with application for extension of time to file (Form 8868)	6c	5,500		
d		Backup withholding erroneously withheld	6d			
7		Total credits and payments Add lines 6a through 6d.		7	6,715	
8		Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached		8		
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9		
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	3,134	
11		Enter the amount of line 10 to be Credited to 2011 estimated tax	3,134	Refunded	11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (2) On foundation managers \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			
	• By language in the governing instrument, or			
	• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) CT, DE _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address	13		
14	The books are in care of FOUNDATION SOURCE Telephone no (800) 839-1754 Located at 55 WALLS DRIVE 3RD FLOOR FAIRFIELD CT ZIP+4 06824			
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 2010, 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?	16		
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country.				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).			
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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		No
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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years 20 , 20 , 20 , 20			
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 page 20 of the 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 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
b	If "Yes," did it have excess business holdings in 2010 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 2010.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2010?	4b		No

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 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the 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 page 22 of the instructions)?	5b		
	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?	6b		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?	7b		No

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the 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 Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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
Total number of other employees paid over \$50,000.				

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 page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 24 of the 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 page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	7,327,513
b	Average of monthly cash balances.	1b	362,762
c	Fair market value of all other assets (see page 24 of the instructions).	1c	1,619,081
d	Total (add lines 1a, b, and c).	1d	9,309,356
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	9,309,356
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	139,640
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,169,716
6	Minimum investment return. Enter 5% of line 5.	6	458,486

Part XI

Distributable Amount (see page 25 of the 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	458,486
2a	Tax on investment income for 2010 from Part VI, line 5.	2a	3,581
b	Income tax for 2010 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,581
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	454,905
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	454,905
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	454,905

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	2,972,499
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,972,499
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 page 26 of the instructions).	5	3,581
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,968,918
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 page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1	Distributable amount for 2010 from Part XI, line 7				454,905
2	Undistributed income, if any, as of the end of 2010				
a	Enter amount for 2009 only.				
b	Total for prior years 2008 , 2007 , 2006				
3	Excess distributions carryover, if any, to 2010				
a	From 2005.				
b	From 2006.				
c	From 2007.				
d	From 2008. 34,334				
e	From 2009. 32,467				
f	Total of lines 3a through e.	66,801			
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 2,972,499				
a	Applied to 2009, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .				
d	Applied to 2010 distributable amount.				454,905
e	Remaining amount distributed out of corpus	2,517,594			
5	Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6	Enter the net total of each column as indicated below:				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,584,395			
b	Prior years' undistributed income Subtract line 4b from line 2b.				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e	Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9	Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	2,584,395			
10	Analysis of line 9				
a	Excess from 2006. . . .				
b	Excess from 2007. . . .				
c	Excess from 2008. . . . 34,334				
d	Excess from 2009. . . . 32,467				
e	Excess from 2010. . . . 2,517,594				

Part XIVPrivate Operating Foundations (see page 27 of the 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 2010, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a

Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years				(e) Total
(a) 2010	(b) 2009	(c) 2008	(d) 2007		
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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the 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))

See Additional Data Table

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

NA

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. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a

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

b

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

c

Any submission deadlines

d

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

Form 990-PF (2010)

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			▶ 3a	2,964,594
b Approved for future payment				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Form **990-PF** (2010)

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) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a

Transfers from the reporting foundation to a noncharitable exempt organization of

1

Cash.

2

Other assets.

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

2

Purchases of assets from a noncharitable exempt organization.

3

Rental of facilities, equipment, or other assets.

4

Reimbursement arrangements.

5

Loans or loan guarantees.

6

Performance of services or membership or fundraising solicitations.

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

d

If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

Yes

No

(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) of the Code (other than section 501(c)(3)) or in section 527?

Yes

No

b

If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
--------------------------	--------------------------	---------------------------------

Sign Here

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

2011-11-14

Signature of officer or trustee

Date

Title

Paid Preparer's Use Only

Preparer's Signature	DARCY A LOUGHRAN	Date	Check if self-employed	PTIN
Firm's name	FRANKEL LOUGHRAN STARR VALLONE LLP	Firm's EIN		
Firm's address	7900 SE 28TH STREET SUITE 200 MERCER ISLAND, WA 98040	Phone no.	(206) 275-4600	

Form 990-PF (2010)

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2010

Name of organization BRIDGEMILL FOUNDATION	Employer identification number 13-3671059
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule—

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

Name of organization BRIDGEMILL FOUNDATION	Employer identification number 13-3671059
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Part I **Contributors** (see Instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
<u>1</u>	SANDRA W WILSON-300K CONN 5 4117 9 SAWMILL LANE GREENWICH, CT 06830	\$ <u>319,350</u>	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
<u>2</u>	SANDRA W WILSON-1M CONN 41 6117 9 SAWMILL LANE GREENWICH, CT 06830	\$ <u>997,190</u>	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
<u>3</u>	SANDRA W WILSON-100K CONN 40 611 9 SAWMILL LANE GREENWICH, CT 06830	\$ <u>99,475</u>	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
<u>4</u>	SANDRA W WILSON-900K CONN 45 111 9 SAWMILL LANE GREENWICH, CT 06830	\$ <u>929,160</u>	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
<u> </u>		\$ <u> </u>	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
<u> </u>		\$ <u> </u>	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization BRIDGEMILL FOUNDATION	Employer identification number 13-3671059
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Part II Noncash Property (see Instructions)			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	\$300,000 CONN 5% 4/1/17 FMV = \$337,620	\$ 319,350	2010-12-23
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	\$1,000,000 CONN 4 1% 6/1/17 FMV = \$1,071,050	\$ 997,190	2010-12-23
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
3	\$100,000 CONN 4% 6/1/17 FMV = \$107,494	\$ 99,475	2010-12-23
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
4	\$900,000 CONN 4 5% 11/1/13 FMV = \$983,430	\$ 929,160	2010-12-23
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization BRIDGEMILL FOUNDATION	Employer identification number 13-3671059
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Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. (Complete columns (a) through (e) and the following line entry)

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ► \$

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

Additional Data

Software ID:
Software Version:
EIN: 13-3671059
Name: BRIDGEMILL FOUNDATION

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SANDRA W WILSON	FOUNDING MEMBER 0	0	0	0
9 SAWMILL LANE GREENWICH, CT 06830				
EMILY WILSON BURNS	MEMBER 0	0	0	0
309 OLD NORWALK ROAD NEW CANAAN, CT 06840				
JOHN H TUCKER WILSON JR	MEMBER 0	0	0	0
392 BRUSHY RIDGE ROAD NEW CANAAN, CT 06840				
WILLIAM WILSON	MEMBER 0	0	0	0
9 MONADNOCK ROAD WELLESLEY, MA 02481				
DAVID WILSON	MEMBER 0	0	0	0
1635 REDWOOD AVENUE BOULDER, CO 80304				

Form 990PF Part XV Line 1a - 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).

JOHN H T WILSON
SANDRA W WILSON

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ASHOKA 1700 NORTH MOORE STREET SUITE 2000 ARLINGTON,VA 22209	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	10,000
THE FRESH AIR FUND 1040 AVENUE OF THE AMERICAS NEW YORK,NY 10018	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
DOCTORS WITHOUT BORDERS 333 SEVENTH AVENUE 2ND FLOOR NEW YORK,NY 10001	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	25,000
GLOBAL FUND FOR CHILDREN PO BOX 560026 ORLANDO,FL 32856	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	20,000
COTTAGE 1886 FOUNDATION INC 51 PROSPECT AVENUE PRINCETON,NJ 08540	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	10,000
FUTURE GENERATIONS PO BOX 10A FRANKLIN,WV 26807	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
DOMUS FOUNDATION 225 WASHINGTON BOULEVARD STAMFORD,CT 06902	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
NPR FOUNDATION 635 MASSACHUSETTS AVENUE NW WASHINGTON,DC 20001	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
ENVIRONMENTAL DEFENSE FUND 257 PARK AVENUE SOUTH NEW YORK,NY 10010	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
FARM AND WILDERNESS FOUNDATION 263 FARM WILDERNESS ROAD PLYMOUTH,VT 05056	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	10,000
GRAMEEN FOUNDATION USA 1101 15TH STREET NW 3RD FLOOR WASHINGTON,DC 20005	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
LAMBI FUND OF HAITI PO BOX 18955 WASHINGTON,DC 20036	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
AMERICARES 161 CHERRY STREET NEW CANAAN,CT 06840	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	10,000
MEMORIAL SLOAN KETTERING CANCER CENTER 1275 YORK AVENUE NEW YORK,NY 10065	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	25,000
SAVE THE CHILDREN 54 WILTON ROAD PO BOX 950 WESTPORT,CT 06881	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
Total  3a				2,964,594

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
NATURAL RESOURCES DEFENSE COUNCIL 40 WEST 20TH STREET NEW YORK,NY 10011	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
CITY HARVEST INC 575 EIGHTH AVENUE 4TH FLOOR NEW YORK,NY 10018	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
CONNECTICUT FUND FOR THE ENVIRONMENT 205 WHITNEY AVENUE 1ST FLOOR NEW HAVEN,CT 06511	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
NEW YORK YOUTH SYMPHONY 850 SEVENTH AVENUE SUITE 505 NEW YORK,NY 100195230	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	15,000
PRINCETON UNIVERSITY PO BOX 5357 PRINCETON,NJ 08543	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	65,000
HOLE IN THE WALL GANG CAMP 555 LONG WHARF DRIVE NEW HAVEN,CT 06511	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	10,000
CHILDRENS AID SOCIEY 105 EAST 22ND STREET NEW YORK,NY 10010	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
PROJECT ORBIS INTERNATIONAL INC 520 8TH AVENUE 11TH FLOOR NEW YORK,NY 10018	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
INTERNATIONAL RESCUE COMMITTEE 122 EAST 42ND STREET NEW YORK,NY 101681289	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
CARE 660 FIFTH AVENUE NEW YORK,NY 10016	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
RESOURCE A NONPROFIT COMMUNITY ENTERPRISE INC 266 PINE STREET BURLINGTON,VT 05401	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
MICHAEL J FOX FOUNDATION FOR PARKINSONS RESEARCH CHURCH STREET STATION PO BOX 780 NEW YORK,NY 100080780	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
COOKE CENTER FOR LEARNING AND DEVELOPMENT 475 RIVERSIDE DRIVE SUITE 730 NEW YORK,NY 101150797	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
FAIRFIELD COUNTY COMMUNITY FOUNDATION INC 383 MAIN STREET NORWALK,CT 06851	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	15,000
UNION SETTLEMENT ASSOCIATION 237 EAST 104TH STREET NEW YORK,NY 10029	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
Total  3a				2,964,594

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ST LUKE'S LIFEWORKS 141 FRANKLIN STREET STAMFORD,CT 06901	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
UNITED STATES FUND FOR UNICEF 125 MAIDEN LANE NEW YORK,NY 10038	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	10,000
AMERICAN MUSEUM OF NATURAL HISTORY OFFICE OF DEVELOPMENT CENTRAL PARK NEW YORK,NY 100245192	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	10,000
NEW ENGLAND FORESTRY FOUNDATION INC PO BOX 1346 32 FOSTER STREET LITTLETON,MA 01460	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
NORWALK COMMUNITY COLLEGE FOUNDATION 188 RICHARDS AVENUE NORWALK,CT 068541655	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
SMITH COLLEGE 33 ELM STREET NORTHAMPTON,MA 01063	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	45,000
CALVIN COOLIDGE MEMORIAL FOUNDATION INC PO BOX 97 PLYMOUTH NOTCH,VT 05056	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
VERMONT LAND TRUST 8 BAILEY AVENUE MONTPELIER,VT 05602	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
WATERSIDE SCHOOL 535 FAIRFIELD AVENUE STAMFORD,CT 06902	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
REACH PREP INC 2777 SUMMER STREET STAMFORD,CT 06905	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	10,000
STEPPING STONES MUSEUM FOR CHILDREN INC 303 WEST AVENUE NORWALK,CT 06850	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
TECHNOSERVE INC 148 EAST AVENUE SUITE 3H NORWALK,CT 06851	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	10,000
CARTER CENTER INC ONE COPENHILL 453 FREEDOM PARKWAY ATLANTA,GA 30307	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
MARITIME AQUARIUM AT NORWALK INC 10 NORTH WATER STREET NORWALK,CT 06854	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,000
CENTRAL ASIA INSTITUTE PO BOX 7209 BOZEMAN,MT 59771	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	15,000
Total  3a				2,964,594

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
FOUNDATION FOR PSP CBD AND RELATED BRAIN DISEASES 30 EAST PADONIA ROAD SUITE 201 TIMONIUM,MD 21093	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	10,000
GREENWICH HOSPITAL - 500000 CONN ST 45 11113 5 PERRYRIDGE ROAD GREENWICH,CT 06830	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	546,350
GREENWICH HOSPITAL - 575000 CONN ST 41 6117 5 PERRYRIDGE ROAD GREENWICH,CT 06830	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	615,854
GREENWICH HOSPITAL - 300000 CONN ST 5 4117 5 PERRYRIDGE ROAD GREENWICH,CT 06830	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	337,620
UNION SETTLEMENT ASSOC- 100000 CONN ST 4 6117 237 EAST 104TH STREET NEW YORK,NY 10029	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	107,494
UNION SETTLEMENT ASSOC- 425000 CONN ST 41 617 237 EAST 104TH STREET NEW YORK,NY 10029	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	455,196
UNION SETTLEMENT ASSOC- 400000 CONN ST 45 1113 237 EAST 104TH STREET NEW YORK,NY 10029	NONE	PUBLIC CHARITY	CHARITABLE CONTRIBUTION	437,080
Total  3a				2,964,594

TY 2010 Accounting Fees Schedule

Name: BRIDGEMILL FOUNDATION

EIN: 13-3671059

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	3,330	0	0	3,330

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2010 Depreciation Schedule

Name: BRIDGEMILL FOUNDATION

EIN: 13-3671059

**TY 2010 Investments Corporate
Bonds Schedule****Name:** BRIDGEMILL FOUNDATION**EIN:** 13-3671059

Name of Bond	End of Year Book Value	End of Year Fair Market Value
\$100,000 ALTRIA GROUP INC SR	0	118,082
\$100,000 AT&T BROADBAND SR	0	116,256
\$100,000 AT&T INC SR UNS GLOB	0	114,473
\$100,000 CSX CORP SR UNS	0	110,726
\$100,000 HEWLETT-PACK CO	0	108,536
\$100,000 WELLS FARGO CAP	0	105,386
4100,000 WELLS FARGO CAP JUNIO	0	113,823
\$100,000 WEYERHAEUSER CO	0	107,632
\$100,000 AMERICA MOVIL SA	0	110,195
\$100,000 VALE OVERSEAS SR	0	113,927
\$100,000 JP MORGAN CHASE	0	106,299

TY 2010 Investments - Other Schedule

Name: BRIDGEMILL FOUNDATION
 EIN: 13-3671059

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
3,870 SHS SCHLUMBERGER LTD	AT COST	190,650	831,240
1,680 SHS CONOCOPHILLIPS	AT COST	0	0
5,250 SHS EXXON MOBIL	AT COST	137,541	383,880
12,270 SHS SUNCOR ENERGY INC	AT COST	126,941	469,818
5,500 SHS GENERAL DYNAMICS COR	AT COST	140,731	390,280
8,170 SHS HONEYWELL INT'L	AT COST	136,441	434,317
4,900 SHS UNITED TECHNOLOGIES	AT COST	174,394	385,728
2,570 SHS SIEMENS AG NPV	AT COST	88,012	316,343
13,080 SHS CSX CORP COM	AT COST	263,713	845,099
4,435 SHS UNION PACIFIC CORP	AT COST	141,523	412,632
3,850 SHS HONDA MOTOR CO	AT COST	0	0
4,740 SHS TARGET CORP	AT COST	106,603	285,016
28,351 SHS ANHEUSER-BUSCH	AT COST	298,161	1,619,616
17,690 SHS DIAGEO PLC	AT COST	148,401	326,588
7,480 SHS PEPSICO INC	AT COST	191,556	492,259
10,970 SHS NESTLE SA	AT COST	129,857	642,739
2,180 SHS PHILIP MORRIS INTL	AT COST	0	0
4,000 SHS PROCTER & GAMBLE CO	AT COST	70,990	257,320
2,030 SHS JOHNSON & JOHNSON	AT COST	0	0
3,180 SHS ROCHE HOLDING AG	AT COST	242,872	466,221
6,820 SHS WELLS FARGO COMPANY	AT COST	89,776	211,352
25,840 SHS BANK OF AMERICA COR	AT COST	205,606	344,706
902 SHS GOOGLE	AT COST	219,774	535,761
9,520 SHS CISCO SYSTEMS INC	AT COST	0	0
3,500 SHS APPLE INC	AT COST	477,758	1,128,960
13,370 SHS AMERICA MOVIL SAB	AT COST	146,302	766,636
15,690 SHS AMERICAN TOWER	AT COST	197,389	810,232
10,440 SHS CTRIP.COM INTL	AT COST	323,235	422,298
4,920 SHS VISA INC	AT COST	188,140	346,270

TY 2010 Land, Etc. Schedule

Name: BRIDGEMILL FOUNDATION

EIN: 13-3671059

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
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TY 2010 Other Assets Schedule

Name: BRIDGEMILL FOUNDATION

EIN: 13-3671059

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ARCHIPELAGO HOLDINGS, LTD	1,000,000	1,000,000	1,764,865

TY 2010 Other Decreases Schedule

Name: BRIDGEMILL FOUNDATION

EIN: 13-3671059

Description	Amount
INVESTMENT INC LESS EXP FROM IRA BEQUEST	0
FROM DOD TO DATE OF TRANSFER TO FDN	15,132

TY 2010 Other Expenses Schedule**Name:** BRIDGEMILL FOUNDATION**EIN:** 13-3671059

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursement s for Charit able Purposes
ASSET MANAGEMENT FEES	61,611	39,160	0	0
CT CORP SYSTEM	358	0	0	358
BANK FEES	139	139	0	0
FOUNDATION SOURCE QUARTRLY FEE	29,073	29,073	0	0

TY 2010 Other Income Schedule

Name: BRIDGEMILL FOUNDATION

EIN: 13-3671059

Description	Revenue And Expenses Per Books	Net Invest ment Income	Adjusted Net Income
2009 990PF OVERPAYMENT APPLIED	715	0	0
CASH BEQUESTED FROM IRA TO FOUNDATION	267,578	0	0
STOCKS BEQUESTED FROM IRA TO FDN-SEE ATT	0	0	0

TY 2010 Other Increases Schedule

Name: BRIDGEMILL FOUNDATION

EIN: 13-3671059

Description	Amount
UNREALIZED APPRECIATION OF STOCK GIFTED	154,419

TY 2010 Other Professional Fees Schedule

Name: BRIDGEMILL FOUNDATION

EIN: 13-3671059

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER PROFESSIONAL FEES	4,217	0	0	4,217

TY 2010 Substantial Contributors Schedule**Name:** BRIDGEMILL FOUNDATION**EIN:** 13-3671059

Name	Address
SANDRA W WILSON-300K CONN 5 4117	9 SAWMILL LANE GREENWICH, CT 06830
SANDRA W WILSON-1M CONN 41 6117	9 SAWMILL LANE GREENWICH, CT 06830
SANDRA W WILSON-100K CONN 40 611	9 SAWMILL LANE GREENWICH, CT 06830
SANDRA W WILSON-900K CONN 45 111	9 SAWMILL LANE GREENWICH, CT 06830

TY 2010 Taxes Schedule**Name:** BRIDGEMILL FOUNDATION**EIN:** 13-3671059

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INTERNAL REVENUE SERVICE				
2009 990 PF	1,215	0	0	0
FOREIGN TAX WITHHOLDING	8,703	8,703	0	0