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Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012 or tax year beginning

, 2012, and ending

, 20

Name of foundation

HATTIE A AND FRED C LYNAM TRUST

A Employer identification number

01-0222218

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

B Telephone number (see instructions)

135 HIGH STREET, P.O. BOX 1100

207- 945-5244

City or town, state, and ZIP code

ELLSWORTH, ME 04605-1100

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

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) \$ 5,109,317.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify) _____

(Part I, column (d) must be on cash basis.)

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 ☐

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	135,598.	135,598.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	53,413.			
b Gross sales price for all assets on line 6a	3,198,593.			
7 Capital gain net income (from Part IV, line 2)		53,413.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	189,011.	189,011.		
13 Compensation of officers, directors, trustees, etc.	33,844.	16,922.		16,922.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 3	425.	213.	NONE	213.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 4	2,150.	2,150.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 5	11,696.	11,696.		
24 Total operating and administrative expenses. Add lines 13 through 23	48,115.	30,981.	NONE	17,135.
25 Contributions, gifts, grants paid	273,738.			273,738.
26 Total expenses and disbursements. Add lines 24 and 25	321,853.	30,981.	NONE	290,873.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-132,842.			
b Net investment income (if negative, enter -0-)		158,030.		
c Adjusted net income (if negative, enter -0-)				

JSA For Paperwork Reduction Act Notice, see instructions.

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POSTMARK DATE MAY 14 2013

SCANNED MAY 29 2013

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation ▶ (attach schedule)			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)	4,434,198.	4,301,356.	5,109,317.
	14	Land, buildings, and equipment basis ▶ Less: accumulated depreciation ▶ (attach schedule)			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	4,434,198.	4,301,356.	5,109,317.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)			NONE	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	4,434,198.	4,301,356.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	4,434,198.	4,301,356.	
	31	Total liabilities and net assets/fund balances (see instructions)	4,434,198.	4,301,356.	

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	4,434,198.
2	Enter amount from Part I, line 27a	2	-132,842.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,301,356.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,301,356.

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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.)
1a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 3,198,593.		3,145,180.	53,413.		
b					
c					
d					
e					
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			53,413.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	53,413.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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 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))
2011	267,752.	5,362,490.	0.049931
2010	275,828.	5,034,292.	0.054790
2009	361,137.	4,757,725.	0.075905
2008	183,242.	5,616,028.	0.032628
2007	151,960.	5,945,773.	0.025558
2 Total of line 1, column (d)			2 0.238812
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 0.047762
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 5,216,343.
5 Multiply line 4 by line 3			5 249,143.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,580.
7 Add lines 5 and 6			7 250,723.
8 Enter qualifying distributions from Part XII, line 4			8 290,873.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,580.
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	1,580.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,580.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	802.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	802.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	12.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	790.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/> 11			

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> ME		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of BAR HARBOR TRUST SERVICES Telephone no (207) 945-5244 Located at POB 1100, 135 HIGH ST., ELLSWORTH, ME ZIP+4 04605			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2012, 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	X	No
See 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(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).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		X
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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 2012?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)		X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2012 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 2012.)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		X

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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 instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **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? ☐ Yes ☒ No **6b** X

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b**

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 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
BAR HARBOR TRUST SERVICES P O BOX 1100, ELLSWORTH, ME 04605	TRUSTEE 15	33,844.		- 0 -

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances

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

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	5,295,780.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	5,295,780.
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	NONE
3	Subtract line 2 from line 1d	3	5,295,780.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	79,437.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,216,343.
6	Minimum investment return. Enter 5% of line 5	6	260,817.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	260,817.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,580.
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,580.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	259,237.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	259,237.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	259,237.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	290,873.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	290,873.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	1,580.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	289,293.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				259,237.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			4,111.	
b Total for prior years 20 <u>10</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	NONE			
b From 2008	NONE			
c From 2009	NONE			
d From 2010	NONE			
e From 2011	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>290,873.</u>				
a Applied to 2011, but not more than line 2a			4,111.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				259,237.
e Remaining amount distributed out of corpus	27,525.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	27,525.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	27,525.			
10 Analysis of line 9:				
a Excess from 2008	NONE			
b Excess from 2009	NONE			
c Excess from 2010	NONE			
d Excess from 2011	NONE			
e Excess from 2012	27,525.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**NOT APPLICABLE**

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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.

N/A

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 instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part 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 STATEMENT 16				273,738.
Total			▶ 3a	273,738.
b Approved for future payment				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

Part XXV-A Analysis of income-producing activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	135,598.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property .					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	53,413.	
9 Net income or (loss) from special events . . .					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue: a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)				189,011.	
13 Total. Add line 12, columns (b), (d), and (e)				189,011.	189,011.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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? | | Yes | No |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| | (1) Cash | 1a(1) | | X |
| | (2) Other assets | 1a(2) | | X |
| b | Other transactions: | | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| | (4) Reimbursement arrangements | 1b(4) | | X |
| | (5) Loans or loan guarantees | 1b(5) | | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| 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. | | | |


[illegible]

- 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) is based on all information of which preparer has any knowledge.


Signature of officer or trustee

04/26/2013
Date

Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

JEFF MASLANICH

Preparer's signature _____

B. Ahmed

Date	
------	--

~~04/26/2013~~

Check ☐ if
3 self-employed

PTIN

P00390783

Firm's name ► THOMSON REUTERS TAX & ACCOUNTING

Firm's address ► 6135 TRUST DRIVE, SUITE 118

HOLLAND, OH

43528

Phone no. 419-861-2300

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ABERDEEN ASIA PACIFIC PRIME INCOME	2,122.	2,122.
ACTIVISION BLIZZARD INC	1,481.	1,481.
AUTOMATIC DATA PROCESSING IN COM	3,397.	3,397.
BANK OF OKLAHOMA 3M LIBOR+69 05/15/2017	3,458.	3,458.
BAR HARBOR BANKSHARES	2,340.	2,340.
BECTON DICKINSON & CO	552.	552.
BERKLEY W R CORP	2,480.	2,480.
BAR HARBOR BANK & TRUST INST MONEY MARKE	1,007.	1,007.
CARGILL INC 5.6% 09/15/12	5,600.	5,600.
CENTRAL FUND OF CANADA LTD CL A	200.	200.
CHESAPEAKE ENERGY CORP 2.75% 11/15/35	1,436.	1,436.
CHICAGO BRIDGE & IRON CO N V NY REGISTR	204.	204.
CISCO SYSTEMS	3,125.	3,125.
COMPANHIA ENERGETICA DE MINA SP ADR N-V	7,626.	7,626.
CONOCOPHILLIPS	5,280.	5,280.
COVANTA HOLDINGS CORP	2,435.	2,435.
FAIRFAX FINANCIAL HOLDING	2,750.	2,750.
GLOBAL GEOPHYSICAL SVCS 10.5% 05/01/17	5,163.	5,163.
INTEL CORP COM	3,451.	3,451.
ISHARES BARCLAYS TIPS BD FD	4,429.	4,429.
JOHNSON & JOHNSON COM	4,080.	4,080.
KENNEDY-WILSON HLDGS INC	1,016.	1,016.
KINROSS GOLD CORP 1.75% 03/15/2028	1,619.	1,619.
LEAR CORPORATION 7.785% 3/15/18	7,416.	7,416.
LEUCADIA NATL CORP 7.125% 3/15/17	3,543.	3,543.
LOEWS CORP	750.	750.
MEMC ELECTRONICS MATERIAL CO 7.75% 04/01	4,804.	4,804.
MICROSOFT CORP	3,320.	3,320.
NOKIA CORP 5.375% 5/15/19	2,180.	2,180.
NORTHWEST AIRLINES 7.15% 10/01/19	5,097.	5,097.
PAN AMERICAN SILVER CORP	215.	215.
PROCTER & GAMBLE CO COM	3,759.	3,759.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES
 =====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ROCHE HLDG LTD SPON ADR	5,625.	5,625.
ROYAL GOLD INC	1,320.	1,320.
STERLITE INDS INDIA LTD 4% 10/30/14	4,000.	4,000.
SYSCO CORP	1,890.	1,890.
TRANSALTA CORP	1,432.	1,432.
UNITED PARCEL SERVICE	3,534.	3,534.
VANGUARD INTL EQUITY INDEX F TT WRLD ST	4,094.	4,094.
VANGUARD MSCI EMERGING MARKETS ETF	1,708.	1,708.
VANGUARD INDEX FDS REIT ETF	5,631.	5,631.
VERIZON COMMUNICATIONS	1,250.	1,250.
VITERRA INC	749.	749.
WAL-MART	4,160.	4,160.
WELLS FARGO ADVANTAGE INTL BOND FUND	2,967.	2,967.
YAMANA GOLD INC	903.	903.
	-----	-----
TOTAL	135,598.	135,598.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	425.	213.		213.
TOTALS	425.	213.	NONE	213.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	1,798.	1,798.
FOREIGN TAXES ON QUALIFIED FOR	222.	222.
FOREIGN TAXES ON NONQUALIFIED	130.	130.
	-----	-----
TOTALS	2,150.	2,150.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER NON-ALLOCABLE EXPENSE -	11,696.	11,696.
TOTALS	----- 11,696. =====	----- 11,696. =====

HATTIE A AND FRED C LYNAM TRUST

01-0222218

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

MAINE COMMUNITY FOUNDATION

ADDRESS:

245 MAIN ST

ELLSWORTH, ME 04605

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FOR SCHOLARSHIP AWARDS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 135,000.

RECIPIENT NAME:

JESUP MEMORIAL LIBRARY

ADDRESS:

34 MT DESERT ST

BAR HARBOR, ME 04609

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FOR ORGANIZATION'S GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

THE PARISH OF ST. SAVIOURS CHURCH

ADDRESS:

41 DESERT ST

BAR HARBOR, ME 04609

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FOR ORGANIZATION'S GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,000.

HATTIE A AND FRED C LYNAM TRUST

01-0222218

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

ISLAND READERS & WRITERS

ADDRESS:

PO BOX 227

MOUNT DESERT, ME 04660

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

ORGANIZATION'S GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

MAINE PHILANTHROPY CENTER

ADDRESS:

314 FOREST AVE

PORTLAND, ME 04101

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FOR ORGANIZATION'S GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,400.

RECIPIENT NAME:

ACADIA SENIOR COLLEGE

ADDRESS:

105 EDEN ST

BAR HARBOR, ME 04609

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FOR ORGANIZATION'S GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

=====

RECIPIENT NAME:

BAR HARBOR CONGREGATIONAL
CHURCH UCC

ADDRESS:

29 MOUNT DESERT STREET
BAR HARBOR, ME 04609

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FOR ORGANIZATION'S GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

HULLS COVE NEIGHBORHOOD ASSOC.

ADDRESS:

ROUTE 3
HULLS COVE, ME 04644

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FOR ORGANIZATION'S GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

ISLAND CONNECTIONS

ADDRESS:

15 EAGLE LAKE RD
BAR HARBOR, ME 04605

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FOR ORGANIZATION'S GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

=====

RECIPIENT NAME:

MDI COMMUNITY SAILING PROGRAM

ADDRESS:

168 CLARK POINT RD

SOUTHWEST HARBOR, ME 04679

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FOR ORGANIZATION'S GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

MDI BIOLOGICAL LABORATORY

ADDRESS:

PO BOX 35

SALISBURY COVE, ME 04672

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FOR ORGANIZATION'S GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

SAFE FAMILY EXCHANGE

ADDRESS:

1 LOPAUD POINT RD

SOUTHWEST HARBOR, ME 04679

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FOR ORGANIZATION'S GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 3,000.

HATTIE A AND FRED C LYNAM TRUST

01-0222218

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

SOMESVILLE LIBRARY ASSOCIATION

ADDRESS:

116 MAIN ST

MOUNT DESERT, ME 04660

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FOR ORGANIZATION'S GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

WENDELL GILLEY MUSEUM OF

BIRD CARVING

ADDRESS:

4 HERRICK RD

SOUTHWEST HARBOR, ME 04679

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FOR ORGANIZATION'S GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

ABBE MUSEUM

ADDRESS:

PO BOX 286

BAR HARBOR, ME 04609

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 5,000.

STATEMENT 10

=====

RECIPIENT NAME:

ACADIA HANDBELL CHOIR

ADDRESS:

135 HIGH STREET

ELLSWORTH, ME 04605

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

BAR HARBOR MUSIC FESTIVAL

ADDRESS:

59 COTTAGE ST

BAR HARBOR, ME 04609

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

DOWNEAST DOG SCOUTS TROUP 159

ADDRESS:

6 LELAND ST

ROCKLAND, ME 04841

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

HATTIE A AND FRED C LYNAM TRUST

01-0222218

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

HEALTHY ACADIA

ADDRESS:

441 MAIN STREET

ELLSWORTH, ME 04605

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 4,950.

RECIPIENT NAME:

ISLAND HOUSING TRUST

ADDRESS:

PO BOX 851

MOUNT DESERT, ME 04660

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

501C3

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

KIDS CORNER

ADDRESS:

81 MT DESERT ST

BAR HARBOR, ME 04609

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 3,500.

STATEMENT 12

HATTIE A AND FRED C LYNAM TRUST

01-0222218

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

MDI HISTORICAL SOCIETY

ADDRESS:

373 SOUND DR

MT DESERT, ME 04660

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

501C3

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

YWCA MDI

ADDRESS:

36 MOUNT DESERT ST

BAR HARBOR, ME 04609

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

501C3

AMOUNT OF GRANT PAID 7,000.

RECIPIENT NAME:

MOUNT DESERT LAND &

GARDEN PRESERVE

ADDRESS:

PO BOX 208

SEAL HARBOR, ME 04675

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

501C3

AMOUNT OF GRANT PAID 1,000.

HATTIE A AND FRED C LYNAM TRUST

01-0222218

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

THE NEIGHBORHOOD HOUSE

ADDRESS:

1 KIMBALL RD

NORTHEAST HARBOR, ME 04662

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

501C3

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

NORTHEAST HARBOR LIBRARY

ADDRESS:

1 JOY RD

NORTHEAST HARBOR, ME 04662

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

501C3

AMOUNT OF GRANT PAID 3,739.

RECIPIENT NAME:

SOMES MEYNELL WILDLIFE SANTUARY

ADDRESS:

57 PRETTY MARSH RD

MOUNT DESERT, ME 04660

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

501C3

AMOUNT OF GRANT PAID 1,000.

HATTIE A AND FRED C LYNAM TRUST

01-0222218

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

SUMMER FESTIVAL OF THE ARTS

ADDRESS:

1081 EAGLE LAKE RD

BAR HARBOR, ME 04609

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

501C3

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

WILLOWIND THERAPEUTIC RIDING CENTER

ADDRESS:

1140 STATE HIGHWAY

BAR HARBOR, ME 04609

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

501C3

AMOUNT OF GRANT PAID 4,500.

RECIPIENT NAME:

MAINE SEA COAST MISSION

ADDRESS:

127 WEST ST

BAR HARBOR, ME 04609

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT

FOUNDATION STATUS OF RECIPIENT:

501C3

AMOUNT OF GRANT PAID 23,649.

RECIPIENT NAME:
MOUNT DESERT NURSING ASSOCIATION
ADDRESS:
PO BOX 397
NORTH EAST HARBOR, ME 04662
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
501C3
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
MOUNT DESERT ISLAND HOSPITAL
ADDRESS:
10 WAYMAN LANE
BAR HARBOR, ME 04609
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
501C3
AMOUNT OF GRANT PAID 5,000.

TOTAL GRANTS PAID: 273,738.
=====

Report Date *January 13, 2013*

BAR HARBOR TRUST SERVICES

Time Prepared *01:05:44 PM*

Requested By *LARA HORNER*

Includes *Account: 25 01 5396 0 03 HATTIE A & FRED C LYNAM TAAM*

Account Holdings as of 12/31/2012

Cusip No	Security Name	Shares / Par	Investment	Unit Price	Market Value	Price Date
089000996	BHBT INST MM	14,818 6400	14,818 64	1 00	14,818 64	12/04/2012
26922Y105	ETFS GOLD TR	980 0000	163,807 79	165 17	161,866 60	12/31/2012
464287176	ISHARES BARC US TIPS	1,650 0000	182,844.27	121.41	200,326 50	12/31/2012
922042742	VANGUARD INTL EQUITY	3,465 0000	163,211.56	49 4199	171,239 95	12/31/2012
922042858	VANGUARD MSCI	3,400 0000	143,604.77	44 53	151,402 00	12/31/2012
922908553	VANGUARD INDEX FDS	2,810 0000	173,280.17	65 80	184,898 00	12/31/2012
	Total Securities	27,123.6400	841,567.20		884,551.69	
	Income Cash		2,239.58		2,239.58	
	Principal Cash		0.00		0.00	
	Account Total		843,806.78		886,791.27	

Report Date *January 13, 2013*

BAR HARBOR TRUST SERVICES

Time Prepared *01:05:44 PM*Requested By *LARA HORNER*Includes *Account: 25 00 5396 0 03 HATTIE A AND FRED C LYNAM TRUST***Account Holdings as of 12/31/2012**

Cusip No.	Security Name	Shares / Par	Investment	Unit Price	Market Value	Price Date
053015103	AUTOMATIC DATA PROCE	2,150 0000	72,860 70	56 93	122,399.50	12/31/2012
064207UV3	BO OKL VAR 5/15/17	100,000.0000	99,000 00	96 019	96,019 00	12/31/2012
066849100	BAR HBR BANKSHARES	2,000 0000	441 99	33 65	67,300 00	12/31/2012
075887109	BECTON DICKINSON	1,115 0000	85,353 25	78 19	87,181 85	12/31/2012
084423102	BERKLEY W R CORP	2,275 0000	87,265 12	37 74	85,858 50	12/31/2012
084670108	BERKSHIRE HATHWY CLA	1 0000	116,400 04	134,060 00	134,060 00	12/31/2012
089000996	BHBT INST MM	248,674 6000	248,674.60	1 00	248,674 60	12/04/2012
153501101	CENTRAL FND CANADA	20,000 0000	239,024 78	21.03	420,600 00	12/31/2012
165167BW6	CHESAP 2 75 11/15/35	100,000 0000	91,325 00	95 625	95,625 00	12/31/2012
167250109	CHICAGO BRIDGE &IRON	2,205 0000	89,966 58	46 35	102,201.75	12/31/2012
17275R102	CISCO SYS INC	6,250 0000	106,125 00	19 6494	122,808 75	12/31/2012
20825C104	CONOCOPHILLIPS	2,000 0000	69,244 63	57 99	115,980 00	12/31/2012
22282E102	COVANTA HLDG	5,410 0000	85,321 39	18 42	99,652 20	12/31/2012
25490A309	DIRECTV	1,750 0000	92,958 77	50 16	87,780 00	12/31/2012
302130109	EXPEDITORS INTL WASH	2,300.0000	85,338 73	39 55	90,965 00	12/31/2012
303901102	FAIRFAX FINANCIAL	275 0000	107,392 84	361 00	99,275 00	12/31/2012
37946SAB3	GLOBAL 10 5% 5/1/17	50,000 0000	49,937 50	89 00	44,500 00	12/31/2012
459200101	INTL BUSINESS MACH	313 0000	58,277 00	191.55	59,955 15	12/31/2012
478160104	JOHNSON & JOHNSON	1,700 0000	109,437 17	70 10	119,170 00	12/31/2012
489398107	KENNEDY-WILSON HLDGS	7,500 0000	102,221 19	13 98	104,850 00	12/31/2012
496902AD9	KINROSS 1 75 3/15/28	100,000 0000	99,125 00	99 938	99,938.00	12/31/2012
540424108	LOEWS CORP	3,000 0000	68,692 53	40 75	122,250 00	12/31/2012
594918104	MICROSOFT CORP	4,000 0000	112,196 80	26 7097	106,838 80	12/31/2012
644535122	NEW GOLD INC - CW17	7,000 0000	10,279 33	2 80	19,600 00	12/31/2012
654902AB1	NOKIA 5 375% 5/15/19	100,000 0000	77,460 00	95 25	95,250.00	12/31/2012
667294AT9	NORTHWEST AIRLINES	63,970 1900	48,041 61	100.00	63,970 19	04/06/2011
742718109	PROCTER & GAMBLE CO	1,700 0000	88,115 58	67 89	115,413 00	12/31/2012
771195104	ROCHE HLDG	3,100 0000	103,870 14	50 50	156,550 00	12/31/2012
780287108	ROYAL GOLD INC	2,200 0000	100,919 22	81 36	178,992 00	12/31/2012
80007P604	SANDRIDGE ENERGY	985 0000	104,360 75	102 25	100,716 25	12/31/2012
859737AB4	STERLITE 4% 10/30/14	100,000 0000	85,000 00	96 188	96,188 00	12/31/2012
871829107	SYSCO CORP	3,500 0000	100,689 22	31 66	110,810 00	12/31/2012
911312106	UPS	1,550 0000	69,852 66	73 73	114,281 50	12/31/2012
931142103	WAL MART STORES	2,128 0000	102,532 56	68 23	145,193 44	12/31/2012
949746101	WELLS FARGO & CO NEW	2,500 0000	87,126 76	34 18	85,450 00	12/31/2012
94985D582	WELLS FARGO ADV INTL	17,406 4400	200,000 00	11 68	203,307.22	12/31/2012
Total Securities		968,958.2300	3,454,628.44		4,219,604.70	
Income Cash			2,920.64		2,920.64	
Principal Cash			0.00		0.00	
Account Total			3,457,549.08		4,222,525.34	