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## Return of Private Foundation

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

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► Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

For calendar year 2013 or tax year beginning

, and ending

Name of foundation		A Employer identification number		
<b>BRADLEY FAMILY FOUNDATION</b>		01-0513772		
Number and street (or P O box number if mail is not delivered to street address) <b>242 FLYING POINT ROAD</b>		Room/suite		
City or town, state or province, country, and ZIP or foreign postal code <b>FREEPORT, ME 04032</b>		C If exemption application is pending, check here ► <input type="checkbox"/>		
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>		
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ <b>619,027.</b> (Part I, column (d) must be on cash basis.)		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		
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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income
1 Contributions, gifts, grants, etc., received				N/A
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B Interest on savings and temporary cash investments		3,050.	3,050.	STATEMENT 1
3 Dividends and interest from securities		6,768.	6,768.	STATEMENT 2
5a Gross rents b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a b 100,206.		10,809.		
7 Capital gain net income (from Part IV, line 2)			10,809.	
8 Net short-term capital gain				
9 Income modifications Gross sales less returns and allowances				
10a b Less Cost of goods sold c Gross profit or (loss)				
11 Other income				
12 Total. Add lines 1 through 11		20,627.	20,627.	
13 Compensation of officers, directors, trustees, etc		0.	0.	0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees b Accounting fees		300.	300.	RECEIVED 0.
c Other professional fees				
17 Interest				
18 Taxes				
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses		4,800.	4,422.	0.
24 Total operating and administrative expenses. Add lines 13 through 23		5,100.	4,722.	0.
25 Contributions, gifts, grants paid		32,155.		32,155.
26 Total expenses and disbursements. Add lines 24 and 25		37,255.	4,722.	32,155.
27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-)		<16,628.►	15,905.	N/A

323501 Form 990-PF (2013)  
10-10-13 LHA For Paperwork Reduction Act Notice, see instructions.

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments			
	3	Accounts receivable ►			
		Less: allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less: allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations	STMT 5		
	b	Investments - corporate stock	432,422.	415,794.	619,027.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment: basis ►			
		Less accumulated depreciation ►			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	432,422.	415,794.	619,027.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ►)			
Net Assets or Fund Balances	23	Total liabilities (add lines 17 through 22)	0.	0.	
		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 ► <input checked="" type="checkbox"/>			
		and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	432,422.	432,422.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	0.	<16,628.	>
	30	Total net assets or fund balances	432,422.	415,794.	
	31	Total liabilities and net assets/fund balances	432,422.	415,794.	

## 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	432,422.
2	Enter amount from Part I, line 27a	2	<16,628. >
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	415,794.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	415,794.

**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.)
<b>a</b> BATH SAVINGS TRUST CO-ATTACHED		P	VARIOUS	VARIOUS
<b>b</b> BATH SAVINGS TRUST CO-ATTACHED		P	VARIOUS	VARIOUS
<b>c</b> CAPITAL GAINS DIVIDENDS				
<b>d</b>				
<b>e</b>				
(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 6,119.		5,594.		525.
b 94,014.		83,803.		10,211.
c 73.				73.
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(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		
a				525.
b				10,211.
c				73.
d				
e				
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	10,809.
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). If (loss), enter -0- in Part I, line 8			3	N/A

**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))
2012	28,716.	550,734.	.052141
2011	23,949.	442,428.	.054131
2010	33,417.	515,059.	.064880
2009	34,236.	469,162.	.072973
2008	52,807.	552,557.	.095568

2 Total of line 1, column (d)

2 .339693

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 .067939

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5

4 587,356.

5 Multiply line 4 by line 3

5 39,904.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 159.

7 Add lines 5 and 6

7 40,063.

8 Enter qualifying distributions from Part XII, line 4

8 32,155.

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.

<b>Part VI. Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)</b>	
1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.
1	Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)
2	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b
3	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).
4	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)
5	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)
6	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-
7	Credits/Payments:
8	a 2013 estimated tax payments and 2012 overpayment credited to 2013
9	b Exempt foreign organizations - tax withheld at source
10	c Tax paid with application for extension of time to file (Form 8868)
11	d Backup withholding erroneously withheld
12	Total credits and payments. Add lines 6a through 6d
13	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached
14	Tax due If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>
15	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>
16	Enter the amount of line 10 to be: <b>Credited to 2014 estimated tax</b> ► <input type="checkbox"/> Refunded ► <input type="checkbox"/> 11

**Part VII-A Statements 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>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.</i>	<input checked="" type="checkbox"/> 1a <input checked="" type="checkbox"/> 1b
1c	Did the foundation file Form 1120-POL for this year?	<input checked="" type="checkbox"/> 1c
2	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ _____ 0. (2) On foundation managers. ► \$ _____ 0.	
3	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____ 0.	
4	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	
5	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? <i>If "Yes," attach a conformed copy of the changes</i>	
6	Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If "Yes," has it filed a tax return on Form 990-T for this year?	
7	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	
8	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?	
9	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	
10	Enter the states to which the foundation reports or with which it is registered (see instructions) ► <b>ME</b> b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	
11	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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	
12	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	

## Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► N/A		
14	The books are in care of ► EDWARD BRADLEY JR	Telephone no. ► 207-773-0788
Located at ► 242 FLYING POINT ROAD, FREEPORT, ME		
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 2013, 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	Yes No X

## Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		
1a	During the year did the foundation (either directly or indirectly):	Yes No
(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 type="checkbox"/> Yes <input checked="" 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)? Organizations relying on a current notice regarding disaster assistance check here	N/A ►
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 2013?	
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(l)(3) or 4942(l)(5)):	
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
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.)	N/A
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 2013 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 2013.)	N/A 3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a
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 2013?	4b X

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

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

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

N/A

► 

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

N/A

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  
 Yes  Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  
*If "Yes," attach the statement required by Regulations section 53.4945-5(d).**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  Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  
 Yes  No

N/A

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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 6		0.	0.	0.

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

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

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

►

0

**Part VIII** **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
**3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

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

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

**0**
**Part IX-A** **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

**Expenses**
**1** **N/A**
**2**
**3**
**4**
**Part IX-B** **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

**Amount**
**1** **N/A**
**2**

All other program-related investments. See instructions.

**3**
**Total.** Add lines 1 through 3

**0.**
**Form 990-PF (2013)**

**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	596,301.
b Average of monthly cash balances	1b	
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	596,301.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	596,301.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	8,945.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	587,356.
6 Minimum investment return. Enter 5% of line 5	6	29,368.

**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	29,368.
2a Tax on investment income for 2013 from Part VI, line 5	2a	318.
b Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	318.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	29,050.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	29,050.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	29,050.

**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	32,155.
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	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	32,155.
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	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	32,155.

**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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				29,050.
2 Undistributed income, if any, as of the end of 2013			0.	
a Enter amount for 2012 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	25,373.			
b From 2009	10,980.			
c From 2010	7,956.			
d From 2011	24,049.			
e From 2012	1,557.			
f Total of lines 3a through e	69,915.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 32,155.			0.	
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				29,050.
e Remaining amount distributed out of corpus	3,105.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	73,020.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	25,373.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	47,647.			
10 Analysis of line 9:				
a Excess from 2009	10,980.			
b Excess from 2010	7,956.			
c Excess from 2011	24,049.			
d Excess from 2012	1,557.			
e Excess from 2013	3,105.			



## 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)				
<i>a Paid during the year</i>				
AMHERST COLLEGE <u>AMHERST, MA</u>		PC		5,000.
CASCO BAY YMCA <u>FREEPORT, ME</u>		PC		1,000.
COMPANY OF GIRLS <u>PORLTAND, ME</u>		PC		1,000.
EMBRACE A VET <u>HARPSWELL, ME</u>		PC		500.
FREEPORT COMMUNITY SERVICES <u>FREEPORT, ME</u>		PC		2,155.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>		► 3a	<b>32,155.</b>
<i>b Approved for future payment</i>				
NONE				
<b>Total</b>			► 3b	<b>0.</b>

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

Enter gross amounts unless otherwise indicated.

## 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

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

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)

13 Total. Add line 12, columns (b), (d), and (e)

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

	Unrelated business income		(c) Exclu- sion code	(d) Amount	(e) Related or exempt function income
	(a) Business code	(b) 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					
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					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		20,627.	0.
13 Total. Add line 12, columns (b), (d), and (e)			13		20,627.

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
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## 2013 Tax Information Statement

Page 6 of 20

**Payer's Name and Address:**  
BATH SAVINGS TRUST COMPANY  
105 FRONT STREET  
BATH, ME 04530

Account Number: 50026600  
Recipient's Tax ID Number: XX-XXX3772  
Payer's Federal ID Number: 01-0456203  
Payer's State ID Number:  
State: ME  
Questions? (207)443-6296

Corrected

2nd TIN notice

## 2013 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.

**Covered (Box 6a is not checked)**

Cusip	Description (Box 8)	Stock or Other Symbol (Box 1d)	Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Quantity Sold (Box 1e)	Cost or Stocks Bonds, etc. (Box 2a)	Other Basis (Box 2a)	Wash Sale Loss Disallowed (Box 3)	Net Gain or Loss (Box 5)	Federal Income Tax (Box 4)	State Tax (Box 15)	Withheld (Box 4)

**Short Term Sales Reported on 1099-B**  
594918104 MICROSOFT CORPORATION

200.0000	04/23/2013	01/25/2013	6,118.58	5,594.00	0.00	524.58	0.00	0.00	0.00	0.00	0.00
<b>Total Short Term Sales Reported on 1099-B</b>			<b>6,118.58</b>	<b>5,594.00</b>	<b>0.00</b>	<b>524.58</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>

**Report on Form 8949, Part I, with Box A checked**

**Long Term Sales Reported on 1099-B**  
922031869 VANGUARD INFLATION PROTECTED SEC FUND

1124.4380	06/27/2013	02/16/2012	15,000.00	16,124.44	0.00	-1,124.44	0.00	0.00	0.00	0.00	0.00
<b>Total Long Term Sales Reported on 1099-B</b>			<b>15,000.00</b>	<b>16,124.44</b>	<b>0.00</b>	<b>-1,124.44</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>

**Report on Form 8949, Part II, with Box D checked**

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. The taxpayer is ultimately responsible for the accuracy of their own tax return.

## 2013 Tax Information Statement

Page 7 of 20

Account Number: 50026600  
Recipient's Tax ID Number: XX-XXX3772  
Payer's Federal ID Number: 01-0456203

Payer's Name and Address:  
BATH SAVINGS TRUST COMPANY  
105 FRONT STREET  
BATH, ME 04530

Questions?

Corrected

2nd TIN notice

## 2013 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is Sales Price of stocks, bonds, etc., less commissions and option premiums.  
**For noncovered securities (Box 6a is checked) shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the IRS.**

Cusip	Description (Box 8)	Date of Sale or Exchange (Box 1e)	Date of Acquisition (Box 1e)	Stocks, Bonds, etc. (Box 1a)	Cost of Other Basis (Box 2a)	Cost of Wash Sale Loss Disallowed (Box 4)	Federal State Tax (Box 4)	Net Gain or Loss (Box 4)	State Tax Withheld (Box 15)
02586VDN6	AMERICAN EXP CENT BK UT 1.85% 02/19/2013 NON CALLABLE				02586VDN6			0.00	0.00
5000.000	02/19/2013 02/11/2010				5,000.00			0.00	0.00
25469JVW6	DISCOVER BANK DE 5.00% 10/01/2013 NON CALLABLE				25469JVW6			0.00	0.00
25000.000	10/01/2013 09/23/2008				25,000.00			0.00	0.00
278865100	ECOLAB INC				ECL			0.00	0.00
50.0000	01/25/2013 01/16/2008				3,662.62			2,463.00	0.00
278865100	ECOLAB INC				ECL			0.00	0.00
50.0000	07/26/2013 11/16/2007				4,638.00			2,299.50	0.00
594918104	MICROSOFT CORPORATION				MSFT			2,338.50	0.00
100.0000	04/23/2013 07/22/2003				3,059.29			2,653.00	0.00
594918104	MICROSOFT CORPORATION				MSFT			0.00	0.00
200.0000	04/23/2013 08/21/2003				6,118.58			5,274.00	0.00
594918104	MICROSOFT CORPORATION				MSFT			844.58	0.00
100.0000	04/23/2013 11/21/2003				3,059.30			2,569.00	0.00
					0.00			490.30	0.00

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. For noncovered securities shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the Internal Revenue Service. The taxpayer is ultimately responsible for the accuracy of their own tax return.

## 2013 Tax Information Statement

Page 8 of 20

Account Number: 50026600

Recipient's Tax ID Number: XX-XXX3772

Payer's Federal ID Number: 01-0456203

Payer's State ID Number:

Questions?

State: ME

(207)443-6296

Corrected

2nd TIN notice

**Payer's Name and Address:**  
BATH SAVINGS TRUST COMPANY  
105 FRONT STREET  
BATH, ME 04530

**Recipient's Name and Address:**  
BRADLEY FAMILY FOUNDATION TRUST  
C/O BATH SAVINGS TRUST CO  
105 FRONT STREET  
BATH, ME 04530-2608

**For noncovered securities (Box 6a is checked) shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the IRS.**

Cusip	Description (Box 8)	Stock or Other Symbol (Box 1d)	Date of Sale or Exchange	Date of Acquisition	Quantity Sold	Cost or Basis, etc.	Wash Sale	Stocks, Bonds, etc.	Net Gain or Loss	Federal State Income Tax Withheld		
										(Box 4)	(Box 15)	
<b>(Box 1a)</b>												
594918104	MICROSOFT CORPORATION	MSFT				3,059.29	2,911.99		0.00	147.30	0.00	
100.0000	04/23/2013	03/20/2008									0.00	
863667101	STRYKER CORPORATION	SYK				19,062.56	13,266.00		0.00	5,796.56	0.00	
300.0000	01/25/2013	11/18/2005									0.00	
863667101	STRYKER CORPORATION	SYK				6,354.19	6,242.06		0.00	112.13	0.00	
100.0000	01/25/2013	05/23/2008									0.00	
<b>Total Long Term Sales Reported on 1099-B</b>						79,013.83	67,678.55		0.00	11,335.28	0.00	
<b>Report on Form 8949, Part II, with Box E checked</b>												

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. For noncovered securities shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the Internal Revenue Service. The taxpayer is ultimately responsible for the accuracy of their own tax return.

## BRADLEY FAMILY FOUNDATION

01-0513772

## Part XV Supplementary Information

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

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
FREEPORT HIGH SCHOOL <u>FREEPORT, ME</u>		PC		8,000.
FREEPORT DURHAM EDUCATIONAL FOUNDATION <u>FREEPORT, ME</u>		PC		500.
FRIENDS OF CASCO BAY <u>SOUTH PORTLAND, ME</u>		PC		2,000.
GOOD SHEPHERD FOOD BANK <u>LEWISTON, ME</u>		PC		1,000.
GOODWILL INDUSTRIES OF NORTHERN NEW ENGLAND <u>PORTLAND, ME</u>		PC		1,000.
MAST LANDING SCHOOL <u>FREEPORT, ME</u>		PC		1,000.
OFF THE STREET CLUB <u>CHICAGO, IL</u>		PC		2,500.
PREBLE STREET RESOURC CENTER <u>PORLTAND, ME</u>		PC		5,000.
SEEDS OF INDEPENDENCE <u>BRUNSWICK, ME</u>		PC		500.
WOLFE'S NECK FARM FOUNDATION <u>FREEPORT, ME</u>		PC		1,000.
<u>Total from continuation sheets</u>				22,500.

323631  
05-01-13

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BATH SAVINGS TRUST COMPANY	3,050.	3,050.	
TOTAL TO PART I, LINE 3	3,050.	3,050.	

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BATH SAVINGS TRUST CO	6,841.	73.	6,768.	6,768.	
TO PART I, LINE 4	6,841.	73.	6,768.	6,768.	

## FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	300.	300.		0.
TO FORM 990-PF, PG 1, LN 16B	300.	300.		0.

## FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	4,422.	4,422.		0.
990 PF TAXES	378.	0.		0.
TO FORM 990-PF, PG 1, LN 23	4,800.	4,422.		0.

FORM 990-PF

CORPORATE STOCK

STATEMENT

5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BATH SAVINGS TRUST CO	415,794.	619,027.
TOTAL TO FORM 990-PF, PART II, LINE 10B	415,794.	619,027.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT

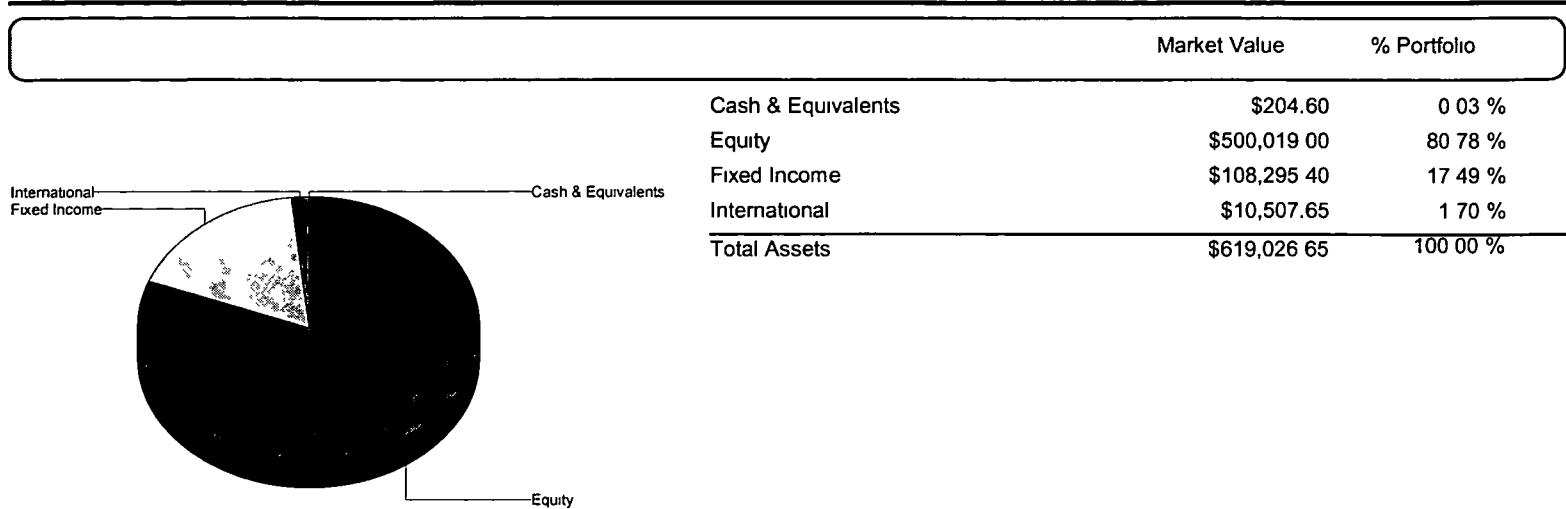
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN EXPENSE CONTRIB ACCOUNT
EDWARD F. BRADLEY, JR.	VICE PRESIDENT 0.00	0.	0.
SARAH TRACY	PRESIDENT 0.00	0.	0.
ALEXANDER BRADLEY	VICE PRESIDENT 0.00	0.	0.
KATHLEEN O'CONNER BRADLEY	VICE PRESIDENT 0.00	0.	0.
JANE S. BRADLEY	TREASURER 0.00	0.	0.
JANE S. BRADLEY	SECRETARY 0.00	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.

# BATH SAVINGS TRUST COMPANY

For the Account of:  
**Account Number: 50026600**  
**BRADLEY FAMILY FOUNDATION**  
 From 12/31/2012 To 12/31/2013

## Asset Allocation



## Activity Summary

	Cost Value*	Market Value
<b>Previous Statement Balance</b>	<b>\$459,060.23</b>	<b>\$566,118.91</b>
Interest	\$3,111.38	\$3,111.38
Dividends	\$6,767.76	\$6,767.76
Realized Gains	\$10,813.87	
Distributions	(\$58,793.60)	(\$58,793.60)
Account Fees	(\$4,421.61)	(\$4,421.61)
Expenses	(\$678.00)	(\$678.00)
Other Activity	\$0.00	\$0.00
<b>Net Portfolio Change</b>		<b>\$106,921.81</b>
<b>Ending Balance</b>	<b>\$415,860.03</b>	<b>\$619,026.65</b>

# BATH SAVINGS TRUST COMPANY

For the Account of:  
Account Number: 50026600  
BRADLEY FAMILY FOUNDATION  
From 12/31/2012 To 12/31/2013

## Statement of Assets

Symbol	Asset Description	Units/Shares or Face Value	Unit Price	Total Cost	Market Value
<b>010 Common Stock</b>					
AAPL	APPLE COMPUTER	45.0000	\$561.02	\$15,508.58	\$25,245.90
BF B	BROWN FORMAN INC B	300.0000	\$75.57	\$10,957.33	\$22,671.00
KO	COCA COLA COMPANY	500.0000	\$41.31	\$18,539.37	\$20,655.00
CL	COLGATE PALMOLIVE COMPANY	400.0000	\$65.21	\$10,911.14	\$26,084.00
DE	JOHN DEERE & CO	200.0000	\$91.33	\$15,590.55	\$18,266.00
XRAY	DENTSPLY INTERNATIONAL INC	400.0000	\$48.48	\$8,786.00	\$19,392.00
ECL	ECOLAB INC	250.0000	\$104.27	\$11,316.92	\$26,067.50
XOM	EXXON MOBIL CORPORATION	250.0000	\$101.20	\$16,868.87	\$25,300.00
FDS	FACTSET RESEARCH SYSTEMS INC	150 0000	\$108.58	\$10,248.88	\$16,287.00
TFM	FRESH MARKET INC	300 0000	\$40.50	\$15,998.60	\$12,150.00
GWW	GRAINGER, W.W , INC	25 0000	\$255.42	\$6,667.01	\$6,385.50
IBM	INTERNATIONAL BUSINESS MACHINE	100.0000	\$187.57	\$12,976.84	\$18,757.00
MA	MASTERCARD INCORPORATED	35 0000	\$835.46	\$11,874.76	\$29,241.10
MKC	MCCORMICK & CO INC NON-VOTING	350 0000	\$68.92	\$12,893.56	\$24,122.00
NKE	NIKE INC CL B	400.0000	\$78.64	\$12,021.05	\$31,456.00
PRAA	PORTFOLIO RECOVERY ASSOCIATES	600 0000	\$52.84	\$9,348.22	\$31,704.00
PX	PRAXAIR INC	200 0000	\$130.03	\$16,732.13	\$26,006.00
QCOM	QUALCOMM	200 0000	\$74.25	\$13,020.24	\$14,850.00
SIAL	SIGMA-ALDRICH CORPORATION	300 0000	\$94.01	\$14,482.29	\$28,203.00
SRCL	STERICYCLE INC	200 0000	\$116.17	\$18,221.05	\$23,234.00
TJX	TJX COS INC NEW	400 0000	\$63.73	\$16,926.97	\$25,492.00
UTX	UNITED TECHNOLOGIES CORPORATION	250 0000	\$113.80	\$17,251.53	\$28,450.00
			Total	\$297,141.89	\$500,019.00
<b>030 Foreign Stock</b>					
RHBB Y	ROCHE HOLDINGS	150.0000	\$70.05	\$9,173.39	\$10,507.65
			Total:	\$9,173.39	\$10,507.65
<b>200 Corporate Bonds</b>					
71645WAU5	PETROBRAS INTL FINANCE 3 50% 02/06/2017 NON CALLABLE CORPORATE	10,000.0000	\$100.92	\$10,075.30	\$10,091.50
882508AU8	TEXAS INSTRUMENTS 1 65% 08/03/2019 NON-CALLABLE	10,000.0000	\$96.33	\$10,020.80	\$9,632.50
94973VBC0	WELLPOINT INC IN 1 875% 01/15/2018 NON- CALLABLE	15,000 0000	\$98.88	\$15,390.00	\$14,832.15
			Total	\$35,486.10	\$34,556.15
<b>203 Corporate Floating Rate Bonds</b>					
6174467V5	MORGAN STANLEY FRN 04/25/2018 3M LIBOR PLUS 128BPS	10,000 0000	\$101.43	\$9,978.49	\$10,142.90
			Total	\$9,978.49	\$10,142.90
<b>280 Negotiable Cert. of Deposit</b>					
02586TFX7	AMERICAN EXP CENT BK UT 3 50% 02/19/2014 NON CALLABLE	25,000 0000	\$100.36	\$25,000.00	\$25,090.25
36159A4Q0	GE MONEY BANK UT 1 45% 08/19/2015 NON-CALLABLE	10,000 0000	\$100.98	\$10,000.00	\$10,098.00
38143AGS8	GOLDMAN SACHS BANK NY 1.70% 01/11/2016 NON-CALLABLE	10,000.0000	\$101.57	\$10,000.00	\$10,157.00
38143AGT6	GOLDMAN SACHS BANK NY 2.05% 01/11/2017 NON-CALLABLE	10,000 0000	\$102.17	\$10,000.00	\$10,217.30
			Total	\$55,000.00	\$55,562.55
<b>305 Fixed Income Mutual Fund</b>					

BATH SAVINGS TRUST  
COMPANY

For the Account of:  
Account Number: 50026600  
BRADLEY FAMILY FOUNDATION  
From 12/31/2012 To 12/31/2013

Symbol	Asset Description	Units/Shares or Face Value	Unit Price	Total Cost	Market Value
VIPS X	VANGUARD INFLATION PROTECTED SEC FUND	618 9370	\$12.98	\$8,875.56	\$8,033.80
501	BATH SAVINGS MONEY MARKET FUND		Total:	\$8,875.56	\$8,033.80
BSIMM0006	BSTC & CO FIDUCIARY INVESTED CASH	13,408.6400	\$1.00	\$13,408.64	\$13,408.64
			Total	\$13,408.64	\$13,408.64
Cash	Cash			(\$13,204.04)	(\$13,204.04)
	Grand Total			\$415,860.03	\$619,026.65