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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.

2013

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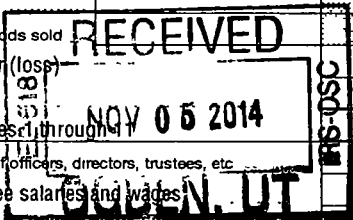
For calendar year 2013 or tax year beginning

, and ending

Name of foundation GERRISH H. MILLIKEN FOUNDATION C/O WILMINGTON TRUST COMPANY 009209-009		A Employer identification number 06-6037106
Number and street (or P.O. box number if mail is not delivered to street address) 1100 NORTH MARKET ST. DE3-C070	Room/suite	B Telephone number (302) 651-8571
City or town, state or province, country, and ZIP or foreign postal code WILMINGTON, DE 19890-0001		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 6,464,311.	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	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		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		3,293,000.		N/A	
2 Check ☐ If the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		1,177.	1,177.		STATEMENT 1
4 Dividends and interest from securities		45,006.	45,006.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<32,505.>			
b Gross sales price for all assets on line 6a 634,000.					
7 Capital gain net income (from Part IV, line 2)			0.		
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)					
11 Other income		18,000.	0.		STATEMENT 3
12 Total. Add lines 1 through 11		3,324,678.	46,183.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 4		2,400.	1,200.		1,200.
b Accounting fees STMT 5		250.	250.		0.
c Other professional fees STMT 6		375.	188.		187.
17 Interest					
18 Taxes STMT 7		810.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 8		627.	627.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		4,462.	2,265.		1,387.
25 Contributions, gifts, grants paid		372,950.			372,950.
26 Total expenses and disbursements. Add lines 24 and 25		377,412.	2,265.		374,337.
27 Subtract line 26 from line 12		2,947,266.			
a Excess of revenue over expenses and disbursements			43,918.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

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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	852,973.	2,651,405.	2,651,405.
	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 12	2,697,619.	2,388,877.	2,354,906.
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 13	0.	1,566,931.	1,458,000.	
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)	3,550,592.	6,607,213.	6,464,311.	
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 ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	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.			
	27 Capital stock, trust principal, or current funds	3,550,592.	6,607,213.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 Total net assets or fund balances	3,550,592.	6,607,213.		
31 Total liabilities and net assets/fund balances	3,550,592.	6,607,213.		

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	3,550,592.
2 Enter amount from Part I, line 27a	2	2,947,266.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	109,430.
4 Add lines 1, 2, and 3	4	6,607,288.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 11	5	75.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,607,213.

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 U.S. TREASURY NOTES-2.750%	P	02/17/09	02/28/13
b U.S. TREASURY NOTES-2.500%	P	05/31/11	03/31/13
c U.S. TREASURY NOTES-4.250%	P	05/31/11	08/15/13
d U.S. TREASURY NOTES-1.500%	P	02/28/11	12/31/13
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 437,000.		460,388.	<23,388.>
b 72,000.		74,804.	<2,804.>
c 69,000.		74,687.	<5,687.>
d 56,000.		56,626.	<626.>
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			<23,388.>
b			<2,804.>
c			<5,687.>
d			<626.>
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	<32,505.>
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	552,325.	3,779,581.	.146134
2011	817,725.	4,348,427.	.188051
2010	2,215,008.	5,325,398.	.415933
2009	2,411,802.	7,238,942.	.333171
2008	1,235,471.	8,961,398.	.137866

2 Total of line 1, column (d)	2	1.221155
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	.244231
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	3,508,552.
5 Multiply line 4 by line 3	5	856,897.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	439.
7 Add lines 5 and 6	7	857,336.
8 Enter qualifying distributions from Part XII, line 4	8	374,337.

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 ☐ and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	878.
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	0.
3 Add lines 1 and 2	3	878.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	878.
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,000.
b Exempt foreign organizations - tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	2,000.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,122.
11 Enter the amount of line 10 to be credited to 2014 estimated tax ☐ 1,122. Refunded ☐	11	0.

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
1b 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 ☐ \$ 0. (2) On foundation managers ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0.		
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) ☐ DE		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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 2013 or the taxable year beginning in 2013 (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? Website address ► <u>NO WEB SITE</u>	13	X	
14	The books are in care of ► <u>WILMINGTON TRUST CO</u> Telephone no ► <u>(302) 651-8571</u> Located at ► <u>1100 NORTH MARKET STREET, WILMINGTON, DE</u> ZIP+4 ► <u>19890-0001</u>			
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	N/A	
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 ►	16	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.

		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? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
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?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ 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)	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 ►	2b	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
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	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	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)?

☐ 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

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?

N/A

☐ 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?

If "Yes" to 6b, file Form 8870.

6b

X

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?

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 14		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

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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
NONE		

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.

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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	2,418,998.
b	Average of monthly cash balances	1b	1,142,984.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,561,982.
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	3,561,982.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	53,430.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,508,552.
6	Minimum investment return. Enter 5% of line 5	6	175,428.

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	175,428.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	878.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	878.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	174,550.
4	Recoveries of amounts treated as qualifying distributions	4	18,000.
5	Add lines 3 and 4	5	192,550.
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	192,550.

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	374,337.
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	374,337.
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	374,337.

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

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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				192,550.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008	792,767.			
b From 2009	2,056,467.			
c From 2010	1,953,972.			
d From 2011	602,572.			
e From 2012	359,456.			
f Total of lines 3a through e	5,765,234.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$	374,337.			
a Applied to 2012, but not more than line 2a			0.	
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				192,550.
e Remaining amount distributed out of corpus	181,787.			
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:	5,947,021.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
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)	3,293,000.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	2,654,021.			
10 Analysis of line 9				
a Excess from 2009	1,510,206.			
b Excess from 2010	602,572.			
c Excess from 2011	359,456.			
d Excess from 2012	181,787.			
e Excess from 2013				

N/A

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

b 85% of line 2a

d Amounts included in line 2c not used directly for active conduct of exempt activities

Subtract line 2d from line 2c

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

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))

PHOEBE MILLIKEN

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

NONE

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 address of the person to whom applications should be addressed

NONE

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

N/A

c Any submission deadlines

N/A

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

GRANTS MADE AS SELECTED BY TRUSTEES

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				
ABILIS 50 GLENVILLE STREET GREENWICH, CT 06831		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
ACADIA FAMILY CENTER 1 FERNALD POINT ROAD SOUTHWEST HARBOR, ME 04679		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	5,500.
ACADIA WILDLIFE FOUNDATION P.O. BOX 207 MOUNT DESERT ISLAND, ME 04660		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	15,000.
ARTSPACE 230 S. 500 WEST SALT LAKE CITY, UT 84101		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	5,000.
BEATRIX FARRAND SOCIETY P.O. BOX 111 MOUNT DESERT ISLAND, ME 04660		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
Total			SEE CONTINUATION SHEET(S)	372,950.
b Approved for future payment				
NONE				
Total				0.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BLACKFOOT CHALLENGE P.O. BOX 103 OVANDO, MT 59854		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
BOCA GRANDE HEALTH CLINIC FOUNDATION, INC. P.O. BOX 2340 BOCA GRANDE, FL 33921		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	200.
BOY SCOUTS OF AMERICA-KATAHDIN AREA COUNCIL P.O. BOX 1869 BANGOR, ME 04402		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	200.
CAMPBILL FOUNDATION 285 HUNGRY HOLLOW ROAD CHESTNUT RIDGE, NY 10977		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
CAPE ANN ANIMAL AID 4 PAWS LANE GLOUCESTER, MA 01930		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
CHRISTADORA INC 1 EAST 53RD STREET, 1401 NEW YORK, NY 10022		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,100.
COLLEGE OF FOREST RESOURCE-WASHINGTON PULP & PAPER FOUNDATION P.O. BOX 352100 SEATTLE, WA 98195		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	2,000.
COLLEGE OF THE ATLANTIC 105 EDEN STREET BAR HARBOR, ME 04609		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	51,500.
COMBINED ORGANIZATION OF POLICE-GREENWICH POLICE DEPARTMENT P.O. BOX 1611 GREENWICH, CT 06836		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
COVENANT HOUSE 461 EIGHT AVENUE NEW YORK, NY 10001		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
Total from continuation sheets				346,450.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
DANA-FARBER CANCER INSTITUTE 450 BROOKLINE AVENUE BOSTON, MA 02115		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,500.
DOWNEAST HORIZONS 1200 STATE HIGHWAY 3 BAR HARBOR, ME 04609		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	10,000.
DUKE UNIVERISTY 324 BLACKWELL STREET, SUITE 850 DURHAM, NC 27701		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
FAMILY CENTERS, INC. P.O. BOX 7550 GREENWICH, CT 06836		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
FIRST CHURCH OF CHRIST UNITARIAN P.O. BOX 66 LANCASTER, MA 01523-0066		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
FOOD WORKS 64 MAIN STREET MONTPELIER, VT 05602		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
FOREST SOCIETY OF MAINE 115 FRANKLIN STREET, 3RD FLOOR BANGOR, ME 04401		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
FRIENDS OF ACADIA 43 COTTAGE STREET BAR HARBOR, ME 04609		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	5,000.
FRIENDS OF BOCA GRANDE COMMUNITY CENTER, INC. P.O. BOX 1222 BOCA GRANDE, FL 33921		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	300.
FRIENDS OF NATHANIEL WITHERELL 70 PARSONAGE ROAD GREENWICH, CT 06830		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	10,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FRIENDS OF ST MARY OF PROVIDENCE 4000 NORTH AUSTIN AVENUE CHICAGO, IL 60634		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	20,000.
GASPARILLA ISLAND CONSERVATION AND IMPROVEMENT ASSOCIATION P.O. BOX 446 BOCA GRANDE, FL 33921		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	5,000.
GLENVILLE FIRE CO NO 2 INC 266 GLENVILLE RD GREENWICH, CT 06831		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	200.
GREENWICH EMERGENCY MEDICAL SERVICE, INC 1111 EAST PUTNAM AVENUE RIVERSIDE, CT 06878		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
GREENWICH HOSPITAL ASSOCIATION 5 PERRYRIDGE ROAD GREENWICH, CT 06831		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	5,000.
GREENWICH LAND TRUST INC. 2 EAST SUITE D COS COB, CT 06807		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	200.
GREENWICH POLICE DEPARTMENT SCHOLARSHIP FUND INC 11 BRUCE PLACE GREENWICH, CT 06830		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	2,000.
HOSPICE OF HANCOCK COUNTY 14 MCKENZIE AVENUE ELLSWORTH, ME 04605		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	200.
HURRICANE ISLAND FOUNDATION P.O. BOX 1280 ROCKLAND, ME 04841		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	10,000.
INTERNATIONAL HOUSE 500 RIVERSIDE DRIVE NEW YORK, NY 10027		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ISLAND CONNECTIONS 15 EAGLE LAKE ROAD BAR HARBOR, ME 04609		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
ISLAND HOUSING TRUST P.O. BOX 851 MOUNT DESERT, ME 04660		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	10,000.
ISLAND INSTITUTE P.O. BOX 648 ROCKLAND, ME 04841		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
ISLAND READERS & WRITERS P.O. BOX 227 MOUNT DESERT, ME 04660		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,500.
JACKSON LABORATORY P.O. BOX 254 BAR HARBOR, ME 04609		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
JUDICIAL WATCH, INC 425 THIRD STREET, SW, SUITE 800 WASHINGTON, DC 20024		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
LOUISE DUPONT CROWNSHIELD COMMUNITY HOUSE P.O. BOX 101 BOCA GRANDE, FL 33921		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
MAINE AUDOBON SOCIETY 20 GILSLAND FARM ROAD PALMOUTH, ME 04105		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
MAINE COMMUNITY FOUNDATION, INC. 245 MAIN STREET ELLSWORTH, ME 04605		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
MAINE FARMLAND TRUST, INC. 97 MAIN STREET BELFAST, ME 04915		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MAINE LIGHTHOUSE CORPORATION 109 MAIN STREET BAR HARBOR, ME 04609		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
MAINE PUBLIC BROADCASTING NETWORK 1450 LISBON STREET LEWISTON, ME 04240		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
MAINE SEA COAST MISSION 127 WEST STREET BAR HARBOR, ME 04609		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
MAINE TREE FOUNDATION P.O. BOX 5470 AUGUSTA, ME 04332		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	2,000.
MARINE BIOLOGICAL LABORATORY 7 M B L STREET WOODS HOLE, MA 02543		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
MERRY-GO-ROUND INC. 1/2 BOLLING PLACE GREENWICH, CT 06830		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	100.
MESERVE-KUNHARDT FOUNDATION 48 WHEELER AVENUE-THIRD FLOOR PLEASANTVILLE, NY 10570		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
MOUNT DESERT FESTIVAL OF CHAMBER MUSIC PO BOX 862 NORTHEAST HARBOR, ME 04662		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
MOUNT DESERT FIRE AND RESCUE ASSOCIATION P.O. BOX 248 NORTHEAST HARBOR, ME 04662		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	4,500.
MOUNT DESERT ISLAND BIOLOGICAL LABORATORY P.O. BOX 35 SALSBURY COVE, ME 04672		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	250.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MOUNT DESERT ISLAND HIGH SCHOOL P.O. BOX 180 MOUNT DESERT, ME 04660		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
MOUNT DESERT ISLAND HISTORICAL SOCIETY P.O. BOX 653 MOUNT DESERT, ME 04660		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	2,000.
MOUNT DESERT ISLAND HOSPITAL P.O. BOX 8 BAR HARBOR, ME 04609		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	50,000.
MOUNT DESERT ISLAND NURSING ASSOCIATION P.O. BOX 397 NORTHEAST HARBOR, ME 04662		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	20,000.
MOUNT DESERT LAND & GARDEN PRESERVE P.O. BOX 208 SEAL HARBOR, ME 04675		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
MOUNT DESERT MEDICAL CENTER P.O. BOX 926 NORTHEAST HARBOR, ME 04662		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
MOUNT DESERT NURSERY SCHOOL MAPLE LANE NORTHEAST HARBOR, ME 04662		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	3,000.
MOUNT ST. JOSEPH 24955 NORTH HIGHWAY 12 LAKE ZURICH, IL 60047		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	10,000.
NATIONAL AUDUBON SOCIETY 613 RIVERSVILLE ROAD GREENWICH, CT 06831		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	2,500.
NATURAL RESOURCES COUNCIL, INC. 3 WADE STREET AUGUSTA, ME 04330		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	3,000.
Total from continuation sheets				

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NATURAL RESOURCES DEFENSE COUNCIL INC. 40 WEST 20TH STREET NEW YORK, NY 10011		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	5,000.
NATURE CONSERVANCY INC 4245 N FAIRFAX DRIVE, SUITE 100 ARLINGTON, VA 22203		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	3,000.
NATUREBRIDGE 28 GEARY STREET, SUITE 650 SAN FRANCISCO, CA 94108		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
NEIGHBORHOOD HOUSE CLUB P.O. BOX 332 NORTHEAST HARBOR, ME 04662		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
NEXT STEP DOMESTIC VIOLENCE PROJECT 733 BANGOR ROAD ELLSWORTH, ME 04605		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
NORTHEAST HARBOR AMBULANCE SERVICE INC. P.O. BOX 1222 NORTHEAST HARBOR, ME 04662		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
NORTHEAST HARBOR LIBRARY SCHOLARSHIP FUND P.O. BOX 279 NORTHEAST HARBOR, ME 04662		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	3,000.
NORTHEAST HARBOR SAILING SCHOOL P.O. BOX 12 NORTHEAST HARBOR, ME 04662		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
NORTHEAST HARBOR VILLAGE IMPROVEMENT SOCIETY P.O. BOX 208 MOUNT DESERT, ME 04660		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	5,000.
NORTHEAST HISTORIC FILM P.O. BOX 900 BUCKSPORT, ME 04416		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
OUR LADY OF MERCY CATHOLIC CHURCH P.O. BOX 181 BOCA GRANDE, FL 33921		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
OUR PLACE, DC 1518 K STREET NW, MEZZANINE LEVEL WASHINGTON, DC 20005		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
PARISH OF ST. MARY AND ST. JUDE P.O. BOX 105 NORTHEAST HARBOR, ME 04662		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	3,000.
PENOBSCOT EAST RESOURCE CENTER P.O. BOX 27 STONINGTON, ME 04681		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
PRESIDENT & FELLOWS OF HARVARD COLLEGE 1033 MASS AVENUE, SUITE 3 CAMBRIDGE, MA 02138		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	8,100.
ROCKEND INC P.O. BOX 296 NORTHEAST HARBOR, ME 04662		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	5,000.
ROCKFORD INSTITUTE 928 NORTH MAIN STREET ROCKFORD, IL 61103		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
ROUND HILL VOLUNTEER FIRE DEPARTMENT INC. P.O. BOX 8 GREENWICH, CT 06831		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
ROYAL PALM PLAYERS, INC. P.O. BOX 954 BOCA GRANDE, FL 33921		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	200.
SALVATION ARMY 855 ASYLUM AVENUE HARTFORD, CT 06105-2801		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SPECIAL OLYMPICS 605 EAST WILLOW NORMAL, IL 61761		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
SPECIAL OLYMPICS-CONNECTICUT 2666 STATE STREET SUITE 1 HAMDEN, CT 06517-2232		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	100.
ST. ANDREW & ST. JOHN EPISCOPAL CHURCH-WESTSIDE FOOD PANTRY P.O. BOX 767		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	200.
ST. BARNABAS EPISCOPAL CHURCH 954 LAKE AVENUE GREENWICH, CT 06831		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	3,500.
ST. MARY OF PROVIDENCE 4200 NORTH AUSTIN AVENUE CHICAGO, IL 60634		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	5,000.
STROUD WATER RESEARCH CENTER 970 SPENCER ROAD AVONDALE, PA 19311		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	5,000.
THE GREAT HARBOR MARITIME MUSEUM-GREAT HARBOR COLLECTION INC. P.O. BOX 145 NORTHEAST HARBOR, ME 04662		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
THE HERITAGE FOUNDATION 214 MASSACHUSETTS AVE. NE WASHINGTON, DC 20002		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	20,000.
THE JESSE HELMS CENTER FOUNDATION P.O. BOX 247 WINGATE, NC 28174		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
THE NATURE CONSERVANCY 14 MAINE STREET BRUNSWICK, ME 04011-2030		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	3,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TRUSTEE OF BRANTWOOD CAMP 50 CONGRESS STREET, SUITE 530 BOSTON, MA 02109		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
UNITED CHURCH OF CHRIST OF NORTHEAST HARBOR & SEAL HARBOR 21 SUMMIT ROAD NORTHEAST HARBOR, ME 04662		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	2,000.
UNITED CHURCH OF NORTHEAST HARBOR, ME P.O. BOX 555 NORTHEAST HARBOR, ME 04662		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
UNITED WAY OF GREENWICH 1 LAFAYETTE COURT GREENWICH, CT 06830		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	1,000.
VOR 1971 HICKS ROAD ROLLING MEADOWS, IL 60008		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	500.
WILLOWWIND P.O. BOX 1140 STATE HIGHWAY 3 BAR HARBOR, ME 04609-7129		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	5,000.
WORLD WILDLIFE FUND, INC 1250 24TH STREET NW WASHINGTON, DC 20037		PUBLIC CHARITY	GENERAL AND/OR EDUCATIONAL PURPOSE	100.
Total from continuation sheets				

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990

OMB No 1545-0047

2013

Name of the organization

GERRISH H. MILLIKEN FOUNDATION
C/O WILMINGTON TRUST COMPANY 009209-009

Employer identification number

06-6037106

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

- ☐ 501(c)() (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization

GERRISH H. MILLIKEN FOUNDATION
C/O WILMINGTON TRUST COMPANY 009209-009

Employer identification number

06-6037106

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	PHOEBE MILLIKEN (CASH) P O BOX 277 NORTHEAST HARBOR, ME 04462	\$ 1,835,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
2	PHOEBE MILLIKEN (ARTISTOLE FUND) P O BOX 277 NORTHEAST HARBOR, ME 04462	\$ 1,458,000.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Employer identification number

C/O WILMINGTON TRUST COMPANY 009209-009

06-6037106

[illegible]

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
RESTRICTED SHORT TERM INVESTMENT CORP INTEREST	102.	102.	
RESTRICTED SHORT TERM INVESTMENT FD US INTEREST	1,075.	1,075.	
TOTAL TO PART I, LINE 3	1,177.	1,177.	

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
U. S. TREASURY INTEREST (DIRECT FROM SPECIFIC	45,006.	0.	45,006.	45,006.	
TO PART I, LINE 4	45,006.	0.	45,006.	45,006.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PRIOR YEAR RECOVERIES	18,000.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	18,000.	0.	

FORM 990-PF	LEGAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	2,400.	1,200.		1,200.
TO FM 990-PF, PG 1, LN 16A	2,400.	1,200.		1,200.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX SERVICES FEES	250.	250.		0.
TO FORM 990-PF, PG 1, LN 16B	250.	250.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMIN FEES	375.	188.		187.
TO FORM 990-PF, PG 1, LN 16C	375.	188.		187.

FORM 990-PF	TAXES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL 2013 EXCISE TAX QUARTERLY PAYMENTS	810.	0.		0.
TO FORM 990-PF, PG 1, LN 18	810.	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WILMINGTON TRUST (CUSTODIAN) FEE	627.	627.		0.
TO FORM 990-PF, PG 1, LN 23	627.	627.		0.

FOOTNOTES

STATEMENT 9

FORM 990PF PART XIII LINE 7 ELECTION
 ELECTION TO TREAT UNUSED PRIOR YEAR CORPUS
 DISTRIBUTIONS AS CURRENT CORPUS DISTRIBUTIONS
 PURSUANT TO REGULATIONS 53.4942(A)-3(C)(2)(IV) THE
 ABOVE REFERENCED FOUNDATION ELECTS TO TREAT AS A
 CURRENT CORPUS DISTRIBUTIONS THE FOLLOWING UNUSED
 PRIOR YEAR DISTRIBUTIONS TREATED AS CORPUS
 DISTRIBUTIONS UNDER REGS. 53-4942(A)-3(D)(1)(III)

YEAR 2008	792,767.
YEAR 2009	2,056,467.
YEAR 2010	443,766.

TOTAL	3,293,000.
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SIGNED Thomas H. H.
 TITLE Treasurer
 DATE 10-15-14

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	10
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DESCRIPTION	AMOUNT
SHORT TERM INVESTMENT FUND DECEMBER 2012 POSTED IN JANUARY 2013	123.
U.S. TREASURY ACCRUED INTEREST FEBRUARY 2013 POSTED IN NOVEMBER 2012	376.
DIFFERENCE BETW. BASIS AND FMV ASSETS RECEIVED IN KIND	108,931.
TOTAL TO FORM 990-PF, PART III, LINE 3	109,430.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	11
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DESCRIPTION	AMOUNT
SHORT TERM INVESTMENT FUND DECEMBER 2013 POSTED IN JANUARY 2014	75.
TOTAL TO FORM 990-PF, PART III, LINE 5	75.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	12
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
UNITED STATES TREASURY NOTES, SEE ATTACHED	X		2,388,877.	2,354,906.
TOTAL U.S. GOVERNMENT OBLIGATIONS			2,388,877.	2,354,906.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			2,388,877.	2,354,906.

FORM 990-PF OTHER INVESTMENTS STATEMENT 13

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
THE ARISTOTLE FUND OF MAINE, LP	COST	1,566,931.	1,458,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,566,931.	1,458,000.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
PHOEBE MILLIKEN P.O. BOX 1926 SPARTANBURG, SC 29304	TRUSTEE 1.00	0.	0.	0.
JAMES F. ZAHRN P.O. BOX 1926 SPARTANBURG, SC 29304	OFFICER / TREASURER 1.00	0.	0.	0.
PETER MILLIKEN P.O. BOX 1926 SPARTANBURG, SC 29304	TRUSTEE 1.00	0.	0.	0.
THOMAS HAMILTON P.O. BOX 1926 SPARTANBURG, SC 29304	OFFICER / TREASURER 1.00	0.	0.	0.
STEPHEN G. MILLIKEN P.O. BOX 1926 SPARTANBURG, SC 29304	TRUSTEE 1.00	0.	0.	0.
JOHN W. MILLIKEN P.O. BOX 1926 SPARTANBURG, SC 29304	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Supporting Detail for 990PF Part II Page Two Balance Sheet

Account: 009209-009 CUST FOR GERRISH H MILLIKEN FDTN

As of Date 12/31/2013

Description	CUSIP	Quantity	Market Value	% MV	Price	Federal Tax Cost	Unrealized Gain/Loss
RESTRICTED SHORT TERM INVESTMENT							
FND	821400009	2,651,405.4100	2,651,405.41	44.57	1.000000	2,651,405.41	0.00
THE ARISTOTLE FUND OF MAINE, LP	LP0055444		1,458,000.00	15.84		1,566,931.00	801,956.00
UNITED STATES TREASURY NOTES							
DTD 05/31/2012 0.625% 05/31/2017	912828SY7	179,000.0000	176,664.05	2.97	0.986950	177,783.96	(1,119.91)
UNITED STATES TREASURY NOTES							
DTD 02/29/2012 0.875% 02/28/2017	912828SJ0	179,000.0000	178,985.68	3.01	0.999920	179,979.51	(993.83)
UNITED STATES TREASURY NOTES							
DTD 11/30/2011 0.875% 11/30/2016	912828RU6	177,000.0000	177,566.40	2.99	1.003200	179,863.01	(2,296.61)
UNITED STATES TREASURY NOTES							
DTD 08/31/2011 1.000% 08/31/2016	912828RF9	177,000.0000	178,660.26	3.00	1.009380	180,692.70	(2,032.44)
UNITED STATES TREASURY NOTES							
DTD 08/31/2010 1.250% 08/31/2015	912828NV8	215,000.0000	218,418.50	3.67	1.015900	220,216.15	(1,797.65)
UNITED STATES TREASURY NOTES							
DTD 11/30/2010 1.375% 11/30/2015	912828PJ3	215,000.0000	219,158.10	3.68	1.019340	220,921.62	(1,763.52)
UNITED STATES TREASURY NOTES							
DTD 05/31/2011 1.750% 05/31/2016	912828QP8	140,000.0000	144,057.20	2.42	1.028980	146,721.56	(2,664.36)
UNITED STATES TREASURY NOTES							
DTD 02/28/2009 1.875% 02/28/2014	912828KF6	277,000.0000	277,778.37	4.67	1.002810	276,394.99	1,383.38
UNITED STATES TREASURY NOTES							
DTD 02/28/2011 2.125% 02/29/2016	912828QJ2	130,000.0000	134,742.40	2.27	1.036480	137,861.37	(3,118.97)
UNITED STATES TREASURY NOTES							
DTD 05/31/2010 2.125% 05/31/2015	912828NF3	210,000.0000	215,586.00	3.62	1.026600	221,509.69	(5,923.69)
UNITED STATES TREASURY NOTES							
DTD 11/30/2009 2.125% 11/30/2014	912828LZ1	73,000.0000	74,294.29	1.25	1.017730	75,828.99	(1,534.70)
UNITED STATES TREASURY NOTES							
DTD 02/28/2010 2.375% 02/28/2015	912828MR8	208,000.0000	213,208.32	3.58	1.025040	220,700.07	(7,491.75)
UNITED STATES TREASURY NOTES							
DTD 08/31/2009 2.375% 08/31/2014	912828LK4	72,000.0000	73,060.56	1.23	1.014730	75,420.24	(2,359.68)
UNITED STATES TREASURY NOTES							
DTD 12/31/2009 2.625% 12/31/2014	912828ME7	71,000.0000	72,725.30	1.22	1.024300	74,982.89	(2,257.59)
TOTAL Principal Portfolio -	USD	4,974,405.4100	6,464,310.84	108.68		6,607,213.16	767,984.68
TOTAL 009209-009			\$6,464,311			\$6,607,213	767,984.68