Form **990-PF** Department of the Treasury Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

OMB No 1545-0052 **2014** Open to Public Inspection

For calendar year 2014 or tax year beginning , 2014, and ending , 20

Name of foundation: EDWARD BANGS KELLEY AND ELZA KELLEY FND, INC.

A Employer identification number: 04-6039660

Number and street (or P O box number if mail is not delivered to street address): 20 NORTH MAIN STREET | Room/suite

B Telephone number (see instructions): 508-775-3117

City or town, state or province, country, and ZIP or foreign postal code: SOUTH YARMOUTH, MA 02664

C If exemption application is pending, check here ▶ [ ]

G Check all that apply: [ ] Initial return [ ] Initial return of a former public charity [ ] Final return [ ] Amended return [ ] Address change [ ] 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: [X] 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) ▶ $ 6,819,031.

J Accounting method: [ ] Cash [X] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis)

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

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc, received (attach schedule)	17,650.			
	2	Check ▶ [ ] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	173,500.	171,322.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	306,209.			
	b	Gross sales price for all assets on line 6a 2,447,240.				
	7	Capital gain net income (from Part IV, line 2)		306,209.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total** Add lines 1 through 11	497,359.	477,531.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	20,400.			20,400.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 5	4,600.	NONE	NONE	4,600.
	c	Other professional fees (attach schedule) STMT 6	29,102.	29,102.		
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 7	14,231.	1,461.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	963.			963.
	22	Printing and publications	332.			332.
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	69,628.	30,563.	NONE	26,295.
	25	Contributions, gifts, grants paid	238,043.			238,043.
	26	**Total expenses and disbursements** Add lines 24 and 25	307,671.	30,563.	NONE	264,338.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	189,688.			
	b	**Net investment income** (if negative, enter -0-)		446,968.		
	c	**Adjusted net income** (if negative, enter -0-)				

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JSA **For Paperwork Reduction Act Notice, see instructions.** Form **990-PF** (2014)

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	110,165.	59,850.	59,850.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)	NONE	50,000.	50,481.
	b	Investments - corporate stock (attach schedule)	3,327,219.	4,172,610.	4,728,571.
	c	Investments - corporate bonds (attach schedule)	1,600,017.	1,493,531.	1,980,129.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)	547,519.		
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	5,584,920.	5,775,991.	6,819,031.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ 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	5,584,920.	5,775,991.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	5,584,920.	5,775,991.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	5,584,920.	5,775,991.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	5,584,920.
2	Enter amount from Part I, line 27a	2	189,688.
3	Other increases not included in line 2 (itemize) ▶ ENTRY TO REFLECT BV ADJUSTMENT	3	1,383.
4	Add lines 1, 2, and 3	4	5,775,991.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,775,991.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	PUBLICLY TRADED SECURITIES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	2,447,240.		2,141,031.	306,209.
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				306,209.
b				
c				
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	306,209.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year; see 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))
2013	304,605.	6,235,250.	0.048852
2012	365,183.	4,893,442.	0.074627
2011	236,270.	5,657,243.	0.041764
2010	345,167.	5,360,569.	0.064390
2009	251,632.	4,902,287.	0.051330

2	Total of line 1, column (d)	2	0.280963
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.056193
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	6,669,108.
5	Multiply line 4 by line 3	5	374,757.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,470.
7	Add lines 5 and 6	7	379,227.
8	Enter qualifying distributions from Part XII, line 4	8	264,338.

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	8,939.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	8,939.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	8,939.
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — 6a: 8,940.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	8,940.
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.
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 1. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* STMT 8	10	X	

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ kellyfoundation.org

14 The books are in care of ▶ SEE STATEMENT 9 Telephone no ▶

Located at ▶ ZIP+4 ▶

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

		Line	Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22 1) If "Yes," enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Line	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)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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 2014?	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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ 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)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ , , ,			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2014 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 2014)*	3b		
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 2014?	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

(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 4945(d)(4)(A)? (see instructions) . . . . . . ☐ Yes ☒ No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? 5b

Organizations relying on a current notice regarding disaster assistance check here . . . . . . ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . . . ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . . . ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . . . 6b No: X

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? 7b

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
HENRY L. MURPHY, JR 243 SOUTH STREET, PO BOX M, HYANNIS, MA 02601	ADMINISTRATIVE M	20,400.	-0-	-0-

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NOT APPLICABLE		-0-	-0-	-0-

Total number of other employees paid over $50,000 . . . . . . ▶ NONE

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
EASTERN BANK SAUGUS, MA 01906	INVESTMENT MANAGER	2,100
JAMES F BOGLE, CPA YARMOUTHPORT, MA 02675-1757	ACCOUNTANT	4,000
Total number of others receiving over $50,000 for professional services ▶		NONE

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 CAPE COD HEALTHCARE FOUNDATION INC. RENOVATION	25,000.
2 CAPE COD REGIONAL SUBSTANCE ABUSE PREVENTION INITIATIVE SUBSTANCE ABUSE PREVENTION	50,000.
3 COMMUNITY HEALTH CENTER OF CAPE COD OPTOMETRY PROGRAM	15,000.
4 BIG BROTHERS BIG SISTERS OF CAPE COD & THE ISLANDS OPERATING SUPPORT	12,000.

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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	6,770,668.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	6,770,668.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	6,770,668.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	101,560.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,669,108.
6	**Minimum investment return.** Enter 5% of line 5	6	333,455.

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	333,455.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	8,939.		
b	Income tax for 2014 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	8,939.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	324,516.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	324,516.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	324,516.

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	264,338.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	264,338.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	264,338.

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 2013	(c) 2013	(d) 2014
1	Distributable amount for 2014 from Part XI, line 7				324,516.
2	Undistributed income, if any, as of the end of 2014				
a	Enter amount for 2013 only			NONE	
b	Total for prior years 20___,20___,20___		NONE		
3	Excess distributions carryover, if any, to 2014				
a	From 2009 ... NONE				
b	From 2010 ... NONE				
c	From 2011 ... 53,805.				
d	From 2012 ... 130,725.				
e	From 2013 ... 1,780.				
f	**Total** of lines 3a through e	186,310.			
4	Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 264,338.				
a	Applied to 2013, but not more than line 2a			NONE	
b	Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see instructions)	NONE			
d	Applied to 2014 distributable amount				264,338.
e	Remaining amount distributed out of corpus	NONE			
5	Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	60,178.			60,178.
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	126,132.			
b	Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d	Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e	Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f	Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				NONE
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8	Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	NONE			
9	**Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	126,132.			
10	Analysis of line 9				
a	Excess from 2010 ... NONE				
b	Excess from 2011 ... NONE				
c	Excess from 2012 ... 124,352.				
d	Excess from 2013 ... 1,780.				
e	Excess from 2014 ...				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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:

SEE STATEMENT 10

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

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

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
a Paid during the year				
SEE STATEMENT 21				238,043.
Total ▶ 3a				238,043.
b Approved for future payment				
PLEASE SEE ATTACHED SCHEDULE				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	173,500.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	306,209.	
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)				479,709.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 479,709.

(See worksheet in line 13 instructions to verify calculations)

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). (See instructions)
	NOT APPLICABLE

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of.			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee | Date: 04/22/2015 | Title: VP

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
GORDON POWERS		04/22/2015		P00260194
Firm's name ▶ ERNST & YOUNG U.S. LLP			Firm's EIN ▶ 34-6565596	
Firm's address ▶ 200 CLARENDON STREET BOSTON, MA 02116			Phone no 617-587-9019	

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

2014

Name of the organization

EDWARD BANGS KELLEY AND ELZA KELLEY FND, INC.

Employer identification number

04-6039660

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, contributions totaling $5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) 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), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions 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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled 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 totaling $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).

Name of organization
EDWARD BANGS KELLEY AND ELZA KELLEY FND, INC.

Employer identification number
04-6039660

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	DOREEN BILEZIKIAN 83 OYSTER WAY OSTERVILLE, MA 02655	$ 7,500.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
2	MICHAEL W LACH ,	$ 50.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
3	ROBERT & ELIZABETH TALERMAN ,	$ 1,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
4	DANA & EILEEN MISKELL ,	$ 100.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
5	HAMILTON N. SHEPLEY ,	$ 500.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
6	DAVID & CAROL PENFIELD ,	$ 250.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization: EDWARD BANGS KELLEY AND ELZA KELLEY FND, INC.

Employer identification number: 04-6039660

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
7	MICHAEL & JILL LAUF	$ 250.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
8	CURLEY DIRECT MAIL LLC	$ 250.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
9	KELLI M. ORAVA	$ 100.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
10	ROBERT B HIRSCHMAN	$ 250.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
11	LAWRENCE S. MCAULIFFE	$ 500.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
12	JOHN OTIS DREW	$ 250.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization: EDWARD BANGS KELLEY AND ELZA KELLEY FND, INC.

Employer identification number: 04-6039660

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
13	JANET C TAYLOR	$ 75.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
14	MILTON & LEONA PENN	$ 500.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
15	JOSHUA NICKERSON JR	$ 1,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
16	HENRY L MURPHY III	$ 250.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
17	SUZANNE FAY GLYNN	$ 200.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
18	KATHY P DAVENPORT	$ 1,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
EDWARD BANGS KELLEY AND ELZA KELLEY FND, INC.	04-6039660

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
19	JEFFREY D BELEZIKIAN	$ 500.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
20	DAVID SAMPSON	$ 500.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
21	BRIAN OMALLEY	$ 125.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
22	DEPOLA, BEGG & ASSOC	$ 500.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
23	JOEL G CROWELL	$ 750.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
24	JOEL PETERSON	$ 1,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization: EDWARD BANGS KELLEY AND ELZA KELLEY FND, INC.

Employer identification number: 04-6039660

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
25	PETER & JEANNIE MEYER	$ 250.	Person [X] 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)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
A T & T INC	1,013.	1,013.
ABBVIE INC	530.	530.
AETNA U S HEALTHCARE INC	365.	365.
ALLSTATE CORP	183.	183.
AMERICAN EXPRESS CO	861.	861.
ANALOG DEVICES	1,994.	1,994.
ANHEUSER BUSCH 5.6% 03/01/2017	7,805.	7,805.
APPLE	2,277.	2,277.
APPLIED MATERIALS	204.	204.
AUTOMATIC DATA PROCESSING	569.	569.
BANK AMERICA CORP	433.	433.
BANK AMERICA CORP 5.25% 12/01/2015	3,938.	3,938.
BECTON DICKINSON CO	1,247.	1,247.
BRINKER INTERNATIONAL INC	162.	162.
BROADCOM CORPORATION CL A 2.7% 11/01/201	2,118.	2,118.
CVS HEALTH CORPORATION	34.	34.
CARDINAL HEALTH, INC.	949.	949.
CATERPILLAR INC.	2,030.	2,030.
CELGENE CORPORATION 2.3% 08/15/2018	1,726.	1,726.
CHEVRON CORP	3,266.	3,266.
CHUBB CORP	1,773.	1,773.
CISCO SYSTEMS INC	674.	674.
CISCO SYSTEMS INC 2.125% 03/01/2019	395.	395.
CLOROX COMPANY	146.	146.
COACH, INC.	861.	861.
COCA-COLA CO	1,618.	1,618.
CONOCOPHILLIPS	684.	684.
COOPER U S INC. 6.1% 07/01/2017	5,432.	5,432.
CORNING INC	723.	723.
COSTCO WHOLESALE CORP, NEW	649.	649.
CRACKER BARREL OLD COUNTRY STORE	201.	201.
DFA INTERNATIONAL SMALL CO PORTFOLIO	3,031.	3,031.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
WALT DISNEY PRODUCTIONS	863.	863.
WALT DISNEY CO 1.35% 08/16/2016	431.	431.
DISCOVER FINANCIAL SERVICES	1,041.	1,041.
DOW CHEMICAL CO	2,463.	2,463.
DUKE ENERGY CORP NEW	1,465.	1,465.
DUKE ENERGY 2.15% 11/15/2016	319.	319.
FEDERAL HOME LOAN BANK 1.75% 12/14/2018	875.	875.
FEDEX CORPORATION	369.	369.
FORD MOTOR CO	2,926.	2,926.
GANNETT CO INC	295.	295.
GENERAL ELEC CO	3,294.	3,294.
GENERAL MILLS INC	683.	683.
GLAXOSMITHKLINE PLC-ADR	302.	302.
GOLDMAN SACHS GROUP 5.125% 01/15/2015	6,666.	6,666.
GREAT PLAINS ENERGY, INC.	625.	625.
HCP, INC.	1,090.	1,043.
HALLIBURTON CO	648.	648.
HEWLETT-PACKARD CO 2.75% 01/14/2019	1,197.	1,197.
HOLLYFRONTIER CORP	3,706.	3,706.
HOME DEPOT INC	1,655.	1,655.
HONEYWELL INT'L INC.	1,360.	1,360.
INTEL CORP	402.	402.
I B M CORP	1,344.	1,344.
INTERNATIONAL PAPER CO	759.	759.
I SHARES I SHARES EMU INDEX FUND	7,065.	7,065.
I SHARES I BOXX INVESTMENT GRADE CORPORA	2,129.	2,129.
I SHARES S & P MIDCAP 400	2,958.	2,958.
I SHARES MSCI ALL COUNTRY ASIA EX JAPAN	3,585.	3,585.
I SHARES NATIONAL MUNI BOND ETF	621.	1.
I SHARES BARCLAYS INT CRDT	1,765.	1,765.
I SHARES BARCLAYS 1-3 YR CREDIT BOND FUN	386.	386.
ISHARES FLOATING RATE BOND ETF	339.	339.
J P MORGAN CHASE & CO	902.	902.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
JOHNSON & JOHNSON	2,263.	2,263.
KIMBERLY CLARK CORP	2,719.	2,719.
ELI LILLY & CO	462.	462.
LOCKHEED MARTIN CORP	116.	116.
LOWES COMPANIES INC 5% 10/15/2015	6,112.	6,112.
MASCO CORP	738.	738.
MERCK & CO INC. NEW	1,630.	1,630.
METLIFE INC.	833.	833.
FEDERATED GOV'T OBLIGATION TAX MANAGED F	13.	13.
MORGAN STANLEY	778.	778.
MORGAN STANLEY 5.55% 04/27/2017	2,775.	2,775.
NATIONAL-OILWELL, INC	1,118.	1,118.
NETAPP INC 2% 12/15/2017	544.	544.
NUCOR CORP	1,674.	1,674.
OCCIDENTAL PETROLEUM CORP	1,420.	1,420.
ORACLE CORPORATION	233.	233.
ORACLE CORPORATION 2.375% 01/15/2019	1,817.	1,817.
PG & E CORP	281.	281.
PEPSICO INC	900.	900.
PFIZER INC	512.	512.
PROCTER & GAMBLE CO	2,221.	2,221.
QUALCOMM INC	1,338.	1,338.
SPDR BARCLAYS HIGH YIELD BOND ETF	9,944.	9,944.
SOUTHERN CO 2.45% 09/01/2018	389.	389.
SPECTRA ENERGY CORP	750.	750.
STAPLES INC	390.	390.
STARBUCKS CORP	839.	839.
STATE STREET CORP	1,085.	1,085.
SUNTRUST BANKS	1,343.	1,343.
TJX COMPANIES INC	491.	491.
TARGET CORP	273.	273.
UIL HOLDINGS CORPORTION	2,249.	2,249.
UNITED PARCEL SERVICE	610.	610.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
UNITED TECHNOLOGIES CORP 4.875% 05/01/20	3,819.	3,819.
VERIZON COMMUNICATIONS INC	4,227.	4,227.
VISA, INC	610.	610.
VODAFONE GROUP 5% 09/15/2015	1,288.	1,288.
WALGREEN CO	1,189.	1,189.
WELLS FARGO & CO 2.15% 01/15/2019	1,424.	1,424.
THE WILLIAMS COS.	826.	826.
WILLIAMS SONOMA INC	800.	800.
WISDOM TREE EUROPE HEDGED EQUITY	1,657.	1,657.
XCEL ENERGY, INC.	1,784.	1,784.
XILINX, INC.	121.	121.
EATON CORP PLC	1,511.	
INVESCO LTD.	799.	799.
NOBLE CORP PLC USD	851.	851.
SEAGATE TECH PUBLIC LIMITED CO	463.	463.
TRANSOCEAN LTD	852.	852.
TOTAL	173,500.	171,322.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	4,600.			4,600.
TOTALS	4,600.	NONE	NONE	4,600.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TRUST SERVICES	29,102.	29,102.
TOTALS	29,102.	29,102.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL TAX PAYMENT - PRIOR YE	6,000.	
FEDERAL ESTIMATES - PRINCIPAL	6,770.	
FOREIGN TAXES ON QUALIFIED FOR	1,214.	1,214.
FOREIGN TAXES ON NONQUALIFIED	247.	247.
TOTALS	14,231.	1,461.

FORM 990PF, PART VII-A - NEW SUBSTANTIAL CONTRIBUTORS

NAME AND ADDRESS

DOREEN BILEZIKIAN
83 OYSTER WAY
OSTERVILLE, MA 02655

ROBERT & ELIZABETH TALERMAN

,

JOSHUA NICKERSON JR

,

KATHY P DAVENPORT

,

JOEL PETERSON

,

STATEMENT 8

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
===

NAME: EASTERN BANK
C/O LORI EVANS
ADDRESS: 77 ACCORD PARK DRIVE
NORWELL, MA 02061

TELEPHONE NUMBER: (508)923-2805

FORM 990PF, PART XV - LINES 2a - 2d
===================================

RECIPIENT NAME:
DEWITT DAVENPORT, VP AND AMINISTRATIVE MANAGER
ADDRESS:
20 NORTH MAIN STREET
SOUTH YARMOUTH, MA 02664
FORM, INFORMATION AND MATERIALS:
PLEASE SEE ATTACHED SAMPLES
SUBMISSION DEADLINES:
NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
PLEASE SEE ATTACHED BROCHURE

RECIPIENT NAME:
AIDS SUPPORT GROUP OF
CAPE COD FDN
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
NONE
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
SANDWICH FOOD PANTRY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PANTRY ITEMS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
YARMOUTH DIVISION OF SENIOR SERVICES
BROWN BAG PROGRAM
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PANTRY ITEMS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
BIG BROTHERS/BIG SISTERS OF CAPE
CAPE COD & ISLANDS
ADDRESS:
75 FEDERAL STREET 8TH FLOOR
BOSTON, MA 02110
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
MENTORING FRIENDSHIPS WITH ADULT VOLUNTEERS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 17,000.

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

RECIPIENT NAME:
CHILD AND FAMILY SERVICES OF CAPE COD
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
MENTAL HEALTH TREATMENT TO LOW INCOME FAMILYS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
CAPE COD COUNCIL OF CHURCHES
ADDRESS:
P. O. BOX 758
HYANNIS, MA 02601
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNITE AGAINST GUN VIOLENCE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
FRIENDS OF BOURNE COUNCIL ON AGING
ADDRESS:
239 MAIN STREET
BUZZARDS BAY, MA 02532
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROVIDE LIVING NECESSITIES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
INDEPENDENCE HOUSE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SERVICE VIOLENCE SURVIVORS AND THEIR FAMILIES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 6,200.

RECIPIENT NAME:
GREATER BOSTON FOOD BANK
ADDRESS:
70 SOUTH BAY AVENUE
BOSTON, MA 02118
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
END HUNGER TO THOSE IN NEED
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
NATIONAL ALLIANCE ON MENTAL ILLNESS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PURCHASE DEVELOPMENT SOFTWARE & PHONES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,243.

RECIPIENT NAME:
LOWER CAPE OUTREACH COUNCIL FDN
ADDRESS:
P. O. BOX 665
ORLEANS, MA 02653
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SHORT-TERM EMERGENCY ASSISTANCE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,000.

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

RECIPIENT NAME:
SIGHT LOSS SERVICES
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROVIDE INDEPENDENT LIVING SUPPORT AND AID.
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 4,000.

RECIPIENT NAME:
PHILANTHROPY DAY CAPE COD
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT NON PROFIT EDUCATION
FOUNDATION STATUS OF RECIPIENT:
NONE
AMOUNT OF GRANT PAID .... 3,500.

RECIPIENT NAME:
HELPING OUR WOMEN
ADDRESS:
34 CONWELL STREET
PROVINCETOWN, MA 02657
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
WOMEN WITH CANCER IN OUTER CAPE COD
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
FALMOUTH TOGETHER WE CAN
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SKATEPARK FOR FALMOUTH
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

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

RECIPIENT NAME:
COMMUNITY HEALTH CENTER OF
CAPE COD
ADDRESS:
107 COMMERCIAL STREET
MASHPEE, MA 02649
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PREVENTATIVE SERVICES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
SOUP KITCHEN IN PROVINCETOWN INC
ADDRESS:
10 SHANK PAINTER ROAD
PROVINCETOWN, MA 02657
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
HOT NOURISHING LUNCHES NOV-APRIL WEEKDAYS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
COTUIT CENTER FOR THE ARTS FDN
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ART PARTNERSHIP OUTREACH PROGRAM FOR YOUTH
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 2,000.

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

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RECIPIENT NAME:
SALVATION ARMY
ADDRESS:
615 SLATER'S LANE
ALEXANDRIA, VA
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
HELP HEALTH, ECONOMIC & SPIRITUAL CONDITIONS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
SEASHORE POINT FDN
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
NONE
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
FALMOUTH SERVICE CENTER
ADDRESS:
611 GIFFORD STREET
FALMOUTH, MA 02541
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EASE STRESS REDUCE HUNGER
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,000.

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

RECIPIENT NAME:
CAPE COD HEALTHCARE FOUNDATION
CAPE COD HOSPITAL
ADDRESS:
27 PARK STREET
HYANNIS, MA 02601
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
HEALTH CARE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
CAPE & ISLANDS VETERANS OUTREACH
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXPAND OUTREACH SERVICES TO RETURNING VETS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
THE FAMILY PANTRY OF CAPE COD
ADDRESS:
133 QUEEN ANNE ROAD
HARWICH, MA 02645
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SERVING THE NEEDS OF THE LESS FORTUNATE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
HOUSING ASSISTANCE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ANGEL HOUSE SHELTER
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
MUSTARD SEED KITCHEN
ADDRESS:
155 HOPKINS DRIVE
WELLFLEET, MA 02667
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
HELPING CHILDREN AND COMMUNITIES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
LYME AWARENESS OF CAPE COD
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROVIDE EDUCATION AND PROMOTE AWARENESS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
SMILE MASS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ADD 100 BEACH WHEEL CHAIRS ACROSS CAPE COD
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

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

RECIPIENT NAME:
CALMER CHOICE FDN
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
NONE
AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
YARMOUTH FOOD PANTRY
ADDRESS:
P O BOX 982
WEST YARMOUTH, MA 02673
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPLY FOOD
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
EASTHAM PUBLIC LIBRARY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FUND ADAPTIVE TECHNOLOGY FOR THE BLIND & HEAR
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
HOXIE CENTER AT SAGAMORE BEACH
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RESTORATION PROJECT AT HISTORIC HOXIE SCHOOL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
BREWSTER HISTORICAL SOCIETY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RENOVATE THE CAPTAIN ELIJAH COBB HOUSE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
CAPE COD REGIONAL SUBSTANCE ABUSE
PRVENTION INITIATIVE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUBSTANCE ABUSE PREVENTION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
ST. VINCENT DEPAUL
ADDRESS:
21 CROSS STREET
HYANNIS, MA 02601
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SPIRITUAL GROWTH VIA PERSON TO PERSON SERVICE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 9,000.

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

RECIPIENT NAME:
SPAULDING REHABILITATION HOSPITAL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
NONE
AMOUNT OF GRANT PAID .... 4,600.

TOTAL GRANTS PAID: 238,043.

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.
▶ Information about Schedule D and its separate instructions is at *www.irs.gov/form1041*

OMB No 1545-0092

2014

Name of estate or trust	Employer identification number
EDWARD BANGS KELLEY AND ELZA KELLEY FND, INC.	04-6039660

Note: *Form 5227 filers need to complete only Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b .				
1b Totals for all transactions reported on Form(s) 8949 with **Box A** checked				
2 Totals for all transactions reported on Form(s) 8949 with **Box B** checked				
3 Totals for all transactions reported on Form(s) 8949 with **Box C** checked	607,268.	594,436.		12,832.

4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	4	
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	5	
6 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2013 Capital Loss Carryover Worksheet	6	( )
7 **Net short-term capital gain or (loss).** Combine lines 1a through 6 in column (h) Enter here and on line 17, column (3) on the back . . . . ▶	7	12,832.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b .				
8b Totals for all transactions reported on Form(s) 8949 with **Box D** checked				
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked				
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked	1,834,345.	1,547,814.	128.	286,659.

11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	11	
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts.	12	
13 Capital gain distributions.	13	6,718.
14 Gain from Form 4797, Part I.	14	
15 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2013 Capital Loss Carryover Worksheet	15	( )
16 **Net long-term capital gain or (loss).** Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back . . . . ▶	16	293,377.

Part III Summary of Parts I and II

Caution: *Read the instructions **before** completing this part.*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
17	**Net short-term gain or (loss)**	17			12,832.
18	**Net long-term gain or (loss):**				
a	Total for year	18a			293,377.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	18b			16.
c	28% rate gain	18c			
19	**Total net gain or (loss).** Combine lines 17 and 18a ▶	19			306,209.

Note: *If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 18a and 19, column (2), are net gains, go to Part V, and **do not** complete Part IV If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet,** as necessary*

Part IV Capital Loss Limitation

20 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 19, column (3) **or b** $3,000 .... 20 ( )

Note: *If the loss on line 19, column (3), is more than $3,000, **or** if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:*

- *Either line 18b, col (2) or line 18c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col. (2) or line 18c, col. (2) is more than zero

21	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)		21		
22	Enter the **smaller** of line 18a or 19 in column (2) but not less than zero	22			
23	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	23			
24	Add lines 22 and 23	24			
25	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	25			
26	Subtract line 25 from line 24 If zero or less, enter -0-		26		
27	Subtract line 26 from line 21. If zero or less, enter -0-		27		
28	Enter the **smaller** of the amount on line 21 or $2,500		28		
29	Enter the **smaller** of the amount on line 27 or line 28		29		
30	Subtract line 29 from line 28. If zero or less, enter -0-. This amount is taxed at 0% ▶			30	
31	Enter the **smaller** of line 21 or line 26		31		
32	Subtract line 30 from line 26		32		
33	Enter the **smaller** of line 21 or $12,150		33		
34	Add lines 27 and 30		34		
35	Subtract line 34 from line 33 If zero or less, enter -0-		35		
36	Enter the **smaller** of line 32 or line 35		36		
37	Multiply line 36 by 15% ▶			37	
38	Enter the amount from line 31		38		
39	Add lines 30 and 36		39		
40	Subtract line 39 from line 38. If zero or less, enter -0-		40		
41	Multiply line 40 by 20% ▶			41	
42	Figure the tax on the amount on line 27. Use the 2014 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)		42		
43	Add lines 37, 41, and 42		43		
44	Figure the tax on the amount on line 21 Use the 2014 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)		44		
45	**Tax on all taxable income.** Enter the **smaller** of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) ▶			45	

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at *www.irs.gov/form8949.*

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2014

Attachment Sequence No 12A

Name(s) shown on return	Social security number or taxpayer identification number
EDWARD BANGS KELLEY AND ELZA KELLEY FND, INC.	04-6039660

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments your bought in 2014 or later)

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

X **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) See the separate instructions (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
183 A T & T INC	03/20/2014	03/31/2014	6,431.00	6,195.00			236 00
86. ABBVIE INC	03/20/2014	03/31/2014	4,400.00	4,610.00			-210.00
135 ALLSTATE CORP	06/24/2013	01/27/2014	6,877.00	6,427.00			450.00
66. ANALOG DEVICES	12/10/2013	03/31/2014	3,509 00	3,235.00			274 00
290. ANALOG DEVICES	01/27/2014	08/19/2014	14,978.00	14,190.00			788 00
663 APPLIED MATERIALS	03/28/2013	03/27/2014	13,081.00	8,986.00			4,095.00
204. APPLIED MATERIALS	01/27/2014	05/15/2014	3,782.00	3,440.00			342 00
24. AUTOMATIC DATA PROCESS	01/27/2014	11/20/2014	2,019 00	1,613.00			406.00
66 BRINKER INTERNATIONAL	01/27/2014	04/10/2014	3,353.00	2,757.00			596.00
8. CDK GLOBAL,INC.	01/27/2014	10/14/2014	209.00	233.00			-24.00
46. CATERPILLAR INC.	06/19/2013	03/31/2014	4,586.00	3,906 00			680 00
30. CHEVRON CORP	07/02/2013	01/27/2014	3,499.00	3,582 00			-83.00
104. CHUBB CORP	06/06/2013	01/27/2014	8,964 00	8,944.00			20.00
96 CHUBB CORP	06/06/2013	03/20/2014	8,248.00	8,256.00			-8 00
2 Totals Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Form **8949** Department of the Treasury Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at *www.irs.gov/form8949.*

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074 **2014** Attachment Sequence No **12A**

Name(s) shown on return: EDWARD BANGS KELLEY AND ELZA KELLEY FND, INC

Social security number or taxpayer identification number: 04-6039660

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments your bought in 2014 or later)

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions)

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

[ ] **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
[ ] **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
[X] **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
45. CHUBB CORP	06/06/2013	03/31/2014	4,008.00	3,870 00			138.00
304. CLOROX COMPANY	01/27/2014	03/20/2014	26,514.00	26,387.00			127.00
226. COACH, INC.	03/04/2013	01/27/2014	10,956.00	11,073.00			-117.00
358. COACH, INC	01/27/2014	02/18/2014	17,211.00	19,192 00			-1,981.00
46 COACH, INC	03/13/2013	03/06/2014	2,223 00	2,285.00			-62 00
84. CONOCOPHILLIPS	03/20/2014	03/31/2014	5,894 00	5,710 00			184.00
104 COSTCO WHOLESALE CORP	03/04/2013	01/27/2014	11,792.00	10,727.00			1,065 00
111 DOW CHEMICAL CO	12/04/2013	01/27/2014	4,811 00	4,330 00			481.00
335 DOW CHEMICAL CO	12/04/2013	03/06/2014	16,705 00	13,069.00			3,636 00
82. DOW CHEMICAL CO	08/08/2013	03/31/2014	3,977 00	3,024 00			953 00
391. FORD MOTOR CO	05/07/2013	03/31/2014	6,074.00	5,529.00			545.00
239. GENERAL ELEC CO	09/17/2013	01/27/2014	6,006 00	5,850.00			156.00
95. GENERAL MILLS INC	11/21/2013	03/31/2014	4,921 00	4,710.00			211.00
150. GREAT PLAINS ENERGY,	02/18/2014	03/31/2014	4,065.00	3,876 00			189 00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Form **8949** | # Sales and Other Dispositions of Capital Assets | OMB No 1545-0074

▶ Information about Form 8949 and its separate instructions is at www irs gov/form8949

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

2014

Department of the Treasury
Internal Revenue Service

Attachment Sequence No **12A**

Name(s) shown on return: EDWARD BANGS KELLEY AND ELZA KELLEY FND, INC

Social security number or taxpayer identification number: 04-6039660

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments your bought in 2014 or later)

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You ***must*** **check Box A, B,** ***or*** **C below. Check only one box.** If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- [ ] **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- [ ] **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
- [X] **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
142 HCP, INC.	01/27/2014	03/31/2014	5,503.00	5,472.00			31.00
367 HOLLYFRONTIER CORP	10/08/2013	03/06/2014	17,470.00	14,845.00			2,625.00
475. HOLLYFRONTIER CORP	01/27/2014	03/20/2014	23,348.00	20,100 00			3,248.00
1288. HOLLYFRONTIER CORP	01/27/2014	10/07/2014	54,491.00	53,699 00			792.00
86. HOME DEPOT INC	09/17/2013	01/27/2014	6,786.00	6,543 00			243.00
104 INTEL CORP	01/27/2014	07/24/2014	3,563 00	2,588.00			975.00
36. I B M CORP	10/03/2013	01/27/2014	6,437 00	6,626 00			-189 00
103. I B M CORP	07/24/2014	12/16/2014	15,903 00	20,106 00			-4,203 00
950. I SHARES BARCLAYS 1-3 BOND FUN	02/11/2014	07/25/2014	100,099.00	100,319.00			-220.00
100 ISHARES FLOATING RATE	04/10/2014	12/16/2014	5,051.00	5,075.00			-24.00
128. METLIFE INC.	05/10/2013	03/31/2014	6,777.00	5,238.00			1,539.00
.5 NOW, INC.	03/07/2014	06/09/2014	16 00	16.00			
927. NOW, INC.	06/10/2014	11/06/2014	25,573.00	30,189.00			-4,616.00
583 NUCOR CORP	01/27/2014	02/18/2014	29,877.00	26,851 00			3,026.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Form **8949** | **Sales and Other Dispositions of Capital Assets** | OMB No 1545-0074

▶ Information about Form 8949 and its separate instructions is at *www.irs.gov/form8949*

2014

Department of the Treasury Internal Revenue Service

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Attachment Sequence No **12A**

Name(s) shown on return: EDWARD BANGS KELLEY AND ELZA KELLEY FND, INC.

Social security number or taxpayer identification number: 04-6039660

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments your bought in 2014 or later)

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
81 PG & E CORP	01/27/2014	03/20/2014	3,564.00	3,597 00			-33 00
126 PFIZER INC	01/27/2014	05/15/2014	3,652.00	3,537.00			115.00
62. PROCTER & GAMBLE CO	03/20/2014	03/31/2014	5,002.00	4,884.00			118.00
153 SPECTRA ENERGY CORP	01/27/2014	10/14/2014	5,529 00	5,226 00			303.00
178. STAPLES INC	01/27/2014	06/17/2014	1,973.00	2,389 00			-416.00
71. TARGET CORP	02/18/2014	03/31/2014	4,290.00	4,012 00			278.00
287. TARGET CORP	02/18/2014	08/19/2014	16,990 00	16,218.00			772 00
159. UIL HOLDINGS CORPORTI	03/20/2014	03/31/2014	5,856.00	5,719.00			137.00
167. UIL HOLDINGS CORPORTI	03/20/2014	12/03/2014	6,755.00	6,007 00			748.00
271. WEYERHAEUSER CO	05/06/2013	01/27/2014	8,239 00	8,415.00			-176.00
46 EATON CORP PLC	08/05/2013	01/27/2014	3,369.00	3,052 00			317 00
55 EATON CORP PLC	03/27/2014	03/31/2014	4,122.00	4,000.00			122.00
222. EATON CORP PLC	03/27/2014	10/14/2014	13,278 00	15,926.00			-2,648.00
252 PARAGON OFFSHORE LTD	04/15/2014	09/04/2014	2,229.00	2,840.00			-611.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

Note If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at *www.irs.gov/form8949.*

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2014

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
EDWARD BANGS KELLEY AND ELZA KELLEY FND, INC	04-6039660

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments your bought in 2014 or later)

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a, you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

X **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) See the separate instructions. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
41 TRANSOCEAN LTD	03/28/2013	01/27/2014	1,853 00	2,131.00			-278.00
112 TRANSOCEAN LTD	02/05/2013	01/27/2014	5,062.00	6,381.00			-1,319 00
12 TRANSOCEAN LTD	03/13/2013	03/06/2014	513 00	636 00			-123 00
122. TRANSOCEAN LTD	06/24/2013	04/15/2014	5,005 00	5,793 00			-788 00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶			607,268.	594,436			12,832.

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side	Social security number or taxpayer identification number
EDWARD BANGS KELLEY AND ELZA KELLEY FND, INC	04-6039660

Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later)

Part II **Long-Term.** Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- [ ] **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- [ ] **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
- [X] **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
43. AETNA U S HEALTHCARE I	04/11/2012	01/27/2014	2,971 00	2,073.00			898.00
789. AETNA U S HEALTHCARE	04/11/2012	04/08/2014	57,190 00	38,046.00			19,144 00
596. ALLSTATE CORP	07/13/2012	01/27/2014	30,360.00	20,219.00			10,141 00
182. AMERICAN EXPRESS CO	10/05/2011	01/27/2014	15,678.00	7,807.00			7,871.00
193 AMERICAN EXPRESS CO	10/05/2011	06/05/2014	17,860 00	8,279.00			9,581.00
20. APPLE	09/22/2011	01/27/2014	11,059 00	8,140.00			2,919 00
43. APPLE	04/11/2012	04/08/2014	22,453.00	24,499 00			-2,046 00
276 APPLIED MATERIALS	03/28/2013	03/31/2014	5,628 00	3,741.00			1,887.00
897. APPLIED MATERIALS	03/28/2013	05/15/2014	16,629.00	12,157.00			4,472.00
69. AUTOMATIC DATA PROCESS	04/11/2012	03/31/2014	5,329 00	3,766 00			1,563.00
76. AUTOMATIC DATA PROCESS	04/11/2012	08/19/2014	6,326.00	4,148 00			2,178.00
95 AUTOMATIC DATA PROCESS	04/11/2012	10/14/2014	6,895.00	4,530.00			2,365.00
92 AUTOMATIC DATA PROCESS	06/24/2013	11/20/2014	7,740.00	4,915.00			2,825 00
55. BECTON DICKINSON CO	04/11/2012	01/27/2014	5,907 00	4,185 00			1,722.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side	Social security number or taxpayer identification number
EDWARD BANGS KELLEY AND ELZA KELLEY FND, INC	04-6039660

Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later)

Part II **Long-Term.** Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

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☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

X **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
15 BIOGEN IDEC INC	04/11/2012	01/27/2014	4,494.00	1,897 00			2,597.00
276. BRINKER INTERNATIONAL	12/17/2012	03/20/2014	14,647 00	8,707 00			5,940 00
82. BRINKER INTERNATIONAL	12/17/2012	03/31/2014	4,297.00	2,587 00			1,710 00
253. BRINKER INTERNATIONAL	03/28/2013	04/10/2014	12,854.00	8,068.00			4,786.00
.333 CDK GLOBAL,INC.	04/11/2012	10/07/2014	9.00	7.00			2.00
62 CDK GLOBAL,INC.	06/24/2013	10/14/2014	1,617.00	1,360.00			257.00
125. CVS HEALTH CORPORATIO	08/03/2001	11/03/2014	10,782.00	2,265 00			8,517 00
58 CARDINAL HEALTH, INC	04/11/2012	01/27/2014	3,804 00	2,396.00			1,408.00
11.99966 CATERPILLAR INC	04/11/2012	01/27/2014	1,091.00	1,219.00	W	128.00	
88.00034 CATERPILLAR INC.	04/11/2012	01/27/2014	7,999 00	8,938 00			-939.00
27. CELGENE CORPORATION	08/01/2012	01/27/2014	4,252.00	1,853.00			2,399.00
69. CHEVRON CORP	11/29/2011	03/31/2014	8,180 00	6,738 00			1,442 00
755. CISCO SYSTEMS INC	09/13/2012	03/20/2014	16,532.00	14,473.00			2,059.00
174. CISCO SYSTEMS INC	09/13/2012	03/31/2014	3,914.00	3,336.00			578.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side	Social security number or taxpayer identification number
EDWARD BANGS KELLEY AND ELZA KELLEY FND, INC.	04-6039660

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Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

[ ] **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

[ ] **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

[X] **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
951 COACH, INC	03/04/2013	03/06/2014	45,964 00	46,593.00			-629.00
207 COCA-COLA CO	04/11/2012	01/27/2014	8,048.00	7,458.00			590.00
299 CORNING INC	12/04/2012	01/27/2014	5,496 00	3,663 00			1,833.00
98. WALT DISNEY PRODUCTION	04/11/2012	01/27/2014	7,130.00	4,062 00			3,068 00
50000. WALT DISNEY CO 1.35	03/19/2013	11/12/2014	50,500 00	50,731 00			-231 00
173. DISCOVER FINANCIAL SE	04/11/2012	06/05/2014	10,368.00	5,633.00			4,735.00
40 DUKE ENERGY CORP NEW	11/15/2012	01/27/2014	2,755 00	2,394.00			361.00
82. DUKE ENERGY CORP NEW	11/15/2012	03/31/2014	5,836 00	4,908.00			928.00
248 EBAY INC	04/11/2012	01/27/2014	13,145.00	8,929.00			4,216.00
1105. EBAY INC	04/11/2012	10/27/2014	56,446.00	39,782.00			16,664 00
79. FEDEX CORPORATION	04/11/2012	01/27/2014	10,458 00	6,973 00			3,485.00
300. GENERAL ELEC CO	02/19/2013	03/31/2014	7,749.00	7,122 00			627.00
141 GENERAL ELEC CO	02/19/2013	10/14/2014	3,451 00	3,347.00			104.00
100000 GOLDMAN SACHS GROU 01/15/2015	08/16/2005	11/12/2014	100,608 00	100,365.00			243.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side | Social security number or taxpayer identification number

EDWARD BANGS KELLEY AND ELZA KELLEY FND, INC. | 04-6039660

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Part II **Long-Term.** Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- [ ] **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- [ ] **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
- [X] **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) See the separate instructions. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
18 GOOGLE INC CL A	03/04/2011	01/27/2014	19,972.00	10,822.00			9,150.00
197. HALLIBURTON CO	09/16/2010	01/27/2014	9,580.00	6,109.00			3,471 00
.625 HALYARD HEALTH INC	06/24/2013	11/07/2014	24.00	20.00			4.00
25 HALYARD HEALTH INC	12/04/2012	11/07/2014	10.00	7 00			3.00
27. HALYARD HEALTH INC	06/24/2013	12/03/2014	1,004.00	830.00			174.00
124. HONEYWELL INT'L INC.	05/02/2012	01/27/2014	11,211.00	7,518.00			3,693.00
336. INTEL CORP	01/06/2012	03/20/2014	8,561 00	8,541.00			20.00
157 INTEL CORP	01/11/2012	03/31/2014	4,057 00	4,050 00			7 00
65 INTEL CORP	01/11/2012	06/17/2014	1,950 00	1,677 00			273.00
477. INTEL CORP	06/24/2013	07/24/2014	16,343 00	12,211.00			4,132.00
233. INTERNATIONAL PAPER C	11/15/2012	03/20/2014	10,595 00	7,895.00			2,700.00
113 INTERNATIONAL PAPER C	11/15/2012	03/31/2014	5,178.00	3,829 00			1,349.00
103. INTERNATIONAL PAPER C	03/28/2013	12/03/2014	5,568 00	3,681.00			1,887.00
2070 I SHARES I SHARES EM	01/30/2013	10/09/2014	75,228 00	64,743 00			10,485 00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side	Social security number or taxpayer identification number
EDWARD BANGS KELLEY AND ELZA KELLEY FND, INC	04-6039660

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1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) See the separate instructions (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
778. I SHARES NATIONAL MUN	11/01/2012	04/09/2014	83,252.00	80,812.00			2,440 00
783 I SHARES BARCLAYS INT	01/31/2013	11/13/2014	85,706.00	86,780.00			-1,074 00
130 J P MORGAN CHASE & CO	02/19/2013	03/31/2014	7,886.00	6,440.00			1,446 00
90. JOHNSON & JOHNSON	04/11/2012	01/27/2014	8,149.00	5,775.00			2,374.00
62 JOHNSON & JOHNSON	04/11/2012	03/31/2014	6,089 00	3,979 00			2,110.00
133. KIMBERLY CLARK CORP	12/04/2012	01/27/2014	14,346.00	11,417.00			2,929 00
61. KIMBERLY CLARK CORP	02/19/2013	03/31/2014	6,721.00	5,616 00			1,105.00
139. KIMBERLY CLARK CORP	12/04/2012	10/27/2014	15,730 00	11,932 00			3,798.00
51. ELI LILLY & CO	04/11/2012	03/31/2014	3,011.00	2,018 00			993.00
180 MERCK & CO INC. NEW	07/08/2011	01/27/2014	9,548.00	6,515 00			3,033.00
80. METLIFE INC.	05/10/2013	10/14/2014	3,936.00	3,274.00			662.00
130. METLIFE INC.	05/10/2013	12/04/2014	7,143.00	5,320.00			1,823.00
332. MORGAN STANLEY	04/11/2012	01/27/2014	9,962.00	5,926.00			4,036.00
712. MORGAN STANLEY	04/11/2012	06/05/2014	22,410.00	12,708.00			9,702.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
147. NUCOR CORP	04/11/2012	01/27/2014	7,114.00	6,080.00			1,034.00
49. NUCOR CORP	12/17/2012	02/18/2014	2,511 00	2,089.00			422.00
84. OCCIDENTAL PETROLEUM C	01/15/2010	01/27/2014	7,341 00	6,640 00			701 00
488. OCCIDENTAL PETROLEUM	03/13/2013	11/06/2014	41,767 00	39,468 00			2,299.00
1938. ORACLE CORPORATION	01/05/2012	01/27/2014	71,032 00	58,838.00			12,194 00
539. PG & E CORP	04/11/2012	03/20/2014	23,713.00	22,788.00			925.00
76. PEPSICO INC	04/11/2012	03/20/2014	6,212 00	4,956 00			1,256 00
71. PEPSICO INC	04/11/2012	03/31/2014	5,913 00	4,630.00			1,283.00
192 PFIZER INC	04/11/2012	03/31/2014	6,160.00	4,230.00			1,930 00
762. PFIZER INC	03/28/2013	05/15/2014	22,087.00	17,652.00			4,435.00
123 PROCTER & GAMBLE CO	04/11/2012	01/27/2014	9,679.00	8,211.00			1,468.00
193. QUALCOMM INC	07/10/2012	01/27/2014	14,186.00	10,630.00			3,556 00
172. SPECTRA ENERGY CORP	01/11/2012	03/31/2014	6,364 00	5,254.00			1,110 00
93. SPECTRA ENERGY CORP	01/11/2012	06/17/2014	3,860.00	2,845.00			1,015.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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474. SPECTRA ENERGY CORP	06/24/2013	10/14/2014	17,128.00	14,362 00			2,766.00
338. STAPLES INC	03/28/2013	03/31/2014	3,794 00	4,534 00			-740 00
1197. STAPLES INC	03/28/2013	06/17/2014	13,267.00	16,058 00			-2,791.00
210 STARBUCKS CORP	05/02/2012	01/27/2014	15,662 00	12,179.00			3,483.00
167 STATE STREET CORP	04/11/2012	01/27/2014	11,469.00	7,288 00			4,181.00
262. STATE STREET CORP	04/11/2012	06/05/2014	17,415.00	11,434 00			5,981.00
362. SUNTRUST BANKS	01/03/2013	01/27/2014	13,783 00	10,349.00			3,434.00
197. TJX COMPANIES INC	04/11/2012	01/27/2014	11,459 00	7,601.00			3,858.00
991. TJX COMPANIES INC	04/11/2012	08/12/2014	53,806 00	39,026 00			14,780 00
222 UIL HOLDINGS CORPORTI	04/11/2012	01/27/2014	8,466.00	7,412.00			1,054 00
936. UIL HOLDINGS CORPORTI	04/11/2012	10/07/2014	34,477.00	31,252.00			3,225.00
51. UNITED PARCEL SERVICE	02/19/2013	03/31/2014	4,965 00	4,308.00			657 00
75000. UNITED TECHNOLOGIES 05/01/20	10/27/2005	11/12/2014	76,332 00	73,880 00			2,452.00
361. VERIZON COMMUNICATION	01/10/2012	01/27/2014	17,315 00	13,972 00			3,343.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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144. VERIZON COMMUNICATION	04/11/2012	03/31/2014	6,843.00	5,376.00			1,467.00
412 VERITIV CORP	11/15/2012	07/09/2014	15 00	10.00			5.00
8. VERITIV CORP	06/24/2013	08/12/2014	406 00	252.00			154.00
82 VISA, INC	04/11/2012	06/10/2014	17,567 00	9,691.00			7,876 00
50000. VODAFONE GROUP 5% 0	08/16/2005	03/27/2014	53,314.00	50,351.00			2,963.00
90. WALGREEN CO	04/11/2012	01/27/2014	5,186.00	2,966 00			2,220 00
172. WALGREEN CO	04/11/2012	06/10/2014	12,759.00	5,668 00			7,091 00
354. XCEL ENERGY, INC.	02/03/2012	01/27/2014	9,994 00	9,397 00			597 00
880. EATON CORP PLC	08/05/2013	10/27/2014	54,980.00	57,092 00			-2,112.00
829. TRANSOCEAN LTD	02/05/2013	03/06/2014	35,416 00	47,231.00			-11,815 00
136 TRANSOCEAN LTD	03/28/2013	03/31/2014	5,614.00	7,070.00			-1,456 00
423 TRANSOCEAN LTD	03/28/2013	04/15/2014	17,353 00	21,990.00			-4,637.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			1,834,345.	1,547,814.		128	286,659

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EDWARD BANGS KELLEY AND ELZA KELLEY FOUNDATION, INC.

04-6039660

MASSACHUSETTS FORM PC - 2011

Line 17 - Supporting Schedule

List of Names, titles and addresses of Officers, Directors, Trustees, and the principal salaried executives of the organization

Names and Addresses

OFFICERS

Joel G Crowell, Jr
President
Cape Cod Cooperative Bank
25 Benjamin Franklin Way
Hyannis, MA 02601

DeWitt Davenport
Vice President and Administrative Manager
20 North Main Street
South Yarmouth, MA 02664

E Joel Peterson
Treasurer
300 Mill Road
Falmouth, MA 02540

Doreen Bilezikian
Clerk
83 Oyster Way
Osterville, MA 02655

Henry L Murphy, Jr
243 South Street
P O Box M
Hyannis, MA 02601

BOARD OF DIRECTORS

Doreen Bilezikian
83 Oyster Way
Osterville, MA 02655

Names and Addresses

Karen L Bissonnette
7 Coleridge Drive
Falmouth, MA 02540

Joel G Crowell
Cape Cod Cooperative Bank
25 Benjamin Franklin Way
Hyannis, MA 02601

DeWitt Davenport
20 North Main Street
South Yarmouth, MA 02664

John Otis Drew
P O Box 487
Hyannisport, MA 02647

Suzanne Fay Glynn
Glynn Law Offices
49 Locust Street
Falmouth, MA 02541

Suzanne McAuliffe
71 Thacher Shore Road
Yarmouthport, MA 02675

Peter Meyer
319 Main Street
Hyannis, MA 02601

Henry L Murphy, Jr
243 South Street
P O Box M
Hyannis, MA 02601

M Christopher Murphy
DePaola, Begg & Associates
220 West Main Street
Hyannis, MA 02601

Joshua A Nickerson, Jr
P O Box 1418
South Dennis, MA 02660

Names and Addresses

Brian O'Malley, MD
30 Shank Painter Road
Provincetown, MA 02657

David Penfield, MD
One Sandbar Lane
Orleans, MA 02653

E Joel Peterson
300 Mill Road
Falmouth, MA 02540

David P Sampson
791 Sandwich Road
Bourne, MA 02532

Hamilton N Shepley
216 Thornton Drive
Hyannis, MA 02601

Robert A Talerman
34 Wild Goose Way
Centerville, MA 02632

Hon Robert A Welsh, Jr (ret)
56 Packet Drive
Dennis, MA 02638-2204

HONORARY DIRECTORS

Milton L Penn
P O Box 162
Cummaquid, MA 02637

Mary Louise Montgomery
Rowland Farm
114 Ramsay Hill Road
Walpole, NH 03608

Line 18 - Supporting Schedule

Joel G Crowell, Jr., President

Cape Cod Cooperative Bank

25 Benjamin Franklin Way

Hyannis, MA 02601

Responsible for custody of funds, distribution of funds, fundraising and custody of financial records

'EDWARD BANGS KELLEY AND ELZA KELLEY FOUNDATION, INC.
04-6039660

PART XV - SUPPLEMENTARY INFORMATION

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

No recipient or individual named below has any relationship to the Foundation Manager or Substantial Contributor

GRANTS

a. Paid during the year

RECIPIENT	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
CAPE COD HEALTHCARE FOUNDATION, INC. TAX ID: 90-0054984	Paid In Full	The Renovation and Expansion of Emergency Center at Cape Cod Hospital.	$25,000.00
LYME AWARENESS OF CAPE COD Tax ID. 27-0298266	Paid In Full	To provide education and promote awareness of Lyme disease, both acute and chronic, and other Tick-borne illnesses in Barnstable County	$2,000.00
SIGHT LOSS SERVICES Tax ID: 04-2998072	Paid In Full	To provide independent living support and aid to blind low vision clients	$4,000.00
COTUIT CENTER FOR THE ARTS Tax ID 04-3623784	Paid in Full	Arts Partnership Outreach Program for Youth at the Brewster Treatment Facility.	$2,000.00
CALMER CHOICE Tax ID: 27-2836997	Paid in Full	Mindfulness training to 3rd-6th grade students at Quashnet School in Mashpee	$2,000 00
INDEPENDENCE HOUSE Tax ID 04-271665	Paid in Full	General operating expenses to help serve domestic violence survivors and their families	$5,000 00
PHILANTHROPY DAY CAPE COD Tax ID. 043-115-902	Paid in Full	Support Non Profit Education	$3,500 00
CAPE COD REGIONAL SUBSTANCE ABUSE PREVENTION INITIATIVE Tax ID 51-0140462	Paid in Full	Substance Abuse Prevention	$50,000 00
GREATER BOSTON FOOD BANK Tax ID 04-2717782	Paid in Full	Supporting Emergency Food Distribution in Barnstable County	$5,000 00
BIG BROTHERS BIG SISTERS OF CAPE COD & THE ISLANDS Tax ID 04-2074462	Paid in Full	Operating Support	$12,000 00
BIG BROTHERS BIG SISTERS OF CAPE COD & THE ISLANDS Tax ID 04-2074462	Paid in Full	Strategic Expansion and Long-Term Sustainability	$5,000 00

RECIPIENT	**Foundation Status of Recipient**	**Purpose of Grant or Contribution**	**Amount**
HELPING OUR WOMEN Tax ID 04-3179955	Paid in Full	Provide women with chronic illness, life threatening disease and disabling conditions with financial resources that they are unable to access from federal, state and local programs and services.	$5,000.00
SPAULDING REABILITATION HOSPITAL OF CAPE COD Tax ID: 90-0656139	Paid in Full	Feeding and Nutrition Program	$4,600 00
SMILE MASS Tax ID. 27-2173687	Paid in Full	To place 100 Beach wheel chairs across Cape Cod Beaches	$5,000 00
COMMUNITY HEALTH CENTER OF CAPE COD Tax ID 04-3370560	Paid in Full	Optometry Program	$15,000.00
HOUSING ASSISTANCE CORPORATION Tax ID 23-7431255	Paid in Full	Angel House Shelter	$5,000 00
CAPE COD MARITIME MUSEUM Tax ID· 04-3438295	Paid in Full	STEM Education Program	$5,000.00
FALMOUTH SKATEPARK ASSOCIATION Tax ID. 04-3296466	Paid in Full	Skatepark for Falmouth	$5,000.00
CHILD AND FAMILY SERVICES OF CAPE COD Tax ID 04-2104754	Paid in Full	Mental Health Treatment to low-income families with transportation problems. Provides house calls	$5,000.00
HOXIE CENTER AT SAGAMORE BEACH Tax ID 30-0750207	Paid in Full	Restoration Project of the Historic Hoxie School in Sagamore Beach, Bourne	$5,000 00
EASTHAM LIBRARY BUILDING FUND Tax ID 27-4099898	Paid in Full	Fund adaptive technology for the blind and hearing impaired to aid in their learning and educational experiences	$5,000.00
BREWSTER HISTORIC SOCIETY Tax ID 44-6077999	Paid in Full	Renovation and Adaptation of the Captain Elijah Cobb House	$5,000.00
SEASHORE POINTE – DEACONESS, INC TAX ID 20-3088564	Paid in Full	Dementia Training	$2,500.00
NATIONAL ALLIANCE ON MENTAL ILLNESS TAX ID 04-2785229	Paid in Full	Purchase development software and replace antiquate telephone system	$4,243 00
CAPE & ISLANDS VETERANS OUTREACH CENTER Tax ID 222747295	Paid in Full	Expansion of outreach services to recently returning Veterans	$10,000 00
AIDS SUPPORT GROUP OF CAPE COD	Paid in Full	Pantry Items	$3,000 00
BOURNE FRIENDS FOOD PANTRY	Paid in Full	Pantry Items	$3,000.00
CAPE COD COUNCIL OF CHURCHES	Paid in Full	Pantry Items	$3,000 00
FAMILY PANTRY OF CAPE COD	Paid in Full	Pantry Items	$3,000 00
FALMOUTH SERVICE CENTER	Paid in Full	Pantry Items	$3,000 00
INDEPENDENCE HOUSE, INC Tax ID 04-271665	Paid in Full	Pantry Items	$1,200 00

RECIPIENT	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
LOWER CAPE OUTREACH COUNCIL Tax ID 04-2864255	Paid in Full	Pantry Items	$3,000.00
MUSTARD SEED KITCHEN, INC.	Paid in Full	Pantry Items	$3,000 00
SALVATION ARMY FOOD PANTRY	Paid in Full	Pantry Items	$3,000.00
SANDWICH FOOD PANTRY	Paid in Full	Pantry Items	$3,000.00
SOUP KITCHEN IN PROVINCETOWN	Paid in Full	HOT WATER HEATER	$3,000.00
ST VINCENT DEPAUL SOCIETY (MASHPEE)	Paid in Full	Pantry Items	$3,000.00
ST VINCENT DEPAUL SOCIETY (HYANNIS)	Paid in Full	Pantry Items	$3,000.00
ST VINCENT DEPAUL(ST PIUS X CHURCH)	Paid in Full	Pantry Items	$3,000.00
YARMOUTH FOOD PANTRY	Paid in Full	Pantry Items	$3,000.00
YARMOUTH DIVISION OF SENIOR SERVICES BROWN BAG PROGRAM	Paid in Full	Pantry Items	$3,000.00
		TOTAL 2014 GRANTS PAID	$243,043.00

b. Grants approved for future payment. These grants will be paid out of the income received during the year the grant is paid.

RECIPIENT	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
			$00
			$.00

SCHOLARSHIPS

a. Paid during the year

RECIPIENT Name and Address	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
None			$0.00
		TOTAL 2014 SCHOLARSHIPS	$0 00

b. Approved for future payment

RECIPIENT Name and Address	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
None			$0.00
		TOTAL SCHOLARSHIPS TO BE PAID IN 2014	$0.00

EDWARDS BANGS KELLEY AND ELZA KELLEY FOUNDATION, INC.

REPORT ON GRANT

Name of Organization:

Address:

Phone:

Contact Person:

Amount of Grant: Date of Grant:

Special Terms: Date of Report:

Was the grant expended in the allotted time?

If not, please explain:

If yes, was it spent under the terms agreed upon in the award letter?

Please note any exceptions:

Did you publicize receiving this grant in any way?

Newspaper article: In-house newsletter:

Annual Report: Other:

Are copies available for our file:

Did the grant help to generate other financial support?

If so, from individuals: From businesses:

From foundations: Other:

Has sufficient support been found to continue the program or project?

Please explain:

About how many people, exclusive of staff, were impacted by our funding your organization with this grant?

1-25_____ 25-75_____ 75-100_____ More than 100________

As a result of this project/program, were you able to show an increase in numbers of

clients:________ patrons:___________ volunteers:___________

greater Board involvement:

Has the grant from the Kelley Foundation contributed in unforeseen ways

to your organization:

Please explain:

Using specific examples where possible, how would <u>you</u> measure the success of this grant in support of the goals of your program or project:

Date:____________________

____

Authorized Signature

FOR OFFICE USE ONLY

Date Received: _______________

Site Visit: ____________________

Report to Board: _____________

(5/6/91)

EDWARD BANGS KELLEY AND ELZA KELLEY FOUNDATION, INC.
04-6039660

FORM 990-PF

PART VIII 1

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

(A) Name and Address	(B) Title and Avg. Hours Per Week Devoted to Position	(C) Contributions to Employee Benefit Plans	(D) Expense Account, Other Allowances	(E) Compensation (if any)
OFFICERS				
Joel G. Crowell, Jr. President Cape Cod Cooperative Bank 25 Benjamin Franklin Way Hyannis, MA 02601	As Required	None	None	None
DeWitt Davenport Vice President & Administrative Manager 20 North Main Street South Yarmouth, MA 02664	As Required	None	None	None
E. Joel Peterson Treasurer 300 Mill Road Falmouth, MA 02540	As Required	None	None	None
Doreen Bilezikian Clerk 83 Oyster Way Osterville, MA 02655	As Required	None	None	None
Henry L Murphy, Jr. 243 South Street P O Box M Hyannis, MA 02601	As Required	None	None	$20,400
BOARD OF DIRECTORS				
Doreen Bilezikian 83 Oyster Way Osterville, MA 02655	As Required	None	None	None
Karen L Bissonnette	As Required	None	None	None

(A) Name and Address	(B) Title and Avg. Hours Per Week Devoted to Position	(C) Contributions to Employee Benefit Plans	(D) Expense Account, Other Allowances	(E) Compensation (if any)
7 Coleridge Drive Falmouth, MA 02540				
Joel G. Crowell Cape Cod Cooperative Bank 25 Benjamin Franklin Way Hyannis, MA 02601	As Required	None	None	None
DeWitt Davenport 20 North Main Street South Yarmouth, MA 02664	As Required	None	None	None
John Otis Drew P. O. Box 487 Hyannisport, MA 02647	As Required	None	None	None
Suzanne McAuliffe 71 Thacher Shore Road Yarmouthport, MA 02675	As Required	None	None	None
Peter Meyer 319 Main Street Hyannis, MA 02601	As Required	None	None	None
Henry L. Murphy, Jr. 243 South Street P.O. Box M Hyannis, MA 02601	As Required	None	None	None
M. Christopher Murphy DePaola, Begg & Associates 220 West Main Street Hyannis, MA 02601	As Required	None	None	None
Joshua A. Nickerson, Jr P. O. Box 1418 South Dennis, MA 02660	As Required	None	None	None
Suzanne Fay Glynn Glynn Law Offices 49 Locust Street Falmouth, MA 02541	As Required	None	None	None
E Joel Peterson 300 Mill Road Falmouth, MA 02540	As Required	None	None	None
David P. Sampson 791 Sandwich Road Bourne, MA 02532	As Required	None	None	None

(A) Name and Address	(B) Title and Avg. Hours Per Week Devoted to Position	(C) Contributions to Employee Benefit Plans	(D) Expense Account, Other Allowances	(E) Compensation (if any)
Hamilton N. Shepley 216 Thornton Drive Hyannis, MA 02601	As Required	None	None	None
Robert A Talerman 34 Wild Goose Way Centerville, MA 02632	As Required	None	None	None
Brian O'Malley, MD 30 Shank Painter Road Provincetown, MA 02657				
David Penfield, MD 114 4th Street Wellfleet, MA 02667				
Hon. Robert A Welsh, Jr (ret) 56 Packet Drive Dennis, MA 02638-2204				

HONORARY DIRECTORS

Milton L Penn P.O. Box 162 Cummaquid, MA 02637	As Required	None	None	None
Mary Louise Montgomery Rowland Farm 114 Ramsay Hill Road Walpole, NH 03608	As Required	None	None	None