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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](http://www.irs.gov/form990pf).

OMB No 1545-0052

**2014**

Open to Public Inspection

For calendar year 2014 or tax year beginning

, and ending

Name of foundation <b>Frederick H. Bedford Jr. &amp; Margaret S. Bedford Charitable Foundation</b>		A Employer identification number <b>13-3544702</b>
Number and street (or P O box number if mail is not delivered to street address) <b>4901 Kesslerville Road</b>	Room/suite	B Telephone number <b>610-559-3300</b>
City or town, state or province, country, and ZIP or foreign postal code <b>Easton, PA 18040</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 8,274,286.</b>	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

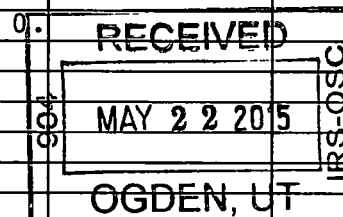
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		750,000.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		150,024.	150,024.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10					
b Gross sales price for all assets on line 6a					
7 Capital gain net income (from Part IV, line 2)					
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		900,024.	150,024.	0.	0.
13 Compensation of officers, directors, trustees, etc		0.	0.	0.	0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees Stmt 1		60.	0.	0.	60.
c Other professional fees Stmt 2		2,384.	0.	0.	2,384.
17 Interest					
18 Taxes Stmt 3		3,000.	0.	0.	0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		5,444.	0.	0.	2,444.
25 Contributions, gifts, grants paid		478,850.			478,850.
26 Total expenses and disbursements. Add lines 24 and 25		484,294.	0.	0.	481,294.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		415,730.			
b Net investment income (if negative, enter -0-)			150,024.		
c Adjusted net income (if negative, enter -0-)				0.	

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LHA For Paperwork Reduction Act Notice, see instructions

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SCANNED MAY 28 2015



Frederick H. Bedford Jr. & Margaret S.

Bedford Charitable Foundation

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	367,521.	130,926.	130,926.
	2 Savings and temporary cash investments	4,488,542.	5,139,373.	8,143,360.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment, basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		4,856,063.	5,270,299.	8,274,286.
17 Accounts payable and accrued expenses		1,501.	7.	
18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	1,501.	7.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	4,854,562.	5,270,292.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 Total net assets or fund balances	4,854,562.	5,270,292.		
31 Total liabilities and net assets/fund balances	4,856,063.	5,270,299.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,854,562.
2 Enter amount from Part I, line 27a	2	415,730.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	5,270,292.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,270,292.

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Bedford Charitable Foundation**

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a</b>				
<b>b</b>	<b>NONE</b>			
<b>c</b>				
<b>d</b>				
<b>e</b>				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

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))
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	<div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 10px;">         { If gain, also enter in Part I, line 7          If (loss), enter -0- in Part I, line 7       } </div>	<b>2</b>	
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		<b>3</b>	

**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	351,658.	6,644,429.	.052925
2012	379,671.	5,482,292.	.069254
2011	372,010.	5,390,828.	.069008
2010	323,299.	4,899,964.	.065980
2009	359,071.	4,345,036.	.082639

<b>2</b> Total of line 1, column (d)	<b>2</b>	.339806
<b>3</b> 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	<b>3</b>	.067961
<b>4</b> Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	<b>4</b>	7,967,161.
<b>5</b> Multiply line 4 by line 3	<b>5</b>	541,456.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	1,500.
<b>7</b> Add lines 5 and 6	<b>7</b>	542,956.
<b>8</b> Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	<b>8</b>	481,294.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	3,000.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	3,000.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	3,000.
6	Credits/Payments:		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	2,993.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	2,993.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	7.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>DE</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ► N/A				
14	The books are in care of ► John F. Malloy Telephone no. ► 610-559-3300			
Located at ► P.O. Box 31, Easton, PA ZIP+4 ► 18044				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 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	Yes	No
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 ►				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?		1c
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? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 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)	N/A	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?		4b

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Statement 4	0.00	0.	0.	0.

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

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

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

☐ 0

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

**3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

[illegible]

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

<b>Part IX-A</b>	<b>Summary of Direct Charitable Activities</b>
------------------	--

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.

1	N/A	
2		
3		
4		

<b>Part IX-B</b>	<b>Summary of Program-Related Investments</b>
------------------	---

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

1 <b>None</b>	
	0.
2	
All other program-related investments. See instructions.	
3 <b>None</b>	
	0.
<b>Total.</b> Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	7,638,353.
b	Average of monthly cash balances	1b	450,135.
c	Fair market value of all other assets	1c	0.
d	<b>Total</b> (add lines 1a, b, and c)	1d	8,088,488.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	8,088,488.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	121,327.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,967,161.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	398,358.

**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	398,358.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	3,000.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,000.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	395,358.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	395,358.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	395,358.

**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	481,294.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	481,294.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	481,294.

**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
<b>1</b> Distributable amount for 2014 from Part XI, line 7				395,358.
<b>2</b> Undistributed income, if any, as of the end of 2014				
<b>a</b> Enter amount for 2013 only			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2014:				
<b>a</b> From 2009	359,071.			
<b>b</b> From 2010	323,299.			
<b>c</b> From 2011	352,381.			
<b>d</b> From 2012	75,083.			
<b>e</b> From 2013	351,658.			
<b>f</b> Total of lines 3a through e	1,461,492.			
<b>4</b> Qualifying distributions for 2014 from Part XII, line 4: ▶ \$	481,294.			
<b>a</b> Applied to 2013, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	481,294.			
<b>d</b> Applied to 2014 distributable amount				0.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	395,358.			395,358.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	1,547,428.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0.
<b>7</b> 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)	0.			
<b>8</b> Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	1,547,428.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2010	287,012.			
<b>b</b> Excess from 2011	352,381.			
<b>c</b> Excess from 2012	75,083.			
<b>d</b> Excess from 2013	351,658.			
<b>e</b> Excess from 2014	481,294.			

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

N/A

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

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

	4942(i)(3) or		4942(i)(5)
--	---------------	--	------------

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

**b 85%** of line 2a

**c** Qualifying distributions from Part XII,  
line 4 for each year listed

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

**e** Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

**3** Complete 3a, b, or c for the alternative test relied upon.

a "Assets" alternative test - enter:  
(1) Value of all assets

(2) Value of assets qualifying under section 4942(p)(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:

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

**c Any submission deadlines:**

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

Frederick H. Bedford Jr. & Margaret S.  
Bedford Charitable Foundation

**Part XV** Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
Statement 5				478,850.
<b>Total</b>			▶ 3a	478,850.
<b>b</b> Approved for future payment				
None				
<b>Total</b>			▶ 3b	0.



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

		Yes	No
<b>1</b>	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?		
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
<b>b</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
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
<b>d</b>	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

**b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

<b>Sign Here</b>	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 <i>John F. Malloy</i>		Date <i>05/14/2015</i>	Title <i>President</i>	
<b>Paid Preparer Use Only</b>	Print/Type preparer's name		Preparer's signature		Date
	Firm's name		Firm's EIN		Check <input type="checkbox"/> if self-employed
	Firm's address		Phone no		PTIN

Form **990-PF** (2014)

**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](http://www.irs.gov/form990).

OMB No 1545-0047

**2014**

Name of the organization

Frederick H. Bedford Jr. & Margaret S.  
Bedford Charitable Foundation

Employer identification number

13-3544702

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 for 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).

**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2014)**

Name of organization  
**Frederick H. Bedford Jr. & Margaret S.  
 Bedford Charitable Foundation**

Employer identification number

**13-3544702****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
<b>1</b>	<b>Victaulic Company</b>  <b>4901 Kesslersville Road</b>  <b>Easton, PA 18040</b>	\$ <b>750,000.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)



Form 990-PF	Accounting Fees			Statement 1
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fee	60.	0.	0.	60.
To Form 990-PF, Pg 1, ln 16b	60.	0.	0.	60.

Form 990-PF	Other Professional Fees			Statement 2
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Other Professional Fee	2,384.	0.	0.	2,384.
To Form 990-PF, Pg 1, ln 16c	2,384.	0.	0.	2,384.

Form 990-PF	Taxes			Statement 3
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Federal Tax	3,000.	0.	0.	0.
To Form 990-PF, Pg 1, ln 18	3,000.	0.	0.	0.

FREDERICK H. BEDFORD, JR. AND MARGARET S.

13-3544702

FORM 990PF, PART VIII – LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

<u>NAME &amp; ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCOUNT AND OTHER ALLOWANCES</u>
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John F. Malloy PO Box 31 Easton, PA 18044-0031	President	None	None	None
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Pierre D'Arenberg PO Box 31 Easton, PA 18044-0031	Vice President	None	None	None
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Muffie B. Murray PO Box 31 Easton, PA 18044-0031	Treasurer	None	None	None
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Mark Van De Voorde PO Box 31 Easton, PA 18044-0031	Secretary	None	None	None
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GRAND TOTALS		<u>None</u>	<u>None</u>	<u>None</u>
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## 2014 Bedford Foundation Grants

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR		Check Amount
	AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	
ACE MENTOR PROGRAM OF AMERICA INC 400 MAIN STREET SUITE 600 STAMFORD CT 06901	NON PF	GENERAL CHARITABLE CONTRIBUTION	10 000
ACS RELAY FOR LIFE OF EASTON 3893 ADLER PLACE, STE 170 BETHELEHEM PA 18017	NON-PF	GENERAL CHARITABLE CONTRIBUTION	1 000
ALBURTIS AREA COMMUNITY CENTER INC P O BOX 381 ALBURTIS PA 18011	NON-PF	GENERAL CHARITABLE CONTRIBUTION	500
ALBURTIS VOLUNTEER FIRE DEPT 328 SOUTH MAIN STREET ALBURTIS PA 18011	NON PF	GENERAL CHARITABLE CONTRIBUTION	1 000
ALEXANDER HAMILTON FRIENDS 811 FIRST AVENUE SUITE 350 SEATTLE WA 98104	NON-PF	GENERAL CHARITABLE CONTRIBUTION	2 500
ALZHEIMER S NORTH CAROLINA INC 1305 NAVAHO DRIVE STE 101 RALEIGH NC 27609	NON PF	GENERAL CHARITABLE CONTRIBUTION	500
AMERICAN CANCER SOCIETY 2202 WRIGHTSVILLE AVENUE SUITE 111 WILMINGTON NC 28403	NON-PF	GENERAL CHARITABLE CONTRIBUTION	1 000
AMERICAN FOUNDATION FOR SUICIDE PREVENTION (SCARLET CHALMERS IN LELAND GOT THE CHECK) 120 WALL STREET 29TH FLOOR NEW YORK NY 10005	NON PF	GENERAL CHARITABLE CONTRIBUTION	500
AMERICAN FRIENDS MUSEE' DORSAY C/O PJSC LP 1345 AVENUE OF THE AMERICAS 31ST FLOOR NEW YORK NY 10105	NON PF	GENERAL CHARITABLE CONTRIBUTION	5 000
AMERICAN SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS 424 EAST 92ND STREET NEW YORK NY 10128	NON PF	GENERAL CHARITABLE CONTRIBUTION	2 500
ASHRAE RP AMERICAN SOCIETY OF HEATING REFRIGERATING & AIR CONDITIONING ENGINEERS INC 1791 TULLIE CIRCLE ATLANTA GA 30329 2305	NON-PF	GENERAL CHARITABLE CONTRIBUTION	200
BAPS CHARITIES INC 81 SUTTONS LANE SUITE 201 PISCATAWAY NJ 08854	NON PF	GENERAL CHARITABLE CONTRIBUTION	2 500
BOYS & GIRLS CLUB OF EASTON INC P O BOX 741 EASTON PA 18042	NON PF	GENERAL CHARITABLE CONTRIBUTION	2 500
BOUTIQUE AT THE RINK ST LUKE S PO BOX 1231 BETHLEHEM PA 18016	NON PF	GENERAL CHARITABLE CONTRIBUTION	1 000
CASITA MARIA CENTER FOR ARTS & EDUCATION 928 SIMPSON STREET BRONX NY 10459	NON PF	GENERAL CHARITABLE CONTRIBUTION	1 000
CHILD ADVOCACY CENTER OF LV MS BARBARA STAUFFER EXECUTIVE DIRECTOR 740 HAMILTON STREET ALLENTOWN PA 18101	NON PF	GENERAL CHARITABLE CONTRIBUTION	1 000
CHILDREN S HOME OF EASTON PA 25TH STREET & LEHIGH DRIVE EASTON PA 18042	NON PF	GENERAL CHARITABLE CONTRIBUTION	9 000
CHRISTIAN INTERNATIONAL COUNSEL & MINISTRIES, INC 3150 OLD ATLANTA ROAD SUITE 200 SUWANEE GA 30024	NON PF	GENERAL CHARITABLE CONTRIBUTION	2 500
COMMUNITIES IN SCHOOLS OF THE LEHIGH VALLEY INC P O BOX 772	NON PF	GENERAL CHARITABLE CONTRIBUTION	500

ALLENTOWN PA 18105			1 250
COMMUNITY FIRE COMPANY OF FORKS TOWNSHIP P O BOX 584 EASTON PA 18040	NON-PF	GENERAL CHARITABLE CONTRIBUTION	1 500
COMMUNITY SERVICES FOR CHILDREN INC 1520 HANOVER AVENUE ALLENTOWN PA 18109	NON PF	GENERAL CHARITABLE CONTRIBUTION	500
DESALES UNIVERSITY 2755 STATION AVENUE CENTER VALLEY, PA 18034	NON PF	GENERAL CHARITABLE CONTRIBUTION	2 500
FOUNDRY EDUCATIONAL FOUNDATION 1695 NORTH PENNY LANE SCHAUMBURG IL 60173	NON-PF	GENERAL CHARITABLE CONTRIBUTION	1,000
FRANKLIN TOWNSHIP VOLUNTEER FIRE CO 1 & 2 P O BOX 43 BROADWAY NJ 08808	NON PF	GENERAL CHARITABLE CONTRIBUTION	500
FRANKLIN TOWNSHIP RESCUE SQUAD P O BOX 224 BROADWAY NJ 08808	NON-PF	GENERAL CHARITABLE CONTRIBUTION	500
FRIENDS OF WEPOSC BERNIE KOZEN EXECUTIVE DIRECTOR WEST END PARK AND OPEN SPACE COMMISSION PO BOX 243 BRODHEADSVILLE PA 18322	NON PF	GENERAL CHARITABLE CONTRIBUTION	500
THE FOUNDATION FOR EASTON SCHOOLS KATHY L MILLER, EXECUTIVE DIRECTOR 1801 BUSHKILL DRIVE EASTON PA 18040	NON-PF	GENERAL CHARITABLE CONTRIBUTION	300
GARRISON FOREST SCHOOL INC 300 GARRISON FOREST ROAD OWINGS MILLS MD 21117	NON PF	GENERAL CHARITABLE CONTRIBUTION	2 000
GIRL SCOUTS OF EASTERN PENNSYLVANIA 2633 MORAVIAN AVENUE ALLENTOWN PA 18103	NON-PF	GENERAL CHARITABLE CONTRIBUTION	500
GOOD SHEPHERD/GALA IN THE GARDEN ANDREW B BLOCK MPA MAJOR GIFTS & SPONSORSHIPS OFFICER 850 SOUTH FIFTH STREET ALLENTOWN PA 18103	NON PF	GENERAL CHARITABLE CONTRIBUTION	2,500
GREENS FARMS ACADEMY, INC 35 BEACHSIDE AVENUE PO BOX 998 GREENS FARMS CT 06838	NON PF	GENERAL CHARITABLE CONTRIBUTION	1 000
HUGH MOORE HISTORICAL PARK & MUSEUMS INC MS ROBERTA LONGENBACH MEMBERSHIP COORDINATOR 2750 HUGH MOORE PARK ROAD EASTON PA 18042	NON-PF	GENERAL CHARITABLE CONTRIBUTION	1 000
L ACADEMIE MR ED STRICKLAND C/O WILLIAM M COLLINS 410 DORCHESTER AVENUE BOSTON MA 02127	NON-PF	GENERAL CHARITABLE CONTRIBUTION	200
LAFAYETTE COLLEGE ALISON R BYERLY PRESIDENT 316 MARKLE HALL EASTON PA 18042	NON PF	GENERAL CHARITABLE CONTRIBUTION	5 000
LEHIGH UNIVERSITY ALICE P GAST PRESIDENT 27 MEMORIAL DRIVE WEST BETHLEHEM, PA 18015	NON PF	GENERAL CHARITABLE CONTRIBUTION	5 000
LEHIGH VALLEY CHILD CARE INC MS SUSAN M WILLIAMS PRESIDENT/CEO 1501 LEHIGH STREET SUITE 208 ALLENTOWN PA 18103-3892	NON PF	GENERAL CHARITABLE CONTRIBUTION	1 000
LEHIGH VALLEY HEALTH NETWORK 1247 SOUTH CEDAR CREST BOULEVARD SUITE 200 ALLENTOWN PA 18103	NON PF	GENERAL CHARITABLE CONTRIBUTION	5 000
LEHIGH VALLEY WINE AUCTION & GALA			

THE CHILDREN'S HOME OF EASTON 2000 SOUTH TWENTY FIFTH STREET EASTON PA 18042	NON-PF	GENERAL CHARITABLE CONTRIBUTION	5,000
LELAND RESCUE SQUAD 9866 WAYNE STREET NE LELAND NC 28451	NON-PF	GENERAL CHARITABLE CONTRIBUTION	500
LELAND VOLUNTEER FIRE-RESCUE DEPARTMENT INC 1004 VILLAGE ROAD NE LELAND NC 28451	NON-PF	GENERAL CHARITABLE CONTRIBUTION	500
LVRR KIDS SERIES LORETTA DODSON 2480 FRESH MEADOW DRIVE MACUNGIE PA 18062	NON PF	GENERAL CHARITABLE CONTRIBUTION	1 000
MACUNGIE AMBULANCE CORPS P O BOX 114 MACUNGIE PA 18062	NON PF	GENERAL CHARITABLE CONTRIBUTION	500
MAKE A WISH MICHIGAN 7600 GRAND RIVER AVENUE SUITE 175 BRIGHTON MI 48114	NON-PF	GENERAL CHARITABLE CONTRIBUTION	2,500
MAYO CLINIC 200 FIRST STREET SW ROCHESTER MN 55905	NON-PF	GENERAL CHARITABLE CONTRIBUTION	10 000
MECA (MISSON FOR EDUCATING CHILDREN WITH AUTISM) 640 HERRS LANE DOWNTOWN, PA 19335	NON PF	GENERAL CHARITABLE CONTRIBUTION	500
MILLER KEYSTONE BLOOD CENTER MS SANDRA THOMAS DIRECTOR OF DEVELOPMENT 1465 VALLEY CENTER PARKWAY BETHLEHEM PA 18017	NON PF	GENERAL CHARITABLE CONTRIBUTION	1 000
MEMORIAL SLOAN-KETTERING CANCER CENTER 1275 YORK AVENUE NEW YORK NY 10021	NON PF	GENERAL CHARITABLE CONTRIBUTION	5 000
MINSI TRAILS COUNCIL BSA P O BOX 20624 LEHIGH VALLEY PA 18002-0624	NON PF	GENERAL CHARITABLE CONTRIBUTION	5,000
MULTIPLE SCLEROSIS SOCIETY 30 SOUTH 17TH STREET SUITE 800 PHILADELPHIA PA 19103	NON PF	GENERAL CHARITABLE CONTRIBUTION	1 000
THE MUSEUM OF MODERN ART 11 West 53rd Street New York NY 10019-5497	NON PF	GENERAL CHARITABLE CONTRIBUTION	25 000
NATURE CONSERVANCY 32 SOUTH EWING STREET HELENA MT 59601	NON PF	GENERAL CHARITABLE CONTRIBUTION	5 000
NAVASSA VOLUNTEER FIRE DEPARTMENT 336 MAIN STREET NAVASSA NC 28451	NON PF	GENERAL CHARITABLE CONTRIBUTION	500
EPISCOPAL MINISTRIES OF THE DIOCESE OF BETHLEHEM INC 337 WEST WYANDOTTE STREET BETHLEHEM PA 18015	NON-PF	GENERAL CHARITABLE CONTRIBUTION	1 000
NEW YORK AND PRESBYTERIAN HOSPITAL 177 FORT WASHINGTON AVENUE NEW YORK NY 10032	NON-PF	GENERAL CHARITABLE CONTRIBUTION	35 000
NORTHAMPTON COMMUNITY COLLEGE DR MARK ERICKSON PRESIDENT 3835 GREEN POND ROAD BETHLEHEM PA 18020	NON PF	GENERAL CHARITABLE CONTRIBUTION	2 500
NORTHEASTERN UNIVERSITY 716 COLUMBUS AVENUE SUITE 598 BOSTON MA 02120	NON PF	GENERAL CHARITABLE CONTRIBUTION	2 500
PAN MASSACHUSETTS CHALLENGE TRUST 77 4TH AVENUE NEEDHAM MA 02494	NON PF	GENERAL CHARITABLE CONTRIBUTION	2 500
PEF/MATHCOUNTS (LEHIGH VALLEY PSPE CHAPTER) KEVIN T CAMPBELL LEHIGH VALLEY MATHCOUNTS COORDINATOR	NON-PF	GENERAL CHARITABLE CONTRIBUTION	1 000

BARRY ISETT & ASSOCIATES  
85 S ROUTE 100  
ALLENTOWN PA 18106

PEGGY ADAMS ANIMAL RESCUE LEAGUE IN WEST PALM BEACH  
3100/3200 N MILITARY TRAIL  
WEST PALM BEACH FL 33409

NON PF GENERAL CHARITABLE CONTRIBUTION 2 000

THE PENNSYLVANIA SOCIETY  
808 BETHLEHEM PKE SUITE ONE  
ERDENHEIM PA 19038-8110

NON-PF GENERAL CHARITABLE CONTRIBUTION 750

THE PENNSYLVANIA STATE UNIVERSITY  
221 LEONHARD BUILDING  
UNIVERSITY PARK PA 16802

NON-PF GENERAL CHARITABLE CONTRIBUTION 2 500

PENNSYLVANIA COLLEGE OF TECHNOLOGY FOUNDATION INC  
1 COLLEGE AVENUE  
WILLIAMSPORT PA 17701

NON-PF GENERAL CHARITABLE CONTRIBUTION 2 500

ProJeCi of Easton  
MS JANICE KOMISOR EXECUTIVE DIRECTOR  
320 FERRY STREET  
EASTON PA 18042

NON-PF GENERAL CHARITABLE CONTRIBUTION 2 500

RELAY FOR LIFE AMERICAN CANCER SOCIETY  
3893 ADLER PLACE STE 170  
BETHLEHEM PA 18017

NON PF GENERAL CHARITABLE CONTRIBUTION 50

ROCA OF CHELSEA MASSACHUSETTS  
MOLLY BALDWIN FOUNDER AND CEO  
101 PARK STREET  
CHELSEA MA 02150

NON PF GENERAL CHARITABLE CONTRIBUTION 10 000

SA COMUNALE JR FAMILY CANCER FOUNDATION  
PO BOX 13805  
AKRON OH 44333

NON PF GENERAL CHARITABLE CONTRIBUTION 5 000

ST BALDRICK S FOUNDATION INC  
1333 SOUTH MAYFLOWER AVENUE  
MONROVIA CA 91016

NON PF GENERAL CHARITABLE CONTRIBUTION 5 000

ST LUKES HOSPITAL  
801 OSTRUM STREET  
BETHLEHEM PA 18015

NON PF GENERAL CHARITABLE CONTRIBUTION 5 000

ST LUKES CLASSIC ON THE GREEN  
801 OSTRUM STREET  
BETHLEHEM PA 18015

NON PF GENERAL CHARITABLE CONTRIBUTION 1 500

ST MATTHEWS HOUSE  
2801 AIRPORT ROAD SOUTH  
NAPLES FL 34112

NON PF GENERAL CHARITABLE CONTRIBUTION 5 000

SAFE HARBOR EASTON  
MR TYLER ROGERS DIRECTOR  
536 BUSHKILL DRIVE  
EASTON PA 18042

NON PF GENERAL CHARITABLE CONTRIBUTION 4 000

SECOND HARVEST FOOD BANK (CACLV)  
COMMUNITY ACTION COMMITTEE OF LEHIGH VALLEY  
1337 EAST 5TH STREET  
BETHLEHEM PA 18015

NON PF GENERAL CHARITABLE CONTRIBUTION 2 000

SALVATION ARMY  
144 NORTH 8TH STREET  
ALLENTOWN PA 18101

NON PF GENERAL CHARITABLE CONTRIBUTION 10 000

SISTERS OF ST JOSEPH  
1020 WEST STATE STREET  
BADEN PA 15005-1342

NON PF GENERAL CHARITABLE CONTRIBUTION 5 000

SOCIETY OF WOMEN ENGINEERS (LEHIGH VALLEY SECTION)  
PPL COMPANY  
ATTN KHUE B TRAN SWELV TREASURER  
2 NORTH 9TH STREET  
MAL STOP GEN N18  
ALLENTOWN PA 18101

NON-PF GENERAL CHARITABLE CONTRIBUTION 2 500

STATE THEATRE CENTER FOR THE ARTS INC  
453 NORTHAMPTON STREET  
EASTON PA 18042

NON-PF GENERAL CHARITABLE CONTRIBUTION 5 000

STATE THEATRE LADIES GOLF & GOURMET  
453 NORTHAMPTON STREET

NON PF GENERAL CHARITABLE CONTRIBUTION 1 000

EASTON PA 18042

STEAMFITTERS L U 420 WISH  
1022 ROSEMONT TERRACE  
PENNSBURG PA 18073

NON-PF

GENERAL CHARITABLE CONTRIBUTION

1 000

SUBURBAN EMERGENCY MEDICAL SERVICES  
P O BOX 3339  
PALMER PA 18043 3339

NON-PF

GENERAL CHARITABLE CONTRIBUTION

2 000

SUFFOLK UNIVERSITY  
8 ASHBURTON PLACE  
BOSTON MA 02108

NON-PF

GENERAL CHARITABLE CONTRIBUTION

2 500

THIRD STREET ALLIANCE FOR WOMEN & CHILDREN  
MRS JUDY MATTHEWSON EXECUTIVE DIRECTOR  
41 NORTH THIRD STREET  
EASTON PA 18042 3694

NON-PF

GENERAL CHARITABLE CONTRIBUTION

2 000

TURNING POINT OF LEHIGH VALLEY INC  
P O BOX 5355  
BETHLEHEM PA 18015

NON-PF

GENERAL CHARITABLE CONTRIBUTION

1 000

TWO RIVERS HEALTH & WELLNESS FOUNDATION  
1101 NORTHAMPTON STREET SUITE 101  
EASTON PA 18042

NON-PF

GENERAL CHARITABLE CONTRIBUTION

2 000

FOX VALLEY UNITED WAY 40 WEST DOWNER PLACE AURORA IL 60506	NON PF	GENERAL CHARITABLE CONTRIBUTION	400
UNITED WAY OF BRISTOL TENN VA INC P O BOX 696 BRISTOL TN 37621-0696	NON-PF	GENERAL CHARITABLE CONTRIBUTION	500
UNITED WAY OF CAPE FEAR AREA P O BOX 1503 WILMINGTON NC 28402-1503	NON-PF	GENERAL CHARITABLE CONTRIBUTION	7 800
THE UNITED WAY OF CENTRAL MARYLAND INC 100 SOUTH CHARLES ST 5TH FLOOR BALTIMORE MD 21201	NON-PF	GENERAL CHARITABLE CONTRIBUTION	400
UNITED WAY OF GREATER HOUSTON P O BOX 3247 HOUSTON TX 77253	NON-PF	GENERAL CHARITABLE CONTRIBUTION	700
UNITED WAY OF GREATER KANSAS CITY INC 1080 WASHINGTON STREET KANSAS CITY MO 64105-2216	NON-PF	GENERAL CHARITABLE CONTRIBUTION	400
UNITED WAY OF GREATER LEHIGH VALLEY 2200 AVENUE A 3RD FLOOR BETHLEHEM PA 18017	NON-PF	GENERAL CHARITABLE CONTRIBUTION	185 000
UNITED WAY OF GREATER PLYMOUTH COUNTY 928 WEST CHESTNUT STREET 2ND FLOOR BROCKTON MA 02301	NON PF	GENERAL CHARITABLE CONTRIBUTION	500
UNITED WAY OF INLAND EMPIRE 9644 HERMOSA AVENUE RANCHO CUCAMONGA CA 91730	NON PF	GENERAL CHARITABLE CONTRIBUTION	400
UNITED WAY OF KING COUNTY 720 2ND AVENUE SEATTLE WA 98104	NON-PF	GENERAL CHARITABLE CONTRIBUTION	400
UNITED WAY OF METROPOLITAN ATLANTA INC 100 EDGEWOOD AVENUE NE ATLANTA GA 30303-3026	NON PF	GENERAL CHARITABLE CONTRIBUTION	2 200
UNITED WAY OF NORTHEAST FLORIDA INC 1301 RIVERPLACE BLVD SUITE 400 JACKSONVILLE FL 32207	NON PF	GENERAL CHARITABLE CONTRIBUTION	400
UNITED WAY OF ODESSA INC P O BOX 632 ODESSA, TX 79760-0632	NON-PF	GENERAL CHARITABLE CONTRIBUTION	500
UNITED WAY OF WARREN COUNTY INC 22 KYHARTS LANE 2ND FLOOR WASHINGTON NJ 07882-4301	NON PF	GENERAL CHARITABLE CONTRIBUTION	400
VALLEY YOUTH HOUSE COMMITTEE 827-829 LINDEN STREET ALLENTOWN PA 18101	NON PF	GENERAL CHARITABLE CONTRIBUTION	7 000
LEHIGH VALLEY COMMUNITY BROADCASTERS ASSOCIATION INC 301 BROADWAY BETHLEHEM PA 18018	NON-PF	GENERAL CHARITABLE CONTRIBUTION	500



THE CARL & EMILY WELLER CENTER FOR HEALTH EDUCATION 325 NORTHAMPTON STREET EASTON PA 18042	NON-PF	GENERAL CHARITABLE CONTRIBUTION	2,500
WILSON AREA PARTNERS IN EDUCATION FOUNDATION INC 2040 WASHINGTON BOULEVARD EASTON PA 18042	NON-PF	GENERAL CHARITABLE CONTRIBUTION	1,100
TOTAL CONTRIBUTIONS			(paid) <u>478,850</u>

Frederick H. Bedford, Jr. and Margaret S. Bedford Charitable Foundation

Federal I.D. No. 13-3544702

For the Year Ended December 31, 2014

Statement Pursuant to Regulation Section 53.4942(a)-3(d)2

The Bedford Foundation is hereby electing to designate all current year qualifying distributions as distributions out of Foundation's corpus in accordance with Regulation Section 53.4942(a)-3(d)2.