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Return of Private Foundation

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

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

OMB No. 1545-0052

2014

Open to Public Inspection

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

Name of foundation UD W BINGHAM 2ND 07/05/35		A Employer identification number 13-6069740
Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) 888-866-3275
P O BOX 1802		
City or town, state or province, country, and ZIP or foreign postal code PROVIDENCE, RI 02901-1802		
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		C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <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		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 51,561,264.		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual Other (specify) _____ (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" 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	1,364,443.	1,360,442.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,752,668.			
	b Gross sales price for all assets on line 6a	21,427,167.			
	7 Capital gain net income (from Part IV, line 2)		1,752,668.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-22,433.	84,488.		STMT 2
	12 Total. Add lines 1 through 11	3,094,678.	3,197,598.		
	13 Compensation of officers, directors, trustees, etc.	396,827.	99,207.		297,620.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule) STMT 3	3,126.	NONE	NONE	3,126.
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) STMT 4	12,149.	12,149.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 5	202,807.	14,507.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 6	26,528.	50,645.		
	24 Total operating and administrative expenses. Add lines 13 through 23	641,437.	176,508.	NONE	300,746.
	25 Contributions, gifts, grants paid	2,216,150.			2,216,150.
	26 Total expenses and disbursements. Add lines 24 and 25	2,857,587.	176,508.	NONE	2,516,896.
	27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements		237,091.			
b Net investment income (if negative, enter -0-)			3,021,090.		
c Adjusted net income (if negative, enter -0-)					

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	2,370,759.	774,239.	774,239.
	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) .			
	b	Investments - corporate stock (attach schedule) . STMT 7 .	14,367,159.	42,688,154.	50,787,025.
	c	Investments - corporate bonds (attach schedule) . STMT 8 .	21,848,256.		
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation ▶ (attach schedule)			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 9 .	4,050,450.	NONE	NONE
	14	Land, buildings, and equipment basis Less accumulated depreciation ▶ (attach schedule)			
15	Other assets (describe ▶ PLEASE SEE ATTACHED)	1,754,925.			
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	44,391,549.	43,462,393.	51,561,264.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons .			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)		NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	44,391,549.	43,462,393.	
	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)	44,391,549.	43,462,393.		
31	Total liabilities and net assets/fund balances (see instructions)	44,391,549.	43,462,393.		

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	44,391,549.
2	Enter amount from Part I, line 27a	2	237,091.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	81,640.
4	Add lines 1, 2, and 3	4	44,710,280.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 11	5	1,247,887.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	43,462,393.

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 21,427,167.		19,674,499.	1,752,668.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			1,752,668.		
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	1,752,668.	
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.

(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	2,125,949.	50,651,580.	0.041972
2012	1,349,301.	48,602,283.	0.027762
2011	851,000.	47,725,093.	0.017831
2010	2,519,727.	45,514,307.	0.055361
2009	2,435,167.	43,089,506.	0.056514
2 Total of line 1, column (d)			2 0.199440
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 0.039888
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4 51,475,909.
5 Multiply line 4 by line 3			5 2,053,271.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 30,211.
7 Add lines 5 and 6			7 2,083,482.
8 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.			8 2,516,896.

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)		1	30,211.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
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	30,211.
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	30,211.
6 Credits/Payments			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	120,486.	
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	120,486.	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	90,275.	
11 Enter the amount of line 10 to be Credited to 2015 estimated tax <input checked="" type="checkbox"/> 30,212. Refunded <input type="checkbox"/>	11	60,063.	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>NONE</u>	13	X	
14	The books are in care of <u>BANK OF AMERICA</u> Telephone no. <u>(888) 866-3275</u> Located at <u>PO BOX 1802, PROVIDENCE, RI</u> ZIP+4 <u>02901</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year. <u>15</u>			
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? 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 <u></u>	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <u></u>		
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	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u></u>		
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)	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

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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)? ☐ **5b**
- Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
- If "Yes," attach the statement required by Regulations section 53.4945-5(d)
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **6b** X
- If "Yes" to 6b, file Form 8870.
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		396,827.		

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
NONE		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ NONE

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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 (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
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	NONE	
2		
3		
4		

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

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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	49,914,843.
b	Average of monthly cash balances	1b	2,344,963.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	52,259,806.
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	52,259,806.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	783,897.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	51,475,909.
6	Minimum investment return. Enter 5% of line 5	6	2,573,795.

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	2,573,795.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	30,211.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	30,211.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,543,584.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	2,543,584.
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	2,543,584.

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	2,516,896.
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	2,516,896.
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	30,211.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,486,685.

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				2,543,584.
2 Undistributed income, if any, as of the end of 2014.				
a Enter amount for 2013 only			2,116,309.	
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	NONE			
d From 2012	NONE			
e From 2013	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ 2,516,896.				
a Applied to 2013, but not more than line 2a			2,116,309.	
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				400,587.
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))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
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				
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				2,142,997.
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	NONE			
10 Analysis of line 9.				
a Excess from 2010	NONE			
b Excess from 2011	NONE			
c Excess from 2012	NONE			
d Excess from 2013	NONE			
e Excess from 2014	NONE			

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)

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

Tax year	Prior 3 years				(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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:

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

c Any submission deadlines.

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient 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 PLEASE SEE ATTACHED LIST	N/A	PC	UNRESTRICTED GENERAL SUPPORT	2,216,150.
Total			▶ 3a	2,216,150.
b Approved for future payment				
Total			▶ 3b	

[illegible]

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

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. | | |

[illegible]

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

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

**Sign
Here**

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

Karen J. Kiser
Signature of officer or trustee

09/10/2015
Date

SVP Tax
Title

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

BANK OF AMERICA, N.A.

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check <input type="checkbox"/> if self-employed	PTIN
---	------

Firm's name ▶

Firm's EIN ▶

Firm's address ►

Phone no

Form 990-PF (2014)

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
USGI REPORTED AS NONQUALIFIED DIVIDENDS	479.	479.
FOREIGN DIVIDENDS	160,332.	160,332.
NONDIVIDEND DISTRIBUTIONS	3,910.	
DOMESTIC DIVIDENDS	399,178.	399,178.
OTHER INTEREST	480,918.	480,918.
FOREIGN INTEREST	87,677.	87,677.
U.S. GOVERNMENT INTEREST(FEDERAL TAXABLE NON-TAXABLE FOREIGN INCOME	4,186. 91.	4,186.
US GOVERNMENT INTEREST REPORTED AS QUALI	3,159.	3,159.
NONQUALIFIED FOREIGN DIVIDENDS	34,065.	34,065.
NONQUALIFIED DOMESTIC DIVIDENDS	190,448.	190,448.
	-----	-----
TOTAL	1,364,443.	1,360,442.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
NONDISTRIBUTIVE ORDINARY GAIN	-22,433.	-22,433.
PARTNERSHIP INCOME		106,921.
	-----	-----
TOTALS	-22,433. =====	84,488. =====

FORM 990PF, PART I - LEGAL FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
LEGAL FEES - CHARITABLE	3,126.			3,126.
	-----	-----	-----	-----
TOTALS	3,126.	NONE	NONE	3,126.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INVESTMENT ADVISORY FEES	12,149.	12,149.
TOTALS	12,149.	12,149.

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	5,799.	5,799.
EXCISE TAX - PRIOR YEAR	68,300.	
EXCISE TAX ESTIMATES	120,000.	
FOREIGN TAXES ON QUALIFIED FOR	6,695.	6,695.
FOREIGN TAXES ON NONQUALIFIED	2,013.	2,013.
	-----	-----
TOTALS	202,807.	14,507.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER INVESTMENT FEE	274.	274.
DIVIDEND INVESTMENT EXPENSE -	26,254.	26,254.
PARTNERSHIP EXPENSES		24,117.
TOTALS	26,528.	50,645.
	=====	=====

UD W BINGHAM 2ND 07/05/35

13-6069740

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
PLEASE SEE ATTACHED	14,367,159.	42,688,154.	50,787,025.
	-----	-----	-----
TOTALS	14,367,159.	42,688,154.	50,787,025.
	=====	=====	=====

UD W BINGHAM 2ND 07/05/35

13-6069740

FORM 990PF, PART II - CORPORATE BONDS
=====

BEGINNING
BOOK VALUE

DESCRIPTION

PLEASE SEE ATTACHED

21,848,256.

TOTALS

21,848,256.

=====

UD W BINGHAM 2ND 07/05/35

13-6069740

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV C OR F -----	BEGINNING BOOK VALUE -----
PLEASE SEE ATTACHED	C	4,050,450.

TOTALS		4,050,450.
		=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
TYE INCOME ADJUSTMENT	13,346.
ACCRUED INT ADJUSTMENT	2,225.
PARTNERSHIP ADJUSTMENT	65,188.
TRANSACTION ADJUSTMENT	235.
COST BASIS ADJUSTMENT TO BV	646.

TOTAL	81,640.
	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
SALES ADJUSTMENT	1,175,411.
COST ADJUSTMENT	67,075.
AMORTIZATION ADJUSTMENT	5,401.

TOTAL	1,247,887.
	=====

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

=====

OFFICER NAME:

BANK OF AMERICA

ADDRESS:

1 FINANCIAL PLAZA , PO BOX 1802
PROVIDENCE, RI 02901

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 220,551.

COMPENSATION EXPLANATION:

SEE ATTACHED FOOTNOTE

OFFICER NAME:

DONALD M BARR

ADDRESS:

114 WEST 47TH ST.
NEW YORK, NY 10036

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 88,138.

OFFICER NAME:

PATRICIA F DAVIDSON

ADDRESS:

114 WEST 47TH ST
NEW YORK, NY 10036

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 88,138.

TOTAL COMPENSATION:

396,827.

=====

FEDERAL FOOTNOTES

=====

THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

FORM 990PF, Part XV, Ln. 3:

Grants Paid attachment to return :

UD W BINGHAM 2ND 7/05/35

Posting Date	Amount	Distribution	Relationship to substantial contributor	Purpose	Foundation Status of Recipient
5/20/2014	\$ (11,215 00)	THE CROMWELL CENTER FOR	N/A	UNRESTRICTED GENERAL SUPPORT	PC
6/10/2014	\$ (250,000 00)	MAINE FARMLAND TRUST	N/A	UNRESTRICTED GENERAL SUPPORT	PC
7/16/2014	\$ (200,000 00)	THE LIFEFLIGHT FOUNDATION	N/A	UNRESTRICTED GENERAL SUPPORT	PC
7/28/2014	\$ (30,000 00)	ARTHRITIS FOUNDATION	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/9/2014	\$ (149,935 00)	THE CROMWELL CENTER FOR	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/17/2014	\$ (250,000 00)	THE FORSYTH INSTITUTE	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/17/2014	\$ (200,000 00)	TUFTS NEW ENGLAND MEDICAL CENTER	N/A	UNRESTRICTED GENERAL SUPPORT	PC
9/17/2014	\$ (200,000 00)	TUFTS SCHOOL OF MEDICINE	N/A	UNRESTRICTED GENERAL SUPPORT	PC
10/9/2014	\$ (175,000 00)	DAVID SCHOOL	N/A	UNRESTRICTED GENERAL SUPPORT	PC
10/14/2014	\$ (250,000 00)	ISLAND INSTITUTE	N/A	UNRESTRICTED GENERAL SUPPORT	PC
10/14/2014	\$ (500,000 00)	MAINE FARMLAND TRUST	N/A	UNRESTRICTED GENERAL SUPPORT	PC
TOTAL	\$ (2,216,150 00)				

UD W BINGHAM 2ND 07/05/35 PIA
13-6069740
Balance Sheet
12/31/2014



Cusip	Asset	Units	Basis	Market Value
	Cash/Cash Equivalent	774239 090	774,239.09	774,239 09
00206R102	AT&T INC	6840 000	62,568 90	229,755 60
00206RAJ1	AT&T INC	350000 000	352,009 47	386,361.50
00287Y109	ABBVIE INC	2077.000	88,242.20	135,918 88
00287YAK5	ABBVIE INC	150000 000	149,078.02	149,497 50
01609W102	ALIBABA GROUP HLDG LTD	50.000	4,490 23	5,197 00
02209S103	ALTRIA GROUP INC	1919.000	72,666.27	94,549.13
02209SAK9	ALTRIA GROUP INC	200000.000	212,881.09	204,546.00
023135106	AMAZON COM INC	322.000	128,183.37	99,932 70
02364WBC8	AMERICA MOVIL S A B DE C V	150000 000	152,289.83	152,058 00
025537101	AMERICAN ELEC PWR INC	5753 000	184,203.76	349,322 16
025816109	AMERICAN EXPRESS CO	788 000	58,553.57	73,315.52
0258M0DE6	AMERICAN EXPRESS CR CORP	200000.000	202,637.26	201,100.00
02665WAC5	AMERICAN HONDA FIN CORP	300000 000	298,842 00	301,827.00
026874784	AMERICAN INTL GROUP INC	1159.000	59,706 00	64,915 59
026874AX5	AMERICAN INTL GROUP INC	100000.000	106,838.20	103,034 00
03027XAD2	AMERICAN TOWER CORP NEW	150000 000	153,399 38	159,070.50
031162100	AMGEN INC	1193.000	128,710.96	190,032.97
03524A108	ANHEUSER BUSCH INBEV SA/NV	345 000	30,962.93	38,750.40
037411105	APACHE CORP	419 000	35,913 92	26,258.73
037833100	APPLE INC	2481 000	200,458 83	273,852.78
0408284#9	STANDARD CHARTERED PLC	1348 000	28,281 92	20,238 89
04315J860	ARTIO GLOBAL HIGH INCOME FUND	35099 889	371,534 36	323,971 98
0483548@6	SABMILLER PLC	653.000	29,679.57	34,216.28
053015103	AUTOMATIC DATA PROCESSING INC	728.000	44,266.16	60,693 36
055622104	BP P L C	595 000	28,208 32	22,681 40
06366RMS1	BANK MONTREAL	250000 000	241,362 50	246,917 50
064149C47	BANK N S HALIFAX	200000.000	204,462 79	202,256 00
07383F7W2	BEAR STEARNS COML MTG SECS INC	314924 133	325,306 79	316,369 63
084664BN0	BERKSHIRE HATHAWAY FIN CORP	400000 000	409,778 78	407,196 00
088606108	BHP BILLITON LTD	401 000	19,825.67	18,975 32
09247X101	BLACKROCK INC	244 000	70,271.78	87,244 64
097023105	BOEING CO	710 000	75,984.84	92,285 80
10112RAU8	BOSTON PPTYS LP	200000 000	197,583.70	207,616.00

UD W BINGHAM 2ND 07/05/35 PIA
13-6069740
Balance Sheet
12/31/2014



Cusip	Asset	Units	Basis	Market Value
124857AA1	CBS CORP NEW	100000 000	109,747 43	106,726 00
12508E101	CDK GLOBAL INC	242.000	6,384 68	9,863 92
12572Q105	CME GROUP INC	586 000	40,040.76	51,948 90
125896100	CMS ENERGY CORP	763.000	20,903 77	26,514 25
126408GT4	CSX CORP	200000 000	210,601.78	211,064 00
126650100	CVS HEALTH CORP	973 000	75,383 16	93,709 63
127097103	CABOT OIL & GAS CORP	591.000	20,098.43	17,499.51
13057Q107	CALIFORNIA RESOURCES CORP	1742 000	3,839 44	9,598 42
136375102	CANADIAN NATIONAL RAILWAY	403.000	20,178.66	27,770 73
13645T100	CANADIAN PAC RY LTD	154.000	18,816 87	29,674 26
14040HAX3	CAPITAL ONE FINL CORP	200000 000	206,594.22	205,690 00
143130102	CARMAX INC	498.000	21,340.15	33,156 84
149123101	CATERPILLAR INC	201 000	18,493 99	18,397.53
166764100	CHEVRON CORP	3245 000	256,544.30	364,024.10
171232101	CHUBB CORP	4273 000	90,710 04	442,127.31
17275R102	CISCO SYS INC	2646 000	58,821.01	73,598.49
172967424	CITIGROUP INC	1172.000	55,696 95	63,416 92
172967HT1	CITIGROUP INC	200000 000	199,752.00	204,250.00
20030N101	COMCAST CORP	9935.000	240,393.84	576,329.35
20825C104	CONOCOPHILLIPS	729 000	51,997.00	50,344.74
217203AE8	COPANO ENERGY LLC/COPANO	66000 000	75,899.92	71,683 26
22546QAE7	CREDIT SUISSE AG	200000 000	204,820 24	201,352 00
22943F100	CTRIPO COM INTL LTD	749.000	36,602 63	34,079.50
235851102	DANAHER CORP DEL	271 000	21,607 72	23,227.41
25243Q205	DIAGEO PLC	254 000	32,771 28	28,978 86
25746U109	DOMINION RES INC VA NEW	333 000	19,999.60	25,607.70
25746UBN8	DOMINION RES INC VA NEW	100000 000	102,279.75	101,074.00
260003108	DOVER CORP	616 000	43,785 78	44,179.52
260543CH4	DOW CHEM CO	150000 000	147,147 00	146,559.00
263534109	DU PONT E I DE NEMOURS & CO	977 000	54,231 06	72,239 38
263534BX6	DU PONT E I DE NEMOURS & CO	350000 000	334,425 00	352,908.50
26441C204	DUKE ENERGY CORP	283 000	20,030.25	23,641 82
26441CAD7	DUKE ENERGY CORP	150000 000	167,100 21	167,641 50
2659518#3	ONEX CORP	756.000	34,632 69	44,117.82

UD W BINGHAM 2ND 07/05/35 PIA
13-6069740
Balance Sheet
12/31/2014



Cusip	Asset	Units	Basis	Market Value
268648102	EMC CORP	4185.000	106,701.69	124,461.90
268648AP7	EMC CORP	250000.000	251,193.50	249,150.00
278642103	EBAY INC	554.000	31,557.34	31,090.48
291011104	EMERSON ELEC CO	495.000	30,699.00	30,556.35
29379VBB8	ENTERPRISE PRODS OPER LLC GTD	200000.000	201,404.27	203,698.00
294821608	ERICSSON	2933.000	33,828.74	35,489.30
30231G102	EXXON MOBIL CORP	4998.000	21,924.93	462,065.10
30303M102	FACEBOOK INC	1172.000	76,986.49	91,439.44
3128M74W3	FEDERAL HOME LN MTG CORP	266576.840	283,362.86	289,254.53
3128M8A20	FEDERAL HOME LN MTG CORP	321531.569	345,545.96	351,196.07
3128MDQ55	FEDERAL HOME LN MTG CORP	157413.931	170,498.97	171,703.97
3128P7QL0	FEDERAL HOME LN MTG CORP	274924.978	297,864.04	299,563.75
312934SC7	FEDERAL HOME LN MTG CORP	297203.261	316,800.12	322,147.53
3138AXKP5	FEDERAL NATL MTG ASSN	252583.525	264,423.38	269,890.55
3138E0RK7	FEDERAL NATL MTG ASSN	146534.267	156,654.30	156,574.79
3138EJLW6	FEDERAL NATL MTG ASSN	293938.137	316,534.61	319,499.00
31402RJL4	FEDERAL NATL MTG ASSN	272565.036	296,414.48	301,879.41
31403DJZ3	FEDERAL NATL MTG ASSN	117958.578	128,316.81	130,491.68
31410LFW7	FEDERAL NATL MTG ASSN	329114.800	337,805.49	343,717.62
31418NZW3	FEDERAL NATL MTG ASSN	278204.420	301,330.14	302,308.05
31418UX74	FEDERAL NATL MTG ASSN	281092.711	304,063.25	311,610.95
31419A4N4	FEDERAL NATL MTG ASSN	535658.310	555,327.02	559,350.48
31419BVV4	FEDERAL NATL MTG ASSN	358822.920	378,614.24	383,409.47
315807552	FIDELITY ADVISOR FLOATING RATE	15938.030	157,196.79	153,164.47
353612781	FRANKLIN FTLG RATE DAILY ACCESS	71609.450	660,000.00	638,040.20
35671DBD6	FREEPORT-MCMORAN COPPER &	100000.000	99,865.97	98,900.00
369604103	GENERAL ELEC CO	9420.000	137,157.35	238,043.40
370334104	GENERAL MLS INC	832.000	42,544.16	44,370.56
370334BT0	GENERAL MILLS INC	200000.000	199,680.00	207,618.00
38141G104	GOLDMAN SACHS GROUP INC	544.000	94,954.66	105,443.52
38259P508	GOOGLE INC	86.000	49,817.47	45,636.76
38259P706	GOOGLE INC	86.000	49,658.30	45,270.40
40650V100	HALYARD HEALTH INC	75.000	2,503.94	3,410.25
410345102	HANESBRANDS INC	342.000	28,088.43	38,174.04

UD W BINGHAM 2ND 07/05/35 PIA

13-6069740

Balance Sheet

12/31/2014

Bank of America



Cusip	Asset	Units	Basis	Market Value
428236BE2	HEWLETT PACKARD CO	200000 000	202,968 93	201,974 00
437076102	HOME DEPOT INC	1253 000	91,291 44	131,527 41
438516106	HONEYWELL INTL INC	936 000	76,459.77	93,525 12
4502706#5	LAFARGE	513 000	36,704 81	36,053 49
45104G104	ICICI BK LTD	1695 000	13,151.74	19,577 25
451734107	IHS INC	210.000	24,814.55	23,914.80
458140100	INTEL CORP	2675.000	61,382 75	97,075 75
459200101	INTERNATIONAL BUSINESS MACHS	2143 000	257,510 60	343,822.92
464286673	ISHARES MSCI SINGAPORE	40000 000	413,200 00	523,200 00
464287390	ISHARES S&P LATIN AMER 40 INDEX	10000.000	395,600 00	318,100 00
464287655	ISHARES RUSSELL 2000 ETF	8600.000	601,384 24	1,028,732 00
464288372	ISHARES S&P GLOBAL INFRASTRUC-	13000 000	385,320 00	547,950.00
464288448	ISHARES INTL SELECT DIVIDEND ETF	32460 000	1,095,667.82	1,093,577 40
46625H100	J P MORGAN CHASE & CO	8628 000	402,585.69	539,940 24
46625HJL5	JPMORGAN CHASE & CO	400000 000	393,044.00	395,600 00
46625YP80	J P MORGAN CHASE COML MTG SECS	249164 862	266,460 39	260,442.06
478160104	JOHNSON & JOHNSON	5158.000	11,778.55	539,372.06
482480100	KLA-TENCOR CORP	667.000	40,192 95	46,903.44
494368103	KIMBERLY CLARK CORP	604.000	58,228.77	69,786.16
494550BT2	KINDER MORGAN ENERGY PARTNERS	36000.000	35,817.84	35,417 88
50076QAX4	KRAFT FOODS GROUP INC	150000.000	171,656.16	171,513 00
52106N889	LAZARD EMERGING MKTS EQUITY	47473 066	791,376 01	816,062.00
526057104	LENNAR CORP	1881 000	71,994 52	84,287.61
53578A108	LINKEDIN CORP	198.000	30,126 23	45,482 58
53944VAA7	LLOYDS BANK PLC	250000 000	250,161 81	252,362.50
548661107	LOWES COS INC	722 000	34,725 82	49,673.60
55616P104	MACYS INC	976 000	45,012.26	64,172.00
5698789#0	ASSA ABLOY SA SEK1	664.000	34,911 17	35,183.75
571748102	MARSH & MCLENNAN COS INC	1053 000	43,558 04	60,273 72
5756029#6	BAYER MOTOREN WERK	302 000	26,095.58	32,805 11
580135101	MCDONALDS CORP	1031 000	100,470 27	96,604.70
580645109	MCGRAW HILL FINL INC	5625 000	163,224 34	500,512 50
585055106	MEDTRONIC INC	508 000	30,041 24	36,677.60
58933Y105	MERCK & CO INC	2996.000	143,623 50	170,142 84

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Cusip	Asset	Units	Basis	Market Value
59156R108	METLIFE INC	1278.000	62,134 40	69,127 02
594918104	MICROSOFT CORP	11673 000	323,820.61	542,210 85
595620AJ4	MIDAMERICAN ENERGY CO 1ST MTG	300000 000	299,832 00	304,605 00
6073556#6	CHINA MOBILE LTD	2963 000	30,426 53	34,578.54
617446448	MORGAN STANLEY	994.000	31,416 46	38,567 20
617451CR8	MORGAN STANLEY CAP I INC 2006-	400000 000	421,921 87	410,132.00
61747YCE3	MORGAN STANLEY	150000.000	156,441.68	152,427 00
6190273#0	CHEUNG KONG(HLDGS)	2339 000	31,427 61	39,300 77
62944T105	NVR INC	36 000	36,455 04	45,911.88
6356934#8	FANUC CORP	216.000	31,801.50	35,932 44
641069406	NESTLE S A	420 000	27,568 92	30,834.72
6472119#0	JARDINE MATHESON HLDGS LTD	607.000	37,119 62	36,996 65
6497509#5	KUBOTA CORP	2192.000	28,886.87	32,195.77
65339F101	NEXTERA ENERGY INC	3414.000	151,415.19	362,874 06
6596729#8	MITSUBISHI ESTATE	1448 000	38,707 93	30,863 37
66987V109	NOVARTIS A G	424.000	34,609 51	39,287 84
670100205	NOVO-NORDISK A S	1025.000	32,430 37	43,378 00
674599105	OCCIDENTAL PETE CORP DEL	4360.000	106,452 21	351,459 60
68389X105	ORACLE CORP	1101 000	42,175 68	49,511.97
693475105	PNC FINL SVCS GROUP INC	729.000	50,938.43	66,506 67
69352PAK9	PPL CAP FDG INC	250000.000	249,782.70	260,287 50
701094104	PARKER HANNIFIN CORP	274 000	29,340 77	35,332.30
713448108	PEPSICO INC	3750.000	54,517.13	354,600.00
7145056#6	ENI SPA	1216 000	25,667.31	21,350 31
717081103	PFIZER INC	4696 000	138,890 74	146,280 40
718172109	PHILIP MORRIS INTL INC	1693 000	80,159 54	137,894 85
718546104	PHILLIPS 66	506 000	32,214.73	36,280.20
7212477#5	ESSILOR INTERNATIONAL SA	141 000	15,360 89	15,812.79
729251108	PLUM CREEK TIMBER CO INC	28696 000	447,409 98	1,227,901.84
74005P104	PRAXAIR INC	2189 000	167,427 85	283,606 84
74144T108	PRICE T ROWE GROUP INC	936 000	75,089.37	80,364 96
742718109	PROCTER & GAMBLE CO	973 000	77,046 61	88,630 57
744320102	PRUDENTIAL FINL INC	240 000	21,683 95	21,710 40
74432QBZ7	PRUDENTIAL FINL INC	200000 000	198,990 00	203,292 00

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Cusip	Asset	Units	Basis	Market Value
74460D109	PUBLIC STORAGE INC	227 000	36,048 07	41,960.95
747525103	QUALCOMM INC	1217.000	90,930 22	90,459.61
755111507	RAYTHEON CO	894.000	64,793 47	96,703.98
76720AAL0	RIO TINTO FIN USA PLC	200000 000	199,416.00	200,882 00
771195104	ROCHE HLDG LTD	2698 000	76,091 44	91,605 19
775781206	ROLLS-ROYCE HLDGS PLC	391 000	34,528 93	26,520.75
780259206	ROYAL DUTCH SHELL PLC	735 000	49,131 12	49,208.25
78462F103	SPDR S&P 500 ETF TR	12000 000	1,989,474 00	2,466,480.00
78463X863	SPDR DJ WILSHIRE INTL REAL	6130 000	252,716.61	254,824.10
78572M105	SABMILLER PLC	418 000	21,029.58	21,906.13
80105N105	SANOFI	666.000	34,216.99	30,376.26
806857108	SCHLUMBERGER LTD	1279 000	119,396.71	109,239 39
816851109	SEMPRA ENERGY	300 000	25,537 24	33,408 00
824348106	SHERWIN WILLIAMS CO	251 000	43,029.65	66,023 04
828806109	SIMON PPTY GROUP INC NEW	243 000	36,875.38	44,252 73
828807CH8	SIMON PPTY GROUP L P	500000.000	516,454.46	514,875.00
845467109	SOUTHWESTERN ENERGY CO	437.000	17,290 65	11,925.73
855244109	STARBUCKS CORP	276.000	19,857.43	22,645 80
857477103	STATE STR CORP	723 000	53,281.34	56,755.50
867224107	SUNCOR ENERGY INC	821 000	28,318.58	26,091.38
867914BF9	SUNTRUST BKS INC	80000 000	79,932.00	80,491.20
874039100	TAIWAN SEMICONDUCTOR MFG LTD	1327.000	27,105 21	29,698.26
87612EAN6	TARGET CORP	300000 000	306,989.80	322,212 00
87938WAG8	TELEFONICA EMISIONES S A U	200000 000	221,435 68	221,420.00
88023U101	TEMPUR SEALY INTL INC	487 000	23,730 78	26,741.17
882508104	TEXAS INSTRS INC	6971 000	170,827 49	372,704.52
883556BD3	THERMO FISHER SCIENTIFIC INC	107000 000	106,936 87	106,400.80
89151E109	TOTAL S A	597.000	30,097 59	30,566 40
892331307	TOYOTA MOTOR CORP	329 000	41,085 84	41,282.92
8EQO29993	EXCELSIOR MULTI-STRATEGY HEDGE	1696 574	2,651,345 47	2,867,898 87
90261XGD8	UBS AG STAMFORD BRH	300000 000	332,551 31	333,651 00
902973304	US BANCORP DEL	1821 000	64,930 21	81,853 95
90521APJ1	UNION BK N A SAN FRANCISCO CALIF	250000 000	249,942.50	253,687 50
911312106	UNITED PARCEL SVC INC	942 000	89,452 42	104,722.14

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Cusip	Asset	Units	Basis	Market Value
912796EC9	UNITED STATES TREAS BILL	679000 000	678,506.97	678,823.46
912828G38	UNITED STATES TREAS NT	950000 000	957,816.12	956,384 00
912828WJ5	UNITED STATES TREAS NT	1508000 000	1,533,065.59	1,553,481 28
913017109	UNITED TECHNOLOGIES CORP	2584.000	156,652 77	297,160 00
913017BM0	UNITED TECHNOLOGIES CORP	500000 000	517,804 22	555,840.00
91324PBY7	UNITEDHEALTH GROUP INC	150000 000	150,684.91	149,853.00
918204108	V F CORP	436 000	20,811 33	32,656.40
91911K102	VALEANT PHARMACEUTICALS INTL INC	265.000	23,652.57	37,924 15
921943858	VANGUARD FTSE DEVELOPED	43275 000	1,630,636 63	1,639,257.00
922908553	VANGUARD REIT	3155 000	252,740 43	255,555.00
92343V104	VERIZON COMMUNICATIONS INC	8490 000	256,786 52	397,162.20
92343VBR4	VERIZON COMMUNICATIONS INC	200000.000	199,352 00	220,846.00
929043AH0	VORNADO RLTY L P	200000 000	199,238 00	198,268.00
931142103	WAL-MART STORES INC	2813.000	158,738 39	241,580.44
94106L109	WASTE MGMT INC DEL	610.000	24,356 83	31,305.20
94106LAX7	WASTE MGMT INC DEL	150000.000	153,846.90	153,445 50
949746101	WELLS FARGO & CO	2704.000	111,927 76	148,233.28
961214BK8	WESTPAC BKG CORP	300000.000	342,865.68	334,728.00
976657106	WISCONSIN ENERGY CORP	479.000	19,957.12	25,262 46
97717W281	WISDOMTREE EMERGING MKTS	10000 000	401,300.00	431,600 00
99Z196331	UST GLOBAL PRIVATE MARKETS	502 902	341,811 68	634,525.62
99Z353023	EXCELSIOR ABSOLUTE RETURN	17 658	36,507 09	29,092.24
B01FLR7#2	PING AN INSURANCE GROUP CO H	4679.000	35,664 35	47,726.08
B07MXH6#1	QUEBEC PROV CDA	184000 000	196,579 74	164,441.11
B10RZP7#4	UNILEVER PLC	757 000	30,069 72	31,007.85
B19NLV4#9	EXPERIAN GROUP LTD	1862 000	32,720 61	31,559.11
B1TL3R8#6	HAIER ELECTRONICS GROUP CO LTD	13029 000	21,283 28	31,014.75
B45QPV6#4	MEXICAN BONOS DESARR	43100.000	346,420 32	296,611.43
B4TX8S1#4	AIA GROUP LTD	7720 000	38,335 99	42,956 01
B52K905#4	BRITISH COLUMBIA PROV OF	168000 000	196,967.58	162,733 35
B5B23W2#3	SANDS CHINA LTD	6585.000	34,279 24	32,394 91
B5ZZCV9#9	CANADA GOVT	196000 000	199,577 73	171,613 58
B798FW0#8	NOVOZYMES A/S	788 000	25,525.14	33,267 90
B8FMRX8#5	COLOPLAST A/S - B	468.000	26,391 16	39,470.56

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Balance Sheet
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Cusip	Asset	Units	Basis	Market Value
B9MS8P5#3	GEMALTO NV	428 000	38,663 90	35,181 04
BCRWZ18#2	CIE FINANCIERE RICHEMONT SA	242.000	24,238 86	21,626 93
BMMV2K8#1	TENCENT HOLDINGS LTD	2315.000	18,121.85	33,583 82
G1151C101	ACCENTURE PLC	3611 000	138,811 17	322,498 41
H0023R105	ACE LTD	469 000	44,559 49	53,878 72
N07059210	ASML HOLDINGS NV	333.000	26,184 41	35,907.39
N53745100	LYONDELLBASELL INDUSTRIES NV	539.000	41,096.44	42,791 21
Y0486S104	AVAGO TECHNOLOGIES LTD	402 000	28,543 25	40,437.18
		Totals:	43,462,393 34	51,561,263.9

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print	Enter filer's identifying number, see instructions	
	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	UD W BINGHAM 2ND 07/05/35	13-6069740
	Number, street, and room or suite no. If a P O box, see instructions.	Social security number (SSN)
File by the due date for filing your return. See instructions.	P O BOX 1802	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	PROVIDENCE, RI 02901-1802	

Enter the Return code for the return that this application is for (file a separate application for each return) **0 4**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of **BANK OF AMERICA**.
Telephone No. **(888) 866-3275** Fax No. _____
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until 11/16, 2015.
- 5 For calendar year 2014, or other tax year beginning _____, 20____, and ending _____, 20____.
- 6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period
- 7 State in detail why you need the extension ADDITIONAL TIME REQUESTED TO FILE A COMPLETE AND ACCURATE RETURN

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$	30,363.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$	120,486.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c \$	NONE

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature *Karen J. Kiser* Title _____ Date _____

Form 8868 (Rev. 1-2014)

Form **8868**

(Rev. January 2014)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

► File a separate application for each return.

► Information about Form 8868 and its instructions is at www.irs.gov/form8868

- If you are filing for an **Automatic 3-Month Extension**, complete **only Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete **only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	UD W BINGHAM 2ND 07/05/35	13-6069740
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	P O BOX 1802	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	PROVIDENCE, RI 02901-1802	

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► BANK OF AMERICA

Telephone No. ► (888) 866-3275

FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/17, 20 15, to file the exempt organization return for the organization named above. The extension is for the organization's return for.
- ☒ calendar year 2014 or
- ☐ tax year beginning , 20 , and ending , 20 .

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
- ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$	30,259.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$	120,486.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c \$	NONE

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2014)

JSA

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