



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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>BRADFORD FAMILY FOUNDATION C/O MRS. J. C. BRADFORD</b>		A Employer identification number <b>62-6344538</b>	
Number and street (or P O box number if mail is not delivered to street address) <b>530 BELLE MEADE BLVD.</b>		B Telephone number <b>615-383-2093</b>	
City or town, state or province, country, and ZIP or foreign postal code <b>NASHVILLE, TN 37205</b>		C If exemption application is pending, check here ► <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here ► <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ <b>8,599,458.</b> (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>	
<b>Part I Analysis of Revenue and Expenses</b> (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
1 Contributions, gifts, grants, etc., received		<b>848,000.</b>	<b>N/A</b>
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch. B			
3 Interest on savings and temporary cash investments		<b>2,834.</b>	<b>2,834.</b>
4 Dividends and interest from securities		<b>79,710.</b>	<b>79,710.</b>
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		<b>287,866.</b>	
523,616.			
7 Capital gain net income (from Part IV line 2)		<b>287,866.</b>	
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		<b>194,711.</b>	<b>194,711.</b>
12 Total Add lines 1 through 11		<b>1,413,121.</b>	<b>565,121.</b>
13 Compensation of officers, directors, trustees, etc		<b>0.</b>	<b>0.</b>
14 Other employee salaries and wages			
15 Pension plans, employee benefits			
16a Legal fees			
b Accounting fees		<b>2,700.</b>	<b>1,350.</b>
c Other professional fees			<b>1,350.</b>
17 Interest			
18 Taxes		<b>2,455.</b>	<b>2,455.</b>
19 Depreciation and depletion			
20 Occupancy			
21 Travel, conferences, and meetings			
22 Printing and publications			
23 Other expenses		<b>190.</b>	<b>190.</b>
24 Total operating and administrative expenses Add lines 13 through 23		<b>5,345.</b>	<b>3,995.</b>
25 Contributions, gifts, grants paid		<b>172,598.</b>	
26 Total expenses and disbursements. Add lines 24 and 25		<b>177,943.</b>	<b>3,995.</b>
27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements		<b>1,235,178.</b>	
b Net investment income (if negative, enter -0-)		<b>561,126.</b>	
c Adjusted net income (if negative, enter -0-)			<b>N/A</b>

25

BRADFORD FAMILY FOUNDATION  
C/O MRS. J. C. BRADFORD

Form 990-PF (2014)

62-6344538

Page 2

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		3,253,896.	3,390,097.	3,390,097.
	2 Savings and temporary cash investments				
	3 Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ►				
	Less: allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock				
	c Investments - corporate bonds				
	11 Investments - land, buildings and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other	STMT 8	2,020,292.	3,187,405.	5,209,361.
	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)		5,274,188.	6,577,502.	8,599,458.
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ► )				
	23 Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31				
	24 Unrestricted		5,274,188.	6,577,502.	
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 27 through 31				
	27 Capital stock, trust principal, or current funds				
	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		5,274,188.	6,577,502.	
	31 Total liabilities and net assets/fund balances		5,274,188.	6,577,502.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1 5,274,188.
2 Enter amount from Part I, line 27a	2 1,235,178.
3 Other increases not included in line 2 (itemize) ►	3 68,572.
4 Add lines 1, 2, and 3	4 6,577,938.
5 Decreases not included in line 2 (itemize) ► <u>K-1 NONDEDUCTIBLE EXPENSES</u>	5 436.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 6,577,502.

Form 990-PF (2014)

## BRADFORD FAMILY FOUNDATION

Form 990-PF (2014)

C/O MRS. J. C. BRADFORD

62-6344538

Page 3

**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 KINDER MORGAN, INC</b>			P	11/28/14	12/02/14
<b>b KINDER MORGAN ENERGY PARTNERS MERGER</b>			P	12/11/09	11/28/14
<b>c CAPITAL GAINS DIVIDENDS</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)		
a 38.		38.	0.		
b 510,072.		235,712.	274,360.		
c 13,506.			13,506.		
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			0.		
b			274,360.		
c			13,506.		
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	287,866.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	N/A	

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

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

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

 Yes  No

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

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	153,258.	6,691,533.	.022903
2012	443,085.	5,227,867.	.084754
2011	159,690.	4,061,331.	.039320
2010	104,175.	3,408,660.	.030562
2009	137,646.	2,781,047.	.049494

2 Total of line 1, column (d)

2 .227033

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 .045407

4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5

4 7,564,767.

5 Multiply line 4 by line 3

5 343,493.

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

6 5,611.

7 Add lines 5 and 6

7 349,104.

8 Enter qualifying distributions from Part XII, line 4

8 173,948.

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.

## BRADFORD FAMILY FOUNDATION

Form 990-PF (2014)

C/O MRS. J. C. BRADFORD

62-6344538

Page 4

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**1a Exempt operating foundations described in section 4940(d)(2), check here ►  and enter "N/A" on line 1.

Date of ruling or determination letter: \_\_\_\_\_ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ►  and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2014 estimated tax payments and 2013 overpayment credited to 2014

6a 3,318.

b Exempt foreign organizations - tax withheld at source

6b

c Tax paid with application for extension of time to file (Form 8868)

6c 9,000.

d Backup withholding erroneously withheld

6d

7 Total credits and payments Add lines 6a through 6d

7 12,318.

8 Enter any penalty for underpayment of estimated tax. Check here  if Form 2220 is attached

8

9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed

9

10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

10 1,095.

11 Enter the amount of line 10 to be: Credited to 2015 estimated tax ►

11,095. Refunded ►

11 0.

**Part VII-A Statements Regarding Activities**

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

Yes  No 

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?

1a X

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

1b X

c Did the foundation file Form 1120-POL for this year?

1c X

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.

1d

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.

1e

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

2 X

If "Yes," attach a detailed description of the activities

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

3 X

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a X

b If "Yes," has it filed a tax return on Form 990-T for this year?

4b X

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

5 X

If "Yes," attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

6 X

• 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?

7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV

7 X

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

TN

8a

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

8b X

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(l)(3) or 4942(l)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV

9 X

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

10 X

## BRADFORD FAMILY FOUNDATION

Form 990-PF (2014)

C/O MRS. J. C. BRADFORD

62-6344538

Page 5

**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 ► N/A 13  X

14 The books are in care of ► MRS. J. C. BRADFORD Telephone no ► 615-383-2093  
Located at ► 530 BELLE MEADE BLVD, NASHVILLE, TN ZIP+4 ► 37205

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? 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 ► 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.

1a During the year did the foundation (either directly or indirectly)

(1) Engage in the sale or exchange, or leasing of property with a disqualified person?  Yes  No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  Yes  No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  Yes  No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  Yes  No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?  Yes  No

(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)  Yes  No

b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► N/A

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014? 1c  X

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))

a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?  Yes  No

If "Yes," list the years ► \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_

b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?  Yes  No

b If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014) 3b

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a  X

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014? 4b  X

Form 990-PF (2014)

BRADFORD FAMILY FOUNDATION  
C/O MRS. J. C. BRADFORD

Form 990-PF (2014)

62-6344538

Page 6

**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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)
- (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

Yes  No

Yes  No

Yes  No

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)?

Organizations relying on a current notice regarding disaster assistance check here

N/A  
►

5b

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

N/A

Yes  No

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

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

Yes  No

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

If "Yes" to 6b, file Form 8870

6b X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes  No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LILLIAN R. BRADFORD 530 BELLE MEADE BLVD NASHVILLE, TN 37205	TRUSTEE 1.00	0.	0.	0.
JAMES C. BRADFORD, III 530 BELLE MEADE BLVD NASHVILLE, TN 37205	TRUSTEE 0.00	0.	0.	0.
BRYAN R. BRADFORD 530 BELLE MEADE BLVD NASHVILLE, TN 37205	TRUSTEE 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

Form 990-PF (2014)

## BRADFORD FAMILY FOUNDATION

Form 990-PF (2014)

C/O MRS. J. C. BRADFORD

62-6344538

Page 7

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

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

Total number of others receiving over \$50,000 for professional services ► 0

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

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

Expenses

1	N/A	
2		
3		
4		

**Part IX-B | Summary of Program-Related Investments**

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

Amount

1	N/A	
2		
3		
Total. Add lines 1 through 3		0.

Form 990-PF (2014)

## BRADFORD FAMILY FOUNDATION

Form 990-PF (2014)

C/O MRS. J. C. BRADFORD

62-6344538

Page 8

**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	4,393,004.
b	Average of monthly cash balances	1b	3,286,963.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	7,679,967.
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	7,679,967.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	115,200.
5	Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,564,767.
6	Minimum investment return Enter 5% of line 5	6	378,238.

**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	378,238.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	11,223.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	584.
c	Add lines 2a and 2b	2c	11,807.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	366,431.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	366,431.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	366,431.

**Part XII Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.	1a	173,948.
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1b	0.
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the:	3b	
a	Suitability test (prior IRS approval required)	4	173,948.
b	Cash distribution test (attach the required schedule)	5	0.
4	Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	173,948.
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		
6	Adjusted qualifying distributions Subtract line 5 from line 4		

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

Form 990-PF (2014)

## BRADFORD FAMILY FOUNDATION

Form 990-PF (2014)

C/O MRS. J. C. BRADFORD

62-6344538

Page 9

**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				366,431.
2 Undistributed income, if any, as of the end of 2014			0.	
a Enter amount for 2013 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2014				
a From 2009	186,283.			
b From 2010				
c From 2011				
d From 2012	199,918.			
e From 2013				
f Total of lines 3a through e	386,201.			
4 Qualifying distributions for 2014 from Part XII, line 4 ► \$ 173,948.			0.	
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.		
d Applied to 2014 distributable amount				173,948.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	192,483.			192,483.
6 Enter the net total of each column as indicated below	193,718.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5			0.	
b Prior years' undistributed income Subtract line 4b from line 2b			0.	
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.	
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.	
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.				0.
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0.
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)		0.		
8 Excess distributions carryover from 2009 not applied on line 5 or line 7		0.		
9 Excess distributions carryover to 2015 Subtract lines 7 and 8 from line 6a	193,718.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012	193,718.			
d Excess from 2013				
e Excess from 2014				



BRADFORD FAMILY FOUNDATION  
C/O MRS. J. C. BRADFORD

Form 990-PF (2014)

62-6344538 Page 11

**Part XV Supplementary Information (continued)**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
SEE ATTACHED SCHEDULE VARIOUS NASHVILLE, TN 37205	NONE	501(C)(3)	GENERAL FUND	172,598.
<b>Total</b>				► 3a 172,598.
<i>b Approved for future payment</i>				
NONE				
<b>Total</b>				► 3b 0.

BRADFORD FAMILY FOUNDATION  
C/O MRS. J. C. BRADFORD

Form 990-PF (2014)

62-6344538 Page 12

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

Enter gross amounts unless otherwise indicated		Unrelated business income		(e) Related or exempt function income	
		(a) Business code	(b) Amount		(c) Exclu- sion code
<b>1</b> Program service revenue					
a					
b					
c					
d					
e					
f					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments					
<b>3</b> Interest on savings and temporary cash investments				14	2,834.
<b>4</b> Dividends and interest from securities				18	79,710.
<b>5</b> Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income				14	194,711.
<b>8</b> Gain or (loss) from sales of assets other than inventory				18	287,866.
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory					
<b>11</b> Other revenue.					
a <u>K-1 UBI STONEMOR</u>	900099				
b <u>K-1 UBI PLAINS</u>	900099				
c <u>K-1 UBI KINDER</u>	900099				
d					
e					
<b>12</b> Subtotal Add columns (b), (d), and (e)		0.	565,121.	0.	
<b>13</b> Total Add line 12, columns (b), (d), and (e)				13	565,121.

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

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



**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**BRADFORD FAMILY FOUNDATION  
C/O MRS. J. C. BRADFORD**Employer identification number**

62-6344538

**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 organizationForm 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

BRADFORD FAMILY FOUNDATION  
C/O MRS. J. C. BRADFORD

## Employer identification number

62-6344538

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JAMES C. BRADFORD ESTATE 530 BELLE MEADE BLVD NASHVILLE, TN 37205	\$ 848,000.	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)

Name of organization

BRADFORD FAMILY FOUNDATION  
C/O MRS. J. C. BRADFORD

Employer identification number

62-6344538

**Part II Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____

Name of organization

**Employer identification number**

BRADFORD FAMILY FOUNDATION  
C/O MRS. J. C. BRADFORD

62-6344538

**Part III** *Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this info once.)* ► \$ \_\_\_\_\_  
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I				(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
				<b>(e) Transfer of gift</b>		
				Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
(a) No. from Part I				(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
				<b>(e) Transfer of gift</b>		
				Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
(a) No. from Part I				(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
				<b>(e) Transfer of gift</b>		
				Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

<b>Bradford Family Foundation revised 03/25/2015</b>	<b>2014</b>			
<b>Organization</b>				
All Saints Episcopal Church	\$1,500.00	4513 Park Ave	Nashville	TN 37209
American Heart Association - Barbara DeWitt letter	\$25.00	1818 Patterson Street	Nashville	TN 37203
Avery County Humane Society	\$200.00	279 Vale Rd	Newland	NC 28657
Belle Meade Society of Ceres	\$100.00	4705 Harding Road	Nashville	TN 37205
Belmont University	\$200.00	1900 Belmont Blvd	Nashville	TN 37212
Bryan - GENaustin	\$500.00	3000 S IH-35 #410	Austin	TX 78704
Bryan - Austin Habitat for Humanity	\$500.00	55 N IH-35 #240	Austin	TX 78702
Bryan - Princeton - James Madison Program (Personal)	\$5,000.00	83 Prospect Avenue	Princeton	NJ 08540
Bryan - Leadership Austin (Libertad)	\$500.00	1609 Shoal Creek Blvd	Austin	TX 78701
Bryan - Middlesex School (Personal)	\$3,000.00	1400 Lowell Rd	Concord	MA 01742
Bryan - Soc. Of the Free Church (Personal)	\$10,000.00	145 West 46th St	New York	NY 10036
Bryan - Young Men's Business League (Sunshine Camps)	\$1,000.00	2225 Andrew Ziker Rd	Austin	TX 78746
Bryan - American Red Cross - Central Texas	\$2,000.00	2218 Pershing Dr	Austin	TX 78723
Bryan - Foundation Communities	\$1,000.00	3036 S 1st Street	Austin	TX 78704
<b>Cheekwood</b>				
Annual Fund	\$10,000.00	1200 Forrest Park Drv	Nashville	TN 37205
R-E Color Garden Upkeep	\$ 7,500.00	1200 Forrest Park Drv	Nashville	TN 37205
Swan Ball Patron	\$ 3,500.00	1200 Forrest Park Drv	Nashville	TN 37205
Swan Ball Dinner (tax deductible part)	\$ 650.00	1200 Forrest Park Drv	Nashville	TN 37205
Sponsor - Damselfly	\$5,000.00	1200 Forrest Park Drv	Nashville	TN 37205
In honor of Eva Jo Bradford	\$1,000.00	1200 Forrest Park Drv	Nashville	TN 37205
Colgate University - JWJ Memorial Scholarship (Katie)	\$2,500.00	13 Oak Drive	Hamilton	NY 13346
Conservancy (Parthenon) Patron	\$1,000.00	2565 Park Plaza	Nashville	TN 37203
Gala Dinner	\$400.00	2565 Park Plaza	Nashville	TN 37203
Ensworth School - Red Gables (Jay & Bryan) Ingram Library	\$1,000.00	211 Ensworth Pl	Nashville	TN 37205
<b>Friends of Warner Park</b>				
Luke Lea Society	\$1,000.00	50 Vaughn Rd	Nashville	TN 37221
<b>Frist Center</b>				
Gala Dinner 2014	\$465.00	919 Broadway	Nashville	TN 37203
Contribution in lieu of being a patron-2014	\$2,500.00	919 Broadway	Nashville	TN 37203
<b>Garden Club of Nashville (Howe Wild Dinner) Patron</b>				
Howe Wild - John Eddie	\$100.00	1200 Forrest Park Drv	Nashville	TN 37205
Keeneland Trip	\$400.00	1200 Forrest Park Drv	Nashville	TN 37205
Groton School - in memory of John Rhinelander	\$100.00	282 Farmers Row	Groton	MA 01450
Hermitage	\$500.00	4580 Rachels Lane	Nashville	TN 37076
Holy Trinity Greek Orthodox Cathedral - Conn Demirnas	\$50.00	4905 Franklin Pike	Nashville	TN 37220
homeworkhotline (Annette Eskin)	\$200.00	4805 Park Avenue	Nashville	TN 37209
Junior League of Nashville	\$250.00	2202 Crestmoor Road	Nashville	TN 37215
<b>Land Trust for Tennessee</b>				
Land Trust	\$3,000.00	209 10th Ave S #511	Nashville	TN 37203
Blue Moon	\$150.00	209 10th Ave S #511	Nashville	TN 37203
League of Women Voters	\$100.00	PO Box 158369	Nashville	TN 37215
<b>Linville Foundation</b>				
Linville Foundation	\$1,000.00	111 Berkeley Place Court	Winston Salem	NC 27106
Memorial - Henrietta Badham	\$50.00	111 Berkeley Place Court	Winston Salem	NC 27106
Metropolitan Museum of Art - Lisbeth Tedesco	\$200.00	1000 5th Avenue	New York	NY 10028
<b>Montgomery Bell Academy</b>				
Scholarship	\$32,000.00	4001 Harding Pike	Nashville	TN 37205
Nashville Ballet - Elevate Campaign	\$10,000.00	3630 Redmon Street	Nashville	TN 37209
Nashville Opera - Annual Gift	\$2,000.00	3622 Redmon St	Nashville	TN 37209
In honor of Judy and Joe Barker	\$500.00	3622 Redmon St	Nashville	TN 37209
<b>Nashville Symphony</b>				
Nashville Symphony	\$12,000.00	1 Symphony Pl	Nashville	TN 37201
Symphony Ball Patron	\$2,850.00	1 Symphony Pl	Nashville	TN 37201
Nashville Tree Foundation	\$200.00	PO Box 58962	Nashville	TN 37205
Nashville Zoo in honor of Jimmy Hunt	\$1,000.00	3777 Nolentsville Pike	Nashville	TN 37211
Princeton Class of 1955 Foundation	\$200.00	12 Stockton Street	Princeton	NJ 08542
Saddle Up in honor of Sarah Ingram	\$500.00	1549 Old Hillsboro Road	Franklin	TN 37069
Salvation Army - San Francisco (Jay)	\$5,000.00	3291 Geary Blvd	San Francisco	CA 94118
Second Harvest Food Bank	\$3,000.00	331 Great Circle Road	Nashville	TN 37228
<b>St. George's</b>				
Annual Fund	\$10,000.00	4715 Harding Pike	Nashville	TN 37205
Pastor's Private Education Fund	\$5,000.00	4715 Harding Pike	Nashville	TN 37205
St. Luke's Community House (Christmas Toys)	\$500.00	5601 New York Ave	Nashville	TN 37209
T J Martell Foundation - Mark Bloom ad	\$2,000.00	15 Music Square W #C	Nashville	TN 37203
The Church of Jesus Chnst - Mission Fund - Mrs. Holden	\$375.00	288 Calvary St	Newland	NC 28657
The Community Fund (Memorial - Tom Cato advised fund)	\$50.00	3833 Cleghorn Avenue #400	Nashville	TN 37215
Traveller's Rest	\$500.00	636 Farrell Parkway	Nashville	TN 37220
<b>United Way</b>				
YWCA	\$1,000.00	201 23rd Ave N	Nashville	TN 37203
Nashville Rescue Mission	\$1,000.00			
Alive Hospice	\$1,000.00			
Magdalene	\$1,000.00			
Cumberland Height	\$1,000.00			
Planned Parenthood	\$1,000.00			
Nashville Humane	\$1,000.00			
Pencil Foundation	\$1,000.00			
American Red Cross	\$1,000.00			
United Way General Fund	\$1,000.00			
<b>Vanderbilt University</b>				
Monroe Carell Children's Hospital - Matt Murfree	\$50.00	2201 West End Ave	Nashville	TN 37235
Young Ambassadors - VICTORY over cancer	\$2,500.00	2201 West End Ave	Nashville	TN 37235
Volunteer State Horseman's Association (Steeplechase)	\$733.00	203 3rd Avenue North	Franklin	TN 37064
School of Nursing Fund - Ted Welch	\$50.00	2201 West End Ave		
Walden's Puddle	\$200.00	P.O. Box 641	Joelton	TN 37080
<b>Watkins College</b>				
Commissioner's Scholarship Fund - Brownlee Currey	\$3,000.00	2298 Rosa L Parks Blvd	Nashville	TN 37228
<b>Total Contributions - Bradford Family Foundation</b>	<b>\$172,598.00</b>			

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
KINDER MORGAN ENERGY PTNS	232.	232.	
PLAINS ALL AMERICAN PIPELINE	335.	335.	
STONEMOR PARTNERS	2,015.	2,015.	
UBS 27357	252.	252.	
<b>TOTAL TO PART I, LINE 3</b>	<b>2,834.</b>	<b>2,834.</b>	

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

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
KINDER MORGAN ENERGY PTNS	226.	0.	226.	226.	
PLAINS ALL AMERICAN PIPELINE	146.	0.	146.	146.	
STONEMOR PARTNERS	57.	0.	57.	57.	
UBS 27357	79,281.	0.	79,281.	79,281.	
UBS 27357	13,506.	13,506.	0.	0.	
<b>TO PART I, LINE 4</b>	<b>93,216.</b>	<b>13,506.</b>	<b>79,710.</b>	<b>79,710.</b>	

## FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
KINDER MORGAN ENERGY PARTNERS	<460.>	<460.>	
PLAINS ALL AMERICAN PIPELINE	501.	501.	
STONEMOR PARTNERS LP	1,139.	1,139.	
KINDER MORGAN ENERGY PARTNERS	<285.>	<285.>	
KINDER MORGAN ENERGY PARTNERS	352.	352.	
PLAINS ALL AMERICAN PIPELINE	182.	182.	
KINDER MORGAN ENERGY PARTNERS	193,280.	193,280.	
KINDER MORGAN ENERGY PARTNERS	2.	2.	
<b>TOTAL TO FORM 990-PF, PART I, LINE 11</b>	<b>194,711.</b>	<b>194,711.</b>	

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CARR RIGGS & INGRAM	2,700.	1,350.		1,350.
TO FORM 990-PF, PG 1, LN 16B	2,700.	1,350.		1,350.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES KINDER MORGAN K-1	23.	23.		0.
FOREIGN TAXES PLAINS ALL AMERICAN K-1	2,432.	2,432.		0.
TO FORM 990-PF, PG 1, LN 18	2,455.	2,455.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RMA ACCOUNTING FEES ADR FEE	150. 40.	150. 40.		0. 0.
TO FORM 990-PF, PG 1, LN 23	190.	190.		0.

BRADFORD FAMILY FOUNDATION C/O MRS. J. C

62-6344538

---

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 7

---

DESCRIPTION	AMOUNT
CORRECTION OF PRIOR YEAR ERRORS AND TIMING ADJUSTMENTS	68,572.
TOTAL TO FORM 990-PF, PART III, LINE 3	68,572.

---

---

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

---

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
RESOURCE MANAGEMENT ACCOUNT STOCKS	COST	2,466,436.	3,274,534.
RESOURCE MANAGEMENT ACCOUNT MUTUAL FUNDS	COST	398,631.	649,027.
PUBLICALLY TRADED PARTNERSHIPS IN UBS ACCOUNT	COST	205,716.	1,026,400.
OTHER PUBLICALLY TRADED PARTNERSHIPS	COST	116,622.	259,400.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,187,405.	5,209,361.

---