

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.  
 ▶ Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

OMB No 1545-0052  
**2018**  
**Open to Public Inspection**

**For calendar year 2018, or tax year beginning 01-01-2018, and ending 12-31-2018**

Name of foundation BENTLEY FUND C/O CAROL ADAMS		<b>A Employer identification number</b> 14-6018200	
Number and street (or P O box number if mail is not delivered to street address) 223 CREAMERY HILL ROAD	Room/suite	<b>B Telephone number</b> (see instructions)  (607) 326-4442	
City or town, state or province, country, and ZIP or foreign postal code ROXBURY, NY 12474		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> 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 checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <u>1,361,604</u>		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)			

<b>Part I Analysis of Revenue and Expenses</b> <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)				
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch. B				
	<b>3</b> Interest on savings and temporary cash investments	41	41	41	
	<b>4</b> Dividends and interest from securities	27,692	27,692	27,692	
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	228,707			
	<b>b</b> Gross sales price for all assets on line 6a	1,037,948			
	<b>7</b> Capital gain net income (from Part IV, line 2)		228,707		
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications			665	
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)					
<b>12 Total.</b> Add lines 1 through 11	256,440	256,440	28,398		
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc	8,247	4,124	4,124	4,123
	<b>14</b> Other employee salaries and wages				
	<b>15</b> Pension plans, employee benefits				
	<b>16a</b> Legal fees (attach schedule)				
	<b>b</b> Accounting fees (attach schedule)	1,125			1,125
	<b>c</b> Other professional fees (attach schedule)	7,198	7,198	7,198	
	<b>17</b> Interest				
	<b>18</b> Taxes (attach schedule) (see instructions)	2,170	1,920	1,920	250
	<b>19</b> Depreciation (attach schedule) and depletion				
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings				
	<b>22</b> Printing and publications				
	<b>23</b> Other expenses (attach schedule)	113	113	113	
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	18,853	13,355	13,355	5,498
	<b>25</b> Contributions, gifts, grants paid	58,915			58,915
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	77,768	13,355	13,355	64,413	
<b>27</b> Subtract line 26 from line 12					
<b>a Excess of revenue over expenses and disbursements</b>	178,672				
<b>b Net investment income</b> (if negative, enter -0-)		243,085			
<b>c Adjusted net income</b> (if negative, enter -0-)			15,043		

<b>Part II Balance Sheets</b> 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
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .			
	<b>2</b> Savings and temporary cash investments . . . . .	7,361	997,320	997,320
	<b>3</b> Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____	3,089		
	<b>4</b> Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>5</b> Grants receivable . . . . .			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>8</b> Inventories for sale or use . . . . .			
	<b>9</b> Prepaid expenses and deferred charges . . . . .			
	<b>10a</b> Investments—U S and state government obligations (attach schedule)			
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	1,059,960	250,662	331,593
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .			
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____ 32,691 Less accumulated depreciation (attach schedule) ▶ _____	32,691	32,691	32,691
	<b>12</b> Investments—mortgage loans . . . . .			
	<b>13</b> Investments—other (attach schedule) . . . . .			
	<b>14</b> Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
<b>15</b> Other assets (describe ▶ _____)				
<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	1,103,101	1,280,673	1,361,604	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .	1,765		
	<b>18</b> Grants payable . . . . .			
	<b>19</b> Deferred revenue . . . . .			
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b> Other liabilities (describe ▶ _____)			
	<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .	1,765	0	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	<b>24</b> Unrestricted . . . . .	1,101,336	1,280,673	
	<b>25</b> Temporarily restricted . . . . .			
	<b>26</b> Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	<b>27</b> Capital stock, trust principal, or current funds . . . . .			
	<b>28</b> Paid-in or capital surplus, or land, bldg , and equipment fund			
<b>29</b> Retained earnings, accumulated income, endowment, or other funds				
<b>30 Total net assets or fund balances</b> (see instructions) . . . . .	1,101,336	1,280,673		
<b>31 Total liabilities and net assets/fund balances</b> (see instructions) .	1,103,101	1,280,673		

<b>Part III Analysis of Changes in Net Assets or Fund Balances</b>		
<b>1</b> 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) . . . . .	<b>1</b>	1,101,336
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	178,672
<b>3</b> Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	665
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	1,280,673
<b>5</b> Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	<b>6</b>	1,280,673

**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>1 a</b> SEE SCHWAB 4549 STMT ATTACHED	P	2018-01-01	2018-12-31
<b>b</b> SEE SCHWAB 4549 STMT ATTACHED	P	2010-01-01	2018-12-31
<b>c</b>			
<b>d</b>			
<b>e</b>			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b> 291		370	-79
<b>b</b> 1,037,657		808,871	228,786
<b>c</b>			
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
<b>a</b>			-79
<b>b</b>			228,786
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	2	228,707
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

**1** Enter the appropriate amount in each column for each year, see 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))
2017	64,432	1,395,941	0.046157
2016	67,755	1,263,924	0.053607
2015	71,799	1,469,845	0.048848
2014	70,756	1,506,000	0.046983
2013	65,191	1,464,859	0.044503

<b>2</b> Total of line 1, column (d)	2	0.240098
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	0.048020
<b>4</b> Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	1,465,725
<b>5</b> Multiply line 4 by line 3	5	70,384
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	6	2,431
<b>7</b> Add lines 5 and 6	7	72,815
<b>8</b> Enter qualifying distributions from Part XII, line 4	8	64,413

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

Table with 11 rows for excise tax calculation. Includes categories like 'Exempt operating foundations', 'Domestic foundations', and 'Tax due'. Total amount owed is 399.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Columns for 'Yes' and 'No'.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-14 regarding controlled entities, distributions, public inspection requirements, and books in care.

Located at 223 CREAMERY HILL ROAD ROXBURY NY ZIP+4 12474

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.

Table with 3 columns: Question, Yes, No. Row 16 regarding interest in foreign countries.

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.

Main table with 3 columns: Question, Yes, No. Rows 1a-4b regarding Form 4720 exceptions and requirements.

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

<b>5a</b> During the year did the foundation pay or incur any amount to			<b>Yes</b>	<b>No</b>
<b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
<b>(2)</b> Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
<b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
<b>(4)</b> Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
<b>(5)</b> Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
<b>b</b> If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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.			<b>5b</b>	
Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>	<input type="checkbox"/>		
<b>c</b> 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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No		
<b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>			<b>6b</b>	<b>No</b>
<b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
<b>b</b> If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			<b>7b</b>	
<b>8</b> Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		

**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
CAROL ADAMS 223 CREAMERY HILL ROAD ROXBURY, NY 12474	DIRECTOR 000 00	8,247	0	0
JON ADAMS 223 CREAMERY HILL ROAD ROXBURY, NY 12474	DIRECTOR 000 00	0	0	0
DANIEL ADAMS 223 CREAMERY HILL ROAD ROXBURY, NY 12474	DIRECTOR 000 00	0	0	0

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

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

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

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

<b>3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".</b>		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
<b>Total</b> number of others receiving over \$50,000 for professional services. . . . . ▶		

**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
<b>1</b> PROVIDE FINANCIAL SUPPORT FOR GENERAL OPERATING PROGRAMS OF QUALIFIED TAX-EXEMPT SCHOOLS AND SIMILAR ORGANIZATIONS	58,915
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b> N/A	
<b>2</b>	
All other program-related investments. See instructions.	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3 . . . . . ▶	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	1,238,388
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	216,967
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	32,691
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	1,488,046
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	1,488,046
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	22,321
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	1,465,725
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	73,286

**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.)

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	73,286
<b>2a</b>	Tax on investment income for 2018 from Part VI, line 5.	<b>2a</b>	4,862
<b>b</b>	Income tax for 2018 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	4,862
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	68,424
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	665
<b>5</b>	Add lines 3 and 4.	<b>5</b>	69,089
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	69,089

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	64,413
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	64,413
<b>5</b>	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.	<b>5</b>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	64,413

**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 2017	(c) 2017	(d) 2018
<b>1</b> Distributable amount for 2018 from Part XI, line 7				69,089
<b>2</b> Undistributed income, if any, as of the end of 2018				
<b>a</b> Enter amount for 2017 only. . . . .			61,335	
<b>b</b> Total for prior years 20___, 20___, 20___				
<b>3</b> Excess distributions carryover, if any, to 2018				
<b>a</b> From 2013. . . . .				
<b>b</b> From 2014. . . . .				
<b>c</b> From 2015. . . . .				
<b>d</b> From 2016. . . . .				
<b>e</b> From 2017. . . . .				
<b>f</b> Total of lines 3a through e. . . . .				
<b>4</b> Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>64,413</u>				
<b>a</b> Applied to 2017, but not more than line 2a			61,335	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .				
<b>d</b> Applied to 2018 distributable amount. . . . .				3,078
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6 Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
<b>e</b> Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
<b>f</b> Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019 . . . . .				66,011
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .				
<b>8</b> Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions). . . . .				
<b>9 Excess distributions carryover to 2019.</b> Subtract lines 7 and 8 from line 6a . . . . .				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2014. . . . .				
<b>b</b> Excess from 2015. . . . .				
<b>c</b> Excess from 2016. . . . .				
<b>d</b> Excess from 2017. . . . .				
<b>e</b> Excess from 2018. . . . .				

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

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling. . . . . ▶

**b** Check box to indicate whether the organization 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) 2018	(b) 2017	(c) 2016	(d) 2015	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> 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) )

**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

**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. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

**a** The name, address, and telephone number or email 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b> ▶ <b>3a</b>				
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b> ▶ <b>3b</b>				





**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
AFS USA1 WHITEHALL FLOOR 2 NEW YORK, NY 10004	NONE		GENERAL SUPPORT	720
ALFRED UNIVERSITY1 SAXON DRIVE ALFRED, NY 14802	NONE		GENERAL SUPPORT	1,099
ANTIOCH COLL REVIVAL FD ONE MORGAN PLACE YELLOW SPRINGS, OH 45387	NONE		GENERAL SUPPORT	996
<b>Total . . . . . ▶ 3a</b>				58,915

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ARLINGTON FIRE DISTRICT 11 BURNETT BLVD POUGHKEEPSIE, NY 12603	NONE		GENERAL SUPPORT	1,000
BENNINGTON COLL ALUMNI ONE COLLEGE DRIVE BENNINGTON, VT 05210	NONE		GENERAL SUPPORT	808
CARNEGIE MELLON 5000 FORBES AVE PITTSBURGH, PA 15213	NONE		GENERAL PURPOSE	665
<b>Total . . . . .</b>				<b>58,915</b>

**▶ 3a**

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CHARLOTTE CHILDREN CENTER PO BOX 344 CHARLOTTE, VT 05445	NONE		GENERAL SUPPORT	1,300
CLARK UNIV ALUMNI OFFICE 950 MAIN STREET WORCESTER, MA 01610	NONE		GENERAL SUPPORT	892
COBLESKILL AGRIC SCHOLAR 106 SUFFOLK CIRCLE COBLESKILL, NY 12043	NONE		GENERAL SUPPORT	2,300
<b>Total . . . . .</b> ▶ <b>3a</b>				58,915

**Form 990PF Part XV Line 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
<i>a Paid during the year</i>				
COLBY SAWYER COLL ALUMNI 100 MAIN STREET NEW LONDON, NH 03257	NONE		GENERAL SUPPORT	764
COLGATE UNIV ALUMNI OFF 13 OAK DRIVE HAMILTON, NY 13346	NONE		GENERAL SUPPORT	865
COLUMBIA GREEN HUMANE SOC 125 HUMANE SOCIETY ROAD HUDSON, NY 12534	NONE		GENERAL SUPPORT	6,500
<b>Total . . . . .</b> ▶ <b>3a</b>				58,915

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CONNECTICUT COLLEGE 270 MOHEGAN AVENUE NEW LONDON, CT 06320	NONE		GENERAL SUPPORT	806
DCC FOUNDATION AER 53 PENDELL ROAD POUGHKEEPSIE, NY 12601	NONE		GENERAL SUPPORT	2,100
DUTCHESS MUSICLINK 53 PENDELL RD POUGHKEEPSIE, NY 12601	NONE		GENERAL SUPPORT	2,200
<b>Total . . . . .</b>				<b>58,915</b>

▶ **3a**

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
EVERGREEN CEMETERY PO BOX 296 PINE PLAINS, NY 12567	NONE		GENERAL SUPPORT	700
FORT PLAIN LIBRARY 19 WILLET STREET FORT PLAIN, NY 13339	NONE		GENERAL SUPPORT	530
GEORGE WASHINGTON UNIV 2033 K STREET WASHINGTON, DC 20006	NONE		GENERAL SUPPORT	968
<b>Total . . . . . ▶ 3a</b>				58,915

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
HOLDERNESS SCHOOL CHAPEL LANE PLYMOUTH, NH 03264	NONE		GENERAL SUPPORT	795
INDIAN MTN SCHOOL 211 INDIAN MTN ROAD LAKEVILLE, CT 06039	NONE		GENERAL SUPPORT	2,400
JEFFERSON SCHOOL PTA 518 RIDGEWOOD ROAD MAPLEWOOD, NJ 07040	NONE		GENERAL SUPPORT	2,100
<b>Total . . . . .</b>				<b>58,915</b>

▶ **3a**

**Form 990PF Part XV Line 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
<b>a</b> <i>Paid during the year</i>				
JEREMY FRENZEL SCHOLARSHIP FUND C/O KAREN PAGOTA STISSING MOUNTAIN HS PINE PLAINS, NY 12567	NONE		GENERAL SUPPORT	600
LAST POST ANIMAL SANCP BOX 259 FALLS VILLAGE, CT 06031	NONE		GENERAL SUPPORT	720
LITTLE FALLS YMCA SPINNING 15 JACKSON STREET LITTLE FALLS, NY 13365	NONE		GENERAL SUPPORT	630
<b>Total . . . . .</b>				<b>58,915</b>

▶ **3a**

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MAPLEWOOD MIDDLE SCHOOL 7 BURNET STREET MAPLEWOOD, NJ 07040	NONE		GENERAL SUPPORT	2,100
MARIST COLLEGE SCHOOL PSYCH 3399 NORTH ROAD POUGHKEEPSIE, NY 12601	NONE		GENERAL SUPPORT	895
MILLBROOK SCHOOL SCHOOL HOUSE ROAD MILLBROOK, NY 12545	NONE		GENERAL SUPPORT	2,400
<b>Total . . . . .</b> ▶ <b>3a</b>				58,915

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
NUUK INTL FREE SCHOOLPO BOX 5172 NUUK, GREENLAND GL	NONE		GENERAL SUPPORT	3,000
OCCIDENTAL COLLEGE 1600 CAMPUS ROAD LOS ANGELES, CA 90041	NONE		GENERAL SUPPORT	2,261
PEAR YOUTH MENTORING 338 NW 6TH AVENUE PORTLAND, OR 97207	NONE		GENERAL SUPPORT	3,200
<b>Total . . . . .</b> ▶ <b>3a</b>				58,915

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
PINE PLAINS FIRE DEPTLAKE ROAD PINE PLAINS, NY 12567	NONE		GENERAL SUPPORT	600
PINE PLAINS PRESBYTERIAN MAIN STREET PINE PLAINS, NY 12567	NONE		GENERAL SUPPORT	700
REED COLLEGE 3203 SE WOODSTOCK BLVD PORTLAND, OR 97202	NONE		GENERAL SUPPORT	904
<b>Total . . . . .</b> ▶ <b>3a</b>				58,915

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ROXBURY FIRE DEPT 53613 STATE HWY 30 ROXBURY, NY 12474	NONE		GENERAL SUPPORT	600
SHELBURN FARMS ANNUAL FD 1611 HARBOR ROAD SHELBURNE, VT 05482	NONE		GENERAL SUPPORT	1,300
SHELBURNE MUSEUMPO BOX 10 SHELBURNE, VT 05482	NONE		GENERAL SUPPORT	1,300
<b>Total . . . . .</b>				<b>58,915</b>

**▶ 3a**

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ST HUBERTS ANIMAL WELFARE PO BOX 159 MADISON, NJ 07940	NONE		GENERAL SUPPORT	1,100
SUFFIELD ACADEMY185 N MAIN STREET SUFFIELD, CT 06078	NONE		GENERAL SUPPORT	1,501
SUNDAY CTRY FOOD DRIVE 76 SHARON ROAD 789 MILLERTON, NY 12546	NONE		GENERAL SUPPORT	640
<b>Total . . . . .</b>				<b>58,915</b>

▶ **3a**

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
URBAN FORESTRY ORG68 RYAN ROAD PINE PLAINS, NY 12567	NONE		GENERAL SUPPORT	936
WESTSIDE WALDORF 17310 SUNSET BOULEVARD PACIFIC PALASADES, CA 90272	NONE		GENERAL SUPPORT	2,200
WILD EARTH GUARDIANS 516 ALTO STREET SANTA FE, NM 87501	NONE		GENERAL SUPPORT	820
<b>Total . . . . .</b>				<b>58,915</b>

▶ **3a**

**TY 2018 Accounting Fees Schedule**

**Name:** BENTLEY FUND  
C/O CAROL ADAMS  
**EIN:** 14-6018200

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
TAX PREPARATION FEES	1,125			1,125

**TY 2018 Investments Corporate Stock Schedule**

**Name:** BENTLEY FUND  
C/O CAROL ADAMS

**EIN:** 14-6018200

**Investments Corporation Stock Schedule**

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
4000 SHS BANCO SANTANDER (SAN)		
1000 SHS TIME WARNER INC (TWX)		
300 SHS SECTOR SPDR INDL SELCT (XLI)	11,174	19,323
60 SHS ISHARES TR US BASIC (IYM)		
90 SHS ISHARES NASDAQ BIOTECH (IBB)		
115 SHS ISHARES TR RUSSELL2000 (IWO)		
120 SHS ISHARES SP SMALL (IJR)		
45 SHS ISHARES US TRANSN AVG (IYT)		
250 SHS SECTOR SPDR MATERIALS (XLB)		
3000 SHS NY COMM BANCORP (NYCB)		
500 SHS ROYAL DUTCH SHELL PLC (RDSB)	29,366	29,970
500 SHS SPDR S&P BANK (KBE)	11,000	18,675
225 SHS SPDR S&P HOMEBUILDERS (XHB)		
600 SHS SPDR S&P MIDCAP 400 (MDY)		
75 SHS SPDR S&P OIL & GAS (XOP)		
150 SHS SPDR S&P REG BANKING (KRE)	3,947	7,019
12500 SHS SPARK NEW ZEALAND (NZTCF)	13,122	34,864
140 SHS VANGUARD SMALL CAP (VB)		
40 SHS ISHARES CORE S&P MIDCAP (IJH)		
1400 SHS ISHARES RUSSELL 2000 (IWM)		
340 SHS SPDR DJI AVERAGE (DIA)	61,160	79,288
570 SHS SPDR S&P 500 (SPY)	120,893	142,454

**TY 2018 Investments - Land Schedule****Name:** BENTLEY FUND

C/O CAROL ADAMS

**EIN:** 14-6018200

<b>Category/ Item</b>	<b>Cost/Other Basis</b>	<b>Accumulated Depreciation</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
LAND - BENTLEY POINT	3,189		3,189	3,189
BUILDING - ENO LAW OFFICE	29,502		29,502	29,502

**TY 2018 Other Expenses Schedule**

**Name:** BENTLEY FUND  
C/O CAROL ADAMS  
**EIN:** 14-6018200

**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INVESTMENT FEES	113	113	113	

**TY 2018 Other Increases Schedule**

**Name:** BENTLEY FUND  
C/O CAROL ADAMS  
**EIN:** 14-6018200

<b>Description</b>	<b>Amount</b>
PRIOR PERIOD ADJUSTMENT	665

**TY 2018 Other Professional Fees Schedule**

**Name:** BENTLEY FUND  
C/O CAROL ADAMS  
**EIN:** 14-6018200

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
INVESTMENT MANAGEMENT FEES	7,198	7,198	7,198	

**TY 2018 Taxes Schedule**

**Name:** BENTLEY FUND  
C/O CAROL ADAMS  
**EIN:** 14-6018200

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
NYS CHARITIES BUREAU FEE	250			250
REAL ESTATE TAXES	1,388	1,388	1,388	
FOREIGN TAXES	532	532	532	