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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

2009

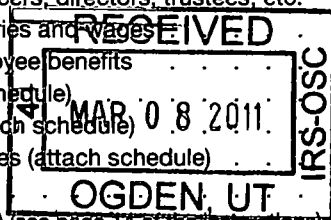
For calendar year 2009, or tax year beginning 1-November, 2009, and ending 31-October, 20 10

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation Somerled Charitable Foundation		A Employer identification number 20-3771709
	Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) 781-934-1330
	233 Marshall Street		
	City or town, state, and ZIP code Duxbury, MA 02332-5126		
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			C If exemption application is pending, check here ☐ D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ \$10,622		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ <i>(Part I, column (d) must be on cash basis.)</i>	

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))</i>		(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)	476,082			
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	0	0	0	
	4 Dividends and interest from securities	0	0	0	
	5a Gross rents	0	0	0	
	b Net rental income or (loss)	0			
	6a Net gain or (loss) from sale of assets not on line 10	0			
	b Gross sales price for all assets on line 6a	0			
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications			0	
	10a Gross sales less returns and allowances	3,785			
b Less: Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	3,785		3,785		
11 Other income (attach schedule)	0	0	0		
12 Total. Add lines 1 through 11	479,867	0	3,785		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0	0	0	0
	14 Other employee salaries and wages	0	0	0	0
	15 Pension plans, employee benefits	0	0	0	0
	16a Legal fees (attach schedule)	2,500	0	0	0
	b Accounting fees (attach schedule)	0	0	0	0
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest	0	0	0	0
	18 Taxes (attach schedule) (see page 14 of the instructions)	0	0	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy	0	0	0	0
	21 Travel, conferences, and meetings	50,049	0	3,785	46,264
	22 Printing and publications	0	0	0	0
	23 Other expenses (attach schedule)	365,636	0	0	365,566
	24 Total operating and administrative expenses. Add lines 13 through 23	418,186	0	3,785	411,831
	25 Contributions, gifts, grants paid	53,437			53,437
26 Total expenses and disbursements. Add lines 24 and 25	471,623	0	3,785	465,268	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	8,244				
b Net investment income (if negative, enter -0-)		0			
c Adjusted net income (if negative, enter -0-)			0		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1 Cash—non-interest-bearing	374	8,572	8,572			
	2 Savings and temporary cash investments	0	50	50			
	3 Accounts receivable ▶	0					
	Less: allowance for doubtful accounts ▶	0	0	0			
	4 Pledges receivable ▶	0					
	Less: allowance for doubtful accounts ▶	0	0	0			
	5 Grants receivable	0	0	0			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)	0	0	0			
	7 Other notes and loans receivable (attach schedule) ▶	0					
	Less: allowance for doubtful accounts ▶	0	0	0			
	8 Inventories for sale or use	2,000	2,000	2,000			
	9 Prepaid expenses and deferred charges	0	0	0			
	10a Investments—U.S. and state government obligations (attach schedule)	0	0	0			
	b Investments—corporate stock (attach schedule)	0	0	0			
	c Investments—corporate bonds (attach schedule)	0	0	0			
	11 Investments—land, buildings, and equipment: basis ▶	0					
Less: accumulated depreciation (attach schedule) ▶	0	0	0				
12 Investments—mortgage loans	0	0	0				
13 Investments—other (attach schedule)	0	0	0				
14 Land, buildings, and equipment: basis ▶	0						
Less: accumulated depreciation (attach schedule) ▶	0	0	0				
15 Other assets (describe ▶)	0	0	0				
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	2,374	10,622	10,622				
Liabilities	17 Accounts payable and accrued expenses	0	4				
	18 Grants payable	0	0				
	19 Deferred revenue	0	0				
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0				
	21 Mortgages and other notes payable (attach schedule)	0	0				
	22 Other liabilities (describe ▶)	0	0				
	23 Total liabilities (add lines 17 through 22)	0	4				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.						
	24 Unrestricted						
	25 Temporarily restricted						
	26 Permanently restricted						
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.						
	27 Capital stock, trust principal, or current funds	2,374	10,619				
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0	0				
	29 Retained earnings, accumulated income, endowment, or other funds	0	0				
30 Total net assets or fund balances (see page 17 of the instructions)	2,374	10,619					
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,374	10,622					

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	2,374
2 Enter amount from Part I, line 27a	2	8,244
3 Other increases not included in line 2 (itemize) ▶	3	0
4 Add lines 1, 2, and 3	4	10,619
5 Decreases not included in line 2 (itemize) ▶	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	10,619

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	N/A			
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			
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))
(j) F.M.V. as of 12/31/69	(l) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
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	
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 pages 13 and 17 of the 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))
2008	114,508	4,337	26
2007	41,242	5,940	7
2006	122,378	2,685	46
2005	146,395	9,064	16
2004			

2 Total of line 1, column (d)	2	95
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	24
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	10,992
5 Multiply line 4 by line 3	5	261,243
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0
7 Add lines 5 and 6	7	261,243
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 on page 18.	8	465,435

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1		0
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2		0
3	Add lines 1 and 2	3		0
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		0
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a		0
b	Exempt foreign organizations—tax withheld at source	6b		0
c	Tax paid with application for extension of time to file (Form 8868)	6c		0
d	Backup withholding erroneously withheld	6d		0
7	Total credits and payments. Add lines 6a through 6d	7		0
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		0
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax Refunded	11		0

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?		☒
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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.</i>		☒
c Did the foundation file Form 1120-POL for this year?		☒
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ <u>0</u> (2) On foundation managers. ▶ \$ <u>0</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ <u>0</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		☒
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? <i>If "Yes," attach a conformed copy of the changes.</i>		☒
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		☒
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		☒
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?	☒	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	☒	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ <u>Massachusetts</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	☒	
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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		☒
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	☒	

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 page 20 of the instructions)	11		✓
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>www.SomerledCharitableFoundation.org</u>	13	✓	
14	The books are in care of ► <u>Wendy L Macdonald</u> Telephone no. ► <u>781-934-1330</u> Located at ► <u>233 Marshall St, Duxbury, MA</u> ZIP+4 ► <u>02332-5126</u>			
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			☐

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? . . . ☐ 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 page 20 of the instructions)? . . . 1b		✓
Organizations relying on a current notice regarding disaster assistance check here ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? 1c		✓
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No If "Yes," list the years ► 20____, 20____, 20____, 20____		
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 page 20 of the 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. ► 20____, 20____, 20____, 20____		
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 2009 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.</i>) 3b		✓
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		✓
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 2009? 4b		✓

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 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the 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 page 22 of the instructions)?	5b		✓
Organizations relying on a current notice regarding disaster assistance check here	☐		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☒ No		
If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		✓
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		✓

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the 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
Wendy L Macdonald 233 Marshall St, Duxbury, MA 02332-5126	Trustee - 30hr/wk	-0-	-0-	-0-
Robert L Macdonald 233 Marshall St, Duxbury, MA 02332-5126	Trustee - 1hr/wk	-0-	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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 **0**

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 page 23 of the instructions). 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 BLOODTIES - Development of new musical, table readings, Actors' Equity 29-Hour reading, creation of Piano/Vocal plus orchestrations & copywork, workshop production (6 performances) at New York Musical Theatre Festival (NYMF), demo recording, website creation, logo design. 6 actors, 5 musicians, + directors, designers, etc.	\$209,977
2 RON CARTER'S GREAT BIG BAND - Produced audio CD including commissioning of arrangements, recording, mixing, mastering, graphic design, liner notes. Employed 17 musicians. Recording has been picked up by Toshiba-EMI (Japan.) Engagements in Japan and U.S. being discussed providing additional employment.	\$127,102
3 Educational theatre & new works program in Boston. Advisor & funding for DREAM OUT LOAD PRODUCTIONS "Songs for a New World" including stipends for 16 young artists and other production expenses.	\$16,404
4 FLOYD & THE IRRESISTIBLE COOKIE - Adaptation of illustrated story into 10-min video book. Income to author, composer/musician, voice actor, videographer. This is the first in what is planned to be a collection of similar projects. Proceeds from sales of video (download only until collection complete) go to MSPCA-Angell Memorial.	\$6,927

Part IX-B Summary of Program-Related Investments (see page 24 of the 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 page 24 of the instructions	
3	
Total. Add lines 1 through 3	0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	0
b	Average of monthly cash balances	1b	11,159
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	11,159
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	11,159
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	167
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,992
6	Minimum investment return. Enter 5% of line 5	6	550

Part XI Distributable Amount (see page 25 of the 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	550
2a	Tax on investment income for 2009 from Part VI, line 5	2a	0
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	0
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	550
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	550
6	Deduction from distributable amount (see page 25 of the instructions)	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	550

Part XII Qualifying Distributions (see page 25 of the 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	465,268
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	167
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	465,435
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 page 26 of the instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	465,435

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				550
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			0	
b Total for prior years: 20 <u>07</u> , 20 <u>06</u> , 20 <u>05</u>		0		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	0			
b From 2005	145,942			
c From 2006	122,244			
d From 2007	37,767			
e From 2008	114,291			
f Total of lines 3a through e	420,244			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ <u>465,435</u>				
a Applied to 2008, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2009 distributable amount				550
e Remaining amount distributed out of corpus	464,886			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	885,130			
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 page 27 of the instructions		0		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	0			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	885,130			
10 Analysis of line 9:				
a Excess from 2005	145,942			
b Excess from 2006	122,244			
c Excess from 2007	37,767			
d Excess from 2008	114,291			
e Excess from 2009	464,886			

Part XIV Private Operating Foundations (see page 27 of the 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 2009, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the 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).)

Robert & Wendy Macdonald

- 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.

N/A

- 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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

- a** The name, address, and telephone number 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				
Barton Center for Diabetes Education PO Box 356 N. Oxford, MA 01537-0356	N/A		Annual Fund	28,937
Fiasco Theatre Company 80 Madison Ave., #3C; New York, NY 10016	N/A		Annual Fund	10,000
Tri County Music Association PO Box 414; Rochester, MA 02770	N/A		Support HS Study Grant program	5,000
NHDI PO Box 1116; Keene, NH 03431	N/A		Underwrite Live Musicians	2,000
Albuquerque Youth Symphony PO Box 30961; Albuquerque, NM 87190	N/A		Annual Fund	1,000
Trinity Repertory Company 201 Washington Street; Providence, RI 02903	N/A		Annual Fund	1,000
SpeakEasy Stage Company 539 Tremont Street; Boston, MA 02116	N/A		Annual Fund	1,000
Lyric Stage Company of Boston 140 Clarendon St; Boston, MA 02116	N/A		Annual Fund	1,000
Actors' Shakespeare Project 191 Highland Avenue, Suite 2E; Somerville, MA 02143	N/A		Annual Fund	1,000
New Rep Theater 200 Dexter Avenue; Watertown, MA 02472	N/A		Annual Fund	1,000
The Gamm Theatre 172 Exchange Street; Pawtucket, RI 02860	N/A		Annual Fund	1,000
Workshop Theater Company 12 West 36th Street, Fourth Floor East; NY, NY 10018	N/A		Annual Fund	500
Total			3a	53,437
b Approved for future payment				
Total			3b	-0-

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue:					
a	N/A					
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	0	
4	Dividends and interest from securities					
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					3,785
11	Other revenue: a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)		0		0	3,785
13	Total. Add line 12, columns (b), (d), and (e)				13	3,785

(See worksheet in line 13 instructions on page 28 to verify calculations.)

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

[illegible]

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?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
(1)	Cash		✓
(2)	Other assets		✓
b	Other transactions:		
(1)	Sales of assets to a noncharitable exempt organization		✓
(2)	Purchases of assets from a noncharitable exempt organization		✓
(3)	Rental of facilities, equipment, or other assets		✓
(4)	Reimbursement arrangements		✓
(5)	Loans or loan guarantees		✓
(6)	Performance of services or membership or fundraising solicitations		✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		✓
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

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 or fiduciary) is based on all information of which preparer has any knowledge.

Sign Here

Signature of officer or trustee

28-Feb-2011

Date

Trustee

Title

**Paid
Preparer's
Use Only**

Preparer's
signature

Date _____

Check if
self-employed ► ☐

Preparer's identifying
number (see **Signature** on
page 30 of the instructions)

Firm's name (or yours if self-employed), address, and ZIP code

EIN ▶

Phone no.

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02/27/11

Cash Basis

SCHEDULE for Part I Line 16a
Legal, Accounting & Other Professional Fees

November 2009 through October 2010

Type	Date	Num	Name	Memo	Class	Paid Amount
70000 - Organizational (Corp) Expenses						
72100 - Legal Fees						
Check	10/30/2010	1456	Alan S Bergman	retainer - Ron Carter CD	RonCarter Legal	2,500 00
Total 72100 Legal Fees						2,500 00
Total 70000 Organizational (Corp) Expenses						2,500 00
TOTAL						2,500 00

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02/27/11
Cash Basis

Other Expenses
SCHEDULE - Part I Line 23
All Classes

	<u>TOTAL</u>
Expense	
60000 · Grant & Program Exp	
62000 · Program Expenses	
62100 · Artists & Performers	
62110 · Artist Fees	139,949.96
62150 · Per Diem (Travel)	13,733.16
Total 62100 · Artists & Performers	153,683.12
62200 · Other Program Expenses	
62210 · Services	188,040.27
62220 · Advertising expenses	8,901.05
62230 · Postage, shipping, delivery	213.70
62240 · Bank & Merchant Service Fees	83.60
62250 · Supplies	11,308.30
Total 62200 · Other Program Expenses	208,546.92
62400 · Royalties	
62410 · Composer-Publisher	531.26
62420 · Artist	2,805.15
Total 62400 · Royalties	3,336.41
Total 62000 · Program Expenses	365,566.45
Total 60000 · Grant & Program Exp	365,566.45
70000 · Organizational (Corp) Expenses	
71100 · State & Federal Filing Fees	70.00
Total 70000 · Organizational (Corp) Expenses	70.00
Total Expense	365,636.45
Net Income	<u><u>-365,636.45</u></u>

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Cash Basis

Somerled Charitable Foundation
Major Donor Contributions
November 2009 through October 2010

Date	Name	Name Address	Paid Amount
Wendy and Robert Macdonald			
12/27/2009	Wendy and Robert Macdonald	233 Marshall Street Duxbury, MA 02332-5126	53,000.00
12/29/2009	Wendy and Robert Macdonald	233 Marshall Street Duxbury, MA 02332-5126	2,000 00
12/31/2009	Wendy and Robert Macdonald	233 Marshall Street Duxbury, MA 02332-5126	4,378.71
2/8/2010	Wendy and Robert Macdonald	233 Marshall Street Duxbury, MA 02332-5126	10,000 00
4/1/2010	Wendy and Robert Macdonald	233 Marshall Street Duxbury, MA 02332-5126	652 80
4/7/2010	Wendy and Robert Macdonald	233 Marshall Street Duxbury, MA 02332-5126	20,000 00
4/30/2010	Wendy and Robert Macdonald	233 Marshall Street Duxbury, MA 02332-5126	50,000 00
6/16/2010	Wendy and Robert Macdonald	233 Marshall Street Duxbury, MA 02332-5126	100,000 00
7/1/2010	Wendy and Robert Macdonald	233 Marshall Street Duxbury, MA 02332-5126	12,301.35
7/8/2010	Wendy and Robert Macdonald	233 Marshall Street Duxbury, MA 02332-5126	25,000 00
7/20/2010	Wendy and Robert Macdonald	233 Marshall Street Duxbury, MA 02332-5126	15,000 00
8/3/2010	Wendy and Robert Macdonald	233 Marshall Street Duxbury, MA 02332-5126	10,000 00
8/10/2010	Wendy and Robert Macdonald	233 Marshall Street Duxbury, MA 02332-5126	5,000 00
8/16/2010	Wendy and Robert Macdonald	233 Marshall Street Duxbury, MA 02332-5126	20,000.00
8/31/2010	Wendy and Robert Macdonald	233 Marshall Street Duxbury, MA 02332-5126	10,000.00
9/2/2010	Wendy and Robert Macdonald	233 Marshall Street Duxbury, MA 02332-5126	10,000.00
9/14/2010	Wendy and Robert Macdonald	233 Marshall Street Duxbury, MA 02332-5126	5,000 00
9/20/2010	Wendy and Robert Macdonald	233 Marshall Street Duxbury, MA 02332-5126	15,000.00
9/28/2010	Wendy and Robert Macdonald	233 Marshall Street Duxbury, MA 02332-5126	15,000.00
10/1/2010	Wendy and Robert Macdonald	233 Marshall Street Duxbury, MA 02332-5126	2,799 02
10/5/2010	Wendy and Robert Macdonald	233 Marshall Street Duxbury, MA 02332-5126	25,000.00
10/14/2010	Wendy and Robert Macdonald	233 Marshall Street Duxbury, MA 02332-5126	700.00
10/29/2010	Wendy and Robert Macdonald	233 Marshall Street Duxbury, MA 02332-5126	15,000.00
10/31/2010	Wendy and Robert Macdonald	233 Marshall Street Duxbury, MA 02332-5126	50,000 00
Total Wendy and Robert Macdonald			475,831.88
TOTAL			475,831.88