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

2010

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

For calendar year 2010, or tax year beginning

, and ending

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

Name of foundation

JOSEPH & KATHERINE O'DONNELL
CHARITABLE TRUST

A Employer identification number

04-6828957

Number and street (or P O box number if mail is not delivered to street address) Room/suite
LOURIE & CUTLER, P.C., 60 STATE STREET

Room/suite

City or town, state, and ZIP code

BOSTON, MA 02109

B Telephone number

(617) 742-6720

H Check type of organization Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year J Accounting method Cash Accrual
 (from Part II, col. (c), line 16) Other (specify)
 ► \$ 971,321. (Part I, column (d) must be on cash basis)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 ►

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	2,039,195.		N/A	
2	Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	306.	306.		STATEMENT 2
4	Dividends and interest from securities				
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	25,181.			STATEMENT 1
b	Gross sales price for all assets on line 6a	1,214,376.			
7	Capital gain net income (from Part IV, line 2)		925,126.		
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	RECEIVED				
12	Total. Add lines 1 through 11.	2,064,682.	925,432.		
13	Compensation of officers, directors, trustees, etc.	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees	3,810.	0.		0.
b	Accounting fees	STMT 3			
c	Other professional fees				
17	Interest				
18	Taxes	STMT 4	126.	0.	0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	STMT 5	220.	0.	0.
24	Total operating and administrative expenses. Add lines 13 through 23		4,156.	0.	0.
25	Contributions, gifts, grants paid	1,308,481.			1,308,481.
26	Total expenses and disbursements. Add lines 24 and 25	1,312,637.		0.	1,308,481.
27	Subtract line 26 from line 12		752,045.		
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		925,432.		
c	Adjusted net income (if negative, enter -0-)			N/A	

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Assets	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	
Liabilities	1 Cash - non-interest-bearing	(a) Book Value	(b) Book Value	(c) Fair Market Value
	2 Savings and temporary cash investments	218,957.	971,281.	971,281.
	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	320.	40.	40.
	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			
	14 Land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers)	219,277.	971,321.	971,321.
Net Assets or Fund Balances	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.	0.
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	0.
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	0.
	29 Retained earnings, accumulated income, endowment, or other funds	219,277.	971,321.	
	30 Total net assets or fund balances	219,277.	971,321.	
	31 Total liabilities and net assets/fund balances	219,277.	971,321.	

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	219,277.
2 Enter amount from Part I, line 27a	2	752,045.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	971,322.
5 Decreases not included in line 2 (itemize) ► ROUNDING1	5	1.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	971,321.

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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 15500 LKQ CORPORATION			D	06/23/10	06/29/10
b 100000 METRO PCS COMMUNICATIONS			D	07/21/10	07/28/10
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 303,656.		56,250.		247,406.	
b 910,720.		233,000.		677,720.	
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a				247,406.	
b				677,720.	
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	925,126.	
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.

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))
2009	646,210.	583,370.	1.107719
2008	412,250.	434,663.	.948436
2007	682,807.	599,979.	1.138051
2006	923,686.	1,090,254.	.847221
2005	777,714.	867,497.	.896503
2 Total of line 1, column (d)		2	4.937930
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	.987586
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5		4	519,168.
5 Multiply line 4 by line 3		5	512,723.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	9,254.
7 Add lines 5 and 6		7	521,977.
8 Enter qualifying distributions from Part XII, line 4		8	1,308,481.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1	Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)	1	9,254.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
3	Add lines 1 and 2	2	0.	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	3	9,254.	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	4	0.	
6	Credits/Payments	5	9,254.	
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	40.	
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d	7	40.	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	9,214.	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11	Enter the amount of line 10 to be Credited to 2011 estimated tax ►	11		
			Refunded ►	

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
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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>	X	
1c	Did the foundation file Form 1120-POL for this year?	X	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	X	
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes.</i>	X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b	If "Yes," has it filed a tax return on Form 990-T for this year?		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	X	
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	N/A	
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>	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►		
	MA		
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>	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	X	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	X	

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Part VII-A | Statements Regarding Activities (continued)

11		X
12		X
13	X	
14	KELLY REALEJO	Telephone no ► 617-499-2700
	Located at ► 55 CAMBRIDGE PARKWAY, SUITE 200, CAMBRIDGE, MA	ZIP+4 ► 02142
15	► 15	N/A
16	Yes	No X

August 17, 2008?

Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A

Did the foundation acquire a direct or indirect interest in any applicable insurance contract before

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 page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ►

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	X No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	X 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 22 of the 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 2010?	1b	
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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	<input type="checkbox"/> Yes	X 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)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	X No
b If "Yes," did it have excess business holdings in 2010 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 2010.)	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 2010?	4b	X

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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) 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		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A		5b
Organizations relying on a current notice regarding disaster assistance check here	<input checked="" type="checkbox"/>		
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	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			X
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A		

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
WILLIAM EISEN	TRUSTEE			
LOURIE & CUTLER, P.C., 60 STATE STREET	0.00	0.	0.	0.
BOSTON, MA 02109				

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

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

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

► 0

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

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

(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 NO ACTIVITY OTHER THAN MAKING GRANTS

0.

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

0.

2

All other program-related investments See instructions

3

Total. Add lines 1 through 3

► 0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	0.
b Average of monthly cash balances	1b	527,074.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	527,074.
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	527,074.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	7,906.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	519,168.
6 Minimum investment return. Enter 5% of line 5	6	25,958.

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	25,958.
2a Tax on investment income for 2010 from Part VI, line 5	2a	9,254.
b Income tax for 2010 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	9,254.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	16,704.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	16,704.
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	16,704.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,308,481.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,308,481.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	9,254.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,299,227.

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

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023571
12-07-10

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				16,704.
2 Undistributed income, if any, as of the end of 2010			0.	
a Enter amount for 2009 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005	734,611.			
b From 2006	872,563.			
c From 2007	667,694.			
d From 2008	390,815.			
e From 2009	617,043.			
f Total of lines 3a through e		3,282,726.		
4 Qualifying distributions for 2010 from Part XII, line 4. ► \$ 1,308,481.			0.	
a Applied to 2009, 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 2010 distributable amount				16,704.
e Remaining amount distributed out of corpus		1,291,777.		
5 Excess distributions carryover applied to 2010 (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		4,574,503.		
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 2009 Subtract line 4a from line 2a Taxable amount - see instr				0.
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.		
8 Excess distributions carryover from 2005 not applied on line 5 or line 7		734,611.		
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a		3,839,892.		
10 Analysis of line 9				
a Excess from 2006	872,563.			
b Excess from 2007	667,694.			
c Excess from 2008	390,815.			
d Excess from 2009	617,043.			
e Excess from 2010	1,291,777.			

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
	Tax year				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities					
Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(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)(ii)					
(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 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))

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a. The name, address, and telephone number 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.

• 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)				
<i>a Paid during the year</i>				
SEE STATEMENT 6				
Total				► 3a 1,308,481.
<i>b Approved for future payment</i>				
NONE				
Total				► 3b 0.

023611 12-07-10

Form 990-PF (2010)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
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	306.
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					25,181.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		306.	25,181.
13 Total. Add line 12, columns (b), (d), and (e)				13	25,487.
(See worksheet in line 13 instructions to verify calculations)					

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, 990-EZ, or 990-PF.

OMB No 1545-0047

2010**Name of the organization**JOSEPH & KATHERINE O'DONNELL
CHARITABLE TRUST**Employer identification number**

04-6828957

Organization type (check one):**Filers of:**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, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.**Special Rules** For a section 501(c)(3) organization 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), and received from any one contributor, during the year, a contribution 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 a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III. For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to 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 of \$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 line 2 of its Form 990-PF, 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) (2010)**

Name of organization

JOSEPH & KATHERINE O'DONNELL
CHARITABLE TRUST

Employer identification number

04-6828957

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JOSEPH J O'DONNELL 15 CLAIREMONT ROAD BELMONT, MA 02478	\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
2	JOSEPH J O'DONNELL 15 CLAIREMONT ROAD BELMONT, MA 02478	\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
3	JOSEPH J O'DONNELL 15 CLAIREMONT ROAD BELMONT, MA 02478	\$ 850,000.	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>

Name of organization

JOSEPH & KATHERINE O'DONNELL
CHARITABLE TRUST

Employer identification number

04-6828957

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	15,500 SHARES OF LKQ CORPORATION	\$ 305,195.	06/23/10
2	100,000 SHARES OF METRO PCS COMMUNICATIONS	\$ 884,000.	07/21/10
		\$	
		\$	
		\$	
		\$	

Name of organization

JOSEPH & KATHERINE O'DONNELL
CHARITABLE TRUST

Employer identification number

04-6828957

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. 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 information once. See instructions.) ► \$

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
15500 LKQ CORPORATION				06/23/10	06/29/10
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
303,656.	305,195.	0.	0.	<1,539. >	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
100000 METRO PCS COMMUNICATIONS				07/21/10	07/28/10
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
910,720.	884,000.	0.	0.	26,720.	

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	25,181.

FORM 990-PF	INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS	STATEMENT 2
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SOURCE	AMOUNT
CITIGROUP/SMITH BARNEY	193.
MORGAN STANLEY	113.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	306.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL AND ACCOUNTING	3,810.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	3,810.	0.		0.

FORM 990-PF

TAXES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MA FILING FEE	125.	0.		0.
2009 FEDERAL EXCISE TAX	1.	0.		0.
TO FORM 990-PF, PG 1, LN 18	126.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	220.	0.		0.
TO FORM 990-PF, PG 1, LN 23	220.	0.		0.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 6

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
BELMONT HILL SCHOOL 350 PROSPECT STREET BELMONT, MA 02478-2662	N/A EDUCATIONAL GRANT	509(A)(1) SCHOOL	1,000.
BERKSHIRE TACONIC COMMUNITY FOUNDATION 271 MAIN STREET; SUITE 3 GREAT BARRINGTON, MA 01230-1748	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	
DOTWELL 1452 DORCHESTER AVE; 4TH FLR DORCHESTER, MA 02122	N/A EDUCATIONAL GRANT	509(A)(1) PUBLIC CHARITY	
FACING HISTORY AND OURSELVES 16 HURD ROAD BROOKLINE, MA 02445	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	5,000.
HARVARD UNIVERSITY 125 MOUNT AUBURN STREET CAMBRIDGE, MA 02138	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	450,000.
MALDEN CATHOLIC HIGH SCHOOL 99 CRYSTAL STREET MALDEN, MA 02148	N/A EDUCATIONAL GRANT	509(A)(1) SCHOOL	33,000.
MOUNT AUBURN HOSPITAL 330 MOUNT AUBURN STREET CAMBRIDGE, MA 02138	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	5,000.
PHILLIPS EXETER ACADEMY 20 MAIN STREET EXETER, NH 03833	N/A EDUCATIONAL GRANT	509(A)(1) SCHOOL	1,781.

SAINT JOSEPH PARISH 345 WAVERLY STREET	BELMONT, MA 02478-2662	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	
TENACITY 367 WESTERN AVENUE	BOSTON, MA 02135	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	500.
THE SALVATION ARMY 147 BERKELEY STREET	BOSTON, MA 02116	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	
WINSOR SCHOOL PILGRIM ROAD	BOSTON, MA 02215	N/A EDUCATIONAL GRANT	509(A)(1) SCHOOL	259,000.
33 TOUCHDOWN CLUB SCHOLARSHIP FUND 46 BARNARD ROAD	MARLBOROUGH, MA 01752	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	1,000.
ACCESS 31 ST. JAMES AVENUE; STE 520	BOSTON, MA 02116	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	1,000.
ANTI-DEFAMATION LEAGUE 40 COURT STREET	BOSTON, MA 02108	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	500.
BABSON COLLEGE PO BOX 57310	BABSON PARK, MA 02457-0310	N/A EDUCATIONAL GRANT	509(A)(1) SCHOOL	25,000.
BEACON ACADEMY 477 LONGWOOD AVENUE	BOSTON, MA 02215	N/A EDUCATIONAL GRANT	509(A)(1) SCHOOL	250.
THE BOSTON FOUNDATION/CLF 75 ARLINGTON STREET; STE 1000	BOSTON, MA 02116-9757	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	5,000.

BOYS AND GIRLS CLUBS OF BOSTON 50 CONGRESS STREET; STE 730 BOSTON, MA 02109	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	5,000.
CHILDREN'S HOSPITAL OF BOSTON 1 AUTUMN STREET #731 BOSTON, MA 02115-5301	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	61,000.
CHILDREN'S MEDICAL RESEARCH FOUNDATION PO BOX 70 WESTERN SPRINGS, IL 60558	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	1,000.
CITY OF EVERETT HUMAN SERVICES 484 BROADWAY EVERETT, MA 02149	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	5,000.
COMBINED JEWISH PHILANTHROPIES 126 HIGH STREET BOSTON, MA 02110	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	2,500.
CRADLE TO CRAYONS 82 NYRTLE STREET QUINCY, MA 02171	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	250.
CITIZENS UNITED FOR RESEARCH IN EPILEPSY 223 WEST ERIE STREET; STE 2SW CHICAGO, IL 60654	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	25,000.
CYSTIC FIBROSIS FOUNDATION 220 N MAIN STREET, STE 104 NATICK, MA 01760	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	4,800.
DANA FARBER MARATHON CHALLENGE 10 BROOKLINE PLACE WEST, 6TH FLOOR BROOKLINE, MA 02445-7226	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	100.
GEORGE W BUSH FOUNDATION PO BOX 600610 DALLAS, TX 75206	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	100,000.

HARRIS CENTER AT MASS GENERAL HOSPITAL 165 CAMBRIDGE STREET, STE 600 BOSTON, MA 02114	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	1,000.
HARVARD BUSINESS SCHOOL 125 MOUNT AUBURN STREET CAMBRIDGE, MA 02138	N/A EDUCATIONAL GRANT	509(A)(1) SCHOOL	200,000.
HEADING HOME PO BOX 390516 CAMBRIDGE, MA 02139	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	1,000.
INITIATIVE FOR A COMPETITIVE INNER CITY 200 HIGH STREET, 3RD FLOOR BOSTON, MA 02110	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	2,500.
IRISH IMMIGRATION CENTER 100 FRANKLIN STREET, LL-1 BOSTON, MA 02110	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	1,000.
MASSACHUSETTS GENERAL HOSPITAL 165 CAMBRIDGE STREET, STE 600 BOSTON, MA 02114	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	25,000.
MEDICINES FOR HUMANITY 800 HINGHAM STREET; STE 1800 ROCKLAND, MA 02370	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	1,000.
NEW ENGLAND AQUARIUM CENTRAL WHARF BOSTON, MA 02110-3339	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	50,000.
PAN MASS CHALLENGE 77 4TH AVENUE NEEDHAM, MA 02494	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	350.
PERKINS SCHOOL FOR THE BLIND 175 NORTH BEACON STREET WATERTOWN, MA 02472	N/A EDUCATIONAL GRANT	509(A)(1) SCHOOL	25,000.

JOSEPH & KATHERINE O'DONNELL CHARITABLE

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POPE JOHN XXIII HIGH SCHOOL 888 BROADWAY EVERETT, MA 02149	N/A EDUCATIONAL GRANT	509(A)(1) SCHOOL	1,000.
RODMAN RIDE LINCOLN PLACE; 10 LINCOLN ROAD FOXBORO, MA 02035	N/A EDUCATIONAL GRANT	509(A)(1) PUBLIC CHARITY	500.
ROGERSON COMMUNITIES ONE FLORENCE STREET BOSTON, MA 02131	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	500.
SAVE OUR SOUND 4 BARNSTABLE ROAD HYANNIS, MA 02601	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	200.
SEAN McDONOUGH CHARITABLE FOUNDATION PO BOX 710217 NORTH QUINCY, MA 02171	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	6,000.
STUDENTS OF THE WORLD TODAY 828 W 6TH STREET AUSTIN, TX 78703	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	250.
THE JIMMY FUND COUNCIL OF GREATER BOSTON 10 BROOKLINE PLACE WEST, 6TH FLOOR BROOKLINE, MA 02445-7295	N/A HEALTH & WELFARE	509(A)(1) PUBLIC CHARITY	500.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			1,308,481.