



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



Form 990

Return of Organization Exempt From Income Tax

2010

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

► The organization may have to use a copy of this return to satisfy state reporting requirements

Open to Public Inspection

A For the 2010 calendar year, or tax year beginning 07-01-2010 and ending 06-30-2011

B Check if applicable

C Name of organization
BUCKINGHAM BROWNE & NICHOLS SCHOOLD Employer identification number
04-2103751

Address change

E Telephone number
(617) 547-6100

Name change

Initial return

Terminated

Amended return

Application pending

F Name and address of principal officer
REBECCA T UPHAM
80 GERRYS LANDING ROAD
CAMBRIDGE, MA 021385595

G Gross receipts \$ 49,933,793

I Tax-exempt status 501(c)(3) 501(c) () (insert no) 4947(a)(1) or 527H(a) Is this a group return for affiliates? Yes NoH(b) Are all affiliates included? Yes No
If "No," attach a list (see instructions)

H(c) Group exemption number ►

J Website: ► WWW.BBNS.ORG

K Form of organization Corporation Trust Association Other ►

L Year of formation 1912

M State of legal domicile MA

Part I Summary

1 Briefly describe the organization's mission or most significant activities
SEE SCHEDULE O

2 Check this box ► if the organization discontinued its operations or disposed of more than 25% of its net assets

3 Number of voting members of the governing body (Part VI, line 1a)	3	27
4 Number of independent voting members of the governing body (Part VI, line 1b)	4	26
5 Total number of individuals employed in calendar year 2010 (Part V, line 2a)	5	556
6 Total number of volunteers (estimate if necessary)	6	582
7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0
b Net unrelated business taxable income from Form 990-T, line 34	7b	-255,675

8 Contributions and grants (Part VIII, line 1h)	3,264,360	5,515,584
9 Program service revenue (Part VIII, line 2g)	33,050,960	34,592,308
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	1,307,550	1,770,915
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	0	-66,490
12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	37,622,870	41,812,317

13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	5,653,495	6,084,638
14 Benefits paid to or for members (Part IX, column (A), line 4)	0	0
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	22,291,655	22,835,544
16a Professional fundraising fees (Part IX, column (A), line 11e)	0	39,562
b Total fundraising expenses (Part IX, column (D), line 25) ► 1,143,146		
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	11,358,405	10,983,628
18 Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	39,303,555	39,943,372
19 Revenue less expenses Subtract line 18 from line 12	-1,680,685	1,868,945

	Beginning of Current Year	End of Year
20 Total assets (Part X, line 16)	130,710,386	139,427,778
21 Total liabilities (Part X, line 26)	39,164,516	39,344,246
22 Net assets or fund balances Subtract line 21 from line 20	91,545,870	100,083,532

Part II Signature Block

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

Sign Here	***** Signature of officer THOMPSON GREENLAW ASST HEAD OF OPERATIONS/CFO Type or print name and title	2012-03-01 Date
-----------	--	--------------------

Paid Preparer Use Only	Print/Type preparer's name JOSEPH M GISO	Preparer's signature JOSEPH M GISO	Date	Check if self-employed <input type="checkbox"/>	PTIN
	Firm's name ► CBIZ TOFIAS				Firm's EIN ►
	Firm's address ► 500 BOYLSTON STREET BOSTON, MA 02116				Phone no ► (617) 761-0600

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

Part III Statement of Program Service AccomplishmentsCheck if Schedule O contains a response to any question in this Part III **1** Briefly describe the organization's mission

SEE SCHEDULE O

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? Yes No

If "Yes," describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? Yes No

If "Yes," describe these changes on Schedule O

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported**4a** (Code) (Expenses \$ 31,790,837 including grants of \$ 6,029,089) (Revenue \$ 33,273,270)

BUCKINGHAM BROWNE & NICHOLS SCHOOL IS A COEDUCATIONAL DAY SCHOOL FOR CHILDREN GRADES PRE-KINDERGARTEN THROUGH TWELVE THAT STRIVES FOR THE PURSUIT OF EDUCATIONAL EXCELLENCE WHILE CELEBRATING THE DIVERSITY OF ITS COMMUNITY AND FOSTERING INTELLECTUAL CURIOSITY, CRITICAL THINKING AND A DEEP CONCERN AND RESPECT FOR OTHERS STUDENTS 997 TOTAL STUDENTS 326 LOWER SCHOOL, 163 MIDDLE SCHOOL 508 UPPER SCHOOL STUDENT DEMOGRAPHICS 486 BOYS, 511 GIRLS, 26% STUDENTS OF COLOR ADMISSION STATISTICS APPROXIMATELY 900 APPLICATIONS FOR APPROXIMATELY 170 PLACES TEACHING FACULTY 147 TOTAL, 83 PERCENT HAVE ADVANCED DEGREES FINANCIAL AID 24% PERCENT OF THE STUDENT BODY (237 STUDENTS) COLLEGE COUNSELING 3 COUNSELORS AVAILABLE FOR GUIDANCE COLLEGE MATRICULATION THE CLASS OF 2011 ENTERED 66 DIFFERENT COLLEGES AND UNIVERSITIES BB&N'S COMMITMENT TO DIVERSITY IS INTEGRAL TO THE MISSION AND VISION OF THE SCHOOL. THE DIFFERENT PERSPECTIVES AND EXPERIENCES OF OUR STUDENTS DEFINE THE FABRIC OF OUR COMMUNITY. THESE MANY PERSPECTIVES AND EXPERIENCES CONTRIBUTE TO THE GROWTH OF THE INDIVIDUALS WHO CALL BB&N THEIR ALMA MATER AND SHAPE THE CLASSROOM AND EXTRACURRICULAR EXPERIENCES TO HAVE AS CLASSMATES AND FRIENDS PEOPLE WHO ARE DIFFERENT FROM ONESELF, TO COME TO TRULY KNOW THE BACKGROUND, EXPERIENCES, AND BELIEFS OF A NEW FRIEND, IS TO LEARN MORE DEEPLY ABOUT ONESELF AND OUR WORLD. THERE IS NO MORE IMPORTANT ATTRIBUTE IN THE PREPARATION FOR GLOBAL CITIZENSHIP. IN ADDITION, NO AMOUNTS HAVE BEEN REFLECTED IN THE FORM 990 FOR MANY HOURS OF CONTRIBUTED SERVICES FROM VOLUNTEERS. HOWEVER, MANY INDIVIDUALS VOLUNTEER THEIR TIME AND PERFORM A VARIETY OF TASKS THAT ASSIST THE SCHOOL WITH ITS ACTIVITIES. THE VALUE OF THIS CONTRIBUTED TIME AND EFFORT IS NOT REFLECTED IN THE FORM 990. EACH YEAR OVER 300 BB&N ALUMNI/AE, PARENTS AND FRIENDS SUPPORT THE SCHOOL BY VOLUNTEERING THEIR TIME. THIS GENEROUS SUPPORT ALLOWS BB&N TO ACCOMPLISH MANY OF THE THINGS THAT SET IT APART FROM OTHER INDEPENDENT DAY SCHOOLS. WE ARE ABLE TO RETAIN THE MOST QUALIFIED AND DYNAMIC FACULTY, PROVIDE TREMENDOUS ART AND ATHLETIC PROGRAMS, MAINTAIN BEAUTIFUL GROUNDS AND BUILDINGS, AND PROVIDE FINANCIAL ASSISTANCE TO QUALIFIED STUDENTS.

4b (Code) (Expenses \$ 925,002 including grants of \$) (Revenue \$ 1,319,038)

BUCKINGHAM BROWNE & NICHOLS SCHOOL HOLDS A SUMMER CAMP FOR BOSTON AREA CHILDREN EACH SUMMER THAT PROVIDES MEMBERS OF THE SCHOOL AND LOCAL COMMUNITY WITH A HIGH QUALITY, AFFORDABLE OPTION TO EDUCATE AND ENTERTAIN THEIR CHILDREN DURING SUMMER VACATION

4c (Code) (Expenses \$ 48,794 including grants of \$) (Revenue \$ 0)

BUCKINGHAM BROWNE & NICHOLS SCHOOL HOLDS MANY CULTURAL, SOCIAL AND EDUCATIONAL PROGRAMS FOR MEMBERS OF ITS COMMUNITY THROUGHOUT THE YEAR THAT STRIVE TO INCREASE UNDERSTANDING OF CULTURE, DIVERSITY AND INTELLECTUAL ISSUES

4d Other program services (Describe in Schedule O)

(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses \$ 32,764,633

Part IV Checklist of Required Schedules

- 1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A
- 2 Is the organization required to complete Schedule B, Schedule of Contributors (see instruction)?
- 3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I
- 4 **Section 501(c)(3) organizations.** Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II
- 5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III
- 6 Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I
- 7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," complete Schedule D, Part II
- 8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III
- 9 Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV
- 10 Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? If "Yes," complete Schedule D, Part V
- 11 If the organization's answer to any of the following questions is 'Yes,' then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable
- a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI
- b Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII
- c Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII
- d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX
- e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X
- f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X
- 12a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI, XII, and XIII
- b Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional
- 13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E
- 14a Did the organization maintain an office, employees, or agents outside of the United States?
- b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the United States? If "Yes," complete Schedule F, Parts I and IV
- 15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the U.S.? If "Yes," complete Schedule F, Parts II and IV
- 16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the U.S.? If "Yes," complete Schedule F, Parts III and IV
- 17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions)
- 18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II
- 19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III
- 20a Did the organization operate one or more hospitals? If "Yes," complete Schedule H
- b If "Yes" to line 20a, did the organization attach its audited financial statement to this return? **Note.** Some Form 990 filers that operate one or more hospitals must attach audited financial statements (see instructions)

	Yes	No
1	Yes	
2	Yes	
3		No
4	Yes	
5		
6		No
7	Yes	
8		No
9		No
10	Yes	
11a	Yes	
11b		No
11c		No
11d		No
11e	Yes	
11f	Yes	
12a	Yes	
12b		No
13	Yes	
14a		No
14b		No
15	Yes	
16		No
17	Yes	
18	Yes	
19		No
20a		No
20b		

Part IV Checklist of Required Schedules (continued)

21	Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II	<input checked="" type="checkbox"/>	21		No
22	Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III	<input checked="" type="checkbox"/>	22	Yes	
23	Did the organization answer "Yes" to Part VII, Section A, questions 3, 4, or 5, about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes," complete Schedule J	<input checked="" type="checkbox"/>	23	Yes	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer lines 24b-24d and complete Schedule K. If "No," go to line 25	<input checked="" type="checkbox"/>	24a	Yes	
24b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		24b		No
24c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		24c		No
24d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		24d		No
25a	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I		25a		No
25b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I		25b		No
26	Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? If "Yes," complete Schedule L, Part II		26		No
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? If "Yes," complete Schedule L, Part III		27		No
28	Was the organization a party to a business transaction with one of the following parties? (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)		28a		No
28b	a A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV		28b		No
28c	b A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV		28c		No
29	Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M	<input checked="" type="checkbox"/>	29	Yes	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M	<input checked="" type="checkbox"/>	30		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I	<input checked="" type="checkbox"/>	31		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II		32		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301 7701-2 and 301 7701-3? If "Yes," complete Schedule R, Part I		33		No
34	Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1		34		No
35	Is any related organization a controlled entity within the meaning of section 512(b)(13)?		35		No
36	a Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2	<input checked="" type="checkbox"/>	36		No
37	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2		37		No
38	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI		38	Yes	
	Note. All Form 990 filers are required to complete Schedule O				

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response to any question in this Part V

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1a	75
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c	Yes
2a	Enter the number of employees reported on Form W-3, <i>Transmittal of Wage and Tax Statements</i> filed for the calendar year ending with or within the year covered by this return	2a	556
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	2b	Yes
<p>Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)</p>			
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?	3a	Yes
b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O	3b	Yes
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a	No
b	If "Yes," enter the name of the foreign country ► See instructions for filing requirements for Form TD F 90-22 1, Report of Foreign Bank and Financial Accounts		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a	No
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b	No
c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?	5c	
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?	6a	No
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b	
7	Organizations that may receive deductible contributions under section 170(c).	7a	No
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	7b	
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	7c	No
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7d	
d	If "Yes," indicate the number of Forms 8282 filed during the year	7e	No
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7f	No
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7g	
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7h	
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	8	
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	9a	
9	Sponsoring organizations maintaining donor advised funds.	9b	
a	Did the organization make any taxable distributions under section 4966?		
b	Did the organization make a distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter	10a	
a	Initiation fees and capital contributions included on Part VIII, line 12	10b	
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities		
11	Section 501(c)(12) organizations. Enter	11a	
a	Gross income from members or shareholders	11b	
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)		
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a	
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b	
13	Section 501(c)(29) qualified nonprofit health insurance issuers.	13a	
a	Is the organization licensed to issue qualified health plans in more than one state?		
<p>Note. See the instructions for additional information the organization must report on Schedule O</p>			
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b	
c	Enter the amount of reserves on hand	13c	
14a	Did the organization receive any payments for indoor tanning services during the tax year?	14a	No
b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O	14b	

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to lines 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response to any question in this Part VI

Section A. Governing Body and Management

- 1a Enter the number of voting members of the governing body at the end of the tax year
- 1b Enter the number of voting members included in line 1a, above, who are independent
- 2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?
- 3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?
- 4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?
- 5 Did the organization become aware during the year of a significant diversion of the organization's assets?
- 6 Does the organization have members or stockholders?
- 7a Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?
- b Are any decisions of the governing body subject to approval by members, stockholders, or other persons?
- 8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following
- a The governing body?
- b Each committee with authority to act on behalf of the governing body?
- 9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O

	Yes	No
1a		27
1b		26
2		No
3		No
4		No
5		No
6		No
7a		No
7b		No
8a	Yes	
8b	Yes	
9		No

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

- 10a Does the organization have local chapters, branches, or affiliates?
- b If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?
- 11a Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form?
- b Describe in Schedule O the process, if any, used by the organization to review this Form 990
- 12a Does the organization have a written conflict of interest policy? If "No," go to line 13
- b Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?
- c Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done
- 13 Does the organization have a written whistleblower policy?
- 14 Does the organization have a written document retention and destruction policy?
- 15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?
- a The organization's CEO, Executive Director, or top management official
- b Other officers or key employees of the organization
- If "Yes" to line 15a or 15b, describe the process in Schedule O (See instructions)
- 16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?
- b If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?

	Yes	No
10a		No
10b		
11a		No
12a	Yes	
12b	Yes	
12c	Yes	
13	Yes	
14	Yes	
15a	Yes	
15b		No
16a		No
16b		

Section C. Disclosure

- 17 List the States with which a copy of this Form 990 is required to be filed MA
- 18 Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c) (3)s only) available for public inspection. Indicate how you make these available. Check all that apply
- Own website Another's website Upon request
- 19 Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public. See Additional Data Table
- 20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization ►
- THOMPSON GREENLAW CFO
46 BELMONT STREET
WATERTOWN, MA 02472
(617) 800-2710

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (check all that apply)					(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099- MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee			
See Additional Data Table									
1b Sub-Total									
c Total from continuation sheets to Part VII, Section A									
d Total (add lines 1b and 1c)							1,553,064	0	318,090

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 in reportable compensation from the organization ►9

	Yes	No
3 Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual	3	No
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual	4	Yes
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person	5	No

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization

(A) Name and business address	(B) Description of services	(C) Compensation
ATRION NETWORKING CORPORATION 30 SERVICE AVENUE WARWICK, RI 02886	NETWORK CONSULTANT & INSTALLATION	762,818
PBSC 360 PEARL STREET MALDEN, MA 02148	MAINTENANCE & SECURITY TEMP STAFFING	627,228
WHITE BUILDERS 73 PLEASANT STREET WOBURN, MA 01801	CONTRACTOR & BUILDER	535,343
FACILITECH FACILITY SERVICES 360 PEARL STREET MALDEN, MA 02148	MAINTENANCE & SECURITY CONSULTANT	269,729
CRYSTAL TRANSPORTATION 77 GUEST STREET BRIGHTON, MA 02135	BUS & TRANSPORTATION SERVICES	173,795
2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization ►9		

Part VIII Statement of Revenue

Contributions, gifts, grants and other similar amounts		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
1a Federated campaigns	1a				
b Membership dues	1b				
c Fundraising events	1c				
d Related organizations	1d				
e Government grants (contributions)	1e				
f All other contributions, gifts, grants, and similar amounts not included above	1f	5,515,584			
g Noncash contributions included in lines 1a-1f \$		514,840			
h Total. Add lines 1a-1f				5,515,584	
Program Service Revenue		Business Code			
2a STUDENT TUITION		900099	32,864,707	32,864,707	
b SUMMER & OTHER TUITION		900099	1,319,038	1,319,038	
c OTHER REVENUE		900099	408,563	408,563	
d					
e					
f All other program service revenue					
g Total. Add lines 2a-2f				34,592,308	
3 Investment income (including dividends, interest and other similar amounts)					
				518,092	518,092
4 Income from investment of tax-exempt bond proceeds					
5 Royalties					
6a Gross Rents	(i) Real	(ii) Personal			
b Less rental expenses					
c Rental income or (loss)					
d Net rental income or (loss)					
7a Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other			
	9,237,833				
b Less cost or other basis and sales expenses	7,976,601	8,409			
c Gain or (loss)	1,261,232	-8,409			
d Net gain or (loss)				1,252,823	1,252,823
8a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18					
a	69,976				
b Less direct expenses	136,466				
c Net income or (loss) from fundraising events				-66,490	-66,490
9a Gross income from gaming activities See Part IV, line 19	a				
b Less direct expenses	b				
c Net income or (loss) from gaming activities					
10a Gross sales of inventory, less returns and allowances					
a					
b Less cost of goods sold					
c Net income or (loss) from sales of inventory					
Miscellaneous Revenue		Business Code			
11a					
b					
c					
d All other revenue					
e Total. Add lines 11a-11d					
12 Total revenue. See Instructions				41,812,317	34,592,308
				0	1,704,425

Part IX Statement of Functional Expenses**Section 501(c)(3) and 501(c)(4) organizations must complete all columns.****All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).**

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U S See Part IV, line 21				
2 Grants and other assistance to individuals in the U S See Part IV, line 22	6,084,638	6,084,638		
3 Grants and other assistance to governments, organizations, and individuals outside the U S See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees . . .	1,215,927		1,215,927	
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) . . .				
7 Other salaries and wages	16,801,511	14,302,535	1,816,527	682,449
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions) . . .	1,136,962	1,004,218	111,911	20,833
9 Other employee benefits . . .	2,393,328	1,947,705	405,218	40,405
10 Payroll taxes . . .	1,287,816	1,014,484	252,287	21,045
a Fees for services (non-employees) Management . . .				
b Legal . . .	151,696	13,796	137,859	41
c Accounting . . .	107,078	10,708	96,370	
d Lobbying . . .				
e Professional fundraising services See Part IV, line 17 . .	39,562			39,562
f Investment management fees . . .				
g Other . . .				
12 Advertising and promotion . . .				
13 Office expenses . . .				
14 Information technology . . .				
15 Royalties . . .				
16 Occupancy . . .	684,389	650,170	34,219	
17 Travel . . .	95,447	39,543	37,739	18,165
18 Payments of travel or entertainment expenses for any federal, state, or local public officials . . .				
19 Conferences, conventions, and meetings . . .	503,716	373,306	60,655	69,755
20 Interest . . .				
21 Payments to affiliates . . .				
22 Depreciation, depletion, and amortization . . .	3,443,629	3,300,377	143,252	
23 Insurance . . .	167,347	139,095	28,252	
24 Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24f If line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O)				
a CONSULTING & OTHER SERV	3,430,865	2,041,890	1,262,961	126,014
b SUPPLIES	1,188,249	1,012,922	130,430	44,897
c EQUIPMENT RENTAL/MAINT	565,055	528,533	31,619	4,903
d PRINTING & PUBLICATIONS	207,529	48,417	96,103	63,009
e TELEPHONE	201,685	107,417	93,276	992
f All other expenses	236,943	144,879	80,988	11,076
25 Total functional expenses. Add lines 1 through 24f	39,943,372	32,764,633	6,035,593	1,143,146
26 Joint costs. Check here <input checked="" type="checkbox"/> if following SOP 98-2 (ASC 958-720) Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

		(A) Beginning of year	(B) End of year
Assets	1 Cash—non-interest-bearing	7,772,517	1 5,443,568
	2 Savings and temporary cash investments	5,838,515	2 13,033,993
	3 Pledges and grants receivable, net	2,935,391	3 2,191,527
	4 Accounts receivable, net	6,378,284	4 3,729,562
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L		5
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers, and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) Schedule L		6
	7 Notes and loans receivable, net	109,631	7 98,895
	8 Inventories for sale or use	60,432	8 47,591
	9 Prepaid expenses and deferred charges	389,961	9 1,098,756
	10a Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	70,079,421	
	10b Less accumulated depreciation	10a 20,801,906	10b 50,737,001
			10c 49,277,515
	11 Investments—publicly traded securities	56,212,968	11 64,241,154
	12 Investments—other securities See Part IV, line 11		12
	13 Investments—program-related See Part IV, line 11		13
	14 Intangible assets		14
	15 Other assets See Part IV, line 11	275,686	15 265,217
	16 Total assets. Add lines 1 through 15 (must equal line 34)	130,710,386	16 139,427,778
Liabilities	17 Accounts payable and accrued expenses	3,646,284	17 3,851,127
	18 Grants payable		18
	19 Deferred revenue	14,826,676	19 15,307,094
	20 Tax-exempt bond liabilities	15,000,000	20 15,000,000
	21 Escrow or custodial account liability Complete Part IV of Schedule D		21
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L		22
	23 Secured mortgages and notes payable to unrelated third parties		23
	24 Unsecured notes and loans payable to unrelated third parties		24
	25 Other liabilities Complete Part X of Schedule D	5,691,556	25 5,186,025
	26 Total liabilities. Add lines 17 through 25	39,164,516	26 39,344,246
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.		
	27 Unrestricted net assets	56,024,728	27 58,812,026
	28 Temporarily restricted net assets	8,224,607	28 11,158,783
	29 Permanently restricted net assets	27,296,535	29 30,112,723
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.		
	30 Capital stock or trust principal, or current funds		30
	31 Paid-in or capital surplus, or land, building or equipment fund		31
	32 Retained earnings, endowment, accumulated income, or other funds		32
	33 Total net assets or fund balances	91,545,870	33 100,083,532
	34 Total liabilities and net assets/fund balances	130,710,386	34 139,427,778

Part XI Reconciliation of Net AssetsCheck if Schedule O contains a response to any question in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	41,812,317
2	Total expenses (must equal Part IX, column (A), line 25)	2	39,943,372
3	Revenue less expenses Subtract line 2 from line 1	3	1,868,945
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	91,545,870
5	Other changes in net assets or fund balances (explain in Schedule O)	5	6,668,717
6	Net assets or fund balances at end of year Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	100,083,532

Part XII Financial Statements and ReportingCheck if Schedule O contains a response to any question in this Part XII

	Yes	No
1 Accounting method used to prepare the Form 990 <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
2a Were the organization's financial statements compiled or reviewed by an independent accountant? <input type="checkbox"/>	2a	No
2b Were the organization's financial statements audited by an independent accountant? <input type="checkbox"/>	2b	Yes
2c If "Yes," to 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O <input type="checkbox"/>	2c	Yes
2d If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separated basis		
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133? <input type="checkbox"/>	3a	No
3b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits <input type="checkbox"/>	3b	

2010

Open to Public
Inspection**SCHEDULE A**
(Form 990 or 990EZ)**Public Charity Status and Public Support**

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

► Attach to Form 990 or Form 990-EZ. ► See separate instructions.

Department of the Treasury
Internal Revenue ServiceName of the organization
BUCKINGHAM BROWNE & NICHOLS SCHOOL

Employer identification number

04-2103751

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions

The organization is not a private foundation because it is (For lines 1 through 11, check only one box)

- 1 A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i)**.
- 2 A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)** (Complete Part II)
- 8 A community trust described in **section 170(b)(1)(A)(vi)** (Complete Part II)
- 9 An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **section 509(a)(2)**. (Complete Part III)
- 10 An organization organized and operated exclusively to test for public safety See **section 509(a)(4)**.
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3)**. Check the box that describes the type of supporting organization and complete lines 11e through 11h
- e a Type I b Type II c Type III - Functionally integrated d Type III - Other
- f By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)
- g If the organization received a written determination from the IRS that it is a Type I, Type II or Type III supporting organization, check this box
- h Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
- (i) a person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the the supported organization?
- (ii) a family member of a person described in (i) above?
- (iii) a 35% controlled entity of a person described in (i) or (ii) above?

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

i Provide the following information about the supported organization(s)

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1- 9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U S ?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
Total									

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public Support. Subtract line 5 from line 4						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
11 Total support (Add lines 7 through 10)						
12 Gross receipts from related activities, etc (See instructions)					12	
13 First Five Years If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here						►

Section C. Computation of Public Support Percentage

14 Public Support Percentage for 2010 (line 6 column (f) divided by line 11 column (f))	14	
15 Public Support Percentage for 2009 Schedule A, Part II, line 14	15	
16a 33 1/3% support test—2010. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here . The organization qualifies as a publicly supported organization		►
b 33 1/3% support test—2009. If the organization did not check the box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here . The organization qualifies as a publicly supported organization		►
17a 10%-facts-and-circumstances test—2010. If the organization did not check a box on line 13, 16a, or 16b and line 14 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and stop here . Explain in Part IV how the organization meets the "facts and circumstances" test. The organization qualifies as a publicly supported organization		►
b 10%-facts-and-circumstances test—2009. If the organization did not check a box on line 13, 16a, 16b, or 17a and line 15 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and stop here . Explain in Part IV how the organization meets the "facts and circumstances" test. The organization qualifies as a publicly supported organization		►
18 Private Foundation If the organization did not check a box on line 13, 16a, 16b, 17a or 17b, check this box and see instructions		►

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public Support (Subtract line 7c from line 6)						

Section B. Total Support

Calendar year (or fiscal year beginning in)	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
13 Total support (Add lines 9, 10c, 11 and 12)						

14 **First Five Years** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ►**Section C. Computation of Public Support Percentage**

15 Public Support Percentage for 2010 (line 8 column (f) divided by line 13 column (f))	15
16 Public support percentage from 2009 Schedule A, Part III, line 15	16

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2010 (line 10c column (f) divided by line 13 column (f))	17
18 Investment income percentage from 2009 Schedule A, Part III, line 17	18
19a 33 1/3% support tests—2010. If the organization did not check the box on line 14, and line 15 is more than 33 1/3% and line 17 is not more than 33 1/3%, check this box and stop here . The organization qualifies as a publicly supported organization ►	
b 33 1/3% support tests—2009. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and stop here . The organization qualifies as a publicly supported organization ►	
20 Private Foundation If the organization did not check a box on line 14, 19a or 19b, check this box and see instructions ►	

Part IV **Supplemental Information.** Supplemental Information. Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

Facts And Circumstances Test

Additional Data**Software ID:****Software Version:**

EIN: 04-2103751

Name: BUCKINGHAM BROWNE & NICHOLS SCHOOL

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)					(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099- MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Official	Key employee	Highest compensated employee			
REBECCA T UPHAM HEAD OF SCHOOL/EX-OFFICIO	50.00	X		X			394,804	0	132,423
J STUART ABLON PHD TRUSTEE	1.00	X					0	0	0
DEBORAH ANCONA TRUSTEE	1.00	X					0	0	0
CHARLES A BRIZIUS TRUSTEE	1.00	X					0	0	0
JOSEPH CHUNG TRUSTEE	1.00	X					0	0	0
THOMAS DINGMAN TRUSTEE	1.00	X					0	0	0
DOMENIC FERRANTE TRUSTEE	1.00	X					0	0	0
JOHN P FULGINITI ALUMNI/AE COUNCIL REP	1.00	X					0	0	0
DIANA GOLDMAN PARENTS' ASSOC TRUSTEE	1.00	X					0	0	0
PAUL S GROGAN TRUSTEE	1.00	X					0	0	0
CORY LITTLE TRUSTEE	1.00	X					0	0	0
LOUISE MAKRAUER TRUSTEE	1.00	X					0	0	0
JOEL C MONELL TRUSTEE	1.00	X					0	0	0
JAMES F MOONEY III TRUSTEE	1.00	X					0	0	0
JEFFREY MOORE TRUSTEE	1.00	X					0	0	0
SHELLY NEMIROVSKY VICE CHAIR	1.00	X		X			0	0	0
DAVID RANDOLPH PEELER TRUSTEE	1.00	X					0	0	0
JOHN B REICHENBACH TRUSTEE	1.00	X					0	0	0
MATTHEW K SIDMAN TRUSTEE	1.00	X					0	0	0
PATRICIA SIMBOLI TRUSTEE	1.00	X					0	0	0
PETER L SLAVIN MD CHAIR OF THE BOARD	1.00	X		X			0	0	0
ERIC S SLIFKA VICE CHAIR/SECRETARY	1.00	X		X			0	0	0
REBEKAH SPLAINE TRUSTEE	1.00	X					0	0	0
CHERYL WHITEDEAR TRUSTEE	1.00	X					0	0	0
CLARENCE G WILLIAMS JR TRUSTEE	1.00	X					0	0	0

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)					(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099- MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Office	Key employee	Highest compensated employee			
DAVID B WILLIAMS TRUSTEE	1 00	X					0	0	0
BRACE YOUNG TREASURER	1 00	X		X			0	0	0
THOMPSON GREENLAW ASST HEAD OF OPS/CFO	50 00			X			216,323	0	29,245
SHERWOOD HASKINS ASST HEAD EXTERNAL AFFAIRS	40 00				X		220,135	0	28,703
CHARLES RUOPP ASST HEAD ACADEMIC AFFAIRS	40 00				X		161,250	0	25,509
SUSAN SCARBOROUGH DIRECTOR OF LOWER SCHOOL	40 00					X	145,150	0	23,522
GEORGE MITCHELL DIRECTOR OF ENROLLMENT MGMT	40 00					X	107,169	0	22,832
MARY DOLBEAR MIDDLE SCHOOL DIRECTOR	40 00					X	103,129	0	19,819
RORY J MORTON DEAN OF STUDENTS	40 00					X	102,922	0	22,675
ROBERT W SAVAGE FINANCE MANAGER	40 00					X	102,182	0	13,362

SCHEDULE C

(Form 990 or 990-EZ)

Political Campaign and Lobbying Activities

For Organizations Exempt From Income Tax Under section 501(c) and section 527

- Complete if the organization is described below.
- Attach to Form 990 or Form 990-EZ. ► See separate instructions.

2010

**Open to Public
Inspection**

If the organization answered "Yes," to Form 990, Part IV, Line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations Complete Parts I-A and B Do not complete Part I-C
 - Section 501(c) (other than section 501(c)(3)) organizations Complete Parts I-A and C below Do not complete Part I-E
 - Section 527 organizations Complete Part I-A only

If the organization answered "Yes," to Form 990, Part IV, Line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)) Complete Part II-A Do not complete Part II-B
 - Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)) Complete Part II-B Do not complete Part II-A

If the organization answered "Yes," to Form 990, Part IV, Line 5 (Proxy Tax) or Form 990-EZ, Part V, line 35a (Proxy Tax), then

- Section 501(c)(4), (5), or (6) organizations Complete Part III

Name of the organization
BUCKINGHAM BROWNE & NICHOLS SCHOOL

Employer identification number

04-2103751

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

- 1** Provide a description of the organization's direct and indirect political campaign activities in Part IV

2 Political expenditures

3 Volunteer hours

Part I-B Complete if the organization is exempt under section 501(c)(3).

- 1** Enter the amount of any excise tax incurred by the organization under section 4955 ► \$ _____

2 Enter the amount of any excise tax incurred by organization managers under section 4955 ► \$ _____

3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? Yes No

4a Was a correction made? Yes No

b If "Yes," describe in Part IV

Part I-C Complete if the organization is exempt under section 501(c) except section 501(c)(3).

- 1** Enter the amount directly expended by the filing organization for section 527 exempt function activities ► \$ _____

2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ► \$ _____

3 Total exempt function expenditures Add lines 1 and 2 Enter here and on Form 1120-POL, line 17b ► \$ _____

4 Did the filing organization file **Form 1120-POL** for this year? Yes No

5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments For each organization listed, enter the amount paid from the filing organization's funds Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC) If additional space is needed, provide information in Part IV

Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

A Check if the filing organization belongs to an affiliated group
B Check if the filing organization checked box A and "limited control" provisions apply

Limits on Lobbying Expenditures

(The term "expenditures" means amounts paid or incurred.)

1a Total lobbying expenditures to influence public opinion (grass roots lobbying)**b** Total lobbying expenditures to influence a legislative body (direct lobbying)**c** Total lobbying expenditures (add lines 1a and 1b)**d** Other exempt purpose expenditures**e** Total exempt purpose expenditures (add lines 1c and 1d)**f** Lobbying nontaxable amount Enter the amount from the following table in both columns

If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:
Not over \$500,000	20% of the amount on line 1e
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000
Over \$17,000,000	\$1,000,000

g Grassroots nontaxable amount (enter 25% of line 1f)**h** Subtract line 1g from line 1a If zero or less, enter -0-**i** Subtract line 1f from line 1c If zero or less, enter -0-**j** If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year? Yes No**4-Year Averaging Period Under Section 501(h)**

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 2a through 2f on page 4.)

Lobbying Expenditures During 4-Year Averaging Period

Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) Total
2a Lobbying non-taxable amount					
b Lobbying ceiling amount (150% of line 2a, column(e))					
c Total lobbying expenditures					
d Grassroots non-taxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

	(a)		(b)
	Yes	No	
			Amount
1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of			
a Volunteers?		No	
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?		No	
c Media advertisements?		No	
d Mailings to members, legislators, or the public?		No	
e Publications, or published or broadcast statements?		No	
f Grants to other organizations for lobbying purposes?		No	
g Direct contact with legislators, their staffs, government officials, or a legislative body?		No	
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?		No	
i Other activities? If "Yes," describe in Part IV	Yes		700
j Total lines 1c through 1i			700
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?		No	
b If "Yes," enter the amount of any tax incurred under section 4912			
c If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

	Yes	No
1 Were substantially all (90% or more) dues received nondeductible by members?	1	
2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?	2	
3 Did the organization agree to carryover lobbying and political expenditures from the prior year?	3	

Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) if BOTH Part III-A, lines 1 and 2 are answered "No" OR if Part III-A, line 3 is answered "Yes".

1 Dues, assessments and similar amounts from members	1	
2 Section 162(e) non-deductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).	2a	
a Current year	2b	
b Carryover from last year	2c	
c Total	3	
3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	4	
4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	5	
5 Taxable amount of lobbying and political expenditures (see instructions)		

Part IV Supplemental Information

Complete this part to provide the descriptions required for Part I-A, line 1, Part I-B, line 4, Part I-C, line 5, and Part II-B, line 11. Also, complete this part for any additional information.

Identifier	Return Reference	Explanation
EXPLANATION OF OTHER LOBBYING ACTIVITIES	PART II-B, LINE 11	THE ORGANIZATION PAYS \$700 IN MEMBERSHIP DUES TO A MEMBER ORGANIZATION WHICH MAY ENGAGE IN LOBBYING ACTIVITIES THEREFORE, A PORTION OF THE DUES MAY BE ATTRIBUTABLE TO LOBBYING ACTIVITIES

SCHEDULE D

(Form 990)

OMB No 1545-0047

2010**Open to Public
Inspection****Supplemental Financial Statements**

► Complete if the organization answered "Yes," to Form 990,
Part IV, line 6, 7, 8, 9, 10, 11, or 12.
► Attach to Form 990. ► See separate instructions.

Department of the Treasury
Internal Revenue Service**Name of the organization**

BUCKINGHAM BROWNE & NICHOLS SCHOOL

Employer identification number

04-2103751

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		

- 5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? Yes No
- 6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? Yes No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

- 1 Purpose(s) of conservation easements held by the organization (check all that apply)
- Preservation of land for public use (e.g., recreation or pleasure) Preservation of an historically importantly land area
- Protection of natural habitat Preservation of a certified historic structure
- Preservation of open space

- 2 Complete lines 2a-2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

	Held at the End of the Year
2a Total number of conservation easements	1
2b Total acreage restricted by conservation easements	167 00
2c Number of conservation easements on a certified historic structure included in (a)	0
2d Number of conservation easements included in (c) acquired after 8/17/06	0

- 3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable year ► 0

- 4 Number of states where property subject to conservation easement is located ► 1

- 5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? Yes No

- 6 Staff and volunteer hours devoted to monitoring, inspecting and enforcing conservation easements during the year ► 80 00

- 7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ► \$ 1,200

- 8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and 170(h)(4)(B)(ii)? Yes No

- 9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

- 1a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items

- b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1 ► \$ _____

(ii) Assets included in Form 990, Part X ► \$ _____

- 2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items

a Revenues included in Form 990, Part VIII, line 1 ► \$ _____

b Assets included in Form 990, Part X ► \$ _____

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

- 3 Using the organization's accession and other records, check any of the following that are a significant use of its collection items (check all that apply)
- a Public exhibition d Loan or exchange programs
 b Scholarly research e Other
 c Preservation for future generations
- 4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV
- 5 During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No
- b If "Yes," explain the arrangement in Part XIV and complete the following table
- | | Amount |
|----|--------|
| 1c | |
| 1d | |
| 1e | |
| 1f | |
- 2a Did the organization include an amount on Form 990, Part X, line 21? Yes No
- b If "Yes," explain the arrangement in Part XIV

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current Year	(b) Prior Year	(c) Two Years Back	(d) Three Years Back	(e) Four Years Back
1a Beginning of year balance	52,341,049	46,421,256	46,963,097		
b Contributions	3,204,453	2,533,250	8,429,653		
c Investment earnings or losses	7,518,581	5,501,629	-7,209,930		
d Grants or scholarships					
e Other expenditures for facilities and programs	2,310,804	2,115,087	1,761,564		
f Administrative expenses					
g End of year balance	60,753,279	52,341,049	46,421,256		

- 2 Provide the estimated percentage of the year end balance held as

a Board designated or quasi-endowment ► 40 060 %

b Permanent endowment ► 46 900 %

c Term endowment ► 13 040 %

- 3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

Yes	No
3a(i)	No
3a(ii)	No
3b	

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

- 4 Describe in Part XIV the intended uses of the organization's endowment funds

Part VI Investments—Land, Buildings, and Equipment. See Form 990, Part X, line 10.

	Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land		789,381			789,381
b Buildings		61,807,527	17,314,607		44,492,920
c Leasehold improvements		2,228,735	366,378		1,862,357
d Equipment		5,253,778	3,120,921		2,132,857
e Other					
Total. Add lines 1a-1e (Column (d) should equal Form 990, Part X, column (B), line 10(c).)					49,277,515

Part VII Investments—Other Securities. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
Other		

Part XI Reconciliation of Change in Net Assets from Form 990 to Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	41,812,317
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	39,943,372
3	Excess or (deficit) for the year Subtract line 2 from line 1	3	1,868,945
4	Net unrealized gains (losses) on investments	4	6,159,126
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV)	8	509,591
9	Total adjustments (net) Add lines 4 - 8	9	6,668,717
10	Excess or (deficit) for the year per financial statements Combine lines 3 and 9	10	8,537,662

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements	1	42,266,998
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments	2a	6,159,126
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV)	2d	646,057
e	Add lines 2a through 2d	2e	6,805,183
3	Subtract line 2e from line 1	3	35,461,815
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	321,413
b	Other (Describe in Part XIV)	4b	6,029,089
c	Add lines 4a and 4b	4c	6,350,502
5	Total Revenue Add lines 3 and 4c. (This should equal Form 990, Part I, line 12)	5	41,812,317

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements	1	33,729,336
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV)	2d	136,466
e	Add lines 2a through 2d	2e	136,466
3	Subtract line 2e from line 1	3	33,592,870
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	321,413
b	Other (Describe in Part XIV)	4b	6,029,089
c	Add lines 4a and 4b	4c	6,350,502
5	Total expenses Add lines 3 and 4c. (This should equal Form 990, Part I, line 18)	5	39,943,372

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, Part XI, line 8, Part XII, lines 2d and 4b, and Part XIII, lines 2d and 4b. Also complete this part to provide any additional information

Identifier	Return Reference	Explanation
DESCRIPTION OF HOW ORGANIZATION REPORTS CONSERVATION EASEMENTS	PART II, LINE 9	THE SCHOOL RECEIVED A ONE TIME PAYMENT OF \$280,153 IN MARCH, 2010. THE SCHOOL DOES NOT RECEIVE REVENUE AND HAS NO EXPENSES RELATED TO THIS CONSERVATION EASEMENT. THEREFORE, NO REVENUE OR EXPENSES ARE INCLUDED.
DESCRIPTION OF INTENDED USE OF ENDOWMENT FUNDS	PART V, LINE 4	USE OF THE ORGANIZATION'S ENDOWMENT FUNDS TO SUPPLEMENT AND SUPPORT THE OPERATIONS OF THE SCHOOL.
DESCRIPTION OF UNCERTAIN TAX POSITIONS UNDER FIN 48	PART X	THE SCHOOL ACCOUNTS FOR THE EFFECT OF ANY UNCERTAIN TAX POSITIONS BASED ON A "MORE LIKELY THAN NOT" THRESHOLD TO THE RECOGNITION OF THE TAX POSITIONS BEING SUSTAINED BASED ON THE TECHNICAL MERITS OF THE POSITION UNDER SCRUTINY BY THE APPLICABLE TAXING AUTHORITY. IF A TAX POSITION OR POSITIONS ARE DEEMED TO RESULT IN UNCERTAINTIES OF THOSE POSITIONS, THE UNRECOGNIZED TAX BENEFIT IS ESTIMATED BASED ON A "CUMULATIVE PROBABILITY ASSESSMENT" THAT AGGREGATES THE ESTIMATED TAX LIABILITY FOR ALL UNCERTAIN TAX POSITIONS. INTEREST AND PENALTIES ASSESSED, IF ANY, ARE ACCRUED AS INCOME TAX EXPENSE. THE SCHOOL HAS IDENTIFIED ITS TAX STATUS AS A TAX EXEMPT ENTITY AS ITS ONLY SIGNIFICANT TAX POSITION. HOWEVER, THE SCHOOL HAS DETERMINED THAT SUCH TAX POSITION DOES NOT RESULT IN AN UNCERTAINTY REQUIRING RECOGNITION. THE SCHOOL IS NOT CURRENTLY UNDER EXAMINATION BY ANY TAXING JURISDICTION. FEDERAL AND STATE INCOME TAX RETURNS ARE GENERALLY OPEN FOR THE THREE YEARS FOLLOWING THE DATE FILED.
PART XI, LINE 8 - OTHER ADJUSTMENTS		UNREALIZED GAIN ON INTEREST RATE SWAP CONTRACT 509,591
PART XII, LINE 2D - OTHER ADJUSTMENTS		UNREALIZED GAIN ON INTEREST RATE SWAP CONTRACT 509,591. FUNDRAISING EXPENSES 136,466
PART XII, LINE 4B - OTHER ADJUSTMENTS		FINANCIAL AID 6,029,089
PART XIII, LINE 2D - OTHER ADJUSTMENTS		FUNDRAISING EXPENSES 136,466
PART XIII, LINE 4B - OTHER ADJUSTMENTS		FINANCIAL AID 6,029,089

2010

Open to Public
Inspection**SCHEDULE E**
(Form 990 or 990-EZ)**Schools**

►Complete if the organization answered "Yes" to Form 990, Part IV, line 13,
or Form 990-EZ, Part VI, line 48.

► Attach to Form 990 or Form 990-EZ.

Department of the Treasury
Internal Revenue ServiceName of the organization
BUCKINGHAM BROWNE & NICHOLS SCHOOL

Employer identification number

04-2103751

Part I

- 1 Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?
- 2 Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?
- 3 Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves? If "Yes," please describe. If "No," please explain. If you need more space use Part II

	YES	NO
1	Yes	
2	Yes	
3	Yes	

- 4 Does the organization maintain the following?

- a Records indicating the racial composition of the student body, faculty, and administrative staff?
- b Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?
- c Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?
- d Copies of all material used by the organization or on its behalf to solicit contributions?

If you answered "No" to any of the above, please explain. If you need more space, use Part II

4a	Yes	
4b	Yes	
4c	Yes	
4d	Yes	

- 5 Does the organization discriminate by race in any way with respect to

- a Students' rights or privileges?
- b Admissions policies?
- c Employment of faculty or administrative staff?
- d Scholarships or other financial assistance?
- e Educational policies?
- f Use of facilities?
- g Athletic programs?

- h Other extracurricular activities?

If you answered "Yes" to any of the above, please explain. If you need more space, use Part II

5a	No	
5b	No	
5c	No	
5d	No	
5e	No	
5f	No	
5g	No	
5h	No	

- 6a Does the organization receive any financial aid or assistance from a governmental agency?

- b Has the organization's right to such aid ever been revoked or suspended?

If you answered "Yes" to either line 6a or line 6b, explain on Part II

- 7 Does the organization certify that it has complied with the applicable requirements of sections 401 through 405 of Rev. Proc. 75-50, 1975-2 C B 587, covering racial nondiscrimination? If "No," explain on Part II

6a	No	
6b	No	
7	Yes	

Part II Supplemental Information

Complete this part to provide the explanations required by Part I, lines 3, 4d, 5h, 6b, and 7, as applicable. Also complete this part to provide any other additional information (see instructions)

Identifier	Return Reference	Explanation
EXPLANATION OF NONDISCRIMINATORY POLICY PUBLICATION	SCHEDULE E, PART I, LINE 3	NOTICE OF RACIAL NON-DISCRIMINATION POLICY IS PUBLISHED ONLINE AT WWW.AISNE.ORG. IT IS ALSO PUBLISHED IN THE EMPLOYEE HANDBOOK, ON THE ORGANIZATION'S WEBSITE AND IN A FINANCIAL SUPPLEMENT WHICH IS PROVIDED TO ALL FAMILIES WHEN STUDENTS ENROLL

Department of the Treasury
Internal Revenue Service

Statement of Activities Outside the United States

- Complete if the organization answered "Yes" to Form 990, Part IV, line 14b, 15, or 16.
- Attach to Form 990. ► See separate instructions.

Employer identification number

04-2103751

Part I General I

BUCKINGHAM BROWNE & NICHOLS SCHOOL

Employer identification number

04-2103751

Part I General Information on Activities Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 14b.

1 For grantmakers. Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No

2 For grantmakers. Describe in Part V the organization's procedures for monitoring the use of grant funds outside the United States

3 Activities per Region (Use Part V if additional space is needed)

Part II Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Check this box if no one recipient received more than \$5,000 Use Part V if additional space is needed.

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter ► _____

3 Enter total number of other organizations or entities ► _____

Part III Grants and Other Assistance to Individuals Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 16. Use Part V if additional space is needed.

Part IV Foreign Forms

- 1 Was the organization a U S transferor of property to a foreign corporation during the tax year? If "Yes," the organization may be required to file Form 926 (see instructions for Form 926) Yes No
- 2 Did the organization have an interest in a foreign trust during the tax year? If "Yes," the organization may be required to file Form 3520 and/or Form 3520-A. (see instructions for Forms 3520 and 3520-A) Yes No
- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons with respect to Certain Foreign Corporations. (see instructions for Form 5471) Yes No
- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? If "Yes," the organization may be required to file Form 8621, Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund. (see instructions for Form 8621) Yes No
- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons with respect to Certain Foreign Partnerships. (see instructions for Form 8865) Yes No
- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? If "Yes," the organization may be required to file Form 5713, International Boycott Report (see instructions for Form 5713). Yes No

Part V Supplemental Information

Complete this part to provide the information (see instructions) required in Part I, line 2, and any additional information.

SCHEDULE G
(Form 990 or 990-EZ)

Supplemental Information Regarding Fundraising or Gaming Activities

OMB No 1545-0047

2010

Open to Public Inspection

**Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19,
or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.**

► **Attach to Form 990 or Form 990-EZ. ► See separate instructions.**

► Attach to Form 990 or Form 990-EZ. ► See separate instructions.

• [Return to Formulas of Formulas Help](#) • [See complete instructions](#)

Employer identification number

04-2103751

Name of the organization

BUCKINGHAM BROWNE & NICHOLS SCHOOL

Employer identification number

04-2103751

Part I Fundraising Activities. Complete if the organization answered "Yes" to Form 990, Part IV, line 17

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- a** Mail solicitations
 - b** Internet and e-mail solicitations
 - c** Phone solicitations
 - d** In-person solicitations
 - e** Solicitation of non-government grants
 - f** Solicitation of government grants
 - g** Special fundraising events

2a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services?

Yes No

b If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization. Form 990-EZ filers are not required to complete this table.

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
HARRIS CONNECT LLC 1400-A CROSSWAYS BOULEVARD CHESAPEAKE, VA 23320	CONSULTANT		No	0	39,562	0
Total			►		39,562	

3 List all states in which the organization is registered or licensed to solicit funds or has been notified it is exempt from registration or licensing

MA

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 on Form 990-EZ, line 6a. List events with gross receipts greater than \$5,000.

		(a) Event #1 CIRCUS (event type)	(b) Event #2 NIGHT OF KNIGHTS (event type)	(c) Other Events (total number)	(d) Total Events (Add col (a) through col (c))
Revenue	1 Gross receipts . . .	40,711	29,265		69,976
	2 Less Charitable contributions . . .				
	3 Gross income (line 1 minus line 2) . . .	40,711	29,265		69,976
Direct Expenses	4 Cash prizes . . .				
	5 Non-cash prizes . . .				
	6 Rent/facility costs . . .				
	7 Food and beverages . . .	713	82,539		83,252
	8 Entertainment . . .	6,379	23,244		29,623
	9 Other direct expenses . .	16,172	7,419		23,591
	10 Direct expense summary Add lines 4 through 9 in column (d)				136,466
	11 Net income summary Combine lines 3 and 10 in column (d)				-66,490

Part III Gaming. Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (Add col (a) through col (c))
Revenue	1 Gross revenue				
Direct Expenses	2 Cash prizes				
	3 Non-cash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	<input type="checkbox"/> Yes % <input type="checkbox"/> No	<input type="checkbox"/> Yes % <input type="checkbox"/> No	<input type="checkbox"/> Yes % <input type="checkbox"/> No	
	7 Direct expense summary Add lines 2 through 5 in column (d)				
	8 Net gaming income summary Combine lines 1 and 7 in column (d)				
	9 Enter the state(s) in which the organization operates gaming activities . . .				
	a Is the organization licensed to operate gaming activities in each of these states?				<input type="checkbox"/> Yes <input type="checkbox"/> No
	b If "No," Explain				
	10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?				<input type="checkbox"/> Yes <input type="checkbox"/> No
	b If "Yes," Explain				

- 11** Does the organization operate gaming activities with nonmembers? Yes No
- 12** Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? Yes No
- 13** Indicate the percentage of gaming activity operated in
- | | |
|------------|--|
| 13a | |
| 13b | |
- a** The organization's facility
- b** An outside facility
- 14** Provide the name and address of the person who prepares the organization's gaming/special events books and records

Name ►

Address ►

- 15a** Does the organization have a contract with a third party from whom the organization receives gaming revenue? Yes No
- b** If "Yes," enter the amount of gaming revenue received by the organization ► \$ _____ and the amount of gaming revenue retained by the third party ► \$ _____
- c** If "Yes," enter name and address

Name ►

Address ►

16 Gaming manager information

Name ►

Gaming manager compensation ► \$

Description of services provided ►

 Director/officer Employee Independent contractor**17** Mandatory distributions

- a** Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? Yes No
- b** Enter the amount of distributions required under state law distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ► \$

Part IV Complete this part to provide additional information for responses to question on Schedule G (see instructions.)

Identifier

ReturnReference

Explanation

**Schedule I
(Form 990)**

Grants and Other Assistance to Organizations, Governments and Individuals in the United States

Complete if the organization answered "Yes," to Form 990, Part IV, line 21 or 22

► Attach to Form 990

2010

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

Name of the organization

BUCKINGHAM BROWNE & NICHOLS SCHOOL

Employer identification number

04-2103751

Part I General Information on Grants and Assistance

- 1** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21 for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Part II can be duplicated if additional space is needed.  

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22.
Use Schedule I-1 (Form 990) if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
(1) FINANCIAL AID	237	6,029,089			FINANCIAL AID

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, and any other additional information.

Identifier	Return Reference	Explanation
PROCEDURE FOR MONITORING GRANTS IN THE U.S.	PART I, LINE 2	SCHEDULE I, PART I, LINE 2 SCHOLARSHIPS ARE APPLIED AGAINST TUITION CHARGED BY THE ORGANIZATION. FAMILIES SUBMIT THEIR FINANCIAL INFORMATION THROUGH THE PRINCETON SERVICE THAT CALCULATES THE AMOUNT THAT A FAMILY CAN AFFORD TO PAY FOR TUITION. THE SCHOOL PERIODICALLY CHECKS TAX RETURNS WITH THE IRS TO CONFIRM THAT THE DATA PROVIDED IS ACCURATE. THE SCHOOL FOLLOWS THE PRINCETON RECOMMENDATIONS AND APPLIES THE GRANT TO THE TUITION CHARGED.

Schedule J
(Form 990)**Compensation Information**

OMB No 1545-0047

2010Department of the Treasury
Internal Revenue Service

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees
► Complete if the organization answered "Yes" to Form 990, Part IV, question 23.
► Attach to Form 990. ► See separate instructions.

Open to Public Inspection**Name of the organization**

BUCKINGHAM BROWNE & NICHOLS SCHOOL

Employer identification number

04-2103751

Part I Questions Regarding Compensation

Yes No

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items

- | | |
|--|---|
| <input type="checkbox"/> First-class or charter travel | <input checked="" type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef) |

b If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all the expenses described above? If "No," complete Part III to explain

1b Yes

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

2 Yes

3 Indicate which, if any, of the following the organization uses to establish the compensation of the organization's CEO/Executive Director. Check all that apply

- | | |
|---|---|
| <input checked="" type="checkbox"/> Compensation committee | <input checked="" type="checkbox"/> Written employment contract |
| <input checked="" type="checkbox"/> Independent compensation consultant | <input checked="" type="checkbox"/> Compensation survey or study |
| <input type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization

4a No

a Receive a severance payment or change-of-control payment from the organization or a related organization?

4b Yes

b Participate in, or receive payment from, a supplemental nonqualified retirement plan?

4c No

c Participate in, or receive payment from, an equity-based compensation arrangement?

If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III

Only 501(c)(3) and 501(c)(4) organizations only must complete lines 5-9.

5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of

5a No

a The organization?

5b No

If "Yes," to line 5a or 5b, describe in Part III

6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of

6a No

a The organization?

6b No

If "Yes," to line 6a or 6b, describe in Part III

7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III

7 No

8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regs. section 53.4958-4(a)(3)? If "Yes," describe in Part III

8 No

9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

9

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) must equal the applicable column (D) or column (E) amounts on Form 990, Part VII, line 1a

(A) Name	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1) REBECCA T UPHAM	(i) 391,111 (ii) 0	500 0	3,193 0	89,196 0	43,227 0	527,227 0	0 0
(2) THOMPSON GREENLAW	(i) 215,555 (ii) 0	500 0	268 0	17,849 0	11,396 0	245,568 0	0 0
(3) SHERWOOD HASKINS	(i) 210,474 (ii) 0	500 0	9,161 0	17,307 0	11,396 0	248,838 0	0 0
(4) CHARLES RUOPP	(i) 160,482 (ii) 0	500 0	268 0	13,471 0	12,038 0	186,759 0	0 0
(5) SUSAN SCARBOROUGH	(i) 144,382 (ii) 0	500 0	268 0	12,126 0	11,396 0	168,672 0	0 0
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							
(13)							
(14)							
(15)							
(16)							

Part III Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 4c, 5a, 5b, 6a, 6b, 7, and 8. Also complete this part for any additional information

Identifier	Return Reference	Explanation
	PART I, LINE 1A	THE HEAD OF SCHOOL LIVES IN A SCHOOL OWNED PERSONAL RESIDENCE THIS IS FOR THE CONVENIENCE OF THE SCHOOL USE OF THE HOUSE HAS AN IMPUTED VALUE OF \$36,000
	PART I, LINE 4B	PART I, LINE 4B REBECCA T UPHAM PARTICIPATES IN A SUPPLEMENTAL, NON-QUALIFIED RETIREMENT PLAN CONTRIBUTIONS TO THE PLAN DURING THE YEAR TOTALD \$65,596

**Schedule K
(Form 990)****2010****Open to Public
Inspection****Supplemental Information on Tax Exempt Bonds**

► Complete if the organization answered "Yes" to Form 990, Part IV, line 24a. Provide descriptions, explanations, and any additional information in Schedule O (Form 990).
 ► Attach to Form 990. ► See separate instructions.

Department of the Treasury
Internal Revenue ServiceName of the organization
BUCKINGHAM BROWNE & NICHOLS SCHOOLEmployer identification number
04-2103751**Part I Bond Issues**

(a) Issuer Name	(b) Issuer EIN	(c) CUSIP #	(d) Date Issued	(e) Issue Price	(f) Description of Purpose	(g) Defeased		(h) On Behalf of Issuer		(i) Pool financing	
						Yes	No	Yes	No	Yes	No
A MASS DEVELOPMENT FINANCE AGENCY	04-3431814	57583RGR0	09-25-2006	25,000,000	REFUND PRIOR BOND ISSUE	X			X		X

Part II Proceeds

1	Amount of bonds retired	A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
2	Amount of bonds legally defeased								
3	Total proceeds of issue		25,000,000						
4	Gross proceeds in reserve funds								
5	Capitalized interest from proceeds								
6	Proceeds in refunding escrow		13,955,733						
7	Issuance costs from proceeds			323,750					
8	Credit enhancement from proceeds			44,238					
9	Working capital expenditures from proceeds								
10	Capital expenditures from proceeds		10,676,249						
11	Other spent proceeds								
12	Other unspent proceeds								
13	Year of substantial completion		2009						
14	Were the bonds issued as part of a current refunding issue?	Yes	No	Yes	No	Yes	No	Yes	No
15	Were the bonds issued as part of an advance refunding issue?			X					
16	Has the final allocation of proceeds been made?	X							
17	Does the organization maintain adequate books and records to support the final allocation of proceeds?	X							

Part III Private Business Use

1	Was the organization a partner in a partnership, or a member of an LLC, which owned property financed by tax-exempt bonds?	A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
			X						
2	Are there any lease arrangements that may result in private business use of bond-financed property?		X						

Part III Private Business Use (Continued)

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
		X						
3a Are there any management or service contracts that may result in private business use?		X						
b Are there any research agreements that may result in private business use of bond-financed property?		X						
c Does the organization routinely engage bond counsel or other outside counsel to review any management or service contracts or research agreements relating to the financed property?								
4 Enter the percentage of financed property used in a private business use by entities other than a section 501(c)(3) organization or a state or local government ►	0 %							
5 Enter the percentage of financed property used in a private business use as a result of unrelated trade or business activity carried on by your organization, another section 501(c)(3) organization, or a state or local government ►	0 %							
6 Total of lines 4 and 5	0 %							
7 Has the organization adopted management practices and procedures to ensure the post-issuance compliance of its tax-exempt bond liabilities?	X							

Part IV Arbitrage

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
		X						
1 Has a Form 8038-T, Arbitrage Rebate, Yield Reduction and Penalty in Lieu of Arbitrage Rebate, been filed with respect to the bond issue?		X						
2 Is the bond issue a variable rate issue?	X							
3a Has the organization or the governmental issuer entered into a hedge with respect to the bond issue?		X						
b Name of provider	BANK OF NEW YORK							
c Term of hedge	30 000000000000							
d Was the hedge superintegrated?								
e Was a hedge terminated?								
4a Were gross proceeds invested in a GIC?		X						
b Name of provider	NA							
c Term of GIC								
d Was the regulatory safe harbor for establishing the fair market value of the GIC satisfied?								
5 Were any gross proceeds invested beyond an available temporary period?		X						
6 Did the bond issue qualify for an exception to rebate?		X						

Part V Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule K (see instructions)

Identifier	Return Reference	Explanation

SCHEDULE M
(Form 990)

NonCash Contributions

OMB No 1545-0047

2010

Open to Public
InspectionDepartment of the Treasury
Internal Revenue Service►Complete if the organization answered "Yes" on Form
990, Part IV, lines 29 or 30.
► Attach to Form 990.Name of the organization
BUCKINGHAM BROWNE & NICHOLS SCHOOL

Employer identification number

04-2103751

Part I Types of Property

	(a) Check if applicable	(b) Number of Contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining oncash contribution amounts
1 Art—Works of art . . .				
2 Art—Historical treasures				
3 Art—Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles .				
7 Boats and planes . . .				
8 Intellectual property . .				
9 Securities—Publicly traded	X	27	514,840	
10 Securities—Closely held stock				
11 Securities—Partnership, LLC, or trust interests .				
12 Securities—Miscellaneous				
13 Qualified conservation contribution—Historic structures				
14 Qualified conservation contribution—Other . .				
15 Real estate—Residential .				
16 Real estate—Commercial				
17 Real estate—Other . .				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts . .				
23 Scientific specimens . .				
24 Archeological artifacts .				
25 Other ►(_____)				
26 Other ►(_____)				
27 Other ►(_____)				
28 Other ►(_____)				
29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement . .		29		0

Yes No

30a No

31 No

32a No

- 30a During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?
- b If "Yes," describe the arrangement in Part II
- 31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?
- 32a Does the organization hire or use third parties or related organizations to solicit, process, or sell non-cash contributions?
- b If "Yes," describe in Part II
- 33 If the organization did not report revenues in column (c) for a type of property for which column (a) is checked, describe in Part II

Part II

Supplemental Information. Complete this part to provide the information required by Part I, lines 30b, 32b, and 33. Also complete this part for any additional information.

Identifier	Return Reference	Explanation
------------	------------------	-------------

SCHEDULE O
(Form 990 or 990-EZ)**Supplemental Information to Form 990 or 990-EZ****2010****Open to Public
Inspection**Department of the Treasury
Internal Revenue Service**Complete to provide information for responses to specific questions on
Form 990 or to provide any additional information.
► Attach to Form 990 or 990-EZ.****Name of the organization**

BUCKINGHAM BROWNE & NICHOLS SCHOOL

Employer identification number

04-2103751

Identifier	Return Reference	Explanation
DESCRIPTION OF ORGANIZATION MISSION	FORM 990, PART I, LINE 1	BB&N, A COEDUCATIONAL DAY SCHOOL IN CAMBRIDGE, MASSACHUSETTS, WAS ESTABLISHED IN 1974 BY THE MERGER OF TWO INDEPENDENT SCHOOLS, THE BUCKINGHAM SCHOOL AND THE BROWNE & NICHOLS SCHOOL, FOUNDED RESPECTIVELY IN 1889 AND 1883. LOCATED ON MULTIPLE CAMPUSES, WE WORK AS ONE SCHOOL IN PURSUIT OF EXCELLENCE. WE CELEBRATE THE DIVERSITY OF OUR COMMUNITY WHICH ENRICHES OUR DAILY EXPERIENCE. AT BB&N, WE FOSTER INTELLECTUAL CURIOSITY, CRITICAL THINKING AND A DEEP CONCERN AND RESPECT FOR OTHERS. OUR EDUCATIONAL PROGRAM, COORDINATED FROM BEGINNERS THROUGH GRADE TWELVE, PROVIDES A RIGOROUS CORE CURRICULUM, TAUGHT IN FLEXIBLE AND INNOVATIVE WAYS. STUDENTS ACQUIRE THE SKILLS AND DISCIPLINE NECESSARY FOR ACADEMIC ACCOMPLISHMENT AND LEARN TO REFLECT, TAKE RISKS AND TO DISCOVER. THE CURRICULUM IS STRENGTHENED BY OUR COMMITMENT TO A COMPREHENSIVE PROGRAM IN THE ARTS AND ATHLETICS. IN ALL OF OUR EXPERIENCES, BOTH THOSE WITHIN THE SCHOOL AND THOSE WHICH USE OUR URBAN LOCATION, WE ENCOURAGE SELF-RELIANCE, KNOWLEDGE OF ONESELF, AND A CAPACITY FOR LEADERSHIP. THE CONNECTIONS BETWEEN OUR FACULTY AND STUDENTS ARE AT THE HEART OF OUR SCHOOL. WE ASK MEMBERS OF OUR COMMUNITY TO BE ENGAGED LEARNERS, COMPASSIONATE INDIVIDUALS, AND PRODUCTIVE CITIZENS WHO LIVE OUR SCHOOL'S MOTTO "HONOR, SCHOLARSHIP, AND KINDNESS."

Identifier	Return Reference	Explanation
DESCRIPTION OF ORGANIZATION MISSION	FORM 990, PART III, LINE 1	<p>BB&N, A COEDUCATIONAL DAY SCHOOL IN CAMBRIDGE, MASSACHUSETTS, WAS ESTABLISHED IN 1974 BY THE MERGER OF TWO INDEPENDENT SCHOOLS, THE BUCKINGHAM SCHOOL AND THE BROWNE & NICHOLS SCHOOL, FOUNDED RESPECTIVELY IN 1889 AND 1883 LOCATED ON MULTIPLE CAMPUSES, WE WORK AS ONE SCHOOL IN PURSUIT OF EXCELLENCE WE CELEBRATE THE DIVERSITY OF OUR COMMUNITY WHICH ENRICHES OUR DAILY EXPERIENCE AT BB&N, WE FOSTER INTELLECTUAL CURIOSITY, CRITICAL THINKING AND A DEEP CONCERN AND RESPECT FOR OTHERS OUR EDUCATIONAL PROGRAM, COORDINATED FROM BEGINNERS THROUGH GRADE TWELVE, PROVIDES A RIGOROUS CORE CURRICULUM, TAUGHT IN FLEXIBLE AND INNOVATIVE WAYS STUDENTS ACQUIRE THE SKILLS AND DISCIPLINE NECESSARY FOR ACADEMIC ACCOMPLISHMENT AND LEARN TO REFLECT, TAKE RISKS AND TO DISCOVER THE CURRICULUM IS STRENGTHENED BY OUR COMMITMENT TO A COMPREHENSIVE PROGRAM IN THE ARTS AND ATHLETICS IN ALL OF OUR EXPERIENCES, BOTH THOSE WITHIN THE SCHOOL AND THOSE WHICH USE OUR URBAN LOCATION, WE ENCOURAGE SELF-RELIANCE, KNOWLEDGE OF ONESELF, AND A CAPACITY FOR LEADERSHIP THE CONNECTIONS BETWEEN OUR FACULTY AND STUDENTS ARE AT THE HEART OF OUR SCHOOL WE ASK MEMBERS OF OUR COMMUNITY TO BE ENGAGED LEARNERS, COMPASSIONATE INDIVIDUALS, AND PRODUCTIVE CITIZENS WHO LIVE OUR SCHOOL'S MOTTO "HONOR, SCHOLARSHIP, AND KINDNESS "</p>

Identifier	Return Reference	Explanation
FORM 990, PART VI, SECTION B, LINE 11		THE AUDIT COMMITTEE REVIEWS THE FULL FORM 990 AND THEN RECOMMENDS APPROVAL TO THE FULL BOARD OF TRUSTEES. THE FULL BOARD OF TRUSTEES HAS ACCESS TO THE COMPLETE FORM 990 WITH THE EXCEPTION OF A REDACTED VERSION OF SCHEDULE B. THE NAMES OF THOSE DONORS WHO WISH TO REMAIN ANONYMOUS HAVE BEEN REDACTED FROM SCHEDULE B.

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION B, LINE 12C	ALL OFFICERS, DIRECTORS AND KEY EMPLOYEES ARE REQUIRED TO SIGN A CONFLICT OF INTEREST FORM ANNUALLY. THE FORMS ARE REVIEWED BY THE GOVERNANCE COMMITTEE OF THE BOARD OF TRUSTEES AND THEY DETERMINE IF A POTENTIAL CONFLICT EXISTS. IF A POTENTIAL CONFLICT IS FOUND TO EXIST, THAT INDIVIDUAL IS BARRED FROM PARTICIPATING IN ANY DELIBERATIONS OR DECISIONS REGARDING THE CONFLICTING MATTER. REVIEW OF THE CONFLICT OF INTEREST POLICY IS DONE DURING TRUSTEE ORIENTATION EACH YEAR.

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION B, LINE 15A	<p>REASONABLE COMPENSATION IT IS THE POLICY OF BUCKINGHAM BROWNE AND NICHOLS SCHOOL ("THE SCHOOL") TO PAY NO MORE THAN REASONABLE COMPENSATION FOR PERSONAL SERVICES RENDERED TO THE SCHOOL BY OFFICERS AND EMPLOYEES THE TRUSTEES OF THE SCHOOL SHALL NOT RECEIVE COMPENSATION FOR FULFILLING THEIR DUTIES AS TRUSTEES, ALTHOUGH TRUSTEES MAY BE REIMBURSED FOR ACTUAL OUT-OF-POCKET EXPENSES WHICH THEY INCUR IN ORDER TO FULFILL THIER DUTIES AS TRUSTEES EXPENSES OF SPOUSES WILL NOT BE REIMBURSED BY THE SCHOOL UNLESS THE EXPENSES ARE NECESSARY TO ACHIEVE A SCHOOL PURPOSE APPROVAL OF COMPENSATION THE BOARD OF TRUSTEES MUST APPROVE IN ADVANCE THE AMOUNT OF ALL COMPENSATION FOR THE OFFICERS OF THE SCHOOL BEFORE APPROVING THE COMPENSATION OF AN OFFICER, THE BOARD SHALL DETERMINE THAT THE TOTAL COMPENSATION TO BE PROVIDED BY THE SCHOOL TO THE OFFICER IS REASONABLE IN AMOUNT IN LIGHT OF THE POSITION, RESPONSIBILITY AND QUALIFICATION OF THE OFFICER FOR THE POSITION HELD, INCLUDING THE RESULT OF AN EVALUATION OF THE OFFICER'S PRIOR PERFORMANCE FOR THE SCHOOL, IF APPLICABLE IN MAKING THE DETERMINATION, THE BOARD SHALL CONSIDER TOTAL COMPENSATION TO INCLUDE THE SALARY AND THE VALUE OF ALL BENEFITS PROVIDED BY THE SCHOOL TO THE INDIVIDUAL IN PAYMENT FOR SERVICES AT THE TIME OF THE DISCUSSION AND DECISION CONCERNING AN OFFICER'S COMPENSATION, THE OFFICER SHOULD NOT BE PRESENT AT THE MEETING THE BOARD SHALL OBTAIN AND CONSIDER APPROPRIATE DATA CONCERNING COMPARABLE COMPENSATION PAID TO SIMILAR OFFICER'S IN LIKE CIRCUMSTANCES THE BOARD SHALL SET FORTH THE BASIS FOR ITS DECISIONS WITH RESPECT TO COMPENSATION IN THE MINUTES OF THE MEETING AT WHICH THE DECISIONS ARE MADE, INCLUDING THE CONCLUSIONS OF THE EVALUATION AND THE BASIS FOR DETERMINING THAT THE INDIVIDUAL'S COMPENSATION WAS REASONABLE IN LIGHT OF THE EVALUATION AND THE COMPARABILITY DATA COMPENSATION FOR OTHER KEY EMPLOYEES IS DETERMINED BY THE HEAD OF SCHOOL</p>

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION C, LINE 18	AUDITED FINANCIAL STATEMENTS AND THE FORM 990 ARE AVAILABLE FROM THE MASSACHUSETTS ATTORNEY GENERAL'S WEBSITE AT HTTP //WWW CHARITIES AGO STATE MA US/ FORM 1023 AND 990-T ARE AVAILABLE UPON REQUEST IN ADDITION, VARIOUS ORGANIZATIONAL DOCUMENTS ARE AVAILABLE ON THE MASSACHUSETTS SECRETARY OF STATE WEBSITE HTTP //CORP SEC STATE MA US/CORP/CORPSEARCH/CORPSEARCHINPUT ASP

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION C, LINE 19	THE ORGANIZATION'S GOVERNING DOCUMENTS AND CONFLICT OF INTEREST POLICY ARE AVAILABLE UPON REQUEST. AUDITED FINANCIAL STATEMENTS AND THE FORM 990 ARE AVAILABLE FROM THE MASSACHUSETTS ATTORNEY GENERAL'S WEBSITE AND WWW.GUIDESTAR.ORG

Identifier	Return Reference	Explanation
HAS THE ORGAN PROVIDED A COMPLETE COPY OF FORM 990 TO ALL MEMBERS OF BOD?	FORM 990, PAGE 6, PART VI, SECTION B - POLICIES LINE 11A/B	THE AUDIT COMMITTEE REVIEWS THE FULL FORM 990 AND THEN RECOMMENDS APPROVAL TO THE FULL BOARD OF TRUSTEES. THE FULL BOARD OF TRUSTEES HAS ACCESS TO THE COMPLETE FORM 990 WITH THE EXCEPTION OF A REDACTED VERSION OF SCHEDULE B. THE NAMES OF THOSE DONORS WHO WISH TO REMAIN ANONYMOUS HAVE BEEN REDACTED FROM SCHEDULE B.

Identifier	Return Reference	Explanation
CHANGES IN NET ASSETS OR FUND BALANCES	FORM 990, PART XI, LINE 5	NET UNREALIZED GAINS ON INVESTMENTS 6,159,126 UNREALIZED GAIN ON INTEREST RATE SWAP CONTRACT 509,591 TOTAL TO FORM 990, PART XI, LINE 5 6,668,717

Identifier	Return Reference	Explanation
DOES ORGANIZATION HAVE A COMMITTEE THAT ASSUMES OVERSIGHT OF AUDIT?	FORM 990, PAGE 12, PART XII, LINE 2C	THERE HAVE BEEN NO CHANGES IN THE COMMITTEE'S RESPONSIBILITY FOR THE OVERSIGHT OF THE AUDIT