



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



Return of Private Foundation

2010

Department of the Treasury
Internal Revenue Serviceor Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

For calendar year 2010, or tax year beginning JUL 1, 2010, and ending JUN 30, 2011

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

Name of foundation THE CARTER FAMILY CHARITABLE TRUST		A Employer identification number 05-6093256
Number and street (or P.O. box number if mail is not delivered to street address) PO BOX 41119	Room/suite	B Telephone number 401-274-6322
City or town, state, and ZIP code PROVIDENCE, RI 02940		C If exemption application is pending, check here ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 5,721,396. (Part I, column (d) must be on cash basis.)	J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		0.		N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		2,664.	2,664.		STATEMENT 1
4 Dividends and interest from securities		209,162.	209,162.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-18,073.			
b Gross sales price for all assets on line 6a		2,622,000.			
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		193,753.	211,826.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		7,000.	7,000.		0.
c Other professional fees					
17 Interest					
18 Taxes		2,760.	2,760.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		19.	19.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		9,779.	9,779.		0.
25 Contributions, gifts, grants paid		1,472,382.			1,472,382.
26 Total expenses and disbursements. Add lines 24 and 25		1,482,161.	9,779.		1,472,382.
27 Subtract line 26 from line 12		-1,288,408.			
a Excess of revenue over expenses and disbursements			202,047.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

Beginning of year

End of year

(a) Book Value

(b) Book Value

(c) Fair Market Value

Assets

1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	820,380.	704,858.	704,858.
3	Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons			
7	Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments - U S and state government obligations STMT 7	5,832,757.	4,595,847.	4,595,847.
b	Investments - corporate stock STMT 8	250,423.	360,840.	360,840.
c	Investments - corporate bonds			
11	Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
12	Investments - mortgage loans			
13	Investments - other			
14	Land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
15	Other assets (describe ▶ STATEMENT 9)	77,134.	59,851.	59,851.
16	Total assets (to be completed by all filers)	6,980,694.	5,721,396.	5,721,396.

Liabilities

17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable			
22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	0.	0.	

Net Assets or Fund Balances

	Foundations that follow SFAS 117, check here ▶ ☒			
	and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted	6,980,694.	5,721,396.	
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐			
	and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances	6,980,694.	5,721,396.	
31	Total liabilities and net assets/fund balances	6,980,694.	5,721,396.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	6,980,694.
2	Enter amount from Part I, line 27a	2	-1,288,408.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	29,110.
4	Add lines 1, 2, and 3	4	5,721,396.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,721,396.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a REDEMPTION OF BONDS		P	07/15/09	07/11/10
b REDEMPTION OF BONDS		P	09/22/09	09/03/10
c REDEMPTION OF BONDS		P	09/22/09	10/15/10
d REDEMPTION OF BONDS		P	10/21/09	11/09/10
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 500,000.		504,113.	-4,113.
b 622,000.		631,122.	-9,122.
c 1,000,000.		1,000,000.	0.
d 500,000.		504,838.	-4,838.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-4,113.
b			-9,122.
c			0.
d			-4,838.
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-18,073.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

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

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	2,675,661.	6,682,134.	.400420
2008	2,015,828.	7,453,843.	.270441
2007	2,771,929.	9,294,012.	.298249
2006	3,646,559.	10,658,365.	.342131
2005	2,980,329.	12,477,479.	.238857

2 Total of line 1, column (d)	2	1.550098
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.310020
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	6,106,309.
5 Multiply line 4 by line 3	5	1,893,078.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,020.
7 Add lines 5 and 6	7	1,895,098.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	1,472,382.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	4,041.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	4,041.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	4,041.
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	2,760.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,760.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,281.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2011 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 0. (2) On foundation managers ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ RI		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Form 990-PF (2010)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► JOHN S. CARTER Located at ► 137 GROTTO AVENUE, PROVIDENCE, RI	Telephone no ► 401-274-6322 ZIP+4 ► 02906		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? ☐ Yes ☒ No	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

Form 990-PF (2010)

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870.

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOHN S. CARTER	TRUSTEE			
137 GROTTA AVENUE				
PROVIDENCE, RI 02906	5.00	0.	0.	0.
LETITIA M. CARTER	TRUSTEE			
137 GROTTA AVENUE				
PROVIDENCE, RI 02906	5.00	0.	0.	0.

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

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

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

0

Form 990-PF (2010)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	4,499,138.
b	Average of monthly cash balances	1b	1,700,160.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	6,199,298.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	6,199,298.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	92,989.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,106,309.
6	Minimum investment return. Enter 5% of line 5	6	305,315.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	305,315.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	4,041.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	4,041.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	301,274.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	301,274.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	301,274.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,472,382.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,472,382.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,472,382.

Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Form 990-PF (2010)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				301,274.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005	2,367,447.			
b From 2006	3,123,763.			
c From 2007	2,315,420.			
d From 2008	1,647,836.			
e From 2009	2,347,048.			
f Total of lines 3a through e	11,801,514.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 1,472,382.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				301,274.
e Remaining amount distributed out of corpus	1,171,108.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	12,972,622.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	2,367,447.			
9 Excess distributions carryover to 2011 Subtract lines 7 and 8 from line 6a	10,605,175.			
10 Analysis of line 9				
a Excess from 2006	3,123,763.			
b Excess from 2007	2,315,420.			
c Excess from 2008	1,647,836.			
d Excess from 2009	2,347,048.			
e Excess from 2010	1,171,108.			

Part XVII

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | Yes | No |
|----------|--|--------------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date _____

TRUSTEE

Title

Print/Type preparer's name

F. NEIL DOHERTY,
CPA/PFS

Preparer's signature

F. NEIL DOHERTY,

Date _____

10/14/11

Check ☐ self-employed

PTIN

**Paid
Preparer
Use Only**

Firm's name ▶ ROBERT, FINNEGAN & LYNAN, PC

Firm's EIN ▶

Firm's address ► 137 SOUTH STREET
BOSTON, MA 02111

Phone no (617) 426-4900

Form **990-PF** (2010)

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

SOURCE	AMOUNT
UBS FINANCIAL SERVICES	2,664.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	2,664.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CORPORATE BONDS	200,321.	0.	200,321.
EQUITY RESIDENTIAL	8,841.	0.	8,841.
TOTAL TO FM 990-PF, PART I, LN 4	209,162.	0.	209,162.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	7,000.	7,000.		0.
TO FORM 990-PF, PG 1, LN 16B	7,000.	7,000.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL INCOME TAX	2,760.	2,760.		0.
TO FORM 990-PF, PG 1, LN 18	2,760.	2,760.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT FEES	19.	19.			0.
TO FORM 990-PF, PG 1, LN 23	19.	19.			0.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
DESCRIPTION		AMOUNT	
APPRECIATION IN FAIR VALUE OF INVESTMENTS		29,110.	
TOTAL TO FORM 990-PF, PART III, LINE 3		29,110.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	7
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
US GOVERNMENT OBLIGATIONS	X		4,595,847.	4,595,847.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			4,595,847.	4,595,847.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			4,595,847.	4,595,847.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK		360,840.	360,840.
TOTAL TO FORM 990-PF, PART II, LINE 10B		360,840.	360,840.

FORM 990-PF	OTHER ASSETS	STATEMENT	9
-------------	--------------	-----------	---

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INTEREST RECEIVABLE	77,134.	59,851.	59,851.
TO FORM 990-PF, PART II, LINE 15	77,134.	59,851.	59,851.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	10
-------------	--	-----------	----

NAME OF MANAGER

JOHN S. CARTER
LETITIA M. CARTER

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 11

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AUREA, INC. 43 ARLINGTON STREET PAWTUCKET, RI 02860	NONE GENERAL OPERATIONS	PUBLIC	10,000.
BLACKSTONE ACADEMY 334 PLEASANT STREET PAWTUCKET, RI 02860	NONE GENERAL OPERATIONS	PUBLIC	10,000.
CITIZENS SCHOLARSHIP FOUNDATION OF EAST PROVIDENCE, INC. PO BOX 154438 RIVERSIDE, RI 02915	NONE SCHOLARSHIPS	PUBLIC	40,000.
COGGESHALL FARM MUSEUM PO BOX 562 BRISTOL, RI 02809	NONE 2011 SALARIES	PUBLIC	25,000.
COLLEGE VISIONS 115 EMPIRE STREET PROVIDENCE, RI 02903	NONE GENERAL OPERATIONS	PUBLIC	20,000.
COMMUNITY MUSICWORKS 1392 WESTMINSTER STREET PROVIDENCE, RI 02909	NONE GENERAL OPERATIONS/CHALLENGE GRANT	PUBLIC	60,000.
COMMUNITY PREPARATORY SCHOOL 126 SOMERSET STREET PROVIDENCE, RI 029071041	NONE SCHOLARSHIPS	PUBLIC	76,800.
COMMUNITY PREPARATORY SCHOOL 126 SOMERSET STREET PROVIDENCE, RI 029071041	NONE GENERAL OPERATIONS	PUBLIC	70,000.

THE CARTER FAMILY CHARITABLE TRUST

05-6093256

CONSERVATION LAW FOUNDATION 55 DORRANCE STREET PROVIDENCE, RI 02903	NONE GENERAL OPERATIONS	PUBLIC	20,000.
DORCAS PLACE 220 ELMWOOD AVENUE PROVIDENCE, RI 02907	NONE GENERAL OPERATIONS	PUBLIC	10,000.
FESTIVAL BALLET PROVIDENCE 825 HOPE STREET PROVIDENCE, RI 02906	NONE GENERAL OPERATIONS	PUBLIC	36,057.
FIRST WORKS 270 WESTMINSTER STREET PROVIDENCE, RI 02903	NONE GENERAL OPERATIONS	PUBLIC	35,000.
GAMM THEATRE 172 EXCHANGE STREET PAWTUCKET, RI 02860	NONE CHALLENGE GRANT	PUBLIC	10,000.
GROW SMART RI 235 PROMENADE STREET PROVIDENCE, RI 02908	NONE GENERAL OPERATIONS	PUBLIC	7,500.
HEIFER INTERNATIONAL 1 WORLD AVENUE LITTLE ROCK, AR 72202	NONE GENERAL OPERATIONS	PUBLIC	5,000.
INSPIRING MINDS 905 WESTMINSTER STREET PROVIDENCE, RI 02903	NONE CHALLENGE GRANT	PUBLIC	20,000.
LAHEY CLINIC 41 MALL ROAD BURLINGTON, MA 01805	NONE GENERAL OPERATIONS	PUBLIC	50,000.
LITTLE COMPTON COMMUNITY CENTER PO BOX 926 LITTLE COMPTON, RI 02837	NONE GENERAL OPERATIONS	PUBLIC	30,000.

THE CARTER FAMILY CHARITABLE TRUST

05-6093256

LITTLE COMPTON HISTORICAL SOCIETY 548 WEST MAIN ROAD LITTLE COMPTON, RI 02837	NONE GENERAL OPERATIONS	PUBLIC	7,000.
MEETING STREET 1000 EDDY STREET PROVIDENCE, RI 02905	NONE SCHOLARSHIPS	PUBLIC	56,700.
MEMORIAL HOSPITAL OF RI 111 BREWSTER STREET PAWTUCKET, RI 02860	NONE GENERAL OPERATIONS	PUBLIC	25,000.
MUSIC ON THE HILL PO BOX 633 EAST GREENWICH, RI 02818	NONE GENERAL OPERATIONS	PUBLIC	4,500.
NEWPORT MUSIC FESTIVAL PO BOX 3300 NEWPORT, RI 02840	NONE GENERAL OPERATIONS	PUBLIC	5,000.
PAUL CUFFEE SCHOOL 459 PROMENADE STREET PROVIDENCE, RI 02908	NONE GENERAL OPERATIONS	PUBLIC	50,000.
PROVIDENCE COMMUNITY LIBRARY PO BOX 9267 PROVIDENCE, RI 02940	NONE CHALLENGE GRANT	PUBLIC	15,000.
PROVIDENCE SINGERS 667 WATERMAN AVENUE E PROVIDENCE, RI 02914	NONE GENERAL OPERATIONS	PUBLIC	25,000.
PROVIDENCE SUMMERBRIDGE 216 HOPE STREET PROVIDENCE, RI 02906	NONE GENERAL OPERATIONS	PUBLIC	40,000.
RHODE ISLAND BLACK STORYTELLERS PO BOX 25323 PROVIDENCE, RI 02905	NONE GENERAL OPERATIONS	PUBLIC	15,000.

THE CARTER FAMILY CHARITABLE TRUST

05-6093256

RHODE ISLAND FIDDLE PROJECT 1392 WESTMINSTER STREET PROVIDENCE, RI 02909	NONE GENERAL OPERATIONS	PUBLIC	5,250.
RHODE ISLAND PHILHARMONIC ORCHESTRA & MUSIC SCHOOL 667 WATERMAN AVENUE E PROVIDENCE, RI 02914	NONE SCHOLARSHIPS	PUBLIC	25,000.
RHODE ISLAND PHILHARMONIC ORCHESTRA 667 WATERMAN AVENUE E PROVIDENCE, RI 02914	NONE GENERAL OPERATIONS/CHALLENGE GRANT	PUBLIC	29,075.
RI COMMUNITY FOOD BANK 200 NIANITIC AVENUE PROVIDENCE, RI 02907	NONE GENERAL OPERATIONS/CHALLENGE GRANT	PUBLIC	35,000.
RHODE ISLAND COMMUNITY ORCHESTRA 667 WATERMAN AVENUE E PROVIDENCE, RI 02914	NONE GENERAL OPERATIONS	PUBLIC	3,000.
RISE 143 PRAIRIE AVENUE E PROVIDENCE, RI 02905	NONE SCHOLARSHIPS	PUBLIC	10,500.
RIVERZEDGE ARTS PROJECT 68 S. MAIN STREET WOONSOCKET, RI 02895	NONE GENERAL OPERATIONS	PUBLIC	20,000.
SOPHIA ACADEMY 979 BRANCH AVENUE PROVIDENCE, RI 02904	NONE SCHOLARSHIPS	PUBLIC	50,000.
ST. ANDREW'S SCHOOL 63 FEDERAL ROAD BARRINGTON, RI 02806	NONE SCHOLARSHIPS	PUBLIC	25,000.
UNITED WAY OF RHODE ISLAND 50 VALLEY STREET PROVIDENCE, RI 02909	NONE GENERAL OPERATIONS	PUBLIC	150,000.

THE CARTER FAMILY CHARITABLE TRUST

05-6093256

VETERANS MEMORIAL AUDITORIUM FOUNDATION 83 PARK STREET PROVIDENCE, RI 02903	NONE GENERAL OPERATIONS	PUBLIC	10,000.
WATERFIRE PROVIDENCE 101 REGENT AVENUE PROVIDENCE, RI 02908	NONE GENERAL OPERATIONS	PUBLIC	15,000.
COMMUNITY MUSICWORKS 1392 WESTMINSTER STREET PROVIDENCE, RI 02909	NONE FELLOWSHIP	PUBLIC	15,000.
COMMUNITY BOATING CENTER PO BOX 5849 PROVIDENCE, RI 02903	NONE GENERAL OPERATIONS	PUBLIC	5,000.
CITY YEAR RHODE ISLAND 77 EDDY STREET PROVIDENCE, RI 02903	NONE GENERAL OPERATIONS	PUBLIC	25,000.
LATINO PUBLIC RADIO 1246 CRANSTON STREET CRANSTON, RI 02920	NONE GENERAL OPERATIONS	PUBLIC	12,500.
MIXED MAGIC THEATRE 1005 MAIN STREET UNIT 115 PAWTUCKET, RI 02860	NONE GENERAL OPERATIONS	PUBLIC	7,500.
PROVIDENCE PERFORMING ARTS CENTER 220 WEYBOSSET STREET PROVIDENCE, RI 02903	NONE GENERAL OPERATIONS	PUBLIC	35,000.
RHODE ISLAND BRAIN SPINE TUMOR FOUNDATION 118 DUDLEY STREET PROVIDENCE, RI 02905	NONE GENERAL OPERATIONS	PUBLIC	5,000.
RI COLLEGE 600 MT. PLEASANT AVENUE PROVIDENCE, RI 02908	NONE GENERAL OPERATIONS	PUBLIC	6,000.

THE CARTER FAMILY CHARITABLE TRUST

05-6093256

TRINITY RESTORATION INC 393 BROAD STREET SUITE 203 PROVIDENCE, RI 02907	NONE GENERAL OPERATIONS	PUBLIC	70,000.
TEATRO ECAS 199 CALLA STREET PROVIDENCE, RI 02905	NONE GENERAL OPERATIONS	PUBLIC	10,000.
THE TSETSE GALLERY 51 EMPIRE STREET PROVIDENCE, RI 02903	NONE GENERAL OPERATIONS	PUBLIC	25,000.
THE NATURE CONSERVANCY OF RI 159 WATERMAN STREET PROVIDENCE, RI 02906	NONE GENERAL OPERATIONS/CHALLENGE GRANT	PUBLIC	100,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			1,472,382.