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

OMB No 1545-0052

2010

Department of the Treasury  
Internal Revenue Service

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 10/01, 2010, and ending 9/30, 2011

G Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return  
☐ Amended return ☒ Address change ☐ Name changeTHE FOXBORO FOUNDATION, INC.  
C/O ELIZABETH SMITH 33 FOXBORO RD  
ESSEX, CT 06426

A Employer identification number

20-2031747

B Telephone number (see the instructions)

(860) 767-7119

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐H Check type of organization ☒ Section 501(c)(3) exempt private foundation  
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, column (c), line 16) ☐ Accounting method ☒ Cash ☐ Accrual  
☐ Other (specify) \_\_\_\_\_

J \$ 733,344. (Part I, column (d) must be on cash basis.)

## 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) (see the instructions).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

REVENUE	1	Contributions, gifts, grants, etc., received (att sch)				
	2	Ch <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3	Interest on savings and temporary cash investments			N/A	
	4	Dividends and interest from securities	17,840.	17,840.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain/(loss) from sale of assets not on line 10	128,154.			
	b	Gross sales price for all assets on line 6a	513,066.			
	7	Capital gain net income (from Part IV, line 2)		128,154.		
	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/(loss) (att sch)					
11	Other income (attach schedule)					
12	Total. Add lines 1 through 11	145,994.	145,994.			
ADMINISTRATIVE AND OPERATING EXPENSES	13	Compensation of officers, directors, trustees, etc	0.			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach sch)	1,700.	1,700.		
	c	Other prof fees (attach sch)	4,692.	4,692.		
	17	Interest				
	18	Taxes (attach schedule) (see instr)	2,810.			
	19	Depreciation (attach sch) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	Total operating and administrative expenses. Add lines 13 through 23	11,026.	6,447.		1,769.
25	Contributions, gifts, grants paid PART XV	31,775.			31,775.	
26	Total expenses and disbursements. Add lines 24 and 25	42,801.	6,447.		33,544.	
27	Subtract line 26 from line 12:					
a	Excess of revenue over expenses and disbursements	103,193.				
b	Net investment income (if negative, enter -0-)		139,547.			
c	Adjusted net income (if negative, enter -0-)					

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**Part II Balance Sheets**

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>ASSETS</b>	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments		8,459.	8,459.
	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 (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch)			
	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 (attach schedule)			
	b Investments — corporate stock (attach schedule)			
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment: basis			
Less: accumulated depreciation (attach schedule)				
12 Investments — mortgage loans				
13 Investments — other (attach schedule) <b>STATEMENT 5</b>	660,905.	755,581.	724,885.	
14 Land, buildings, and equipment: basis				
Less: accumulated depreciation (attach schedule)				
15 Other assets (describe)				
16 <b>Total assets</b> (to be completed by all filers — see instructions. Also, see page 1, item I)	660,905.	764,040.	733,344.	
<b>LIABILITIES</b>	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)	58.		
	23 <b>Total liabilities</b> (add lines 17 through 22)	58.	0.	
<b>NET ASSETS OR FUND BALANCES</b>	<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	660,847.	764,040.	
	30 <b>Total net assets or fund balances</b> (see the instructions)	660,847.	764,040.	
	31 <b>Total liabilities and net assets/fund balances</b> (see the instructions)	660,905.	764,040.	

**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	660,847.
2 Enter amount from Part I, line 27a	2	103,193.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	764,040.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	764,040.

**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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SEE STATEMENT 6				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>		2	128,154.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	<div> <div>If gain, also enter in Part I, line 8, column (c) (see the instructions)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>		3	23,392.

**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 the 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 (column (b) divided by column (c))
2009	36,358.	735,585.	0.049427
2008	33,795.	646,109.	0.052305
2007	51,580.	986,107.	0.052307
2006	43,705.	1,070,663.	0.040821
2005	49,955.	1,005,940.	0.049660

2 Total of line 1, column (d)	2	0.244520
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	0.048904
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	808,343.
5 Multiply line 4 by line 3	5	39,531.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,395.
7 Add lines 5 and 6	7	40,926.
8 Enter qualifying distributions from Part XII, line 4	8	33,544.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary — see instr.)		1	2,791.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	2,791.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		5	2,791.
6 Credits/Payments:			
a 2010 estimated tax pmts and 2009 overpayment credited to 2010	6a		
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		0.
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		62.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		2,853.
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a 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 the instructions for definition)?		X
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		
c Did the foundation file <b>Form 1120-POL</b> 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 <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 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
4 a 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 <b>Form 990-T</b> for this year?		N/A
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, column (c), and Part XIV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) CT		
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

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**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?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>ELIZABETH SMITH</u> Telephone no <u>860-767-2800</u>			
Located at <u>33 FOXBORO RD ESSEX CT</u> ZIP + 4 <u>06426</u>				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
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?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country <u></u>				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
<b>1 a</b> During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</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 the instructions)?		
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	N/A
<b>c</b> 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?	1 c	X
<b>2</b> 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))		
<b>a</b> At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>		
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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 the instructions )	2 b	N/A
<b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
<u>20__ , 20__ , 20__ , 20__</u>		
<b>3 a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</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.)	3 b	N/A
<b>4 a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
<b>b</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?	4 b	X

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**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required** (continued)**5a** During the year did the foundation pay or incur any amount to

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

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

6b X

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

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

7b

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

N/A

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BRANT R. SMITH 31 FOXBORO ROAD ESSEX, CT 06426	PRESIDENT 0	0.	0.	0.
ELIZABETH T. SMITH 33 FOXBORO ROAD ESSEX, CT 06426	TREASURER 0	0.	0.	0.
WILLIAM JACARUSO 48 NORTH MAIN STREET ESSEX, CT 06426	SECRETARY 0	0.	0.	0.

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

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

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

0

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
<b>Total</b> number of others receiving over \$50,000 for professional services		0

**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions.	
3	
<b>Total.</b> Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1 a	811,886.
b	Average of monthly cash balances	1 b	8,767.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	820,653.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	820,653.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	12,310.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	808,343.
6	Minimum investment return. Enter 5% of line 5	6	40,417.

**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	40,417.
2a	Tax on investment income for 2010 from Part VI, line 5	2 a	2,791.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2 b	
c	Add lines 2a and 2b	2 c	2,791.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	37,626.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	37,626.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	37,626.

**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	1 a	33,544.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	33,544.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	33,544.

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

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**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				37,626.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			10,156.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4. ► \$ 33,544.				
a Applied to 2009, but not more than line 2a			10,156.	
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				23,388.
e Remaining amount distributed out of corpus	0.			
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	0.			
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 instructions			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				14,238.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

BAA

Form 990-PF (2010)



**Part XV** Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year SEE STATEMENT 8				
<b>Total</b>			<b>3a</b>	31,775.
<b>b</b> Approved for future payment				
<b>Total</b>			<b>3b</b>	

## **Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14		17,840.
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory					128,154.
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)					145,994.
13	Total. Add line 12, columns (b), (d), and (e)				13	145,994.

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

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

[illegible]



THE FOXBORO FOUNDATION, INC.

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**STATEMENT 1**  
**FORM 990-PF, PART I, LINE 16B**  
**ACCOUNTING FEES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 1,700.	\$ 1,700.		
TOTAL	<u>\$ 1,700.</u>	<u>\$ 1,700.</u>		<u>\$ 0.</u>

**STATEMENT 2**  
**FORM 990-PF, PART I, LINE 16C**  
**OTHER PROFESSIONAL FEES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	\$ 4,692.	\$ 4,692.		
TOTAL	<u>\$ 4,692.</u>	<u>\$ 4,692.</u>		<u>\$ 0.</u>

**STATEMENT 3**  
**FORM 990-PF, PART I, LINE 18**  
**TAXES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FORM 990PF TAXES	\$ 2,810.			
TOTAL	<u>\$ 2,810.</u>	<u>\$ 0.</u>		<u>\$ 0.</u>

**STATEMENT 4**  
**FORM 990-PF, PART I, LINE 23**  
**OTHER EXPENSES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	\$ 55.	\$ 55.		
VOLUNTEER EXPENSES	1,769.			\$ 1,769.
TOTAL	<u>\$ 1,824.</u>	<u>\$ 55.</u>		<u>\$ 1,769.</u>

**STATEMENT 5**  
**FORM 990-PF, PART II, LINE 13**  
**INVESTMENTS - OTHER**

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
<u>OTHER INVESTMENTS</u>			
4602.645 EATON VANCE ATLANTA CAP SMIDCAP	COST	\$ 50,406.	\$ 59,236.
3724.137 NUVEEN SANTA BARBARA DIVIDEND	COST	76,124.	81,261.
11068.572 PIMCO ALL ASSET AUTHORITY FUND	COST	120,743.	111,018.
2078.57 FIRST EAGLE GLOBAL FUND	COST	100,000.	91,291.
3852.965 PERKINS SMALL CAP VALUE FUND	COST	87,359.	79,178.
2783.58 NUVEEN TRADEWINDS GLOBAL ALL-CAP	COST	81,415.	72,540.
10881.492 PRINCIPAL GLOBAL DIVERSIFIED	COST	148,248.	134,169.
8948.064 SUNAMERICA FOCUSED DIVIDEN STRA	COST	91,286.	96,192.
	TOTAL	\$ 755,581.	\$ 724,885.

**STATEMENT 6**  
**FORM 990-PF, PART IV, LINE 1**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	4498.106 FIDELITY ADVISORS SMALL CAP	PURCHASED	VARIOUS	10/06/2010
2	34.137 EUROPACIFIC GROWTH FUND	PURCHASED	VARIOUS	12/13/2010
3	15.199 EATON VANCE LARGE-CAP VALUE	PURCHASED	VARIOUS	9/28/2010
4	2062.706 EUROPACIFIC GROWTH FUND	PURCHASED	VARIOUS	12/13/2010
5	.95.147 PIMCO ALL ASSET ALL AUTHORITY	PURCHASED	VARIOUS	1/05/2011
6	5755.246 BLACKROCK GLOBAL ALLOCATION FUND	PURCHASED	VARIOUS	2/28/2011
7	37.435 NEW PERSPECTIVE FUND	PURCHASED	VARIOUS	4/11/2011
8	123.984 THE FAIRHOLME FUND	PURCHASED	VARIOUS	6/29/2011
9	231.16 PERKINS SMALL CAP VALUE FUND	PURCHASED	VARIOUS	8/26/2011
10	464.90 PERKINS SMALL CAP VALUE FUND	PURCHASED	VARIOUS	9/12/2011
11	175.747 NEW PERSPECTIVE FUND	PURCHASED	VARIOUS	1/11/2011
12	3535 NEW PERSPECTIVE FUND	PURCHASED	VARIOUS	4/11/2011
13	155.521 THE FAIRHOLME FUND	PURCHASED	VARIOUS	4/25/2011
14	1873.772 THE FAIRHOLME FUND	PURCHASED	VARIOUS	6/29/2011
15	CAPITAL GAIN DIVIDENDS			

	(E)	(F)	(G)	(H)	(I)	(J)	(K)	(L)
ITEM	GROSS SALES	DEPREC. ALLOWED	COST BASIS	GAIN (LOSS)	FMV 12/31/69	ADJ. BAS. 12/31/69	EXCESS (I) - (J)	GAIN (LOSS)
1	107,010.		95,000.	12,010.				\$ 12,010.
2	1,416.		836.	580.				580.
3	254.		247.	7.				7.
4	85,540.		50,485.	35,055.				35,055.
5	1,000.		1,043.	-43.				-43.
6	115,393.		105,804.	9,589.				9,589.
7	1,119.		748.	371.				371.
8	3,967.		2,350.	1,617.				1,617.
9	5,000.		5,241.	-241.				-241.
10	10,000.		10,541.	-541.				-541.
11	5,000.		3,512.	1,488.				1,488.
12	105,661.		70,635.	35,026.				35,026.
13	5,000.		2,948.	2,052.				2,052.
14	59,961.		35,522.	24,439.				24,439.
15								6,745.



THE FOXBORO FOUNDATION, INC.

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**STATEMENT 6 (CONTINUED)**  
**FORM 990-PF, PART IV, LINE 1**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
							TOTAL	\$ 128,154.

**STATEMENT 7**  
**FORM 990-PF, PART XV, LINE 1A**  
**FOUNDATION MANAGERS - 2% OR MORE CONTRIBUTORS**

BRANT R. SMITH  
 ELIZABETH T. SMITH

**STATEMENT 8**  
**FORM 990-PF, PART XV, LINE 3A**  
**RECIPIENT PAID DURING THE YEAR**

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
THE CONNECTICUT RIVER MUSEUM 67 MAIN STREET ESSEX, CT 06426	N/A	PUBLIC	SUPPORT HISTORIC PRESERVATION	\$ 1,400.
THE ESSEX LIBRARY ASSOCIATION 33 WEST AVENUE ESSEX, CT 06426,	N/A	PUBLIC	SUPPORT LIBRARY PROGRAMS	2,500.
THE SHORELINE SOUP KITCHENS PO BOX 804 ESSEX, CT 06426,	N/A	PUBLIC	PROVIDE FOOD FOR THOSE IN NEED	50.
WELLESLEY COLLEGE 106 CENTRAL STREET WELLESLEY, MA 02481,	N/A	PUBLIC	SUPPORT EDUCATIONAL PROGRAMS	250.
COLONIAL DAMES OF CONNECTICUT 211 MAIN STREET WETHERSFIELD, CT 06109,	N/A	PUBLIC	SUPPORT HISTORICAL PRESERVATION	200.
CT PGA FOUNDATION 35 COLD SPRING ROAD, SUITE 212 ROCKY HILL, CT 06067,	N/A	PUBLIC	PROGRAM SUPPORT	1,000.

THE FOXBORO FOUNDATION, INC.

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STATEMENT 8 (CONTINUED)  
FORM 990-PF, PART XV, LINE 3A  
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
CHILD & FAMILY AGENCY OF SE CT 255 HEMPSTEAD ST NEW LONDON, CT	N/A	PUBLIC	SUPPORT LOCAL NEEDY FAMILIES	\$ 225.
MILTON ACADEMY 170 CENTRE STREET MILTON, MA 02186	N/A	PUBLIC	SUPPORT EDUCATIONAL PROGRAMS	250.
COMMUNITY MUSIC SCHOOL PO BOX 387 ESSEX, CT 06426	N/A	PUBLIC	SUPPORT MUSICAL EDUCATION	1,075.
PUNAHOU SCHOOL FOUNDATION 1601 PUNAHOU STREET HONOLULU, HI 96822	N/A	PUBLIC	SUPPORTS EDUCATIONAL PROGRAMS	1,000.
FLORENCE GRISWOLD MUSEUM 96 LYME STREET OLD LYME, CT 06371	N/A	PUBLIC	PROVIDES SUPPORT FOR MUSEUM SERVICES	525.
JIMMY FUND WALK 77 4TH AVE NEEDHAM, MA 02494	N/A	PUBLIC	SUPPORT CANCER RESEARCH	225.
THE COVE 250 POMPEROY AVENUE, SUITE 107 MERIDEN, CT 06450	N/A	PUBLIC	PROVIDES SUPPORT FOR GRIEVING CHILDREN	4,000.
ESSEX GARDEN CLUB ESSEX, CT 06426	N/A	PUBLIC	SUPPORT BEAUTIFICATION PROGRAMS	100.
ESSEX ELEMENTARY SCHOOL FOUNDATION MAIN STREET CENTERBROOK, CT 06409	N/A	PUBLIC	SUPPORT EDUCATIONAL PROGRAMS	1,000.
THE WILLIAMS SCHOOL 182 MOHEGAN AVENUE NEW LONDON, CT 06320	N/A	PUBLIC	SUPPORT EDUCATIONAL PROGRAMS	9,500.
ST. JOHN'S EPISCOPAL CHURCH MAIN STREET ESSEX, CT 06426	N/A	PUBLIC	SPONSOR MISSION PROGRAMS	250.
ST JOHN SCHOOL 42 MAYNARD ROAD OLD SAYBROOK, CT 06475	N/A	PUBLIC	SUPPORT EDUCATIONAL PROGRAMS	3,000.

THE FOXBORO FOUNDATION, INC.

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STATEMENT 8 (CONTINUED)  
FORM 990-PF, PART XV, LINE 3A  
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
HOSPITAL ALBERT SCHWEITZER PO BIX 81046 PITTSBURGH, PA 15217	N/A	PUBLIC	HUMANITARIAN AID TO HAITI	\$ 150.
ESSEX ROTARY PO BOX 484 ESSEX, CT 06426	N/A	PUBLIC	SUPPORT COMMUNITY PROGRAMS	125.
IVORYTON PLAYHOUSE FOUNDATION 103 MAIN STREET IVORYTON, CT 06442	N/A	PUBLIC	SUPPORT LOCAL THEATRE PRODUCTIONS	125.
EUGENE O'NEILL THEATER CENTER 305 GREAT NECK ROAD WATERFORD, CT 06385	N/A	PUBLIC	SUPPORT THEATRICAL PRODUCTIONS	200.
EAST WOODS SCHOOL 31 YELLOW COTE ROAD OYSTER BAY, NY 11771	N/A	PUBLIC	SUPPORT EDUCATIONAL PROGRAMS	250.
HAITI ART BENEFIT C/O J. GRANT 17 MACK LANE ESSEX, CT 06426	N/A	PUBLIC	SUPPORT HAITIAN DISASTER RECOVERY	125.
EARLY CHILDHOOD COUNCIL PRESCHOOL PO BOX 365 CENTERBROOK, CT 06409	N/A	PUBLIC	SUPPORT PRESCHOOL PROGRAM	250.
FRIENDS OF THE ESSEX LIBRARY 33 WEST AVE ESSEX, CT 06426	N/A	PUBLIC	SUPPORT LIBRARY PROGRAMS	100.
PROJECT BREAD WALK FOR HUNGER 145 BOARDER ST BOSTON, MA 02128	N/A	PUBLIC	PROVIDE FOOD FOR THE NEEDY	150.
MARYMOUNT SCHOOL - M HUMPHRIES SCHOLARSH 221 EAST 71ST ST NEW YORK, NY 10028	N/A	PUBLIC	PROVIDE SCHOLASTIC SCHOLARSHIP	1,000.
EARLY CHILDHOOD DEVELOPMENT 591 POQUONNOCK ROAD GROTON, CT 06340	N/A	PUBLIC	SUPPORT DAY CARE CENTER	2,750.
TOTAL				\$ 31,775.