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

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 2011 or tax year beginning 4/1/2011, and ending 3/31/2012

Name of foundation ROBERTA M. CHILDS CHARITABLE FOUNDATION		A Employer identification number 04-2660275
Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 639	Room/suite	B Telephone number (see instructions) (978) 685-4113
City or town, state, and ZIP code NORTH ANDOVER, MA 01845-0639		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 7,356,665	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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 instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income N/A	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,859	1,859		
	4 Dividends and interest from securities	239,149	239,149		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	388,554			
	b Gross sales price for all assets on line 6a 534,339				
	7 Capital gain net income (from Part IV, line 2)		388,554		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) SEE STMT 1	(78,314)	(78,314)			
12 Total. Add lines 1 through 11	551,248	551,248			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	30,150	30,150		
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STMT 2	26,866	26,866		
	24 Total operating and administrative expenses. Add lines 13 through 23	57,016	57,016		
	25 Contributions, gifts, grants paid	222,500			222,500
26 Total expenses and disbursements. Add lines 24 and 25	279,516	57,016		222,500	
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements	271,732				
b Net investment income (if negative, enter -0-)		494,232			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	113,424	219,020	219,020
	2 Savings and temporary cash investments	207,001	163,715	163,715
	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 instructions)			
	7 Other notes and loans receivable (attach schedule)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule) STMT 3	2,658,962	2,868,384	6,513,690
	c Investments—corporate bonds (attach schedule) STMT 3	413,600	413,600	460,240
	11 Investments—land, buildings, and equipment basis			
Less accumulated depreciation (attach schedule)				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)				
14 Land, buildings, and equipment basis				
Less accumulated depreciation (attach schedule)				
15 Other assets (describe)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,392,987	3,664,719	7,356,665	
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 (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	3,392,987	3,664,719	
	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 (see instructions)	3,392,987	3,664,719		
31 Total liabilities and net assets/fund balances (see instructions)	3,392,987	3,664,719		

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	3,392,987
2 Enter amount from Part I, line 27a	2	271,732
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	3,664,719
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	3,664,719

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 SEE STATEMENT 4				
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 (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				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 { If (loss), enter -0- in Part I, line 7		2 388,554
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):		{ If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

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

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 (col. (b) divided by col. (c))
2010	342,625	6,486,297	0.052823
2009	246,100	5,615,330	0.043826
2008	269,100	5,647,146	0.047652
2007	388,482	7,473,592	0.051981
2006	357,300	7,353,525	0.048589
2 Total of line 1, column (d)			2 0.244871
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 0.048974
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 6,916,691
5 Multiply line 4 by line 3			5 338,739
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 4,942
7 Add lines 5 and 6			7 343,681
8 Enter qualifying distributions from Part XII, line 4			8 222,500

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 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 instructions)			
	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	1	9,885	
	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	9,885	
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	9,885	
6	Credits/Payments			
	a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	7,402	
	b Exempt foreign organizations—tax withheld at source	6b		
	c Tax paid with application for extension of time to file (Form 8868)	6c	5,000	
	d Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d	7	12,402	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,517	
11	Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 2,517 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 page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		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. <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? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
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 Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MASSACHUSETTS		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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)			X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address NONE	X		
14	The books are in care of JOHN R D. MCCLINTOCK Telephone no (978) 685-4113 Located at 120 WOODCREST DRIVE, NORTH ANDOVER, MA ZIP+4 01845-1353			
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	
16	At any time during calendar year 2011, 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 the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country		Yes	No
		16		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? <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 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	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 instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
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 2011?	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years 20 , 20 , 20 , 20		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see 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 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 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 2011) 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 2011?	4b	X

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

5a During the year did the foundation pay or incur any amount to... (1) Carry on propaganda... (2) Influence the outcome of any specific public election... (3) Provide a grant to an individual for travel... (4) Provide a grant to an organization other than a charitable... (5) Provide for any purpose other than religious... b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify... c If the answer is "Yes" to question 5a(4), does the foundation claim exemption... 6a Did the foundation, during the year, receive any funds... 6b Did the foundation, during the year, pay premiums... 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? 7b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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).

Table with 5 columns: (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. Row 1: JOHN R.D. MCCLINTOCK, TRUSTEE, 5 00, 30,150, 0, 0.

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

Table with 5 columns: (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. Row 1: NONE.

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

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		
.....		
.....		
.....		
.....		
.....		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NO SUCH ACTIVITIES	
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 NO SUCH INVESTMENTS	
2	
All other program-related investments See instructions	
Total. Add lines 1 through 3	0

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	6,742,409
b	Average of monthly cash balances	1b	161,052
c	Fair market value of all other assets (see instructions)	1c	118,560
d	Total (add lines 1a, b, and c)	1d	7,022,021
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	7,022,021
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	105,330
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,916,691
6	Minimum investment return. Enter 5% of line 5	6	345,835

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	345,835
2a	Tax on investment income for 2011 from Part VI, line 5	2a	9,885
b	Income tax for 2011. (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	9,885
3	Distributable amount before adjustments Subtract line 2c from line 1	3	335,950
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	335,950
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	335,950

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	222,500
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	222,500
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	222,500

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				335,950
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006	6,568			
b From 2007	19,238			
c From 2008				
d From 2009				
e From 2010	25,908			
f Total of lines 3a through e	51,714			
4 Qualifying distributions for 2011 from Part XII, line 4 \blacktriangleright \$ 222,500				
a Applied to 2010, 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 2011 distributable amount				222,500
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	51,714			51,714
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 2010. Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				61,736
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 2006 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2007		0		
b Excess from 2008		0		
c Excess from 2009		0		
d Excess from 2010		0		
e Excess from 2011		0		

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling N/A

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

	Tax year				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest
NONE

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

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

a The name, address, and telephone number of the person to whom applications should be addressed
JOHN R D MCCLINTOCK, P O BOX 639, NORTH ANDOVER, MA 01845-0639, (978)685-4113

b The form in which applications should be submitted and information and materials they should include
NO FORMAL REQUIREMENTS

c Any submission deadlines
NO DEADLINES

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
NONE

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 6				222,500
Total				222,500
b Approved for future payment NONE				
Total				0

Roberta M. Childs Foundation
EIN: 04-2660275
Form: 990PF Tax Year: 2011
Part 1

Statement 1

Line 11, Part 1:

Boardwalk Pipeline Partners LP business loss	\$ (8,020.00)
Energy Transfer Partners LP business loss	(26,715.00)
Enterprise Products Partners LP business loss	(13,289.00)
Kinder Morgan Energy Partners business loss	(30,688.00)
Legacy Reserves LP business income	6,211.00
Black Stone Group LP business income	(20.00)
Linn Energy LLC business loss	(5,810.00)
ADR-Fee refund	17.00
	<hr/>
Total	<u>\$ (78,314.00)</u>

Statement 2

Line 23, Part 1:

Massachusetts From PC	
Annual Report Filing Fee	\$ 125.00
Foreign tax	10.00
Boardwalk Pipeline Partners LP expense	66.00
Energy Transfer Partners LP expense	34.00
Enterprise Products Partners LP expense	39.00
Kinder Morgan Energy Partners expense	1,462.00
Legacy Reserves LP Section 59(e)(2) expenditures	5,795.00
Blackstone Group LP expense	73.00
Linn Energy LLC Section 59(e)(2) expenditures	19,262.00
	<hr/>
Total	<u>\$ 26,866.00</u>

Roberta M. Childs Foundation

EIN: 04-2660275

Form 990-PF Year 2011

Part II

Securities Held

Statement 3

	<u>Security</u>	<u>Purchase Date</u>	<u>Cost</u>	<u>3/31/2012 Market Value</u>
7000 shs	Boardwalk Pipeline Partners LP	02/20/09	\$ 140,878.01	\$ 185,220.00
4000 shs	Energy Transfer Prtnrs LP	02/20/09	119,290.64	187,640.00
5000 shs	Enterprise Products Partners LP	02/20/09	81,556.50	252,350.00
10000 shs	Frontier Communications Corp	12/03/09	91,188.32	41,700.00
4000 shs	Hatteras Fin'l	01/14/09	111,166.82	111,600.00
2500 shs	Kinder Morgan Energy Partners	04/01/10	129,667.23	206,875.00
5000 shs	Legacy Reserves LP	04/01/10	112,849.18	144,600.00
2000 shs	Stanley Black & Decker	08/18/10	115,168.77	153,920.00
2000 shs	United Technologies Corp	10/23/03	83,016.04	165,880.00
5000 shs	Verizon Communications	12/03/09	159,626.83	191,150.00
4000 shs	Vodafone Group PLC	12/03/09	94,196.60	110,680.00
5000 shs	Williams Companies Inc.	03/13/03	56,093.45	154,050.00
15000 shs	Windstream Corporation	02/08/10	182,975.84	175,575.00
1666 shs	WPX Energy Incorporated	03/13/03	8,306.55	30,004.66
8000 shs	Altria Group Inc	08/06/86	10,910.57	246,960.00
10000 shs	Blackrock Strategic Bd Tr	12/21/07	115,100.00	140,740.00
7000 shs	Blackstone Group LP	04/26/11	133,646.90	111,580.00
4465 shs	Brookline Bancorp Inc	01/04/12	16,775.13	41,837.05
4259 shs	CBL & Assoc PPTYS Inc	05/05/94	40,323.96	80,580.28
5000 shs	CRH PLC ADR	01/17/91	19,618.19	102,550.00
2000 shs	Camden Property Trust	05/29/98	69,518.87	131,500.00
4000 shs	Centurylink Inc	11/09/10	174,556.29	154,600.00
2000 shs	Cimarex Energy Co	03/26/03	37,753.33	150,940.00
1000 shs	Citigroup Inc	02/08/10	32,665.41	36,550.00
6000 shs	Collective Brands Inc	04/26/11	136,374.39	117,960.00
5000 shs	Danaher Corp	01/10/96	19,617.02	280,000.00
2000 shs	Dominion Resources Inc	08/12/05	81,234.38	102,420.00
2000 shs	Dover Corp	04/26/11	135,974.20	125,880.00
10000 shs	Eaton Vance Ltd	01/30/08	156,900.00	160,500.00
4000 shs	Harley-Davidson Inc	05/19/93	18,015.66	196,320.00
4000 shs	Hatteras Financial Corp	01/23/09	108,329.00	111,600.00
4599 shs	Kraft Foods Inc	08/06/86	9,302.06	174,807.99
7000 shs	Linn Energy LLC	01/23/09	66,510.40	267,050.00
3000 shs	Occidental Petroleum Corp	09/21/00	33,234.11	285,690.00
4000 shs	Pepsico Inc	09/13/89	35,391.16	265,400.00
6000 shs	Philip Morris Intl Inc	08/06/86	18,646.33	531,660.00
4000 shs	State Street Corp	02/25/91	20,442.71	182,000.00
4000 shs	Stryker Corp	05/11/87	3,126.86	221,920.00
3000 shs	Suncor Energy Inc	04/26/11	136,030.78	98,100.00
3000 shs	Wal-Mart Stores Inc	08/07/86	8,368.13	183,600.00
6000 shs	Walgreen Co	02/07/90	16,037.86	200,940.00
10000 shs	Western Asset Premier Bond Fund	01/30/08	141,600.00	159,000.00
			<u>\$ 3,281,984.48</u>	<u>\$ 6,973,929.98</u>

Roberta M. Childs Foundation

EIN: 04-2660275

Form 990-PF Year 2011

Part IV

Statement 4

1(a) Security	1(b) How Acquired	1(c) Date Acquired	1(d) Date Sold	1(e) Gross Sales Price	1(g) Cost/ Basis	1(h) Gain/ (Loss)
10,000 sh Frontier Communications Corp.	P	01/14/11	03/14/12	\$ 44,322.24	\$ 94,600.00	\$ (50,277.76)
cash in lieu WPX Energy Incorporated	P	03/13/03	01/20/12	10.73	0.00	10.73
1,047 sh Bancorp Rhode Island	P	12/12/01	01/04/12	50,517.75	18,429.77	32,087.98
cash in lieu Brookline Bancorp Inc.	P	01/04/12	01/04/12	6.03	0.00	6.03
1,000 sh Cimarex Energy Co.	P	03/26/03	04/26/11	108,745.79	18,876.67	89,869.12
1,000 sh Danaher Corp.	P	01/10/96	04/26/11	53,049.95	3,923.41	49,126.54
2,000 sh Philip Morris Intl Inc.	P	08/06/86	04/26/11	135,335.19	6,215.45	129,119.74
1,000 sh Stryker Corp.	P	05/11/87	04/26/11	57,910.07	781.72	57,128.35
2,000 sh Walgreen Co	P	02/07/90	04/26/11	84,440.87	5,345.96	79,094.91
Total				<u>\$ 534,338.62</u>	<u>\$ 148,172.98</u>	386,165.64
Net partnership capital gain adjustment (see statements)						<u>2,388.00</u>
Total						<u>\$ 388,553.64</u>

Roberta M. Childs Foundation
EIN: 04-2660275
Form: 990-PF Tax Year: 2011
Part XV
Statement 5

Net Partnership Capital gain adjustment

Boardwalk Pipeline Partners LP:		
Long term gain		\$ 639.00
Enterprise Products Partner LP		
Long term gain	1,582.00	
Section 1231 loss	<u>(226.00)</u>	1,356.00
Kinder Morgan Energy Partners		
Section 1231 gain		180.00
Blackstone Group LP:		
Short term gain	4.00	
Long term gain	205.00	
Section 1231 gain	<u>4.00</u>	<u>213.00</u>
Total K-1 Gain		<u>\$ 2,388.00</u>

Roberta M. Childs Foundation
 EIN: 04-2660275
 Form: 990-PF Tax Year: 2011
 Part XV
Statement 6

<u>Name and Address</u>	<u>Relationship</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
Jordan Hospital 275 Sandwich Street Plymouth, MA 02360	None	Public	General Support	\$ 10,000.00
The Jackson Laboratory 610 Main Street Bar Harbor, ME 04609	None	Public	General Support	5,000.00
Adolescent Consultation Services 189 Cambridge Street Cambridge, MA 02141	None	Public	General Support	5,000.00
Pinewood Acres Children's Charity 1085 Commonwealth Ave Boston, MA 02215-1208	None	Public	General Support	2,500.00
New England Wildlife Center 500 Columbian Street South Weymouth, MA 02190	None	Public	General Support	5,000.00
Greyhound Friends, Inc. 167 Saddle Hill Road Hopkinton, MA 01748	None	Public	General Support	5,000.00
Baylor College of Medicine One Baylor Plaza Houston, TX 77030	None	Public	General Support	25,000.00
Brigham Surgical Group Foundation 45 Francis Street Boston, MA 02215	None	Public	General Support	25,000.00
Community Education Center P.O. Box 544 East Boston, MA 02128	None	Public	General Support	3,000.00
Alice Lloyd College 100 Purpose Road Pippa Passes, KY 41844	None	Public	General Support	4,000.00
The Homestead of Nantucket 115 Main Street Nantucket, MA 02554	None	Public	General Support	2,000.00

Family Service, Inc. 430 Canal Street Lawrence, MA 01840	None	Public	General Support	3,000.00
Dasie Bridgewater Hope Center P.O. Box 701483 Wabasso, FL 32970	None	Public	General Support	4,000.00
Pine Street Inn 444 Harrison Ave Boston, MA 02118	None	Public	General Support	4,000.00
Brigham & Women's Hospital 75 Francis Street Boston, MA 02115	None	Public	General Support	30,000.00
Dana-Farbor Cancer Institute 44 Binney Street Boston, MA 02115	None	Public	General Support	40,000.00
Massachusetts General Hospital 185 Cambridge Street Boston, MA 02114	None	Public	General Support	30,000.00
Joslin Clinic 1 Joslin Place Boston, MA 02215	None	Public	General Support	10,000.00
Habitat for Humanity 60 Island Street Lawrence, MA 01840	None	Public	General Support	4,000.00
Boston Humane Society P.O. Box 12 Baldwinville, MA 01436	None	Public	General Support	2,500.00
Hibiscus Children's Foundation P.O. Box 1742 Vero Beach, FL 32961	None	Public	General Support	<u>3,500.00</u>
Total				<u><u>\$ 222,500.00</u></u>

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box.
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only.

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions. ROBERTA M. CHILDS CHARITABLE FOUNDATION	Enter filer's identifying number, see instructions Employer identification number (EIN) or
	Number, street, and room or suite no. If a P.O. box, see instructions C/O JOHN MCCLINTOCK, P.O. BOX 639	<input checked="" type="checkbox"/> 04-2660275
	City, town or post office, state, and ZIP code For a foreign address, see instructions. NORTH ANDOVER, MA 01845-0639	<input type="checkbox"/> Social security number (SSN)

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ JOHN MCCLINTOCK
- Telephone No. ▶ (978) 685-4113 FAX No ▶ _____
- If the organization does not have an office or place of business in the United States, check this box.
 - If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box. . If it is for part of the group, check this box. and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 11/15/2012, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ calendar year _____ or

▶ tax year beginning 4/1/2011, and ending 3/31/2012

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	\$	5,000
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	\$	0
c Balance due. Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	\$	5,000