Federal copy

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
or 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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning April 1, 2011, and ending March 31, 2012.

Name of foundation: Alvin I. and Peggy S. Brown Family Charitable Foundation

A Employer identification number: 52-6041735

Number and street (or P O box number if mail is not delivered to street address): 7900 Wisconsin Avenue

Room/suite: 403

B Telephone number (see instructions): 301-841-6751

City or town, state, and ZIP code: Bethesda, Maryland 20814-3633

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 12,449,934.

J Accounting method: ☐ Cash ☐ Accrual ☐ Other (specify) ______ (Part I, column (d) must be on cash basis.)

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) (see 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 (attach schedule)	0			
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	1,591	1,591	1,591	
	4	Dividends and interest from securities	203,147	203,147	203,147	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	85,549			
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		85,549		
	8	Net short-term capital gain			26,899	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	504.	504.	504.	
	12	**Total.** Add lines 1 through 11	290,791.	290,791.	232,141.	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest	17	17	17	17
	18	Taxes (attach schedule) (see instructions)	13,312.	13,312.	13,312.	13,312.
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	139,622	139,622	139,622	139,622
	24	**Total operating and administrative expenses.** Add lines 13 through 23	152,951.	152,951.	152,951.	152,951.
	25	Contributions, gifts, grants paid	412,787			412,787
	26	**Total expenses and disbursements.** Add lines 24 and 25	565,738.	152,951	152,951	565,738.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	(274,947)			
	b	**Net investment income** (if negative, enter -0-)		137,840.		
	c	**Adjusted net income** (if negative, enter -0-)			79,190.	

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash—non-interest-bearing	483,348	523,924	523,924
	2 Savings and temporary cash investments			
	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 Federal Income Taxes	9,556	5,100	2,343
	10a Investments—U.S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	751,081	783,391	1,575,847
	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)	9,582,327	9,233,899	10,347,820
	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)	10,826,312	10,546,314	12,449,934
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.**			
	24 Unrestricted			
	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** (see instructions)	10,826,312	10,546,314	
	31 **Total liabilities and net assets/fund balances** (see instructions)	10,826,312	10,546,314	

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	10,826,312
2	Enter amount from Part I, line 27a	2	(274,947)
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	10,551,365
5	Decreases not included in line 2 (itemize) ▶ Federal Income Tax-FYE 3/31/11	5	5,051
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	10,546,314

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				
b	Various Stocks			
c				
d	(see schedule attached).			
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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
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	85,549.
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	26,899.

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	576,788	8,509,112.	.0678.
2009	312,780.	5,103,331.	.0613.
2008	237,414.	4,906,596.	.0484.
2007	251,631.	5,135,867.	.0490.
2006	481,868.	5,006,242.	.0964.

2	**Total** of line 1, column (d)	2	.3229.
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	.0646.
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	11,905,187.
5	Multiply line 4 by line 3	5	769,075.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,378
7	Add lines 5 and 6	7	770,453.
8	Enter qualifying distributions from Part XII, line 4	8	565,738

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)

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	2,757
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	
3	Add lines 1 and 2	3	2,757
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	2,757
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 5,100		
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	5,100
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	2,343
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 2,343 **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?	1a		✓
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)?	1b		✓
	*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 **Form 1120-POL** for this year?	1c		✓
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
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*	2		✓
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*	3		✓
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✓
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		✓
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?	6		✓
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*	7	✓	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ ________			
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*	8b	✓	
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)? *If "Yes," complete Part XIV*	9		✓
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		✓

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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		✓
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)	12		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	N	A
	Website address ▶			

14 The books are in care of ▶ the Foundation. Telephone no ▶ 301-841-6757
Located at ▶ 7900 Wisconsin Ave #403 Bethesda MD ZIP+4 ▶ 20814-3633

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 |

			Yes	No
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?	16		✓
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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 instructions)?	1b	N	A
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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		✓
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? ☐ Yes ☐ 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)	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? ☐ Yes ☐ 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.)*	3b	N	A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		✓
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		✓

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? ☐ 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	✓
	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?	7b	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
Peggy S. Brown - 2500 South Ocean Blvd. #202 Palm Beach, Florida 33480	President 3 hours	0	none	none
Barbara Brown - 243 Closson #16 Santa Fe, New Mexico 87501	Vice President 0 hours	0	none	none
Patricia Brown - P.O. Box 32 Mendocino, California 95460	Vice President 0 hours	0	none	none
Donna Brown - 341 Lamprecht Drive - Carbondale, Co. 81623	Vice President 0 hours	0	none	none

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				
N/A				

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 ▶		

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 Donations made to various charitable organizations as listed within	none
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	
2 N/A	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	

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	1,469,572
b	Average of monthly cash balances	1b	503,636
c	Fair market value of all other assets (see instructions)	1c	10,113,276
d	**Total** (add lines 1a, b, and c)	1d	12,086,484
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	
3	Subtract line 2 from line 1d	3	12,086,484
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	181,297
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,905,187
6	**Minimum investment return.** Enter 5% of line 5	6	595,259

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	595,259
2a	Tax on investment income for 2011 from Part VI, line 5	2a			
b	Income tax for 2011. (This does not include the tax from Part VI)	2b	5,051		
c	Add lines 2a and 2b			2c	5,051
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	590,208
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	590,208
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	590,208

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	565,738
b	Program-related investments—total from Part IX-B	1b	
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	565,738
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	565,738

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				590,208
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 — 234,106				
b	From 2007 — 0				
c	From 2008 — 0				
d	From 2009 — 0				
e	From 2010 — 0				
f	**Total** of lines 3a through e	234,106			
4	Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 565,738				
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				
e	Remaining amount distributed out of corpus	(24,470)			
5	Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	209,636			
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				0
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)	2,043			
9	**Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	211,679			
10	Analysis of line 9:				
a	Excess from 2007 — 0				
b	Excess from 2008 — 0				
c	Excess from 2009 — 59,013				
d	Excess from 2010 — 152,666				
e	Excess from 2011				

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

1a 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 ▶

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	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2a 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:			N/A.		
(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))

Peggy S. Brown.

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.

N/A.

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:

Contributions are made only to preselected charitable organizations. Unsolicited applications for funds are not accepted.

b The form in which applications should be submitted and information and materials they should include

See 2A.

c Any submission deadlines.

none.

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				
1) Jewish Community Center Palm Beach, FloRiDA	N/A	Qualified 50(c)(3) Charity	Pledge	201,070
2) Jewish Federation Palm Beach, FloRiDA	N/A	"	Donation	60,000
3) Southwestern College Santa Fe, New Mexico	N/A	"	Donation	30,000
4) Morse Life Foundation West Palm Beach, Florida	N/A	"	Donation	25,000
5) Creativity for Peace Santa Fe, New Mexico	N/A	"	Donation	20,000
6) Doctors Without Borders USA	N/A	"	Donation	15,000
7) Red Thread Collective Charlestown, Guyana	N/A	"	Donation	15,000
8) Heifer International Little Rock, Arkansas	N/A	"	Donation	10,000
9) Women for Women International - Central Islip, NY	N/A	"	Donation	10,000
10) South Florida Science Museum West Palm Beach, Florida	N/A	"	Donation	5,000
All other charities (see full list attached)				21,717
Total ▶ 3a				412,787
b Approved for future payment				
Jewish Community Center Pledge - Palm Beach, FloRiDA	N/A	Qualified 50(c)(3) Charity	Building of a New Jewish Community Center in Palm Beach, Florida	$1,000,000
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f		N/A.			
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					
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					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory		N/A.			
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)					

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 ______

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	N/A.

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)		✓
	(2) Other assets	1a(2)		✓
b	Other transactions.			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		✓
	(3) Rental of facilities, equipment, or other assets	1b(3)		✓
	(4) Reimbursement arrangements	1b(4)		✓
	(5) Loans or loan guarantees	1b(5)		✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)		✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		✓

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A.	

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

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

Charles Hoag 7/23/12 Assistant Treasurer

Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

1 CO1 DCK

AIB/PSB Family Charitable Foundation

Schedule of Contributions Paid

Year Ended March 31, 2012

DATE	DESCRIPTION	CHECK #		AMOUNT
4/18/2011	JCC of Greater Palm Beach	3521	1	$200,000.00
11/21/2011	Jewish Fed. Of Palm Beach County	3622	2	$50,000.00
8/5/2011	Southwestern College	3528		$30,000.00
3/30/2012	Morse Life Foundation	3639		$25,000.00
5/10/2011	Creativity for Peace	3522		$20,000.00
11/29/2011	Doctors Without Borders	3530		$15,000.00
11/29/2011	Red Thread Collective	3532		$15,000.00
11/29/2011	Heifer International	3531		$10,000.00
11/29/2011	Women for Women, Int'l.	3533		$10,000.00
2/20/2012	Jewish Fed. Of Palm Beach County	3629	2	$10,000.00
3/30/2012	South Florida Science Museum	3634		$5,000.00
4/4/2011	Temple Israel	3114		$2,572.00
4/12/2011	The Peru Fund	3520		$2,000.00
6/27/2011	Mendocino Coast	3524		$2,000.00
8/3/2011	NOYO Food Forest	3527		$2,000.00
11/4/2011	Mendocino Coast	3529		$2,000.00
6/10/2011	Palm Beach Zoo	3610		$1,000.00
7/5/2011	AJFCS	3615		$1,000.00
7/5/2011	US Holocaust Musuem	3616		$1,000.00
7/5/2011	Georgetown Cancer Center	3618		$1,000.00
8/5/2011	American Technion Society	3631		$1,000.00
3/30/2012	Friends Club	3632		$1,000.00
3/30/2012	Low Vision Info Center	3633		$1,000.00
10/25/2011	Jewish Community Center	3620	1	$720.00
5/9/2011	Washington Hebrew Congregation	3606		$500.00
7/5/2011	Int'l Rescue Center	3617		$250.00
10/31/2011	Jewish Community Center	3621	1	$250.00
3/30/2012	Habitat for Humanity	3638		$250.00
7/5/2011	Washington Hebrew Congregation	3613		$225.00
1/20/2012	Hab-a-Hearts Luncheon	3623		$225.00
6/30/2011	Hospice of Palm Beach	3611		$200.00
1/20/2012	NewLife Founddation	3624		$200.00
4/27/2011	Nature Conservatory	3603		$150.00
2/20/2012	AARP Foundation	3630		$115.00
4/4/2011	JCC of Greater Palm Beach	3113	1	$100.00
4/13/2011	Environmental Defense Fund	3116		$100.00
4/13/2011	Children's Defense Fund	3117		$100.00
4/20/2011	Alzheimer's Association	3118		$100.00
4/20/2011	Alzheimer's Desease Research	3119		$100.00
4/20/2011	MADD	3120		$100.00
4/20/2011	CARE	3601		$100.00

Tax Return Worksheet

4/20/2011	Anti-Defamation League	3602	$100.00
4/27/2011	American Heart Association	3604	$100.00
4/27/2011	WLRN	3605	$100.00
5/11/2011	Nat'l Parkinson's Foundation	3607	$100.00
5/20/2011	Hospice of Palm Beach	3609	$100.00
7/5/2011	AARP	3612	$100.00
8/5/2011	Hopkins School	3619	$100.00
2/20/2012	Palm Beach Civic Association	3625	$100.00
2/20/2012	Hospice of Palm Beach	3627	$100.00
2/20/2012	Breast Cancer Society	3628	$100.00
3/30/2012	Washington Hebrew Congregation	3635	$100.00
3/30/2012	Temple Israel	3636	$100.00
3/30/2012	Nat'l Cancer Research Ctr	3637	$100.00
5/11/2011	Shrine Circus Fund	3608	$70.00
7/5/2011	NCJW	3614	$35.00
4/4/2011	Mouth & Foot Painting Artists	3115	$25.00
	TOTAL		**$412,787.00**

Alvin I. and Peggy S. Brown Family Charitable Foundation
Schedule of Short and Long Term Capital Gains and Losses
Fiscal Year Ended March 31, 2012

Page 3- Part IV-Lines 2 and 3- Capital Gains and Losses

	Proceeds	Cost	Gain (Loss)	Purchase Date	Sale Date
Short-Term Capital Gains and Losses					
Constable Partners II- Flowthrough Investments	Various	Various	$19,026.00	Various	Various
Constable Partners I Flowthrough Investments	Various	Various	$2,769 00	Various	Various
Semper Vic Partners Flowthrough Investments	Various	Various	$5,104 00	Various	Various
Total Net Short-Term Gains Page 3 Part IV- Line 3			$26,899 00		
Long -Term Capital Gains and Losses					
Semper Vic Partners- Flowthrough Investment	Various	Various	$39,835.00	Various	Various
Pershing Stocks- (See Schedule Attached)	$39,828.00	$21,013.00	$18,815.00	Various	Various
Total Net Long-Term Gains	$39,828.00	$21,013 00	$58,650.00		
Total Short and Long-Term Gains Page 3-PartIV-Line 2			$85,549.00		

Alvin and Peggy Brown Family Charitable Foundation

Schedule of Long-Term Capital Gains and Losses- Pershing

Fiscal Year Ended March 31, 2012

Shares	Security		Selling Price	Cost	Gain(Loss)	Purchase Date	Sale Date
150	Comcast		$3,538.39	$2,625 00	$913.39	02/27/07	4/05/11
325	Comcast		$6,633.41	$5,687.50	$945.91	02/27/07	10/04/11
1000	Comcast		$2,394.04	$1,987.00	$407.04	02/27/07	10/27/11
175	Phillip Morris		$13,463.73	$2,661 75	$10,801.98	04/02/08	01/06/12
175	Altria		$5,016.84	$6,870.50	-$1,853.66	02/02/10	01/19/12
100	British American		$4,487.29	$420.60	$4,066.69	10/30/08	01/19/12
500	Phillip Morris		$4,294.58	$760.50	$3,534.08	04/02/08	03/16/12
		Totals	$39,828.28	$21,012.85	**$18,815.43**		

Part II- Line 10B
Investments-Corporate Stocks and Bonds

	A Beginning of the Year Book Value	B End of the Year Book Value	C Year End Fair Market Value
Stocks Held in Pershing Investment	$751,081.00	$783,390.00	$1,575,847.00
Totals	$751,081.00	$783,390.00	$1,575,847.00

Part II-Line 13- Investments- Other			
Constable Partners II Partnership:	$3,582,327.00	$3,572,030.00	$3,729,078.00
Constable Partners I Partnership:	$522,360.00	$71,482.00	$61,568.00
Semper Vic Partners	$5,477,640.00	$5,590,387.00	$6,557,174.00
Totals:	$9,582,327.00	$9,233,899.00	$10,347,820.00

Alvin I. and Peggy S. Brown Family Charitable Foundation
Contributions Received and Other Income
April 1, 2011 to March 31, 2012

Part I-Line 1- Page 1

Contributions Received	
Cash-Alvin I. and Peggy S. Brown	$0.00
Total Contributions Received	$0.00

Part I-Line II- Other Income (Loss)

Ordinary Income	$397.00
Miscellaneous	$107.00
Total Other Income	$504.00

Alvin I. and Peggy S. Brown Family Charitable Foundation
Schedule of Other Expenses
Fiscal Year Ended March 31, 2012

Part I-Line 23- Other Expenses

Administrative Expenses- Management Fees	$13,728.00
Portfolio Deductions	$124,784.00
Professional Fees	$1,057.00
Foreign Fees	$53.00
Total	$139,622.00

Part I-Line 18- Taxes

Foreign Taxes	$13,312.00