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 05/01 **, 2011, and ending** 04/30, 2012

Name of foundation: JOHN A. MCNEICE, JR. CHARITABLE FOUNDATION

A Employer identification number: 04-3371560

Number and street (or P O box number if mail is not delivered to street address): SILVER BRIDGE 255 STATE ST, 6TH FL

Room/suite:

B Telephone number (see instructions): (617) 502-9472

City or town, state, and ZIP code: BOSTON, MA 02109-2167

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)* ▶ $ 5,098,685.

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)				
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	141,050.	141,050.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	160,857.			
	b	Gross sales price for all assets on line 6a 872,786.				
	7	Capital gain net income (from Part IV, line 2)		160,857.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	301,907.	301,907.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	48,000.			48,000.
	14	Other employee salaries and wages	24,926.	NONE	NONE	24,926.
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 2	3,431.	NONE	NONE	NONE
	c	Other professional fees (attach schedule) STMT 3	32,970.	29,657.		3,313.
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 4	9,439.	368.		3,951.
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT 5	757.			70.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	119,523.	30,025.	NONE	80,260.
	25	Contributions, gifts, grants paid	270,000.			270,000.
	26	**Total expenses and disbursements** Add lines 24 and 25	389,523.	30,025.	NONE	350,260.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-87,616.			
	b	**Net investment income** (if negative, enter -0-)		271,882.		
	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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	252,291.	107,967.	107,967.
	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 ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U.S. and state government obligations (attach schedule)	757,970.	556,856.	613,715.
	b	Investments - corporate stock (attach schedule)	2,311,683.	2,262,276.	3,087,119.
	c	Investments - corporate bonds (attach schedule)	919,738.	1,226,969.	1,289,884.
	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)	4,241,682.	4,154,068.	5,098,685.
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	4,241,682.	4,154,068.	
	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)	4,241,682.	4,154,068.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	4,241,682.	4,154,068.	

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	4,241,682.
2	Enter amount from Part I, line 27a	2	-87,616.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	2.
4	Add lines 1, 2, and 3	4	4,154,068.
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	4,154,068.

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	PUBLICLY TRADED SECURITIES			
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	872,418.		711,929.	160,489.
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) 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	
a				160,489.
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	160,857.
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	279,162.	4,958,458.	0.056300
2009	257,892.	4,876,756.	0.052882
2008	290,040.	4,952,040.	0.058570
2007	235,194.	5,707,369.	0.041209
2006	190,543.	5,360,470.	0.035546

2	**Total** of line 1, column (d)	2	0.244507
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	0.048901
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	4,932,340.
5	Multiply line 4 by line 3	5	241,196.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,719.
7	Add lines 5 and 6	7	243,915.
8	Enter qualifying distributions from Part XII, line 4	8	350,260.

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	2,719.
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	2,719.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	2,719.
6	Credits/Payments:				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	3,875.		
b	Exempt foreign organizations - tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	3,875.
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	1,156.
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 1,156. **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		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)?	1b		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 **Form 1120-POL** for this year?	1c		X
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		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
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		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MA			
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	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)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		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)	**11**		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)	**12**		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	**13**	X	

Website address ▶ N/A

14 The books are in care of ▶ C/O SILVER BRIDGE ADVISORS LLC Telephone no. ▶ (617)502-9472

Located at ▶ 255 STATE STREET, 6TH FLOOR, BOSTON, MA ZIP + 4 ▶ 02109

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**		X
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**		X
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**		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? ☐ Yes ☒ No			
If "Yes," list the years ▶ ____, ____, ____, ____			
b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	**2b**		X
c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here.			
▶ ____, ____, ____, ____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b If "Yes," did it have excess business holdings in 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**		
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

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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**

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** No: X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
SEE STATEMENT 7		48,000.	-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		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

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		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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 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 NONE	
2	
All other program-related investments. See instructions. 3 NONE	
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	4,918,372.
b	Average of monthly cash balances	1b	89,080.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	5,007,452.
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	NONE
3	Subtract line 2 from line 1d	3	5,007,452.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	75,112.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,932,340.
6	**Minimum investment return.** Enter 5% of line 5	6	246,617.

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	246,617.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	2,719.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,719.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	243,898.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	243,898.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	243,898.

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	350,260.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	350,260.
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	2,719.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	347,541.

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					243,898.
2 Undistributed income, if any, as of the end of 2011					
a Enter amount for 2010 only				181,416.	
b Total for prior years 20 09 ,20____,20____			NONE		
3 Excess distributions carryover, if any, to 2011:					
a From 2006	NONE				
b From 2007	NONE				
c From 2008	NONE				
d From 2009	NONE				
e From 2010	NONE				
f **Total** of lines 3a through e		NONE			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 350,260.					
a Applied to 2010, but not more than line 2a				181,416.	
b Applied to undistributed income of prior years (Election required - see instructions)			NONE		
c Treated as distributions out of corpus (Election required - see instructions)		NONE			
d Applied to 2011 distributable amount					168,844.
e Remaining amount distributed out of corpus		NONE			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b			NONE		
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			NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions			NONE		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions					
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012					75,054.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)		NONE			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		NONE			
10 Analysis of line 9.					
a Excess from 2007	NONE				
b Excess from 2008	NONE				
c Excess from 2009	NONE				
d Excess from 2010	NONE				
e Excess from 2011	NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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 (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).)

JOHN MCNEICE

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.

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

c Any submission deadlines:

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

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 11				
Total . . . . ▶ **3a**				270,000.
b *Approved for future payment*				
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					
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	141,050.	
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			18	160,857.	
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)				301,907.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 301,907.

(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.)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

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

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

▶ | 9/12/12 | ▶ Trustee

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
ANDREW CORREIA		09/10/2012		P00641207

Firm's name ▶ SILVER BRIDGE ADVISORS, LLC

Firm's EIN ▶ 20-8104440

Firm's address ▶ 255 STATE STREET, 6TH FLOOR
BOSTON, MA 02109-2167

Phone no. 617-502-9433

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS	65,896.	65,896.
INTEREST	73,848.	73,848.
ACCRUED INT RECEIVED	2,391.	2,391.
ACCRUED INT PAID	-1,085.	-1,085.
TOTAL	141,050.	141,050.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEES	3,431.			
TOTALS	3,431.	NONE	NONE	NONE

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	29,657.	29,657.	
WILMERHALE	3,313.		3,313.
TOTALS	32,970.	29,657.	3,313.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
FOREIGN TAXES	368.	368.	
FEDERAL ESTIMATED TAX DEPOSITS	3,875.		
FEDERAL BALANCE DUE	1,245.		
PAYROLL TAXES	3,951.		3,951.
TOTALS	9,439.	368.	3,951.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
MA FILING FEES	70.	70.
INSURANCE	332.	
PAYROLL PROCESSING FEE	355.	
TOTALS	757.	70.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
ROUNDING		2.
	TOTAL	2.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
==

OFFICER NAME:
JOHN A. MCNEICE, JR.
ADDRESS:
C/O WILMERHALE - 60 STATE STREET
BOSTON, MA 02109
TITLE:
TRUSTEE

OFFICER NAME:
MARGARETE A. PORTANOVA (NOTE A)
ADDRESS:
C/O WILMERHALE - 60 STATE STREET
BOSTON, MA 02109
TITLE:
TRUSTEE AND EXECUTIVE DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10
COMPENSATION .... 48,000.

OFFICER NAME:
WILLIAM B. NEENAN, S.J.
ADDRESS:
BOSTON COLLEGE, 111 COLLEGE ROAD
BOSTON, MA 02467
TITLE:
TRUSTEE

OFFICER NAME:
A. SILVANA GINER (NOTE B)
ADDRESS:
C/O WILMERHALE, 60 STATE STREET
BOSTON, MA 02109
TITLE:
TRUSTEE

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
===

OFFICER NAME:
MR. JOHN SHAUGHNESSY, JR
ADDRESS:
C/O WILMERHALE - 60 STATE STREET
BOSTON, MA 02109
TITLE:
TRUSTEE

OFFICER NAME:
MR. GEORGE ASHUR
ADDRESS:
C/O WILMERHALE - 60 STATE STREET
BOSTON, MA 02109
TITLE:
TRUSTEE

OFFICER NAME:
EDWARD G. CASEY
ADDRESS:
C/O WILMERHALE - 60 STATE STREET
BOSTON, MA 02109
TITLE:
TRUSTEE

TOTAL COMPENSATION:	48,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

==

RECIPIENT NAME:
ELIZABETH SETON ACADEMY
ADDRESS:
2220 DORCHESTER AVENUE
DORCHESTER, MA 02124
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUND
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
NATIVITY PREPARATORY
SCHOOL
ADDRESS:
39 LAMARTINE STREET
JAMICA PLAIN, MA 02130
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUND
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
BOSTON HEALTHCARE -
HOMELESS PROGRAM
ADDRESS:
729 MASSACHUSETTS AVE
BOSTON, MA 02118-2318
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUND
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
RON BURTON TRAINING VILLAGE CAMP
ADDRESS:
108 NOB HILL DRIVE
FRAMINGHAM, MA 01701
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUND
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
NEW ENGLAND PROVINCE OF JESUITS
ADDRESS:
P.O. BOX 9199
WATERTOWN, MA 02471
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUND
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 200,000.

RECIPIENT NAME:
NOTRE DAME MONTESSORI SCHOOL
C/O ST CHRISTOPHER CHURCH
ADDRESS:
265 MOUNT VERNON STREET
DORCHESTER, MA 02125
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

STATEMENT 10

RECIPIENT NAME:
CAMPAIGN FOR CATHOLIC SCHOOLS
ADDRESS:
66 BROOKS DRIVE
BRAINTREE, MA 02184
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
MALDEN CATHOLIC HIGH SCHOOL
ADDRESS:
99 CRYSTAL STREET
MALDEN, MA 02146
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

TOTAL GRANTS PAID: 270,000.

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2011

Name of estate or trust: JOHN A. MCNEICE, JR. CHARITABLE FOUNDATION

Employer identification number: 04-3371560

Note: *Form 5227 filers need to complete only Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo , day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	16,656.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	16,656.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					368.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	143,833.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	144,201.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D (Form 1041) 2011**

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1F1210 2 000

Part III Summary of Parts I and II

Caution: *Read the instructions **before** completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			16,656.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			144,201.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			160,857.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and **do not** complete Part IV If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:

a The loss on line 15, column (3) **or** b $3,000 . . . . 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000, **or** if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:*

- *Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . 17

18 Enter the **smaller** of line 14a or 15 in column (2) but not less than zero . . . 18

19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . 19

20 Add lines 18 and 19 . . . 20

21 If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . ▶ 21

22 Subtract line 21 from line 20. If zero or less, enter -0- . . . 22

23 Subtract line 22 from line 17. If zero or less, enter -0- . . . 23

24 Enter the **smaller** of the amount on line 17 or $2,300 . . . 24

25 Is the amount on line 23 equal to or more than the amount on line 24?

☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box.

☐ **No.** Enter the amount from line 23 . . . 25

26 Subtract line 25 from line 24 . . . 26

27 Are the amounts on lines 22 and 26 the same?

☐ **Yes.** Skip lines 27 thru 30, go to line 31. ☐ **No.** Enter the smaller of line 17 or line 22 . . . 27

28 Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . 28

29 Subtract line 28 from line 27 . . . 29

30 Multiply line 29 by 15% (.15) . . . 30

31 Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . 31

32 Add lines 30 and 31 . . . 32

33 Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . 33

34 **Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . 34

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No. 1545-0092

2011

Name of estate or trust: JOHN A. MCNEICE, JR. CHARITABLE FOUNDATION

Employer identification number: 04-3371560

Part I **Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr.)	(c) Date sold (mo , day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a . SEE ATTACHED STATEMENT		04/30/2012	134,378.00	117,722.00	16,656.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b 16,656.00

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011

JSA
1F1221 2 000

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side.	**Employer identification number**
JOHN A. MCNEICE, JR. CHARITABLE FOUNDATION	04-3371560

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	**(b)** Date acquired (mo , day, yr)	**(c)** Date sold (mo., day, yr)	**(d)** Sales price	**(e)** Cost or other basis (see instructions)	**(f) Gain or (loss)** Subtract (e) from (d)
6a . SEE ATTACHED STATEMENT		04/30/2012	738,040.00	594,207.00	143,833.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 143,833.00

BIRCH HILL INVESTMENT ADVISORS LLC
REALIZED GAINS AND LOSSES
JOHN A. MCNEICE JR. CHARITABLE FOUNDATION
From 05-01-11 Through 04-30-12

Open Date	Close Date	Quantity	Security	Adjusted Cost Basis	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
07-29-10	07-29-11	500	CVS CAREMARK CORP	15,504 47	18,002 70	2,498 22	
04-05-11	07-29-11	1,300	SANOFI CVR	3,060 20	1,552 21	-1,507 99	
04-05-11	07-29-11	200	SANOFI CVR	470 80	238 80	-232 00	
12-08-10	07-29-11	1,500	CISCO SYSTEMS INC	29,078 95	23,866 24	-5,212 71	
03-31-09	08-23-11	150	BECTON DICKINSON	10,101 01	11,614 32		1,513 31
12-15-06	08-23-11	200	BARRICK GOLD CORP	6,205 98	10,251 65		4,045 67
01-13-06	09-15-11	1,000	CISCO SYSTEMS INC	19,179 90	16,388 25		-2,791 65
02-17-11	09-15-11	1,000	CISCO SYSTEMS INC	18,697 95	16,388 25	-2,309 70	
11-29-05	09-15-11	2,000	CISCO SYSTEMS INC	35,070 00	32,776 49		-2,293 51
10-19-09	09-15-11	500	ISHARES MSCI EAFE INDEX FUND	28,315 89	25,291 06		-3,024 83
04-15-09	09-15-11	2,000	COMCAST CL A	27,686 95	44,491 80		16,804 85
03-31-09	09-15-11	350	BECTON DICKINSON	23,569 01	27,146 33		3,577 32
08-24-06	11-18-11	200	COLGATE PALMOLIVE	11,841 26	17,639 91		5,798 65
04-11-08	11-18-11	200	SCHLUMBERGER LTD	18,214 23	14,501 57		-3,712 66
12-10-07	11-18-11	100	ZIMMER HOLDINGS INC	6,928 49	5,016 66		-1,911 83
05-10-06	11-18-11	300	ZIMMER HOLDINGS INC	18,808 59	15,050 00		-3,758 59
07-29-10	11-18-11	300	CVS CAREMARK CORP	9,302 68	11,553 43		2,250 74
08-11-05	11-18-11	500	ORACLE CORP	6,669 40	15,286 26		8,616 86
12-21-09	11-18-11	400	ISHARES MSCI EAFE GROWTH INDEX	21,969 67	20,915 45		-1,054 22
08-17-05	11-18-11	100,000	UNITED STATES TREAS NTS 4 250% Due 08-15-15	100,076 80	113,546 87		13,470 07
10-17-07	12-05-11	100,000	FEDERAL FARM CR BKS 4 930% Due 09-04-12	101,037 00	103,306 00		2,269 00
07-29-10	12-28-11	200	CVS CAREMARK CORP	6,201 79	8,225 87		2,024 08
08-06-10	12-28-11	100	CVS CAREMARK CORP	2,960 74	4,112 94		1,152 20
09-03-02	12-28-11	100	GRAINGER (W W) INC	4,425 00	19,046 28		14,621 28
12-15-06	12-28-11	800	BARRICK GOLD CORP	24,823 92	35,918 36		11,094 44
01-13-11	12-28-11	200	CELGENE CORP	11,582 56	13,540 79	1,958 23	
08-06-10	02-21-12	300	CVS CAREMARK CORP	8,882 21	13,273 59		4,391 38
02-22-02	02-21-12	100	CVS CAREMARK CORP	1,364 20	4,424 53		3,060 33
01-24-03	02-21-12	100	CVS CAREMARK CORP	1,194 50	4,424 53		3,230 03
03-17-10	02-21-12	1,000	GENERAL ELECTRIC	18,177 74	19,482 70		1,304 96
01-13-11	02-21-12	500	WASTE MANAGEMENT INC	18,181 95	17,381 74		-800 21
08-23-11	02-21-12	1,500	EL PASO CORP	25,667 95	40,533 07	14,865 12	
01-13-11	03-20-12	300	CELGENE CORP	17,373 84	22,613 04		5,239 20
01-24-03	03-20-12	200	CVS CAREMARK CORP	2,389 00	8,977 29		6,588 29

BIRCH HILL INVESTMENT ADVISORS LLC

REALIZED GAINS AND LOSSES

JOHN A. MCNEICE JR. CHARITABLE FOUNDATION

From 05-01-11 Through 04-30-12

Open Date	Close Date	Quantity	Security	Adjusted Cost Basis	Proceeds	Gain Or Loss	
						Short Term	**Long Term**
01-24-03	03-23-12	400	CVS CAREMARK CORP	4,778 00	17,899 37		13,121.37
01-13-11	03-23-12	200	CELGENE CORP	11,582 56	15,193 58		3,611 02
11-20-98	04-24-12	300	MICROSOFT CORP	8,367 18	9,618.43		1,251 25
07-29-11	04-24-12	400	TJX COMPANIES	10,963 15	16,204 48	5,241 33	
09-15-11	04-24-12	100	TJX COMPANIES	2,695 89	4,051 12	1,355 22	
01-24-03	04-24-12	300	CVS CAREMARK CORP	3,583 50	12,937 24		9,353 74
11-28-01	04-24-12	200	CVS CAREMARK CORP	1,761 68	8,624 83		6,863 15
07-22-02	04-24-12	100	GRAINGER (W W) INC	4,278 00	20,293 90		16,015 90
06-16-04	04-24-12	300	WASTE MANAGEMENT INC	8,904 00	10,815 71		1,911 71
TOTAL GAINS						25,918 13	163,180 82
TOTAL LOSSES						-9,262 40	-19,347 50
				711,928.59	**872,417.64**	**16,655.73**	**143,833.31**
TOTAL REALIZED GAIN/LOSS			160,489 05				

Clients are encouraged to compare this report with the account statement received from the qualified custodian that holds the account assets The official record is the statement produced by the qualified custodian

BIRCH HILL INVESTMENT ADVISORS LLC
PORTFOLIO APPRAISAL
JOHN A. MCNEICE JR. CHARITABLE FOUNDATION
April 30, 2012

Quantity	Security	Adj Unit Cost	Total Adjusted Cost	Price	Market Value	Pct. Assets	Unit Income	Annual Income	Cur. Yield
CASH AND EQUIVALENTS									
	SCHWAB GOVT MONEY FUND		107,966 87		107,966 87	2.1	0 010	10 80	0 0
			107,966 87		107,966 87	2 1		10 80	0 0
COMMON STOCK									
CONSUMER DISCRETIONARY									
3,000	CARNIVAL CORP	34 42	103,245 30	32 49	97,485 00	1 9	1 000	3,000 00	3 1
4,000	GENTEX CORP	21 71	86,846 80	21 97	87,900 00	1 7	0 520	2,080 00	2 4
2,300	TJX COMPANIES	25 66	59,025 81	41 71	95,933 00	1 9	0 460	1,058 00	1 1
			249,117 91		281,318 00	5 5		6,138 00	2 2
CONSUMER STAPLES									
1,100	COLGATE PALMOLIVE	58 79	64,668 99	98 94	108,834 00	2 1	2 480	2,728 00	2 5
1,136	CVS CAREMARK CORP	8 81	10,006 34	44 62	50,688 32	1 0	0 650	738 40	1 5
1,500	MC CORMICK & CO	44 39	66,586 45	55 91	83,865 00	1 6	1 240	1,860 00	2 2
1,500	PEPSICO INC	60 32	90,481 74	66 00	99,000 00	1 9	2 060	3,090 00	3 1
			231,743 53		342,387 32	6 7		8,416 40	2 5
ENERGY									
1,200	BAKER HUGHES INC	47 29	56,746 10	44 11	52,932 00	1 0	0 600	720.00	1 4
2,644	ENCANA CORP	21 68	57,313 10	20 94	55,365 36	1 1	0 800	2,115 20	3 8
1,100	EXXON MOBIL CORP	37 49	41,242 00	86 34	94,974 00	1 9	2.280	2,508 00	2 6
1,500	SCHLUMBERGER LTD	73 83	110,752 42	74 14	111,210 00	2 2	1 100	1,650 00	1 5
			266,053 62		314,481 36	6 2		6,993 20	2 2
FINANCIALS									
2,000	EATON VANCE CORP	29 49	58,975 35	26 30	52,600 00	1 0	0.760	1,520 00	2 9
2,600	MARSH & MCLENNAN	23 20	60,329 10	33 45	86,970 00	1 7	0 880	2,288 00	2 6
			119,304 45		139,570 00	2 7		3,808 00	2 7
HEALTH CARE									
1,600	ABBOTT LABS	56 04	89,669 09	62 06	99,296 00	1 9	2 040	3,264 00	3 3
1,100	CELGENE CORP	52 99	58,294 19	72 92	80,217 50	1 6	0 000	0 00	0 0
1,400	EDWARDS LIFESCIENCES CORP	15 72	22,007 30	82 97	116,158 00	2 3	0 000	0 00	0 0
1,000	JOHNSON & JOHNSON	52 19	52,186 65	65 10	65,100 00	1 3	2 440	2,440 00	3 7
1,600	ZIMMER HOLDINGS INC	46 63	74,612 43	62 93	100,688 00	2 0	0 720	1,152 00	1 1
			296,769 66		461,459 50	9 1		6,856 00	1 5

BIRCH HILL INVESTMENT ADVISORS LLC
PORTFOLIO APPRAISAL
JOHN A. MCNEICE JR. CHARITABLE FOUNDATION
April 30, 2012

Quantity	Security	Adj Unit Cost	Total Adjusted Cost	Price	Market Value	Pct. Assets	Unit Income	Annual Income	Cur. Yield
INDUSTRIALS									
1,500	EXPEDITORS INTERNATIONAL	43 75	65,631 70	40 00	60,000 00	1 2	0 500	750 00	1 2
3,000	GENERAL ELECTRIC	18 18	54,533 21	19 58	58,740 00	1 2	0 680	2,040 00	3 5
400	GRAINGER (W W) INC	42 32	16,928 00	207 82	83,128 00	1 6	3 200	1,280 00	1 5
1,300	UNITED PARCEL SERVICE	70 86	92,116 60	78 14	101,582 00	2 0	2 280	2,964 00	2 9
1,300	UNITED TECHNOLOGIES	19 29	25,081 81	81 64	106,132 00	2 1	1 920	2,496 00	2 4
2,700	WASTE MANAGEMENT INC	29 02	78,356 00	34 20	92,340 00	1 8	1 420	3,834 00	4 2
			332,647 32		501,922 00	9 8		13,364 00	2 7
INFORMATION TECHNOLOGY									
3,500	E M C CORP	23 71	82,984 30	28 21	98,735 00	1 9	0 000	0 00	0 0
800	FISERV INC	53 67	42,936 95	70 29	56,232 00	1 1	0 000	0 00	0 0
150	GOOGLE INC	522 38	78,357 31	604 85	90,727.50	1 8	0 000	0 00	0 0
500	IBM CORP	61 12	30,559 35	207 08	103,540 00	2 0	3 400	1,700 00	1 6
3,700	MICROSOFT CORP	26 53	98,170 10	32 01	118,455 50	2 3	0 800	2,960 00	2 5
3,500	ORACLE CORP	12 83	44,888 00	29 40	102,900 00	2 0	0 240	840 00	0 8
500	QUALCOMM INC	54 71	27,357 05	63 83	31,915 00	0 6	1 000	500 00	1 6
			405,253 06		602,505 00	11 8		6,000 00	1 0
MATERIALS									
1,200	AIR PRODUCTS & CHEMICALS	43 00	51,603 00	85 49	102,588 00	2 0	2 560	3,072 00	3 0
1,000	BHP BILLITON LTD ADR	54 65	54,652 15	74 30	74,300 00	1 5	2 200	2,200 00	3 0
			106,255 15		176,888 00	3 5		5,272 00	3 0
TELECOMMUNICATION SERVICES									
2,500	VODAFONE GROUP PLC ADR	26 87	67,182 90	27 82	69,550 00	1 4	2 050	5,125 00	7 4
			67,182 90		69,550 00	1 4		5,125 00	7 4
INTERNATIONAL									
600	ISHARES MSCI EAFE GROWTH INDEX	54 92	32,954 50	57 95	34,770 00	0 7	1 290	774 00	2 2
700	ISHARES MSCI EAFE INDEX FUND	55 76	39,034 81	53 75	37,625 00	0 7	1 700	1,190 00	3 2
1,500	ISHARES MSCI EMERGING MKTS INDEX FD	33 99	50,981 00	42 21	63,322 50	1 2	0 820	1,230 00	1 9

BIRCH HILL INVESTMENT ADVISORS LLC
PORTFOLIO APPRAISAL
JOHN A. MCNEICE JR. CHARITABLE FOUNDATION
April 30, 2012

Quantity	Security	Adj Unit Cost	Total Adjusted Cost	Price	Market Value	Pct. Assets	Unit Income	Annual Income	Cur. Yield
400	SPDR S&P EMERGING ASIA PACIFIC ETF	79 82	31,928 35	73 28	29,312 00	0 6	2 416	966 40	3 3
			154,898 66		165,029 50	3 2		4,160 40	2 5
	COMMON STOCK Total		2,229,226 26		3,055,110 68	59 9		66,133 00	2 2
EQUITY MUTUAL FUNDS									
INTERNATIONAL FUNDS									
1,709 845	CLOUGH CHINA FUND	19 33	33,049 96	18 72	32,008 30	0 6	0 000	0 00	0 0
			33,049 96		32,008 30	0 6		0 00	0 0
	EQUITY MUTUAL FUNDS Total		33,049 96		32,008 30	0 6		0 00	0 0
CORPORATE BONDS									
100,000	BERKSHIRE HATHAWAY 4 600% Due 05-15-13	102 86	102,865 00	104 16	104,158 50	2 0	4 600	4,600 00	4 4
100,000	IBM CORP 6 500% Due 10-15-13	101 17	101,166 00	108 61	108,613 80	2 1	6 500	6,500 00	6 0
100,000	AT&T INC 6 700% Due 11-15-13	102 55	102,545 20	109 02	109,024 50	2 1	6 700	6,700 00	6 1
100,000	CONOCOPHILLIPS 4 750% Due 02-01-14	101 51	101,507 00	107 00	106,998 50	2 1	4 750	4,750 00	4 4
100,000	WAL-MART STORES INC 3 000% Due 02-03-14	100 19	100,190 00	104 42	104,424 20	2 0	3 000	3,000 00	2 9
100,000	MEDTRONIC INC 4 500% Due 03-15-14	103 98	103,985 00	107 08	107,075 70	2 1	4 500	4,500 00	4 2
100,000	PROCTER & GAMBLE CO 3 500% Due 02-15-15	101 28	101,285 00	107 79	107,791 60	2 1	3 500	3,500 00	3 2
100,000	PFIZER INC 5 350% Due 03-15-15	111 33	111,330 00	112 90	112,900 40	2 2	5 350	5,350 00	4 7
100,000	KIMBERLY CLARK CORP 4 875% Due 08-15-15	94 86	94,865 00	111 63	111,625 40	2 2	4 875	4,875 00	4 4
100,000	ECOLAB INC 3 000% Due 12-08-16	99 80	99,802 00	105 47	105,473 00	2 1	3 000	3,000 00	2 8
100,000	FISERV INC 4 625% Due 10-01-20	104 58	104,579 00	107 28	107,284 90	2 1	4 625	4,625 00	4 3

BIRCH HILL INVESTMENT ADVISORS LLC
PORTFOLIO APPRAISAL
JOHN A. MCNEICE JR. CHARITABLE FOUNDATION
April 30, 2012

Quantity	Security	Adj Unit Cost	Total Adjusted Cost	Price	Market Value	Pct. Assets	Unit Income	Annual Income	Cur. Yield
100,000	CELGENE CORP 3 950% Due 10-15-20	102 85	102,850 00	104 51	104,513 60	2 0	3 950	3,950 00	3 8
			1,226,969 20		1,289,884 10	25 3		55,350 00	4 3
GOVERNMENT AGENCY BONDS									
100,000	FEDERAL HOME LN BKS 4 875% Due 12-14-12	101 56	101,562 00	102 89	102,893 00	2 0	4 875	4,875 00	4 7
100,000	FEDERAL HOME LN BKS 3 250% Due 09-12-14	103 51	103,510 00	106 64	106,635 50	2 1	3 250	3,250 00	3 0
100,000	FEDERAL HOME LN BKS 5 000% Due 12-11-15	101 28	101,279 00	115 38	115,382 30	2 3	5 000	5,000.00	4 3
100,000	FEDERAL FARM CR BKS CONS 5 570% Due 11-23-16	100 39	100,390 00	120 29	120,288 80	2 4	5 570	5,570 00	4 6
			406,741 00		445,199 60	8 7		18,695 00	4 2
GOVERNMENT BONDS									
150,000	UNITED STATES TREAS NTS 4 250% Due 08-15-15	100 08	150,115 20	112 34	168,515 70	3 3	4 250	6,375 00	3 8
			150,115 20		168,515.70	3 3		6,375 00	3 8
TOTAL PORTFOLIO			**4,154,068.49**		**5,098,685.25**	**100.0**		**146,563.80**	**2.9**