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Form 990-PF

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

OMB No 1545-0052

2011

Department of the Treasury
Internal Revenue Service

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

For calendar year 2011 or tax year beginning 7/1/2011, and ending 6/30/2012

Name of foundation JAMES M STONEMAN CHARITABLE FUND		A Employer identification number 04-2741931
Number and street (or P O box number if mail is not delivered to street address) ONE INTERNATIONAL PLACE	Room/suite 32ND FL	B Telephone number (see instructions) (617) 345-4500
City or town, state, and ZIP code BOSTON MA 02110		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply. <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 37,551,608	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income N/A	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	156	156		
4 Dividends and interest from securities	1,157,799	1,157,799		
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain or (loss) from sale of assets not on line 10	(702,258)			
b Gross sales price for all assets on line 6a	2,365,572			
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule) STMT 1	(89,115)	(89,115)		
12 Total. Add lines 1 through 11	366,582	1,068,840		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule) STMT 2	18,317			
b Accounting fees (attach schedule) STMT 2	14,955	7,477		
c Other professional fees (attach schedule) STMT 2	302,000	241,600		
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 3	67,973	500		
Depreciation (attach schedule) and depletion				
Occupancy				
Travel, conferences, and meetings				
Printing and publications				
Other expenses (attach schedule) STMT 4	88,553	88,553		
Total operating and administrative expenses. Add lines 13 through 23	491,798	338,130		
Contributions, gifts, grants paid STMT 5	2,037,291			2,037,291
Total expenses and disbursements. Add lines 24 and 25	2,529,089	338,130		2,037,291
Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	(2,162,507)			
b Net investment income (if negative, enter -0-)		730,710		
c Adjusted net income (if negative, enter -0-)			N/A	

10P

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing STMT 6	1,202,709	499,719	499,719
	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			
	10 a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule) STMT 7	34,371,009	32,895,363	37,051,889
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis			
Liabilities	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)	35,573,718	33,395,082	37,551,608
Net Assets or Fund Balances	17 Accounts payable and accrued expenses	7,437	3,679	
	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)	7,437	3,679	
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	35,566,281	33,391,403	
	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)	35,566,281	33,391,403	
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	31 Total liabilities and net assets/fund balances (see instructions)	35,573,718	33,395,082	

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	35,566,281
2 Enter amount from Part I, line 27a	2	(2,162,507)
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	33,403,774
5 Decreases not included in line 2 (itemize) PRIOR YEAR RETURN OF CAPITAL	5	12,371
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	33,391,403

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED STATEMENT 8			
b			
c			
d			
e			

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

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

2

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	1,793,190	38,631,708	0.046418
2009	1,564,090	36,647,291	0.042680
2008	2,376,555	35,052,585	0.067800
2007	2,334,182	48,198,329	0.048429
2006	1,846,351	44,607,558	0.041391

- 2** Total of line 1, column (d) **2** 0.246718
- 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** 0.049344
- 4** Enter the net value of noncharitable-use assets for 2011 from Part X, line 5 **4** 37,494,393
- 5** Multiply line 4 by line 3 **5** 1,850,123
- 6** Enter 1% of net investment income (1% of Part I, line 27b) **6** 7,307
- 7** Add lines 5 and 6 **7** 1,857,430
- 8** Enter qualifying distributions from Part XII, line 4 **8** 2,037,291
- If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	7,307
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	7,307
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	7,307
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	27,728	
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	27,728	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	20,421	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 20,421 Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year? N/A		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MASSACHUSETTS		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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 ROBERT J MORRISSEY TRUSTEE	Telephone no. (617) 345-4500		
	Located at ONE INTERNATIONAL PLACE 32ND FL BOSTON, MA	ZIP+4 02110		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country			X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

(1) Carry on propaganda, 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)?N/A ☐

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?N/A ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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
JAMES STONEMAN 1 INTERNATIONAL PLACE BOSTON MA 0211	TRUSTEE VARIOUS			
ROBERT J MORRISSEY 1 INTERNATIONAL PLACE BOSTON MA 0211	TRUSTEE VARIOUS			
THEA STONEMAN 1 INTERNATIONAL PLACE BOSTON MA 0211	TRUSTEE VARIOUS			

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

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

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

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
MORRISSEY HAWKINS & LYNCH 1 INTERNATIONAL PL, 32ND FL, BOSTON, MA 02110	LEGAL FEES	18,317
MORRISSEY HAWKINS & LYNCH 1 INTERNATIONAL PL, 32ND FL, BOSTON, MA 02110	TRUSTEE FEES	302,000
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	
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	
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	36,966,144
b	Average of monthly cash balances	1b	1,099,320
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	38,065,374
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	38,065,374
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	570,981
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	37,494,393
6	Minimum investment return. Enter 5% of line 5	6	1,874,720

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	1,874,720
2a	Tax on investment income for 2011 from Part VI, line 5	2a	7,307	
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	7,307
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	1,867,413
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	1,867,413
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	1,867,413

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	2,037,291
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	2,037,291
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	2,037,291

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				1,867,413
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010	772,173			
f Total of lines 3a through e	772,173			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 2,037,291				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)	942,051			
d Applied to 2011 distributable amount				1,095,240
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	772,173			772,173
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	942,051			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
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				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	942,051			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011	942,051			

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 <i>Paid during the year</i> SEE ATTACHED STATEMENTS 5 & 9	NONE	PUBLIC	GENERAL SUPPORT	2,037,291
Total			▶ 3a	2,037,291
b <i>Approved for future payment</i>				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts, unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
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			14	156	
4	Dividends and interest from securities			14	1,157,799	
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	(702,258)	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a INVESTMENT LOSS			14	(89,115)	
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				366,582	
13	Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations)				13	366,582

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

[illegible]

Form **990-PF** (2011)

JAMES M. STONEMAN CHARITABLE FUNDE.I.N.: 04-2741931Form 990 PF - 2011Statement 1, Part I, Line 11

Penn Virginia Resource Partners, LP - Schedule K-1		
Ordinary loss	\$ (23,898.00)	
Other rental income	3,788.00	
Royalties	2,698.00	
Interest Income	1.00	
Interest expense	(12,675.00)	
Other expense	<u>(1,394.00)</u>	
		(31,480.00)
Wayfarer Capital, LP - Schedule K-1		
Ordinary loss	(7,566.00)	
Other deductions	(789.00)	
Interest expense	<u>(4,597.00)</u>	
		(12,952.00)
Integrity Boston Smidcap Growth Stock Fd - Schedule K-1		
Other loss	(9,340.00)	
Interest expense	<u>(4,368.00)</u>	
		(13,708.00)
Clough Asia Fund - Schedule K-1		
Other loss	(11,699.00)	
Interest expense	(9,390.00)	
Foreign tax	<u>(924.00)</u>	
		(22,013.00)
Boardwalk Pipeline Partners, LP		
Ordinary loss	(10,719.00)	
Interest income	9.00	
Other deductions	(15.00)	
Other expense	<u>(34.00)</u>	
		(10,759.00)
Proceeds from Bank of America - Class Action Settlement		
		<u>1,797.00</u>
Total Schedule K-1 activity		<u>\$ (89,115.00)</u>

JAMES M. STONEMAN CHARITABLE FUND

E.I.N.: 04-2741931

Form 990 PF - 2011

Statement 2, Part I, Line 16

Morrissey, Hawkins & Lynch	
Legal fees	\$ <u>18,317</u>
Forman, Itzkowitz, Berenson & LaGreca P.C.	
Accounting fees	\$ <u>14,955</u>
Morrissey, Hawkins & Lynch	
Trustee fees	\$ <u>302,000</u>

Statement 3, Part I, Line 18 - Taxes

Commonwealth of Massachusetts	\$ 500
United States Treasury:	
2010 990PF Extension	25,000
2010 990T	<u>42,473</u>
	\$ <u>67,973</u>

Statement 4 Part I, Line 23 - Other Expenses

Northern Trust - management fees	\$ 45,570
Administration expense	<u>42,983</u>
	\$ <u>88,553</u>

JAMES M. STONEMAN CHARITABLE FUND

E.I.N.: 04-2741931

Form 990 PF - 2011

Statement 5 -
Grants and Contributions Paid During the Year
F/Y 7/1/11 through 6/30/12

<u>ORGANIZATION</u>	<u>Relationship</u>	<u>Status</u>	<u>Purpose</u>	<u>AMOUNT</u>
Association of Small Foundations	None	Public	General Support	\$ 695.00
Belmont Hill School	None	Public	General Support	1,000.00
Boca Raton Regional Hospital	None	Public	General Support	100,000.00
Boston College	None	Public	General Support	5,000.00
Cape Cod Health Care Foundation	None	Public	General Support	660,000.00
Children's Hospital Boston	None	Public	General Support	240,000.00
Dana-Farber Cancer Institute	None	Public	General Support	596,611.25
First United Methodist Church	None	Public	General Support	1,000.00
Freedom Works	None	Public	General Support	5,000.00
Hospice of Palm Beach County Foundation	None	Public	General Support	2,000.00
Inner-City Scholarship Fund	None	Public	General Support	75,000.00
Jewish Federation of S. Palm Beach County	None	Public	General Support	10,000.00
Jimmy Fund	None	Public	General Support	1,000.00
Joslin Diabetes Center	None	Public	General Support	25,000.00
Lawrence General Hospital	None	Public	General Support	10,000.00
Make-A-Wish Foundation	None	Public	General Support	500.00
Mandell Jewish Community Center	None	Public	General Support	1,000.00
Manlius Pebble Hill School	None	Public	General Support	25,000.00
Massachusetts General Hospital	None	Public	General Support	230,000.00
MIND (Massachusetts General Hospital)	None	Public	General Support	5,000.00
Mount Sinai Medical Center Foundation	None	Public	General Support	10,000.00
Museum of Fine Arts, Boston	None	Public	General Support	5,000.00
Steve M. Gootter Foundation	None	Public	General Support	2,500.00
Susan G. Komen for the Cure	None	Public	General Support	585.00
Temple Israel	None	Public	General Support	6,000.00
The Heritage Foundation	None	Public	General Support	1,000.00
The Leukemia & Lymphoma Society	None	Public	General Support	300.00
The Salvation Army	None	Public	General Support	2,000.00
The Trustees of the Univ. of Pennsylvania	None	Public	General Support	5,000.00
Three Bays Preservation, Inc.	None	Public	General Support	100.00
YMCA of Greater Boston	None	Public	General Support	1,000.00
YouthBuild USA	None	Public	General Support	10,000.00
				<u>\$ 2,037,291.25</u>

JAMES M. STONEMAN CHARITABLE FUND

E.I.N.: 04-2741931

Form 990 PF - 2011

Statement 6, Part II Balance Sheets - Line 2

	Col. (A) FYE: 6/30/11 <u>Book Value</u>	Col. (B) FYE: 6/30/12 <u>Book Value</u>	Col. (C) FYE: 6/30/12 <u>Fair Market Value</u>
<u>Line 2 - Savings and Temporary Cash Investments</u>			
Northern Trust #1710356681	\$ 251,753	\$ 2,134	\$ 2,134
Northern Trust #03-53815	115,994	125,358	125,358
Northern Trust - Special Fund #1710356692	16,743	1,241	1,241
Northern Trust - Special Fund #03-46316	818,219	370,986	370,986
Total Savings and Temporary Cash Investments	\$ 1,202,709	\$ 499,719	\$ 499,719

Form 990 PF - 2011

Statement 7, Part II - Line 10 -
Line 10b - Investments - Corporate Stock

		Col. (B)	Col. (C)
		FYE: 6/30/12	FYE: 6/30/12
		Book Value	Fair Market Value
8,500 sh	Abbott Labs	\$ 350,206.72	\$ 547,995.00
2,600 sh	ADR Total SA	148,205.74	116,870.00
150 sh	AIG	171,026.73	4,813.50
8,995 sh	American International Group Inc WTS/Prod	1.53	0.00
80 sh	American International Group Inc WT Exp 1/19/21	1,360.00	824.80
2,750 sh	Apple Computer, Inc.	179,403.70	1,606,000.00
2,500 sh	Beam Inc.	149,960.39	156,225.00
6,000 sh	Boardwalk Pipeline Partners, LP	187,881.80	165,780.00
10,000 sh	Cisco Systems	133,558.92	171,700.00
3,500 sh	Colgate Palmolive	194,441.10	364,350.00
7,000 sh	Conagra Foods Inc.	155,342.00	181,510.00
6,000 sh	Exelon	126,846.00	225,720.00
8,000 sh	Government PPTYS Income Tr	209,837.76	180,960.00
9,000 sh	Home Depot, Inc.	239,885.18	423,920.00
17,400 sh	Intel	370,230.96	463,710.00
4,000 sh	Johnson & Johnson	239,960.00	270,240.00
3,000 sh	Kimberly-Clark Corp.	196,824.40	251,310.00
3,000 sh	Lockheed Martin Corp	198,570.00	261,240.00
6,000 sh	MFC cohen & Steers Select PFD & Income Fd	150,000.00	149,520.00
6,000 sh	MFC Pimco Dynamic Income Fd	150,000.00	154,860.00
8,000 sh	MFC Stone HBR Emerging Mkts Income	200,000.00	185,120.00
10,000 sh	Microsoft	245,470.99	305,900.00
2,200 sh	M&T Bk Corp.	189,758.80	181,654.00
12,400 sh	Nokia	196,620.39	19,458.00
10,000 sh	Omega Healthcare INVS, Inc. REIT	104,700.33	225,000.00
3,500 sh	Pepsico, Inc.	207,410.00	247,310.00
10,000 sh	Pfizer	356,659.43	230,000.00
8,000 sh	Proctor & Gamble	294,941.78	490,000.00
5,000 sh	Royal Gold Inc Com	221,140.00	392,000.00
10,000 sh	Seadrill Com	336,990.40	355,200.00
6,000 sh	Sysco Corp.	193,164.00	178,860.00
10,000 sh	Telefonica SA Sponsored	227,700.00	131,000.00
7,500 sh	Teva Pharmaceuticals	322,121.00	295,800.00
6,500 sh	Travelers Cos, Inc.	298,962.80	414,960.00
2,500 sh	United Parcell Svc	195,174.00	196,900.00
6,000 sh	United Technologies	254,295.00	453,180.00
5,000 sh	Verizon Communications	213,290.59	222,200.00
4,000 sh	Wisdomtree Emerging Markets Equity Inc.	249,060.00	207,240.00
5,000 sh	Xylem Inc.	146,908.05	125,850.00
22,000 sh	Yamana Gold Inc.	212,960.00	338,800.00
500,000 Bd	Federal Farm CR Banks 5.35%, 2012	498,639.91	507,925.00
500,000 Bd	Federal Farm CR Banks 5.2%, 2013	495,970.00	517,575.00
250,000 Bd	Anheuser Busch, Inc. 4.625% 2/01/2015	248,775.00	271,595.00

Form 990 PF - 2011

Statement 7, Part II - Line 10 -
Line 10b - Investments - Corporate Stock

		Col. (B) FYE: 6/30/12 Book Value	Col. (C) FYE: 6/30/12 Fair Market Value
250,000 Bd	McDonalds Corp Med Term Nts 5.3% 3/15/2017	252,577.50	295,130.00
250,000 Bd	National Rural Utilities Coop 4.75% 3/01/2014	250,510.00	266,566.00
250,000 Bd	General Electric Cap Corp Med Term 5.625% 5/01/2018	252,180.00	287,385.00
178,000 Bd	Goldman Sachs Group, Inc. NT, 4.75%, 7/15/13	175,595.22	183,016.57
250,000 Bd	Bank of America FDG Corp., 4.9%, 5/01/13	231,940.00	255,652.75
100,000 Bd	Deutsche Bank Alex Brown 5.9%, due 2/15/2015	101,400.00	111,513.00
100,000 Bd	Embraer Overseas LTD	101,375.00	111,250.00
	The James M. Stoneman Charitable Fund		
	- Special Fund	22,065,552.93	23,350,300.72
	Miscellaneous adjustment	(23.14)	0.00
	Total Securities	<u>\$ 32,895,362.91</u>	<u>\$ 37,051,889.34</u>

Form 990 PF - 2011

Statement 7-1James M. Stoneman Charitable Fund Special Account:

	<u>Securities</u>	<u>Cost or Basis</u>	<u>Market Value</u>
5,000 sh	Automatic Data Processing, Inc.	\$ 197,813.73	\$ 278,300.00
11,000 sh	Barclays Bk PLC Sponsored ADS Ser 4 Pref Shs	262,082.61	276,320.00
20,000 sh	Taiwan Semiconductor MFG Co.	254,800.00	279,200.00
15,000 sh	Vodafone Group	277,662.00	422,700.00
4,000 sh	Novartis AG	216,334.40	223,600.00
10,908 sh	Chunghwa Telecom Co. Ltd	253,494.17	342,838.44
20,000 sh	Annaly Mortgage Management. Inc.	275,587.44	335,600.00
8,000 sh	AT&T Inc Com	227,273.60	285,280.00
40,000 sh	Bank of America	1,798,216.66	327,200.00
5,000 sh	Bank Montreal Que Com	260,326.00	276,300.00
3 sh	Berkshire Hathaway, Inc.	296,300.00	374,835.00
5,000 sh	Cenovus Energy Inc. COM	112,800.22	159,000.00
5,000 sh	Chevron Corp.	328,271.53	527,500.00
6,000 sh	Conoco Phillips	275,741.82	335,280.00
6,000 sh	Eli Lilly & Co Com	235,564.13	257,460.00
8,000 sh	Ensco PLC Shs Class A Com	416,275.00	375,760.00
10,000 sh	Exelon Corp.	459,700.00	376,200.00
10,000 sh	Exxon Mobil Corp.	601,600.00	855,700.00
6,000 sh	Health Care REIT. Inc.	186,802.60	349,800.00
14,000 sh	Hugoton Rty Tr Tex Unit Ben Int	235,900.00	109,340.00
4,000 sh	Imperial TOB Group PLC	271,850.00	309,360.00
20,000 sh	Intel Corp.	475,500.00	533,000.00
10,000 sh	Jabil Circuit, Inc.	220,706.00	203,300.00
25,000 sh	KKR Finl Holdings LLC	225,250.00	213,000.00
5,000 sh	MacQuarie Infrastructure Co.	205,299.50	198,450.00
20,000 sh	Merck & Co., Inc.	636,600.00	835,000.00
20,000 sh	MFC Global X Fds Global China Finls ETF	281,646.85	223,500.00
11,000 sh	MFC Guggenheim Funds Distributors Inc.	222,185.00	199,210.00
25,000 sh	MFC CBRE Clarion Global Real Estate Income Fd	348,091.40	198,000.00
25,000 sh	Microsoft Corp.	619,125.00	764,750.00
5,000 sh	National Fuel Gas Co.	296,684.70	234,900.00
5,000 sh	Nestles A Sponsored ADR	163,650.00	298,700.00
30,000 sh	Nokia Corp.	487,800.00	62,100.00
6,000 sh	Parker Hannifin Corp.	271,503.33	461,280.00
40,000 sh	Pfizer, Inc.	1,046,445.00	920,000.00
3,000 sh	Phillips 66 Com	86,946.08	99,720.00
12,000 sh	Potash Corp Sask, Inc.	126,433.34	524,280.00
8,000 sh	Royal Dutch Shell PLC	501,680.00	539,440.00
12,000 sh	Sara Lee Corp Com	204,240.00	(222,000.00)
12,000 sh	Solar Cap Ltd. Com	250,750.52	267,120.00
5,000 sh	Stryker Corp.	258,251.82	275,500.00
10,000 sh	Verizon Communications	318,896.78	444,400.00
6,500 sh	Williams Company Inc.	200,915.00	187,330.00
25,000 sh	Windstream Corp.	266,007.67	241,500.00

Form 990 PF - 2010

Statement 7-1James M. Stoneman Charitable Fund Special Account:

	<u>Securities</u>	<u>Cost or Basis</u>	<u>Market Value</u>
250,000 Bd	Wachovia Corp. New Wachovia Corp. 5.25%, due 08/01/14	245,975.00	266,692.75
250,000 Bd	Goldman Sachs Group, Inc., 5.5% due 11/15/14	247,250.00	264,040.25
200,000 Bd	Black & Decker Corp. SR NT 8.95%, due 4/15/14	203,500.00	225,784.00
200,000 Bd	Caterpillar Financial Svcs Corp. 6.125%, due 2/17/14	201,000.00	217,185.80
200,000 Bd	Black & Decker Corp., SR NT 4.75%, due 11/1/14	194,000.00	215,654.00
100,000 Bd	Embraer Overseas Ltd, 6.375%, due 1/15/20	101,375.00	111,250.00
100,000 Bd	Goldman Sachs Group, Inc., 3.625%, due 2/7/16	99,432.00	100,011.00
13,990.920 sh	Brandywine Blue Fund	458,247.13	329,765.98
	Integrity Boston Smidcap Growth Stock Fund, LP	557,181.00	556,480.07
	Wayfarer Capital, LP	903,048.00	1,756,577.58
	Clough Asia Fund	909,057.00	717,599.56
	Clough Offshore Fund, Ltd.	1,500,000.00	2,063,547.67
	Kynikos Opp Fund International	1,000,000.00	1,438,576.62
	MLP Penn VA Resource Partners, LP	286,483.90	307,082.00
	Total Securities	<u>\$ 22,065,552.93</u>	<u>\$ 23,350,300.72</u>

THE JAMES M. STONEMAN CHARITABLE FUND
ACCOUNT OF INVESTMENT SALES
STATEMENT 8

JULY 1, 2011 THROUGH JUNE 30, 2012

(a)	(b) How Acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Proceeds	(g) Basis	(h) Gain(Loss)
300 sh Abbott Labs	P	02/06/09	03/07/12	16,765.69	12,360.24	4,405.45
250 sh Apple Computer, Inc.	P	02/06/09	01/30/12	112,595.32	16,415.00	96,180.32
3,000 sh Exelis Inc.	P	11/01/11	05/23/12	31,039.60	41,294.57	(10,254.97)
2,500 sh Fortune Brands, Inc.	P	02/06/09	10/12/11	31,382.89	44,213.61	(12,830.72)
1,000 sh Home Depot, Inc.	P	02/06/09	03/07/12	46,454.16	29,985.65	16,468.51
1,500 sh ITT Inds., Inc.	P	02/06/09	02/16/12	33,485.44	31,899.48	1,585.96
1,000 sh MFC I Shares Tr MSCI EAFE	P	02/06/09	12/22/11	48,829.06	32,786.80	16,042.26
2,000 sh MFC I Shares Tr MSCI EAFE	P	02/06/09	12/22/11	97,658.12	120,740.00	(23,081.88)
3,000 sh MFC I Shares Tr MSCI EAFE	P	02/06/09	12/22/11	146,487.18	192,270.00	(45,782.82)
4,000 sh MFC I Shares Tr MSCI EAFE	P	02/06/09	12/22/11	195,316.25	264,923.20	(69,606.95)
10,000 sh Telefonica SA Sponsored (TEF)	P	06/20/12	06/21/12	2,739.10	-	2,739.10
Subtotal				762,752.81	786,888.55	(24,135.74)
Special Fund:						
cash in lieu ADR Cemex	P	04/19/06	04/03/12	6.29	27.01	(20.72)
6,907 sh ADR Cemex	P	04/19/06	06/06/12	37,278.31	192,568.70	(155,290.39)
168 sh ADR Cemex	P	06/01/07	06/06/12	906.72	5,799.84	(4,893.12)
799 sh ADR Cemex	P	08/21/07	06/06/12	4,312.34	20,810.42	(16,498.08)
1,125 sh ADR Cemex	P	03/14/08	06/06/12	6,071.84	26,100.00	(20,028.16)
7,225 sh ADR Cemex	P	04/08/10	06/06/12	38,994.48	71,671.37	(32,676.89)
24,100 sh Chimera Invnt Corp	P	11/23/09	04/25/12	67,739.38	95,918.00	(28,178.62)
27,900 sh Chimera Invnt Corp	P	12/03/09	04/25/12	78,420.12	110,484.00	(32,063.88)
3,000 sh Chimera Invnt Corp	P	02/16/10	04/25/12	8,432.27	11,200.00	(2,767.73)
5,000 sh Chimera Invnt Corp	P	02/16/10	04/25/12	14,053.85	18,649.50	(4,595.65)
15,000 sh Chimera Invnt Corp	P	08/06/10	04/25/12	42,161.15	58,100.00	(15,938.85)
4,000 sh Encana Corp	P	01/25/07	03/28/12	80,638.23	98,033.82	(17,395.59)
1,000 sh Encana Corp	P	03/13/07	03/28/12	20,159.53	24,337.96	(4,178.43)
1,000 sh Encana Corp	P	03/01/10	03/28/12	20,159.52	32,449.90	(12,290.38)

\$ (702,257.13)

THE JAMES M. STONEMAN CHARITABLE FUND
ACCOUNT OF INVESTMENT SALES
STATEMENT 8
JULY 1, 2011 THROUGH JUNE 30, 2012
(CONTINUED)

Net Partnership Capital Loss Adjustment:

Penn Virginia Resource Partners, LP - Schedule K-1	
IRC Section 1231 gain	\$ 23,636.00
Wayfarer Capital, LP - Schedule K-1	
Short term capital loss	(234,171.00)
Long term capital gain	367.00
Integrity Boston Smidcap Growth Stock Fd - Schedule K-1	
Section 1256 loss	(477.00)
Short term gain	85,470.00
Long term gain	25,924.00
Clough Asia Fund - Schedule K-1	
Section 1256 loss	(1,939.00)
Short term loss	(169,390.00)
Long term gain	6,592.00
Boardwalk Pipeline Partners, LP	
Long term gain	467.00
Millgate International	
Loss on sale of partnership	<u>(26,742.00)</u>
Total Schedule K-1 activity	<u>\$ (290,263.00)</u>

Statement 9: Form 990-PF, Part XV 3a
Grantee Addresses

Association of Small Foundations
1720 N Street, NW
Washington, DC 20036

Belmont High School
221 Concord Ave
Belmont, MA 02478

Boca Raton Community Hospital Fund
745 Meadows Road
Boca Raton, FL 33486

Boston College
University Relations
Chestnut Hill, MA 02167

Cape Cod Health Care Foundation
P.O. Box 370
Hyannis, MA 02601

Children's Hospital Boston
Boston, MA 02115

Dana-Farber Cancer Institute
375 Longwood Avenue
Brookline, MA 02115-5347

First United Methodist Church
Melrose, MA

Freedomworks
601 Pennsylvania Ave
Washington, DC 20004

Hospice of Palm Beach County
Palm Beach, FL

Inner City Scholarship Fund
2121 Commonwealth Avenue
Brighton, MA 02135-3193

Jewish Federation of S. Palm Beach
9901 Donna Klein Blvd
Boca Raton, FL 33428

Joslin Diabetes Center
One Joslin Place
Boston, MA 02215

Lawrence General Hospital
1 Lawrence St.
Lawrence, MA 01842

Make A Wish Foundation
3550 North Central Ave
Phoenix, AZ 85012

Manlius Pebble Hill School
5300 Jamesville Rd
DeWitt, NY 13214

Mandell Jewish Community Center
335 Bloomfield Ave
West Hartford, CT 06117

Massachusetts General Hospital
55 Fruit Street
Boston, MA 02114

Mt. Sinai Medical Center
4300 Alton Road
Miami Beach, FL 33140

Museum of Fine Arts Boston
465 Huntington Street
Boston, MA 02115-5597

Steven M. Gootter Foundation
P.O. Box 64583
Tucson, AZ 85728-4583

Susan G. Komen for the Cure
5005 LBJ Freeway, Ste 250
Dallas, TX 75244

The Heritage Foundation
214 Massachusetts Ave
Washington, DC 20002

The Salvation Army
615 Slaters Lane
Alexandria, VA 22313

~~The Trustees of the Univ. Of Pennsylvania~~
3730 Walnut St.
Philadelphia, PA 19104

Three Bays Preservation Inc
854 Main Street
Osterville, MA 02655

YMCA of Greater Boston
316 Huntington Ave
Boston, MA 02115

The Leukemia & Lymphoma Society
P.O. Box 4072
Pittsfield, MA 01202

Temple Israel
Longwood Ave. & Plymouth Street
Boston, MA 02215

~~The Jimmy Fund~~
10 Brookline Place West
Brookline, MA 02445

Youth Build USA
58 Day Street
P.O. Box 440322
Somerville, MA 02144

JAMES M. STONEMAN CHARITABLE FUND

#04-2741931

Form 990PF - 2011

Part XIII Line 4

Under IRC Regulations Section 53.4942(a) - 3(d)(2), the foundation elects to treat \$942,051 of current distributions as made out of corpus.


Foundation Manager