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Short Form Return of Organization Exempt From Income Tax

2011

Open to Public Inspection

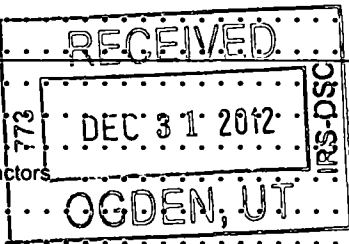
Department of the Treasury Internal Revenue Service

Sponsoring organizations of donor advised funds, organizations that operate one or more hospital facilities, and certain controlling organizations as defined in section 512(b)(13) must file Form 990 (see instructions) All other organizations with gross receipts less than \$200,000 and total assets less than \$500,000 at the end of the year may use this form The organization may have to use a copy of this return to satisfy state reporting requirements

A For the 2011 calendar year, or tax year beginning 07-01, 2011, and ending 06-30, 2012
B Check if applicable: Address change, Name change, Initial return, Terminated, Amended return, Application pending
C Name of organization: BEACON HILL SEMINARS INC
D Employer identification number: 04-3516389
E Telephone number: (617) 523-0970
F Group Exemption Number
G Accounting Method: X Cash
H Check if the organization is not required to attach Schedule B
I Website: www.beaconhillseminars.org
J Tax-exempt status: X 501(c)(3)
K Check if the organization is not a section 509(a)(3) supporting organization or section 527 organization
L Add lines 5b, 6c, and 7b, to line 9 to determine gross receipts. If gross receipts are \$200,000 or more, or if total assets (Part II, line 25, column (B) below) are \$500,000 or more, file Form 990 instead of Form 990-EZ \$ 100,218

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances
Table with columns for line number, description, and amount. Includes rows for Contributions, Program service revenue, Membership dues, Investment income, Gaming and fundraising events, Total revenue, Expenses, and Net assets.

SEARCHED JAN 11 2013



Handwritten initials and signature

**Part II Balance Sheets.** (see the instructions for Part II.)

Check if the organization used Schedule O to respond to any question in this Part II

	(A) Beginning of year	(B) End of year
22 Cash, savings, and investments	57,104	73,912
23 Land and buildings	0	0
24 Other assets (describe in Schedule O)	0	0
25 Total assets	57,104	73,912
26 Total liabilities (describe in Schedule O)	0	0
27 Net assets or fund balances (line 27 of column (B) must agree with line 21)	57,104	73,912

**Part III Statement of Program Service Accomplishments** (see the instructions for Part III.)

Check if the organization used Schedule O to respond to any question in this Part III

What is the organization's primary exempt purpose? Education

Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. In a clear and concise manner, describe the services provided, the number of persons benefited, and other relevant information for each program title.

**Expenses**  
(Required for section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts; optional for others.)

28 <b>Creating and Teaching a diverse group of courses to retired and older learners.</b>		
(Grants \$ ) If this amount includes foreign grants, check here <input type="checkbox"/>	28a	72,871
29		
(Grants \$ ) If this amount includes foreign grants, check here <input type="checkbox"/>	29a	
30		
(Grants \$ ) If this amount includes foreign grants, check here <input type="checkbox"/>	30a	
31 Other program services (describe in Schedule O)		
(Grants \$ ) If this amount includes foreign grants, check here <input type="checkbox"/>	31a	
32 <b>Total program service expenses</b> (add lines 28a through 31a)	32	72,871

**Part IV List of Officers, Directors, Trustees, and Key Employees.** List each one even if not compensated. (see the instructions for Part IV)

Check if the organization used Schedule O to respond to any question in this Part IV

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Reportable compensation (Form W-2/1099-MISC) (if not paid, enter -0-)	(d) Health benefits, contributions to employee benefit plans, and deferred compensation	(e) Estimated amount of other compensation
See 990_OFOV				
SHARON MALT 121 MT VERNON STREET, Boston MA 02108	PRESIDENT 1	0	0	0
HALE STURGES 121 MT VERNON STREET, Boston MA 02108	VICE PRESIDENT 1	0	0	0
KAREN GARVIN 121 MT VERNON STREET, Boston MA 02108	TREASURER 1	0	0	0
PAUL SULLIVAN 121 MT VERNON STREET, Boston MA 02108	CLERK 1	0	0	0
JAN BEAVEN 121 MT VERNON STREET, Boston MA 02108	DIRECTOR 1	0	0	0
JUDY BLOTNICK 121 MT VERNON STREET, Boston MA 02108	DIRECTOR 1	0	0	0
JACK CURTIN 121 MT VERNON STREET, Boston MA 02108	DIRECTOR 1	0	0	0
JUDY FITZSIMMONS 121 MT VERNON STREET, Boston MA 02108	DIRECTOR 1	0	0	0
HERBERT GLEASON 121 MT VERNON STREET, Boston MA 02108	DIRECTOR 1	0	0	0
RENATE HEUSER 121 MT VERNON STREET, Boston MA 02108	DIRECTOR 1	0	0	0
NANCY MACMILLAN 121 MT VERNON STREET, Boston MA 02108	DIRECTOR 1	0	0	0
WAYNE PERKINS 121 MT VERNON STREET, Boston MA 02108	DIRECTOR 1	0	0	0
MARY PETRONELLA 121 MT VERNON STREET, Boston MA 02108	DIRECTOR 1	0	0	0

Part V Other Information (Note the Schedule A and personal benefit contract statement requirements in the instructions for Part V.) Check if the organization used Schedule O to respond to any question in this Part V

33 Did the organization engage in any significant activity not previously reported to the IRS? If "Yes," provide a detailed description of each activity in Schedule O
34 Were any significant changes made to the organizing or governing documents? If "Yes," attach a conformed copy of the amended documents if they reflect a change to the organization's name. Otherwise, explain the change on Schedule O (see instructions)
35 a Did the organization have unrelated business gross income of \$1,000 or more during the year from business activities (such as those reported on lines 2, 6a, and 7a, among others)?
b If "Yes," to line 35a, has the organization filed a Form 990-T for the year? If "No," provide an explanation in Schedule O
c Was the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization subject to section 6033(e) notice, reporting, and proxy tax requirements during the year? If "Yes," complete Schedule C, Part III
36 Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Schedule N
37 a Enter amount of political expenditures, direct or indirect, as described in the instructions
b Did the organization file Form 1120-POL for this year?
38 a Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still outstanding at the end of the tax year covered by this return?
b If "Yes," complete Schedule L, Part II and enter the total amount involved
39 Section 501(c)(7) organizations Enter
a Initiation fees and capital contributions included on line 9
b Gross receipts, included on line 9, for public use of club facilities
40 a Section 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under section 4911; section 4912; section 4955
b Section 501(c)(3) and 501(c)(4) organizations Did the organization engage in any section 4958 excess benefit transaction during the year, or did it engage in an excess benefit transaction in a prior year that has not been reported on any of its prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I
c Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958
d Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax on line 40c reimbursed by the organization
e All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T
41 List the states with which a copy of this return is filed. MA,
42 a The organization's books are in care of KAREN GARVIN Telephone no 617-523-0970
Located at 121 MT VERNON STREET Boston, MA ZIP + 4 02108
b At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If "Yes," enter the name of the foreign country: See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.
c At any time during the calendar year, did the organization maintain an office outside of the U.S.? If "Yes," enter the name of the foreign country:
43 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of Form 1041-Check here and enter the amount of tax-exempt interest received or accrued during the tax year
44 a Did the organization maintain any donor advised funds during the year? If "Yes," Form 990 must be completed instead of Form 990-EZ
b Did the organization operate one or more hospital facilities during the year? If "Yes," Form 990 must be completed instead of Form 990-EZ
c Did the organization receive any payments for indoor tanning services during the year?
d If "Yes," to line 44c, has the organization filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O
45 a Did the organization have a controlled entity within the meaning of section 512(b)(13)?
45 b Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," Form 990 and Schedule R may need to be completed instead of Form 990-EZ (see instructions)

46 Did the organization engage, directly or indirectly, in political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I

Table with Yes/No columns and a row with '46' and 'X' in the No column.

Part VI Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only. All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 47-49b and 52, and complete the tables for lines 50 and 51.

Check if the organization used Schedule O to respond to any question in this Part VI

47 Did the organization engage in lobbying activities or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II

Table with Yes/No columns and a row with '47' and 'X' in the No column.

48 Is the organization a school as described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E

Table with Yes/No columns and a row with '48' and 'X' in the No column.

49a Did the organization make any transfers to an exempt non-charitable related organization?

Table with Yes/No columns and a row with '49a' and 'X' in the No column.

b If "Yes," was the related organization a section 527 organization?

Table with Yes/No columns and a row with '49b' and 'X' in the No column.

50 Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

Table with 5 columns: (a) Name and address of each employee paid more than \$100,000; (b) Title and average hours per week devoted to position; (c) Reportable compensation; (d) Health benefits, contributions to employee benefit plans, and deferred compensation; (e) Estimated amount of other compensation. All rows contain 'NONE'.

f Total number of other employees paid over \$100,000

51 Complete this table for the organization's five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

Table with 3 columns: (a) Name and address of each independent contractor paid more than \$100,000; (b) Type of service; (c) Compensation. All rows contain 'NONE'.

d Total number of other independent contractors each receiving over \$100,000

52 Did the organization complete Schedule A? Note: All section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A

X Yes No

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

Sign Here: Signature of officer Karen Garvin, Date Dec 7, 2012, Type or print name and title KAREN GARVIN, TREASURER

Paid Preparer Use Only: Print/Type preparer's name JOHN M MONTICONE, Preparer's signature, Date 11-19-2012, Check self-employed, PTIN P01257043, Firm's name JOHN M MONTICONE CBA, Firm's address 5 HIGH STREET SUITE 207 Medford MA 02155, Phone no 781-395-0024

May the IRS discuss this return with the preparer shown above? See Instructions

X Yes No

**SCHEDULE A**  
**(Form 990 or 990-EZ)**

**Public Charity Status and Public Support**

OMB No 1545-0047

**2011**

**Open to Public Inspection**

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

Department of the Treasury  
Internal Revenue Service

Name of the organization

BEACON HILL SEMINARS INC

Employer identification number

04-3516389

**Part I Reason for Public Charity Status** (All organizations must complete this part.) See instructions

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1  A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).
- 2  A school described in section 170(b)(1)(A)(ii). (Attach Schedule E.)
- 3  A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).
- 4  A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state: \_\_\_\_\_
- 5  An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II.)
- 6  A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).
- 7  An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 8  A community trust described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 9  An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Complete Part III.)
- 10  An organization organized and operated exclusively to test for public safety. See section 509(a)(4).
- 11  An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box that describes the type of supporting organization and complete lines 11e through 11h.
  - a  Type I
  - b  Type II
  - c  Type III-Functionally integrated
  - d  Type III-Other
- e  By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
  - (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization? 

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		
  - (ii) A family member of a person described in (i) above? 

	Yes	No
11g(ii)		
11g(iii)		
  - (iii) A 35% controlled entity of a person described in (i) or (ii) above? 

	Yes	No
11g(iii)		
- h Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U.S.?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
(A)									
(B)									
(C)									
(D)									
(E)									
<b>Total</b>									

**Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under

Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.") . . . . .	52,236	54,454	86,497	81,081	67,622	341,890
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf . . . . .						
3 The value of services or facilities furnished by a governmental unit to the organization without charge . . . . .						
4 <b>Total.</b> Add lines 1 through 3 . . . . .	52,236	54,454	86,497	81,081	67,622	341,890
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f) . . . . .						
6 <b>Public support.</b> Subtract line 5 from line 4						341,890

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
7 Amounts from line 4 . . . . .	52,236	54,454	86,497	81,081	67,622	341,890
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources . . . . .	225	556	581	650	1,396	3,408
9 Net income from unrelated business activities, whether or not the business is regularly carried on . . . . .						
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV.) . . . . .						
11 <b>Total support.</b> Add lines 7 through 10 . . . . .						345,298
12 Gross receipts from related activities, etc. (see instructions) . . . . .					12	31,200

13 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** . . . . .

**Section C. Computation of Public Support Percentage**

14 Public support percentage for 2011 (line 6, column (f) divided by line 11, column (f)) . . . . .	14	99.01	%
15 Public support percentage from 2010 Schedule A, Part II, line 14 . . . . .	15	99.32	%

16a **33 1/3% support test - 2011.** If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization . . . . .

b **33 1/3% support test - 2010.** If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization . . . . .

17a **10%-facts-and-circumstances test - 2011.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization . . . . .

b **10%-facts-and-circumstances test - 2010.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization . . . . .

18 **Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions . . . . .

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II.

If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Table with 7 columns: (a) 2007, (b) 2008, (c) 2009, (d) 2010, (e) 2011, (f) Total. Rows include: 1 Gifts, grants, contributions, and membership fees received; 2 Gross receipts from admissions, merchandise sold or services performed; 3 Gross receipts from activities that are not an unrelated trade or bus under sec 513; 4 Tax revenues levied for the organization's benefit; 5 The value of services or facilities furnished by a governmental unit; 6 Total. Add lines 1 through 5; 7a Amounts included on lines 1, 2, and 3 received from disqualified persons; b Amounts included on lines 2 and 3 received from other than disqualified persons; c Add lines 7a and 7b; 8 Public support (Subtract line 7c from line 6.)

Section B. Total Support

Table with 7 columns: (a) 2007, (b) 2008, (c) 2009, (d) 2010, (e) 2011, (f) Total. Rows include: 9 Amounts from line 6; 10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources; b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975; c Add lines 10a and 10b; 11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on; 12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.); 13 Total support. (Add lines 9, 10c, 11, and 12.)

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here

Section C. Computation of Public Support Percentage

Table with 2 columns: Description, Percentage. Row 15: Public support percentage for 2011 (line 8, column (f) divided by line 13, column (f)) 15%. Row 16: Public support percentage from 2010 Schedule A, Part III, line 15 16%.

Section D. Computation of Investment Income Percentage

Table with 2 columns: Description, Percentage. Row 17: Investment income percentage for 2011 (line 10c, column (f) divided by line 13, column (f)) 17%. Row 18: Investment income percentage from 2010 Schedule A, Part III, line 17 18%.

19a 33 1/3% support tests - 2011. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

b 33 1/3% support tests - 2010. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions





# Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury  
Internal Revenue Service

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

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II (on page 2 of this form).

**Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868**

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

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

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

Part I only

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

Enter filer's identifying number, see instructions

Type or print  File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions. <b>BEACON HILL SEMINARS INC</b>	Employer identification number (EIN) or <input checked="" type="checkbox"/> <b>04-3516389</b>
	Number, street, and room or suite no. If a P.O. box, see instructions <b>121 MT VERNON STREET</b>	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>Boston, MA 02108</b>	

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

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

- The books are in the care of ► **KAREN GARVIN 121 MT VERNON STREET Boston, MA 02108**

Telephone No ► **617-523-0970** FAX No ► \_\_\_\_\_

- If the organization does not have an office or place of business in the United States, check this box

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ If this is for the whole group, check this box  If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 02-15, 2013, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
►  calendar year 20\_\_ or

►  tax year beginning 07-01, 2011, and ending 06-30, 2012.

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

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

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

**AMENDED AND RESTATED BY-LAWS**

**OF**

**BEACON HILL SEMINARS, INC.**

APRIL 11, 2012

**Section 1. ARTICLES OF ORGANIZATION, LOCATION, CORPORATE SEAL AND FISCAL YEAR**

- 1.1. Articles of Organization. The name and purposes of the corporation shall be as set forth in its Articles of Organization. These By-laws, the powers of the corporation and of its members and directors and officers, and all matters concerning the conduct and regulation of the affairs of the corporation shall be subject to such provisions in regard thereto, if any, as are set forth in the Articles of Organization as from time to time in effect.
- 1.2. Location. The principal office of the corporation in The Commonwealth of Massachusetts shall be located at 121 Mt. Vernon Street, Boston, Massachusetts or such other location as the directors may establish.
- 1.3. Corporate Seal. The directors may adopt and alter the seal of the corporation.
- 1.4. Fiscal Year. Except as otherwise determined by the directors, the fiscal year of the corporation shall end on the 30<sup>th</sup> day of June in each year.

**Section 2. MEMBERS**

- 2.1. Annual Membership Year. The annual membership year shall be the twelve months beginning on the 1<sup>st</sup> day of July and ending on the 30<sup>th</sup> day of June of the following calendar year.
- 2.2. Qualification. A person who has either (1) returned a membership form and the applicable fee for the annual membership year or (2) agreed to serve as a group leader during the current annual membership year shall be a member of the corporation
- 2.3. Powers and Rights. In addition to the right to elect directors as provided in Section 4.1 and such other powers and rights as are vested in them by law, the Articles of Organization or these By-laws, the members shall have such other powers and rights as the directors may designate.

- 2.4. Annual Meeting. An annual meeting of the members shall be held to elect the Board of Directors and for such other businesses as may properly come before the meeting in April of each year, on the day and at the time and place as the directors may determine.
- 2.5. Regular Meetings. Regular meetings of the members may be held at such times as the members may determine.
- 2.6. Special Meetings. The President or the Board of Directors may call special meetings of the members at any time. Upon the written request of at least fifteen members, the clerk shall call a special meeting, or any other officer may do so in the case of the incapacity or refusal of the Clerk.
- 2.7. Place of Meetings. All meetings of the members shall be held at the principal office of the corporation or at such other place as shall be fixed by the directors or the president.
- 2.8. Notice of Meetings. A written notice of each meeting of members, stating the place, date and time and the purposes of the meeting, shall be given at least seven days before the meeting to each member entitled to vote thereat by mailing it, postage prepaid or electronically, to such member at the address as it appears in the records of the corporation. Whenever notice of a meeting is required, such notice need not be given to any member who waives notice, in writing before or after the meeting, filed with the records of the meeting.
- 2.9. Quorum. At any meeting of the members, the presence of either twenty-five members or one-third of all current members shall constitute a quorum, except when a larger quorum is required by law, by the Articles of Organization or by these By-laws. Any meeting may be adjourned to such date or dates not more than 90 days after the first session of the meeting by a majority of the votes cast upon the question, whether or not a quorum is present, and the meeting may be held as adjourned without further notice.
- 2.10. Action by Vote. Each member shall have one vote. When a quorum is present at any meeting, a majority of the votes properly cast by members present shall decide any question, unless otherwise provided by law, the Articles of Organization or these By-laws.

### Section 3. SPONSORS, BENEFACTORS, CONTRIBUTORS, ADVISORS, FRIENDS OF THE CORPORATION

The directors may designate certain non-members as sponsors, benefactors, contributors, advisors or friends of the corporation or such other title as they deem appropriate. Such persons shall serve as the directors shall designate, shall have no right to notice of or to vote at any meeting and shall not be considered for purposes of establishing a quorum.

### Section 4. BOARD OF DIRECTORS

- 4.1. Powers. A Board of Directors shall manage the affairs and property of the corporation, and shall have and may exercise all the powers of the corporation that are not expressly reserved to the members by law, the Articles of Organization, or these By-laws.

- 4.2. Number and Election. The number of directors of the corporation shall be not less than ten and not more than sixteen including the Executive Director, the exact number to be determined by the directors. At each annual meeting of the members, the members shall elect successors to the directors whose terms are then ending. Such newly elected directors shall take office at the start of the next fiscal year following their election. A director shall be a member.
- 4.3. Term of Office. Directors shall hold office until the end of the fiscal year in the third fiscal year following their election and until their successor is elected and qualified, or sooner dies, resigns, is removed or becomes disqualified. A director shall serve for a three-year term, and be limited to two (2) consecutive terms. A director who has served a maximum term may be re-elected but only after an absence of at least twelve (12) months. If a director is serving as an officer of the corporation, the directors may, in their discretion, extend the term of such director by up to two years to accommodate the remainder of the individual's term as an officer. For purposes of the foregoing sentence, any length of service greater than one year, including completion of unexpired terms pursuant to Section 6.3, shall constitute a term. The executive director shall serve while in office.
- 4.4. Regular Meetings. The directors shall meet at least twice each semester. Other regular meetings of the directors may be held at such places and at such times as the directors may determine.
- 4.5. Special Meetings. Special meetings of the directors may be held at any time and at any place when called by the president, the treasurer or by two or more directors.
- 4.6. Notice of Meetings. Notice of the time and place of each meeting of the directors shall be given to each director by mail postage prepaid at least five days before the meeting or by telephone or by email at least twenty-four hours before the meeting. Such notice need not be given to any director if a written waiver of notice, before or after the meeting, is filed with the records of the meeting, or to any director who attends the meeting without protesting prior thereto or at its commencement the lack of notice. Such notice shall specify the purposes of the meeting.
- 4.7. Quorum. A majority of the directors then in office shall constitute a quorum. Any meeting may be adjourned by a majority of the votes cast upon the question, whether or not a quorum is present, and the meeting may be held as adjourned without further notice.
- 4.8. Action by Vote. When a quorum is present at any meeting, a majority of the directors present and voting shall decide any question, unless otherwise provided by law, the Articles of Organization, or these By-laws.
- 4.9. Action by Writing. Any action required or permitted to be taken at any meeting of the directors may be taken in writing without a meeting if a majority of directors consent to the action and all the directors waive notice of the meeting. The written consents and waivers shall be filed with the records of the meeting. Such consents shall be treated for all purposes as a vote at a meeting.

- 4.10. Presence Through Communications Equipment. Unless otherwise provided by law or the Articles of Organization, members of the board of directors may participate in a meeting of such board by means of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time, and participation by such means shall constitute presence in person at a meeting.
- 4.11. Committees. The directors may appoint such committees as they may from time to time determine necessary or advisable, including without limitation a Curriculum Committee, an Executive Committee, Membership Committee and committees to address other matters affecting the corporation. The directors may delegate such powers and duties to committees or committee chairs as they deem advisable, to the extent permitted by law. Such committees may consist solely of directors, except for the Executive Committee, or may include members who are not directors. The chair of the Curriculum Committee shall be a director.
- 4.12. Executive Committee. The Executive Committee shall consist of the officers and such other directors as the president shall designate. Unless the directors otherwise determine, the Executive Committee shall have all of the powers of the directors during intervals between meetings of the directors, except for the powers specified in Section 55 of Chapter 156B.
- 4.13. Nominating Committee. The president in consultation with the directors shall appoint a Nominating Committee consisting of at least three members, only one of whom may be a member who is not also a director. The Nominating Committee shall make recommendations to the directors for officers, directors, and committee chairs. It shall endeavor to elect one third of the Board members each year and otherwise coordinate succession planning for the officers and directors.

## Section 5. OFFICERS

- 5.1. Number and Qualification. The officers of the corporation shall be a president, vice-president, treasurer, clerk and such other officers, if any, as the directors may determine. An officer must be a director of the corporation. The clerk shall be a resident of Massachusetts. A person may hold more than one office at the same time.
- 5.2. Election. At the final meeting of the directors in each fiscal year, the directors shall elect the appropriate successors to the officers whose terms are then ending. Such newly elected officers shall take office at the beginning of the next fiscal year.
- 5.3. Tenure. The president, vice-president, treasurer and clerk shall hold office until the first meeting of the directors in the second fiscal year following their election and until their successors are chosen and qualified.
- 5.4. Chairman of the Board of Directors. If elected, a chairman of the board of directors shall preside at all meetings of the members and directors, except as the directors shall otherwise determine, and shall have such other powers and duties as may be determined by the directors.

- 5.5. President and Vice Presidents. Unless the directors otherwise specify, the president shall be the chief executive officer of the corporation and, subject to the control of the directors, shall have general charge and supervision of the affairs of the corporation. If no chairman of the board of directors is elected, the president shall preside at all meetings of the members and of the directors, except as the members or directors otherwise determine.

The vice president, or first vice president if there are more than one, shall have and may exercise all the powers and duties of the president during the absence of the president or in the event of his inability to act. Vice presidents, if any, shall have such other duties and powers as the directors shall determine.

- 5.6. Treasurer. The treasurer shall be the chief financial officer and the chief accounting officer of the corporation. The treasurer shall be in charge of its financial affairs, books of account, accounting records and procedures, funds, securities and valuable papers, and he shall keep full and accurate records thereof. The treasurer shall also prepare or oversee all reports and filings required by the Commonwealth of Massachusetts, the Internal Revenue Service, and other governmental agencies. The treasurer shall have such other duties and powers as designated by the directors or the president.
- 5.7. Clerk. The clerk shall record and maintain records of all proceedings of the members and directors in a book or series of books kept for that purpose, which book or books shall be kept within the Commonwealth at the principal office of the corporation or at the office of its clerk or of its resident agent. Such book or books shall also contain records of all meetings of incorporators and the original, or attested copies, of the Articles of Organization and By-laws and names of all members and directors and the address of each. They shall be available at all reasonable times for inspection by any member for any purpose in the proper interest of the member relative to the affairs of the corporation. If the clerk is absent from any meeting of members or directors, a temporary clerk chosen at the meeting shall exercise the duties of the clerk at the meeting.
- 5.8. Executive Director. The directors may engage an executive director or other employees and consultants, as they deem appropriate, and delegate to such persons those duties and powers as the directors deem advisable, to the extent permitted by law.

## Section 6. RESIGNATIONS, REMOVALS AND VACANCIES

- 6.1. Resignations. Any member, director or officer may resign at any time by delivering his resignation in writing to the chairman of the board, if any, the president or the clerk or to the corporation at its principal office. Such resignation shall be effective upon receipt unless specified to be effective at some other time.
- 6.2. Removals. A director may be removed with or without cause by the vote of a majority of the members then in office. A director may be removed with cause by the vote of a majority of the directors then in office. For purposes of the foregoing sentence, cause shall include, but shall not be limited to, missing one third of board meetings in a fiscal year. An officer may be removed with or without cause by the vote of a majority of the

directors then in office. A member, director or officer may be removed only after reasonable notice and opportunity to be heard before the body proposing removal at a meeting called for that purpose.

- 6.3. Vacancies: Directors. Any vacancy in the board of directors, including a vacancy resulting from the enlargement of the board, may be filled by the members or, in the absence of member action to fill such vacancy, by the directors by vote of a majority of the directors then in office. Each such successor shall hold office for the unexpired term and until his successor is chosen and qualified, or until he sooner dies, resigns, is removed or becomes disqualified. The directors shall have and may exercise all their powers notwithstanding the existence of one or more vacancies in their number.
- 6.4. Vacancies: Officers. The directors shall elect a successor if any office becomes vacant. Each such successor shall hold office for the unexpired term and until a successor is chosen and qualified.

#### Section 7. EXECUTION OF PAPERS

Except as the directors may authorize the execution thereof in some other manner, all deeds, leases, transfers, contracts, bonds, notes, checks, drafts and other obligations made, accepted or endorsed by the corporation shall be signed by the president, a vice president or the treasurer.

Any recordable instrument purporting to affect an interest in real estate, executed in the name of the corporation by the president or a vice president and the treasurer or an assistant treasurer, who may be one and the same person, shall be binding on the corporation in favor of a purchaser or other person relying in good faith on such instrument notwithstanding any inconsistent provisions of the Articles of Organization, By-laws, resolutions or votes of the corporation.

#### Section 8. PERSONAL LIABILITY

The members, directors and officers of the corporation shall not be personally liable for any debt, liability or obligation of the corporation. All persons, corporations or other entities extending credit to, contracting with, or having any claim against, the corporation, may look only to the funds and property of the corporation for the payment of any such contract or claim, or for the payment of any debt, damages, judgment or decree, or of any money that may otherwise become due or payable to them from the corporation.

#### Section 9. AMENDMENTS

These By-laws may be altered, amended or repealed at any annual or special meeting of the members, notice of which shall specify the subject matter of the proposed alteration, amendment or repeal or the sections to be affected thereby, by vote of the members. These By-laws may also be altered, amended or repealed by vote of two-thirds of the directors then in office, except with respect to any provision thereof which by law, the Articles of Organization or these By-laws requires action by the members. Not later than

the time of giving notice of the meeting of members next following the amending or repealing by the directors of any by-laws, notice thereof stating the substance of such change shall be given to all members. Any by-law so altered, amended or repealed by the directors may be further altered or amended or reinstated by the members in the above manner.