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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning 12/01, 2011, and ending 11/30, 2012

Name of foundation
BROOMFIELD CHARITABLE FOUNDATION V25774007

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
10 S DEARBORN IL1-0117

City or town, state, and ZIP code
CHICAGO, IL 60603

A Employer identification number
38-3083449

B Telephone number (see instructions)
(866) 888-5157

C If exemption application is pending, check here

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 checked="" type="checkbox"/> Address change	<input type="checkbox"/> Name change

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 719,222.

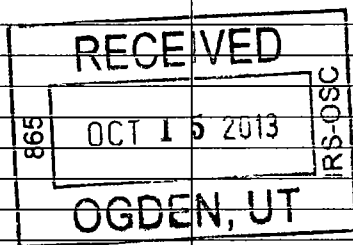
J Accounting method: Cash Accrual
 Other (specify) _____
(Part I, column (d) must be on cash basis)

D 1 Foreign organizations, check here
2 Foreign organizations meeting the 85% test, check here and attach computation

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)					
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		11,998.	11,998.		STMT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		2,685.			
b Gross sales price for all assets on line 6a <u>214,025.</u>					
7 Capital gain net income (from Part IV, line 2)			2,685.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)			-251.		STMT 2
12 Total. Add lines 1 through 11		14,683.	14,432.		
13 Compensation of officers, directors, trustees, etc.					
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule)					
c Other professional fees (attach schedule) STMT 3		8,964.	8,964.		
17 Interest					
18 Taxes (attach schedule) (see instructions) STMT 4		2,001.	432.		
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule) STMT 5		7,099.			7,099.
24 Total operating and administrative expenses. Add lines 13 through 23		18,064.	9,396.		7,099.
25 Contributions, gifts, grants paid		14,900.			14,900.
26 Total expenses and disbursements. Add lines 24 and 25		32,964.	9,396.		21,999.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		-18,281.			
b Net investment income (if negative, enter -0-)			5,036.		
c Adjusted net income (if negative, enter -0-)					



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For Paperwork Reduction Act Notice, see instructions.

JSA

Form 990-PF (2011)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year		End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing	31,005.	8,183.	8,183.	
	2	Savings and temporary cash investments	65,802.	74,825.	74,825.	
	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 6	490,018.	438,903.	465,659.	
	c	Investments - corporate bonds (attach schedule) . STMT 7	120,147.	76,228.	78,395.	
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule) STMT 8		90,597.	92,160.	
	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)	706,972.	688,736.	719,222.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	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. ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	706,972.	688,736.		
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)	706,972.	688,736.			
31	Total liabilities and net assets/fund balances (see instructions)	706,972.	688,736.			

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)	1 706,972.
2	Enter amount from Part I, line 27a	2 -18,281.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3 45.
4	Add lines 1, 2, and 3	4 688,736.
5	Decreases not included in line 2 (itemize) ▶	5
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 688,736.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co)				(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a PUBLICLY TRADED SECURITIES						
b						
c						
d						
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)			
a 208,361.		211,343.	-2,982.00			
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			-2,982.			
b						
c						
d						
e						
2 Capital gain net income or (net capital loss)				2	2,682.	
{ 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):				3		
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8						

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	43,962.	738,518.	0.059527
2009	48,257.	726,333.	0.066439
2008	7,023.	646,208.	0.010868
2007	34,402.	815,544.	0.042183
2006	44,122.	943,883.	0.046745
2 Total of line 1, column (d)			0.225762
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			0.045152
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			696,124.
5 Multiply line 4 by line 3			31,431.
6 Enter 1% of net investment income (1% of Part I, line 27b)			50.
7 Add lines 5 and 6			31,481.
8 Enter qualifying distributions from Part XII, line 4			21,999.

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)

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', 'Credits/Payments', and 'Total credits and payments'. Values include 101, NONE, 400, 200, 600, 499, and 395.

Part VII-A Statements Regarding Activities

Table with 10 rows of activity statements. Columns include question number, 'Yes', and 'No'. Questions cover political influence, tax on political expenditures, and reporting requirements. 'No' is marked with 'X' for questions 1a, 1b, 1c, 2, 3, 4a, 4b, 5, 6, 7, 8b, 9, and 10.

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address \blacktriangleright N/A	X		
14	The books are in care of \blacktriangleright BARBARA BROOMFIELD SHAFER Telephone no \blacktriangleright (301) 468-1416 Located at \blacktriangleright 6012 LOGANWOOD DR, BETHESDA, MD ZIP + 4 \blacktriangleright 20852			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here \blacktriangleright <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year \blacktriangleright 15			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country \blacktriangleright		Yes	No 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here \blacktriangleright <input type="checkbox"/>	1b	
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? <input type="checkbox"/>	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years \blacktriangleright		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here \blacktriangleright		
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)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, 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)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		-0-	-0-	-0-

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

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

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

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	

2	

3	

4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	

2	

All other program-related investments See instructions	
3 NONE	

Total. Add lines 1 through 3	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	612,742.
b	Average of monthly cash balances	1b	93,983.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	706,725.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	706,725.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	10,601.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	696,124.
6	Minimum investment return. Enter 5% of line 5	6	34,806.

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	34,806.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	101.
b	Income tax for 2011. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	101.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	34,705.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	34,705.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	34,705.

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	21,999.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	21,999.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	21,999.

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				34,705.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			12,038.	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	NONE			
b From 2007	NONE			
c From 2008	NONE			
d From 2009	NONE			
e From 2010	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 21,999.				
a Applied to 2010, but not more than line 2a			12,038.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				9,961.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				24,744.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2007	NONE			
b Excess from 2008	NONE			
c Excess from 2009	NONE			
d Excess from 2010	NONE			
e Excess from 2011	NONE			

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

NOT APPLICABLE

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

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

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

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

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

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

a The name, address, and telephone number of the person to whom applications should be addressed:
SEE STATEMENT 11

b The form in which applications should be submitted and information and materials they should include:
SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:
SEE ATTACHED STATEMENT FOR LINE 2

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
SEE ATTACHED STATEMENT FOR LINE 2

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 STATEMENT 13				
Total ▶ 3a				14,900.
b <i>Approved for future payment</i>				
Total ▶ 3b				

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST FROM SECURITIES	11,998.	11,998.
TOTAL	11,998.	11,998.

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
PARTNERSHIP INCOME		-251.
	-----	-----
TOTALS	=====	=====
		-251.
	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MGMT FEES-SUBJECT T	8,964.	8,964.
TOTALS	8,964.	8,964.

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL EXCISE TAX PAID	1,169.	
FEDERAL ESTIMATED TAX PAID	400.	
FOREIGN TAX WITHHELD	432.	432.
	-----	-----
TOTALS	2,001.	432.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
OFFICE EXPENSES	4,817.	4,817.
TRAVEL	2,222.	2,222.
ACCOUNT SERVICE FEE	60.	60.
TOTALS	----- 7,099. =====	----- 7,099. =====

BROOMFIELD CHARITABLE FOUNDATION V25774007

38-3083449

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
SEE ATTACHED	438,903.	465,659.
TOTALS	438,903.	465,659.
	=====	=====

BROOMFIELD CHARITABLE FOUNDATION V25774007

38-3083449

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV -----
SEE ATTACHED	76,228.	78,395.
TOTALS	76,228.	78,395.
	=====	=====

BROOMFIELD CHARITABLE FOUNDATION V25774007

38-3083449

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV		ENDING FMV
	C	F	
SEE ATTACHED	C		92,160.
TOTALS			92,160.

TOTALS

=====

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

=====

DESCRIPTION -----	AMOUNT -----
PRIOR PERIOD ADJUSTMENT	45.
TOTAL	----- 45. =====

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

OFFICER NAME:

WILLIAM S BROOMFIELD

ADDRESS:

9910 E BEXHILL DR
KENSINGTON, MD 20895

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

JANE BROOMFIELD

ADDRESS:

9910 E BEXHILL DR
KENSINGTON, MD 20895

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

NANCY BROOMFIELD AIKEN

ADDRESS:

9617 HALL RD
POTOMAC, MD 20854

TITLE:

PRESIDENT/SECRETARY

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

BARBARA BROOMFIELD SHAFFER

ADDRESS:

6012 LOGANWOOD DR
BETHESDA, MD 20852

TITLE:

VICE PRESIDENT/TREASURER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

=====

RECIPIENT NAME:

WILLIAM S BROOMFIELD

ADDRESS:

9910 E BEXHILL DR

KENSINGTON, MD 20895

RECIPIENT'S PHONE NUMBER: 248-645-8418

FORM, INFORMATION AND MATERIALS:

APPLICATIONS MUST HAVE AN OUTLINE OF THE
PROPOSED BUDGET AND ITS OBJECTIVES AND A
PHOTOCOPY OF EXEMPT STATUS LETTER FROM IRS

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

NO RESTRICTIONS. CONTRIBUTIONS ARE MADE TO
ALL CHARITABLE ORGANIZATIONS

RECIPIENT NAME:
ROCHESTER HILLS MUSEUM
ADDRESS:
1005 VAN HOUSEN RD
ROCHESTER, MI 48306
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 12,900.

RECIPIENT NAME:
MAIN STREET GREENSBURG
ADDRESS:
PO BOX 655
GREENSBURG, IN 47240
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
LEUKEMIA AND LYMPHOMA
SOCIETY
ADDRESS:
1311 MAMARONECK AVE, STE 310
WHITE PLAINS, NY 10605
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 300.

=====

RECIPIENT NAME:

CARING FOR OTHERS, INC

ADDRESS:

3537 BROWN MILL RD, STE 2
ATLANTA, GA 30354

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 100.

RECIPIENT NAME:

DYSTONIA MEDICAL RESEARCH
FOUNDATION

ADDRESS:

ONE EAST WACKER DRIVE, STE 2810
CHICAGO, IL 60601

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 100.

TOTAL GRANTS PAID: 14,900.

=====

**SCHEDULE D
(Form 1041)**

Capital Gains and Losses

OMB No 1545-0092

2011

Department of the Treasury
Internal Revenue Service

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

Name of estate or trust

Employer identification number

BROOMFIELD CHARITABLE FOUNDATION V25774007

38-3083449

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

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b					1b -713.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824					2
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts					3
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet					4 ()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶					5 -713.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					5,664.
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b					6b -2,269.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824					7
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts					8
9 Capital gain distributions					9
10 Gain from Form 4797, Part I					10
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet					11 ()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶					12 3,395.

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

Schedule D (Form 1041) 2011

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		-713.
14	Net long-term gain or (loss):			
a	Total for year	14a		3,395.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		2,682.

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

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of:	16	()
a	The loss on line 15, column (3) or b \$3,000		

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0-	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (.15)	30	
31	Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17 Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side
BROOMFIELD CHARITABLE FOUNDATION V25774007

Employer identification number
38-3083449

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 956.258 JPMORGAN HIGH YIELD	04/16/2007	03/09/2012	7,564.00	7,997.00	-433.00
23. SPDR TR UNIT SER 1	11/29/2010	03/09/2012	3,156.00	2,746.00	410.00
1549.598 EATON VANCE MUT F	10/01/2010	05/10/2012	14,024.00	13,621.00	403.00
671.81 JPMORGAN STRATEGIC OPPTYS FUND SEL	VAR	05/10/2012	7,793.00	7,524.00	269.00
276. POWERSHARES DB COMMOD TRACKING FUND	01/14/2011	05/24/2012	7,162.00	7,733.00	-571.00
159.788 THORNBURG VALUE FU	04/25/2011	05/30/2012	4,677.00	5,943.00	-1,266.00
509.685 DREYFUS/LAUREL FDS	01/14/2011	06/06/2012	6,947.00	7,380.00	-433.00
1225.046 JPMORGAN INTERNAT CURRENCY	VAR	06/06/2012	13,218.00	14,019.00	-801.00
42.214 ASTON OPTIMUM MID C	03/02/2011	06/22/2012	1,289.00	1,433.00	-144.00
209.81 EDGEWOOD GROWTH FUN	01/14/2011	06/22/2012	2,673.00	2,451.00	222.00
130.376 FMI FDS INC	11/13/2008	06/22/2012	2,111.00	1,420.00	691.00
59.714 HARTFORD CAPITAL AP FUND	01/14/2011	06/22/2012	1,834.00	2,149.00	-315.00
935.386 JPMORGAN ASIA EQUI	VAR	06/22/2012	26,284.00	32,552.00	-6,268.00
70.018 JPMORGAN INTREPID A	04/25/2011	06/22/2012	1,706.00	1,736.00	-30.00
100.11 JPMORGAN US LARGE C FUND SEL	04/16/2007	06/22/2012	2,102.00	2,012.00	90.00
126.624 JPMORGAN GROWTH AD	02/22/2010	06/22/2012	1,203.00	903.00	300.00
147.887 JPMORGAN MARKET EX INDEX FUND	05/19/2009	06/22/2012	1,492.00	1,003.00	489.00
79.438 MANNING & NAPIER FU	01/14/2011	06/22/2012	1,404.00	1,570.00	-166.00
69.378 VICTORY PORTFOLIOS	01/14/2011	06/22/2012	1,043.00	1,113.00	-70.00
473.572 JPMORGAN US REAL E	VAR	06/28/2012	8,458.00	6,992.00	1,466.00
368.022 MANNING & NAPIER F	01/14/2011	07/23/2012	6,606.00	7,276.00	-670.00
415.131 THORNBURG VALUE FU	VAR	07/23/2012	12,076.00	11,937.00	139.00
351.227 JPMORGAN US REAL E	10/01/2010	09/21/2012	6,445.00	5,142.00	1,303.00
671.195 JOHN HANCOCK II-EM	07/18/2011	11/06/2012	6,900.00	7,826.00	-926.00
795.456 ROWE T PRICE INTL FD*	VAR	11/06/2012	13,053.00	9,912.00	3,141.00

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

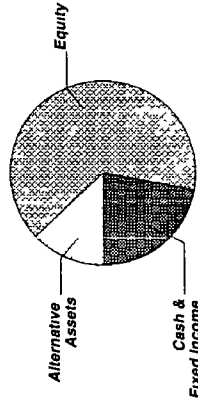


BROOMFIELD CHARITABLE FOUNDTN ACCT. V25774007
For the Period 11/1/12 to 11/30/12

Account Summary

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	458,012.43	465,658.65	7,646.22	6,248.22	65%
Alternative Assets	79,448.23	92,160.30	12,712.07	2,479.00	13%
Cash & Fixed Income	164,871.97	153,220.33	(11,651.64)	2,399.44	22%
Market Value	\$702,332.63	\$711,039.28	\$8,706.65	\$11,126.66	100%
Accruals	237.12	232.57	(4.55)		
Market Value with Accruals	\$702,569.75	\$711,271.85	\$8,702.10		

Asset Allocation



Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	702,332.63	661,789.20
Withdrawals & Fees	(762.08)	(9,708.46)
Net Contributions/Withdrawals	(\$762.08)	(\$9,708.46)
Income & Distributions	429.97	11,641.23
Change In Investment Value	9,038.76	47,317.31
Ending Market Value	\$711,039.28	\$711,039.28
Accruals	232.57	232.57
Market Value with Accruals	\$711,271.85	\$711,271.85



BROOMFIELD CHARITABLE FOUNDTN ACCT V25774007
For the Period 11/1/12 to 11/30/12

Account Summary CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	429.21	11,631.43
Interest Income	0.76	9.80
Taxable Income	\$429.97	\$11,641.23

	Current Period Value	Year-to-Date Value
LT Capital Gain Distributions	90.32	5,587.71
ST Realized Gain/Loss	136.39	(711.60)
LT Realized Gain/Loss	3,115.64	(2,221.27)
Realized Gain/Loss	\$3,342.35	\$2,654.84

	To-Date Value
Unrealized Gain/Loss	\$30,486.65

Cost Summary	Cost
Equity	438,902.97
Cash & Fixed Income	151,053.11
Total	\$589,956.08

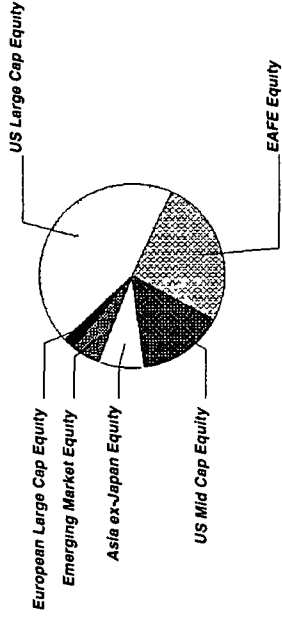


BROOMFIELD CHARITABLE FOUNDTN ACCT V25774007
For the Period 11/1/12 to 11/30/12

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	215,447.98	212,969.54	(2,478.44)	29%
US Mid Cap Equity	59,437.89	73,999.89	14,562.00	10%
EAFE Equity	104,205.59	119,572.15	15,366.56	17%
European Large Cap Equity	6,402.34	6,560.80	158.46	1%
Asia ex-Japan Equity	47,694.80	34,352.66	(13,342.14)	5%
Emerging Market Equity	24,823.83	18,203.61	(6,620.22)	3%
Total Value	\$458,012.43	\$465,658.65	\$7,646.22	65%

Asset Categories



Equity as a percentage of your portfolio - 65 %

Market Value/Cost

	Current Period Value
Market Value	465,658.65
Tax Cost	438,902.97
Unrealized Gain/Loss	26,755.68
Estimated Annual Income	6,248.22
Yield	1.34%

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc. Accrued Div.	Yield
US Large Cap Equity							
EDGEWOOD GROWTH FUND	13.78	976.834	13,460.77	11,409.42	2,051.35		
0075W0-75-9 EGF1 X							

J.P. Morgan



BROOMFIELD CHARITABLE FOUNDTN ACCT. V25774007
For the Period 11/1/12 to 11/30/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc. Accrued Div.	Yield
US Large Cap Equity							
FMI FDS INC LARGE CAP FD 302933-20-5 FMIH X	17 01	770 276	13,102 39	8,549 67	4,552.72	142.50	1 09%
HARTFORD CAPITAL APPRECIATION FUND 416649-30-9 ITHI X	33 55	1,001,235	33,591 43	34,446 89	(855 46)	623 76	1 86%
JPM INTREPID AMERICA FD - SEL FUND 1206 4812A2-10-8 JPJA X	26 46	505 174	13,366 90	12,523 25	843 65	103 05	0 77%
JPM TRI GROWTH ADVANTAGE FD - SEL FUND 1567 4812A3-71-8 JGAS X	10 07	2,600 844	26,190 50	18,544 02	7,646 48		
JPM US LRGE CAP CORE PLUS FD - SEL FUND 1002 4812A2-38-9 JLPS X	23 13	879 728	20,348 11	17,677 61	2,670 50	112 60	0 55%
MANNING & NAPIER FUND INC EQUITY SERIES 563821-60-2 EXEY X	19 42	1,372 793	26,659 64	26,941 91	(282 27)	56 28	0 21%
NEUBERGER BERMAN MULTI CAP OPPORTUNITIES FUND 64122Q-30-9 NMUL X	11 11	1,218 569	13,538 30	12,600 00	938 30	24 37	0 18%
SPDR S&P 500 ETF TRUST 78462F-10-3 SPY	142 16	276 000	39,234 78	33,045 21	6,189 57	787 15	2 01%
VICTORY PORTFOLIOS DIVRS STK CL I 92646A-85-6 VDSI X	16 44	819 752	13,476 72	13,148 83	327 89	155 75	1 16%
Total US Large Cap Equity			\$212,969.54	\$188,886.81	\$24,082.73	\$2,005.46	0.94%



BROOMFIELD CHARITABLE FOUNDTN ACCT. V25774007
For the Period 11/1/12 to 11/30/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div.	Yield
US Mid Cap Equity							
ASTON OPTIMUM MID CAP FUND I 00078H-15-8 ABMI X	34.11	807,118	27,530.79	26,648.83	881.96	108.96	0.40%
ISHARES CORE S&P MID-CAP ETF 464287-50-7 IJH	100.12	330,000	33,039.60	30,503.67	2,535.93	404.91	1.23%
JPM MARKET EXPANSION INDEX FD - SEL FUND 3708 4812C1-63-7 PGMI X	10.98	1,223,087	13,429.50	8,564.32	4,865.18	113.74	0.85%
Total US Mid Cap Equity			\$73,999.89	\$65,716.82	\$8,283.07	\$627.61	0.85%
EAFE Equity							
DODGE & COX INTERNATIONAL STOCK 256206-10-3 DODF X	33.50	1,005,908	33,697.92	35,753.67	(2,055.75)	763.48	2.27%
ISHARES MSCI EAFE INDEX FUND 464287-46-5 EFA	55.07	347,000	19,109.29	21,551.89	(2,442.60)	596.14	3.12%
JPM INTL VALUE FD - SEL FUND 1296 4812A0-56-5 JIES X	12.62	1,589,746	20,062.59	22,671.32	(2,608.73)	678.82	3.38%
MANNING & NAPIER FUND INC WORLD OPPORTUNITIES SERIES FUND 563821-54-5 EXWA X	7.62	1,663,465	12,675.60	14,440.47	(1,764.87)	399.23	3.15%
MFS INTL VALUE-I 55273E-82-2 MINI X	28.20	735,436	20,739.30	18,793.00	1,946.30	304.47	1.47%



BROOMFIELD CHARITABLE FOUNDTN ACCT V25774007
For the Period 11/1/12 to 11/30/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc Accrued Div	Yield
EAFE Equity							
RS INTERNATIONAL GROWTH FUND 74972H-42-4 RSIG X	17.61	754,540	13,287.45	13,046.00	241.45	35.46	0.27%
Total EAFE Equity			\$119,572.15	\$126,256.35	(\$6,684.20)	\$2,777.50	2.32%
European Large Cap Equity							
VANGUARD MSCI EUROPE ETF 922042-87-4 VGK	47.20	139,000	6,560.80	6,743.64	(182.84)	199.74	3.04%
Asia ex-Japan Equity							
COLUMBIA FDS SER TR II MASS ASIA PC JP R5 19763P-57-2 TAPR X	12.81	1,114,095	14,271.56	12,489.00	1,782.56	204.99	1.44%
T ROWE PRICE INTERNATIONAL FUNDS INC NEW ASIA FUND 77956H-50-0 PRAS X	16.68	1,203,903	20,081.10	17,640.07	2,441.03	180.58	0.90%
Total Asia ex-Japan Equity			\$34,352.66	\$30,129.07	\$4,223.59	\$385.57	1.12%
Emerging Market Equity							
DELAWARE EMERGING MARKETS FUND 245914-81-7 DEMI X	13.60	856,564	11,649.27	13,977.76	(2,328.49)	143.04	1.23%



BROOMFIELD CHARITABLE FOUNDTN ACCT V25774007
For the Period 11/1/12 to 11/30/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div.	Yield
Emerging Market Equity							
VANGUARD MSCI EMERGING MARKETS ETF 922042-85-8 VWO	42.02	156,000	6,554.34	7,192.52	(638.18)	109.20	1.67%
Total Emerging Market Equity			\$18,203.61	\$21,170.28	(\$2,966.67)	\$252.24	1.39%

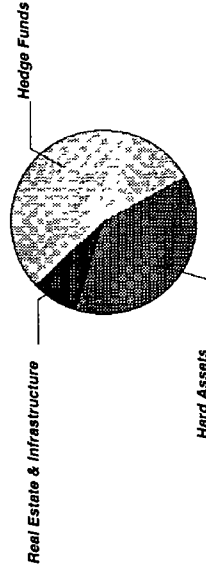


BROOMFIELD CHARITABLE FOUNDTN ACCT. V25774007
For the Period 11/1/12 to 11/30/12

Alternative Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Hedge Funds	38,962.46	51,681.40	12,718.94	7%
Real Estate & Infrastructure	6,489.21	6,460.65	(28.56)	1%
Hard Assets	33,996.56	34,018.25	21.69	5%
Total Value	\$79,448.23	\$92,160.30	\$12,712.07	13%

Asset Categories



Alternative Assets as a percentage of your portfolio - 13 %

Alternative Assets Detail

Hedge Funds	Price	Quantity	Estimated Value	Cost
AIM INVT FDS BAL RISK ALL Y 00141V-69-7 ABRY X	13.15	987 196	12,981.63	12,182.00
EATON VANCE FLOATING-RATE ADVANTAGE I 277923-63-7 EIFA X	11.07	1,123 803	12,440.50	12,316.88

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BROOMFIELD CHARITABLE FOUNDTN ACCT. V25774007
For the Period 11/1/12 to 11/30/12

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
EATON VANCE MUT FDS TR GB MACRO ABSOLUTE RTN I 277923-72-8 EIGM X	9 78	1,388 197	13,576 57	14,364 04
PIMCO FDS UNCONSTR BD 72201M-45-3 PUCP X	11 68	1,085.848	12,682.70	12,737 00
Total Hedge Funds			\$51,681.40	\$51,599.92



BROOMFIELD CHARITABLE FOUNDTN ACCT. V25774007
For the Period 11/1/12 to 11/30/12

	Quantity/Original Commitment Amount	Cost/Net Capital Called Since Inception	Net Distributions Since Inception	Estimated Value	Est. Annual Inc Accrued Div.	Yield
Real Estate & Infrastructure						
JPM REALTY INCOME FD - INSTL FUND 1372 904504-50-3 URTL X	571.23	6,672.00		6,460.65	136.52	2.11%

Amounts shown above under "Estimated Value" for private equity funds are estimates based on the latest fund values received from each underlying fund, which value may be as of a date (underlying fund value date) prior to the period covered by this statement. The values provided by the underlying fund have been adjusted for any cash flows between your account and such fund that have occurred subsequent to the underlying fund value date to derive the "Estimated Value". Therefore, such "Estimated Value" may not reflect the value of your interest shown on any fund's actual books and records as of the date of this statement. For additional information, please contact your J.P. Morgan representative.

For private equity funds, Estimated Values are based on estimates provided by the underlying funds that are generally presented on a US GAAP basis, which records investments at fair value, or "marked-to-market". Most of these underlying funds also present their audited financial statements on a US GAAP basis (i.e., "marked-to-market"). However, some of these underlying funds present their audited financial statements using the Income Tax Basis of Accounting, which records investments "at cost" based on the accrual basis of accounting for Federal income taxes. Where the underlying fund provides periodic estimates on a "marked-to-market" basis but reflects investments "at cost" in its audited financial statements, the marked-to-market Estimated Value shown herein for a private equity fund may be materially different from the value reflected on such fund's audited financial statements (which are also based on the audited financial statements of the underlying fund).

	Price	Quantity	Estimated Value	Cost
Hard Assets				
HIGHBRIDGE DYNAMIC COMM STRG FD -SEL 48121A-67-0 HDCS X	14.96	740 007	11,070.50	13,936.02
POWERSHARES DB COMMODITY INDEX TRACKING FUND 73935S-10-5 DBC	28.10	468 000	13,150.80	13,035.06



BROOMFIELD CHARITABLE FOUNDTN ACCT V25774007
For the Period 11/1/12 to 11/30/12

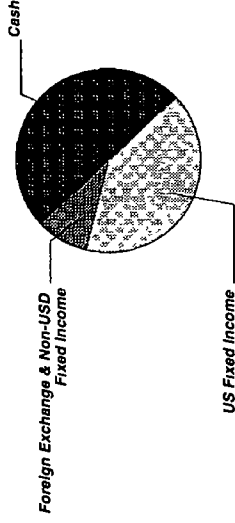
	Price	Quantity	Estimated Value	Cost
Hard Assets				
SPDR GOLD TRUST 78463V-10-7 GLD	166.05	59.000	9,796.95	5,353.55
Total Hard Assets			\$34,018.25	\$32,324.63



BROOMFIELD CHARITABLE FOUNDTN ACCT. V25774007
For the Period 11/1/12 to 11/30/12

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	89,451.73	74,824.87	(14,626.86)	11%
US Fixed Income	62,278.24	65,053.90	2,775.66	9%
Foreign Exchange & Non-USD Fixed Income	13,142.00	13,341.56	199.56	2%
Total Value	\$164,871.97	\$153,220.33	(\$11,651.64)	22%



Market Value/Cost	Current Period Value
Market Value	153,220.33
Tax Cost	151,053.11
Unrealized Gain/Loss	2,167.22
Estimated Annual Income	2,399.44
Accrued Interest	134.53
Yield	1.56%

Cash & Fixed Income as a percentage of your portfolio - 22 %

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months ¹	153,220.33	100%

¹ The years indicate the number of years until the bond is scheduled to mature based on the statement end date. Some bonds may be called, or paid in full, before their stated maturity

SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	74,824.87	49%
International Bonds	19,922.17	13%
Mutual Funds	58,473.29	38%
Total Value	\$153,220.33	100%



BROOMFIELD CHARITABLE FOUNDTN ACCT V25774007
For the Period 11/1/12 to 11/30/12

Note ¹ This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Income Accrued Interest	Yield
Cash							
US DOLLAR PRINCIPAL	1.00	23,780.05	23,780.05	23,780.05		2.37	0.01% ¹
US DOLLAR INCOME	1.00	51,044.82	51,044.82	51,044.82		5.10 0.61	0.01% ¹
Total Cash			\$74,824.87	\$74,824.87	\$0.00	\$7.47 \$0.61	0.01%
US Fixed Income							
JPM STR INC OPP FD FUND 3844 4812A4-35-1	11.78	1,103.64	13,000.83	11,210.92	1,789.91	461.31 36.42	3.55%
DOUBLELINE FDS TR TTL RTN BD I 258620-10-3	11.36	532.53	6,049.53	5,959.00	90.53	382.88	6.33%
JPM HIGH YIELD FD - SEL FUND 3580 4812C0-80-3	8.12	1,646.33	13,368.22	13,724.08	(355.86)	867.61 70.79	6.49%
JPM SHORT DURATION BOND FD - SEL FUND 3133 4812C1-33-0	11.01	2,962.22	32,614.02	32,328.03	285.99	429.52 26.66	1.32%



BROOMFIELD CHARITABLE FOUNDTN ACCT. V25774007
For the Period 11/1/12 to 11/30/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Income Accrued Interest	Yield
US Fixed Income							
JPM TR I MLT SC INCM SL 48121A-29-0	10.22	2 08	21 30	21.11	0 19	0.88 0 05	4 18%
Total US Fixed Income			\$65,053.90	\$63,243.14	\$1,810.76	\$2,142.20 \$133.92	3.29%
Foreign Exchange & Non-USD Fixed Income							
JPM INTL CURRENCY INCOME FD 4812A3-29-6	11.24	571 19	6,420 22	6,397 37	22 85	149 08	2.32%
DREYFUS LAUREL EMG MKT DEBT LOC C-1 261980-49-4	15.19	455 65	6,921 34	6,587 73	333.61	100 69	1 45%
Total Foreign Exchange & Non-USD Fixed Income			\$13,341.56	\$12,985.10	\$356.46	\$249.77	1.87%