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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.

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation THE BARKER FOUNDATION INC.		A Employer identification number 02-6005885
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 328	Room/suite	B Telephone number 603-889-1763
City or town, state, and ZIP code NASHUA, NH 03061		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 5,642,765.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(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				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		3,127.	3,127.		STATEMENT 1
4 Dividends and interest from securities		186,350.	186,350.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		12,133.			
b Gross sales price for all assets on line 6a		30,406.			
7 Capital gain net income (from Part IV, line 2)			12,133.		
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)					
11 Other income					
12 Total. Add lines 1 through 11		201,610.	201,610.		
13 Compensation of officers, directors, trustees, etc.		65,800.	32,900.		32,900.
14 Other employee salaries and wages					
15 Pension plans, employee benefits		30,145.	15,072.		15,073.
16a Legal fees		235.	117.		118.
b Accounting fees		1,730.	0.		0.
c Other professional fees					
17 Interest					
18 Taxes		7,558.	2,517.		2,517.
19 Depreciation and depletion					
20 Occupancy		6,262.	3,131.		3,131.
21 Travel, conferences, and meetings					
22 Printing and publications		187.	93.		94.
23 Other expenses		1,382.	691.		691.
24 Total operating and administrative expenses. Add lines 13 through 23		113,299.	54,521.		54,524.
25 Contributions, gifts, grants paid		163,500.			163,500.
26 Total expenses and disbursements. Add lines 24 and 25		276,799.	54,521.		218,024.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<75,189.>			
b Net investment income (if negative, enter -0-)			147,089.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing			24,064.	18,315.	18,315.
	2 Savings and temporary cash investments			518,878.	467,910.	467,910.
	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					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock STMT 7			1,164,717.	1,146,245.	5,156,540.
	c Investments - corporate bonds					
Liabilities	11 Investments - land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
	12 Investments - mortgage loans					
	13 Investments - other					
	14 Land, buildings, and equipment: basis ▶ 6,800.					
	Less: accumulated depreciation STMT 8 ▶ 6,800.					
	15 Other assets (describe ▶)					
	16 Total assets (to be completed by all filers)			1,707,659.	1,632,470.	5,642,765.
	17 Accounts payable and accrued expenses					
	18 Grants payable					
Net Assets or Fund Balances	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶)					
23 Total liabilities (add lines 17 through 22)			0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	27 Capital stock, trust principal, or current funds			1,707,659.	1,632,470.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds			0.	0.	
30 Total net assets or fund balances			1,707,659.	1,632,470.		
31 Total liabilities and net assets/fund balances			1,707,659.	1,632,470.		

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	1,707,659.
2 Enter amount from Part I, line 27a	2	<75,189.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,632,470.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,632,470.

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 TD BANK - PROCEEDS FROM SECURITIES			
b LITIGATION	P	04/07/07	08/16/12
c BANK OF AMERICA - FAIR FUND DISTRIBUTION	P	11/29/07	11/16/12
d SEE ATTACHED SCHEDULE	P	VARIOUS	12/31/12
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b 281.			281.
c 6.			6.
d 30,119.		18,273.	11,846.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			281.
c			6.
d			11,846.
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	12,133.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	}	3	N/A

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))
2011	194,314.	5,198,352.	.037380
2010	209,091.	4,529,210.	.046165
2009	188,375.	4,404,661.	.042767
2008	215,783.	5,382,427.	.040090
2007	228,859.	5,903,997.	.038763

2 Total of line 1, column (d)	2	.205165
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.041033
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	5,563,704.
5 Multiply line 4 by line 3	5	228,295.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,471.
7 Add lines 5 and 6	7	229,766.
8 Enter qualifying distributions from Part XII, line 4	8	218,024.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	2,942.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	2,942.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	2,942.
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,432.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	2,432.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	510.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>NH, ME</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ DOUGLAS M. BARKER, THE BARKER FOUND Telephone no. ▶ 603-889-1763 Located at ▶ 196 MAIN STREET, NASHUA, NH ZIP+4 ▶ 03060-0328			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2012, 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 ▶	16	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)? N/A	1b	
Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>		
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 2012? 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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	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. ▶		
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 2012 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 2012.) N/A	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 2012?	4b	X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

☐ Yes ☒ No

7b

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

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

N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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 ATTACHED SCHEDULE	0.00	65,800.	30,094.	0.

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

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

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

▶ 0

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Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services.

0

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 N/A	
2	
3	
4	

Part IX-B**Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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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	5,104,445.
b	Average of monthly cash balances	1b	543,985.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	5,648,430.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	5,648,430.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	84,726.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,563,704.
6	Minimum investment return. Enter 5% of line 5	6	278,185.

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	278,185.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,942.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,942.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	275,243.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	275,243.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	275,243.

Part XIII 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	218,024.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	218,024.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	218,024.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				275,243.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 218,024.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				218,024.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				57,219.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

Part XV Supplementary Information (continued)**3** Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED LIST	NONE	PUBLIC	GENERAL PURPOSE	163,500.
Total			▶ 3a	163,500.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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

- | | | Yes | No |
|----------|--|-----|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| (1) | Cash | | X |
| (2) | Other assets | | X |
| b | Other transactions: | | |
| (1) | Sales of assets to a noncharitable exempt organization | | X |
| (2) | Purchases of assets from a noncharitable exempt organization | | X |
| (3) | Rental of facilities, equipment, or other assets | | X |
| (4) | Reimbursement arrangements | | X |
| (5) | Loans or loan guarantees | | X |
| (6) | Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee **DOUGLAS M. BARKER**

Date _____

Title

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ self-employed

PTIN

DAVID TULLY

Handwritten signature: [Signature]

04/22/13

P00000857

Firm's name ▶ DAVID E. TULLY & ASSOCIATES, PA

Firm's EIN ► 02-0330274

Firm's address ► 20 TRAFALGAR SQUARE SUITE 202
NASHUA, NH 03063

Phone no. 603-886-8885

Form 990-PF (2012)

THE BARKER FOUNDATION INC. / #02-6005885 / FORM 990-PF / 2012

PART XV / LINE 2 / INFORMATION REGARDING CONTRIBUTION, GRANT,
GIFT, LOAN, SCHOLARSHIP, ETC. PROGRAMS

- 2 (a) DOUGLAS M. BARKER
THE BARKER FOUNDATION INC.
PO BOX 328
NASHUA, NH 03061-0328
603-889-1763
- 2(b) (1) ORGANIZATIONS REQUESTING AID ARE ASKED TO SUBMIT A ONE-PAGE CONCEPT PAPER FOR CONSIDERATION. THE CONCEPT PAPER SHOULD INCLUDE A BRIEF BACKGROUND STATEMENT ABOUT THE APPLICANT ORGANIZATION AND ITS PURPOSES, AN OUTLINE OF THE SPECIFIC PROJECT OR PROGRAM TO BE SUPPORTED, THE TOTAL PROJECT COST, A LISTING OF DIRECTORS OR TRUSTEES AND EVIDENCE OF TAX-EXEMPT STATUS. ORGANIZATIONS SHOULD NOT SUBMIT MORE THAN ONE CONCEPT PAPER PER CALENDAR YEAR AND NO MATERIALS SUBMITTED WILL BE RETURNED. GRANTS ARE NOT MADE TO INDIVIDUALS FOR ANY REASON.
- (2) THE TRUSTEES ARE NOT IN A POSITION TO DERIVE ANY PRIVATE BENEFIT EITHER DIRECTLY OR INDIRECTLY IF CERTAIN GRANTS ARE MADE IN LIEU OF OTHERS.
- 2(c) SUBMISSIONS MUST ALLOW SUFFICIENT LEAD TIME FOR REVIEW BY THE TRUSTEES.
- 2(d) THERE ARE NO RESTRICTIONS BY GEOGRAPHICAL AREAS, CHARITABLE FIELDS, KINDS OF INSTITUTIONS, ETC. THE MAJORITY OF REQUESTS ARE FROM NEW HAMPSHIRE ORGANIZATIONS.

THE BARKER FOUNDATION INC. / #02-6005885 / FORM 990-PF / 2012

PART VIII / LINE 1 / INFORMATION ABOUT OFFICERS, DIRECTORS, TRUSTEES, FOUNDATION MANAGERS, HIGHLY PAID EMPLOYEES AND CONTRACTORS

<u>NAME & ADDRESS</u>	<u>TITLE</u>	<u>AVG HRS PER WEEK DEVOTED TO POSITION</u>	<u>CONTRIBUTIONS TO EMPLOYEE'S BENEFIT PLANS</u>	<u>EXPENSE ACC'T/OTHER ALLOWANCE</u>	<u>COMPENSATION</u>
ALLAN M. BARKER PO BOX 328 NASHUA, NH 03061-0328	SECRETARY & TRUSTEE	AS REQUIRED	\$0	\$0	\$0
DOROTHY A. BARKER PO BOX 328 NASHUA, NH 03061-0328	TRUSTEE	"	"	"	"
ELIZABETH M BUCKNAM PO BOX 328 NASHUA, NH 03061-0328	PRESIDENT & TRUSTEE	"	"	"	"
SUSAN B. MORAN PO BOX 328 NASHUA, NH 03061-0328	VICE PRESIDENT & TRUSTEE	"	"	"	"
EDWARD P MORAN, JR PO BOX 328 NASHUA, NH 03061-0328	TRUSTEE	"	"	"	"
ANNE M. APRIL PO BOX 328 NASHUA, NH 03061-0328	TRUSTEE	"	"	"	"
SIDNEY ST. F. THAXTER ONE CANAL PLAZA PO BOX 7320 PORTLAND ME 04112-7320	CLERK	"	"	"	"
CAROL A. LAROCHE PO BOX 328 NASHUA, NH 03061-0328	ASSISTANT TREASURER	32	\$ 9,657.42	"	\$30,925.00
DOUGLAS M BARKER PO BOX 328 NASHUA, NH 03061-0328	TREASURER	32	\$20,437.44	"	\$34,875.00

THE BARKER FOUNDATION INC.

THE BARKER FOUNDATION INC. / #02-6005885 / FORM 990-PF / 2012
PART XV / LINE 3a / GRANTS AND CONTRIBUTIONS PAID DURING THE
YEAR OR APPROVED FOR FUTURE PAYMENT

2012 DONATIONS

American Red Cross – NH, Concord, NH	\$ 2,500.00
Big Brothers Big Sisters of Greater Nashua & Greater Salem, Nashua, NH	1,500.00
Bishop Guertin High School, Nashua, NH	4,500.00
Boys & Girls Club of Greater Nashua, NH	5,000.00
Camp Allen, Bedford, NH	2,000.00
CardioStart International, Tampa, FL	500.00
CareGivers, Inc., Bedford NH	3,250.00
Center for Wildlife, Cape Neddick, ME	7,500.00
Children's Dyslexia Center, Nashua, NH	11,000.00
Church of the Good Shepherd, Nashua, NH	1,000.00
Community Hospice House, Merrimack, NH	7,000.00
Currier Museum of Art, Manchester, NH	250.00
David's House, Lebanon, NH	5,000.00
Friendly Kitchen, Concord, NH	250.00
Front Door Agency, Inc., Nashua NH	3,000.00
Gateways Community Services, Nashua, NH	3,000.00
Girl Scouts of the Green & White Mountains, Bedford, NH	2,500.00
Girls Incorporated of NH, Manchester, NH	4,500.00
Greater Nashua Mental Health Center at Community Council, Nashua, NH	3,000.00
Home Health & Hospice Care, Merrimack, NH	6,000.00
Humane Society for Greater Nashua, Nashua, NH	2,000.00
Josiah Bartlett Center for Public Policy, Concord, NH	1,000.00
Looziana Basset Rescue, Folsom, LA	500.00
Marguerite's Place, Nashua, NH	6,000.00
Nashua Children's Home, Nashua, NH	2,000.00
Nashua Flute Choir, Nashua, NH	250.00
Nashua Soup Kitchen & Shelter, Inc., Nashua, NH	17,000.00
NEADS, West Boylston, MA	1,000.00
New Hampshire Aquamarines, Nashua, NH	2,000.00
New Hampshire Food Bank, Manchester, NH	8,000.00
St. Joseph Community Services, Inc., Merrimack, NH	14,000.00
Salvation Army, Nashua, NH	5,000.00
Salvation Army, Manchester, NH	500.00
SHARE Outreach, Inc., Milford, NH	3,000.00
Shriners Hospitals, Boston, MA	6,000.00
Shriners Hospitals, Springfield, MA	6,000.00
Special Olympics New Hampshire, Manchester, NH	4,000.00
Telegraph Santa Fund, Hudson, NH	1,000.00
UNH Foundation, Inc., Durham, NH	3,500.00
Wildlife Rescue & Rehabilitation, Boerne, TX	2,500.00
YMCA of Greater Nashua, Nashua, NH	<u>5,000.00</u>
	\$163,500.00

THE BARKER FOUNDATION INC. / #02-6005885 / FORM 990-PF 2012

Part I – Analysis of Revenue and Expenses
Line 4 – Dividend Income

		Non-Taxable <u>Distributions</u>
Abbott Laboratories	\$ 990.00	
Altria Group	984.00	
Bristol-Myers Squibb Co.	1,904.00	
Chevron Corp.	9,370.80	
Consolidated Edison	1,210.00	
Dominion Resources	527.50	
Dow Chemical Company	1,800.00	
Exxon Mobil Corp.	16,556.80	
General Electric Company	4,896.00	
Johnson & Johnson	1,140.00	
Merck & Co., Inc.	1,680.00	
Nextera	2,400.00	
NSTAR	4,766.58	
RBC Capital Markets for:		
Abbott Labs	1,020.00	
Altria Group	1,020.00	
AT&T Corp.	19,856.32	
Bristol-Myers Squibb	1,904.00	
CenturyLink	667.00	
Chevron Corp.	9,864.00	
Consolidated Edison	1,210.00	
Dominion Resources	1,582.50	
Dow Chemical	3,456.00	
Duke Energy Corp. Holding Company (new)	4,135.60	
Duke Energy Corp. (Holding Company) new	2,390.00	
Emerson Electric	483.00	
Exxon Mobil Corp.	18,148.80	
Frontier Communications	728.96	198.64
General Electric	4,896.00	
H.J. Heinz	501.00	
Integrus Energy Group Inc.	3,604.00	
Johnson & Johnson	3,660.00	
Kimberly Clark	292.00	
Kraft Foods, Inc.	962.80	
McDonalds	287.00	
Merck & Co., Inc.	1,680.00	
Nextera Energy Inc.	7,200.00	
Northeast Utilities	8,775.30	
Pfizer	5,248.32	
Philip Morris Int'l	3,792.00	
Procter & Gamble	1,768.80	
Progress Energy	1,911.23	
SCANA Corp.	396.00	
Southern Company	294.00	
Spectra Energy Corp.	1,398.15	
TECO Energy Inc.	440.00	
United Technologies	1,218.00	
VECTREN Corp.	705.00	
Verizon Communications	9,806.93	
SCANA Corp.	392.00	
Southern Company	288.75	
Spectra Energy Corp.	1,338.40	
TECO Energy	440.00	
Vectren Corp.	700.00	
Verizon Communications	9,662.00	
	\$ 186,349.54	\$ 198.64

THE BARKER FOUNDATION INC. / #02-6005885 / FORM 990-PF 2012

Part I – Analysis of Revenue and Expenses
Line 3 – Interest on Savings

Bank of New England – CD's	\$ 938.46
Centrix Bank – CD	64.42
DCU – CD	132.31
Hampshire First Bank –Savings Account	303.17
Northeast Credit Union – CD	516.06
RBC Capital Markets for:	
Bank Deposit Program	2.10
Triangle Credit Union – CD	<u>1,170.86</u>
	\$ 3,127.38

THE BARKER FOUNDATION INC. - 2012

Expenses:

Miscellaneous Expense

Insurance:	office	346.50	
	worker's comp	<u>290.00</u>	636.50
Deluxe Corp. - new checks			149.24
Legal Services (includes Maine Annual Report fee)			235.00
NECS-copier service contract			187.00
Office Supplies			115.91
Postmaster/USPS-PO Box rental			160.00
Postmaster/USPS-postage			130.00
Safe Deposit Box rental			92.40
State of NH-filing fee			75.00
Tax Work		<u>1,730.00</u>	3,511.05
Bank Charge			24.00
Health Insurance			30,144.66
Payroll Taxes			5,033.70
Rent			5,184.00
Salary			65,800.00
Taxes:			
2011 Form 990PF		92.00	
Estimate 5/4/12		<u>2,432.00</u>	2,524.00
Utilities			1,078.01

PAGE
9 of 9
RECIPIENT'S ACCOUNT NUMBER
310-18932

Please see Form 1099-B for information reported to the IRS.

Long-Term							
QUANTITY	DESCRIPTION	NON- COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
0.333	DUKE ENERGY CORPORATION HOLDING COMPANY NEW SYMBOL: DUK, CUSIP: 26441C204	<input checked="" type="checkbox"/>	04/04/05	07/03/12	22.87	4.91	17.96 ✓
0.308	DUKE ENERGY CORPORATION HOLDING COMPANY NEW SYMBOL: DUK, CUSIP: 26441C204	<input checked="" type="checkbox"/>	12/01/00	07/05/12	21.04	14.99	6.05 ✓
0.667	KRAFT FOODS GROUP INC COM SYMBOL: KRFT, CUSIP: 50076Q106	<input checked="" type="checkbox"/>	02/11/93	10/01/12	30.80	6.11	24.69 ✓
1,036.000	PENNICHUCK CORP NEW CUSIP: 708254206	<input checked="" type="checkbox"/>	09/14/06	01/26/12	30,044.00	18,246.98	11,797.02 ✓
Long-Term Subtotal					30,118.71		11,845.72
Total Gains and Losses					30,118.71		11,845.72
Short-Term							0.00
Long-Term							11,845.72
Term Unknown							0.00

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
SEE ATTACHED	3,127.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	3,127.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SEE ATTACHED	186,350.	0.	186,350.
TOTAL TO FM 990-PF, PART I, LN 4	186,350.	0.	186,350.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	235.	117.		118.
TO FM 990-PF, PG 1, LN 16A	235.	117.		118.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEE	1,730.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	1,730.	0.		0.

FORM 990-PF

TAXES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAXES	2,524.	0.		0.
PAYROLL TAXES	5,034.	2,517.		2,517.
TO FORM 990-PF, PG 1, LN 18	7,558.	2,517.		2,517.

FORM 990-PF

OTHER EXPENSES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	637.	319.		318.
SAFE DEPOSIT BOX	92.	46.		46.
OFFICE	418.	209.		209.
STATE OF NH FILING FEE	75.	37.		38.
PO BOX RENTAL	160.	80.		80.
TO FORM 990-PF, PG 1, LN 23	1,382.	691.		691.

FORM 990-PF

CORPORATE STOCK

STATEMENT

7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
RBC CAPITAL MARKETS CORPORATION	1,146,245.	5,156,540.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,146,245.	5,156,540.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 8

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
CANON IR330 COPIER	6,800.	6,800.	0.
TOTAL TO FM 990-PF, PART II, LN 14	6,800.	6,800.	0.