



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 <b>THE BARRON FAMILY CHARITABLE FOUNDATION C/O DELOITTE TAX LLP</b>		A Employer identification number <b>04-2981078</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>200 BERKELEY STREET</b>		B Telephone number <b>617-672-8320</b>
City or town, state, and ZIP code <b>BOSTON, MA 02116</b>		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) ▶ \$ <b>2,634,753.</b> (Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

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		150,000.		N/A	
2 Check <input 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		86,789.	86,789.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		78,236.			
b Gross sales price for all assets on line 6a		544,811.			
7 Capital gain net income (from Part IV, line 2)			78,236.		
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		694.	694.		STATEMENT 2
12 Total. Add lines 1 through 11		315,719.	165,719.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		4,800.	0.		4,800.
c Other professional fees STMT 4		14,077.	14,077.		0.
17 Interest					
18 Taxes STMT 5		1,748.	1,748.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		70.	0.		70.
24 Total operating and administrative expenses. Add lines 13 through 23		20,695.	15,825.		4,870.
25 Contributions, gifts, grants paid		79,592.			79,592.
26 Total expenses and disbursements. Add lines 24 and 25		100,287.	15,825.		84,462.
27 Subtract line 26 from line 12		215,432.			
a Excess of revenue over expenses and disbursements			149,894.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

**THE BARRON FAMILY CHARITABLE FOUNDATION**  
**C/O DELOITTE TAX LLP**

Form 990-PF (2012)

04-2981078 Page 2

**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
<b>Assets</b>	1	Cash - non-interest-bearing				511.		
	2	Savings and temporary cash investments				102,805.	66,540.	67,843.
	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	STMT 7			819,751.	948,929.	997,733.
	b	Investments - corporate stock	STMT 8			965,661.	813,701.	1,091,456.
	c	Investments - corporate bonds	STMT 9			99,727.	83,761.	85,663.
<b>Liabilities</b>	11	Investments - land, buildings, and equipment basis ▶						
		Less: accumulated depreciation ▶						
	12	Investments - mortgage loans						
	13	Investments - other	STMT 10			0.	289,296.	392,058.
	14	Land, buildings, and equipment basis ▶						
		Less: accumulated depreciation ▶						
	15	Other assets (describe ▶)						
	16	<b>Total assets</b> (to be completed by all filers)				1,988,455.	2,202,227.	2,634,753.
	17	Accounts payable and accrued expenses						
	18	Grants payable						
<b>Net Assets or Fund Balances</b>	19	Deferred revenue						
	20	Loans from officers, directors, trustees, and other disqualified persons						
	21	Mortgages and other notes payable						
	22	Other liabilities (describe ▶)						
	23	<b>Total liabilities</b> (add lines 17 through 22)				0.	0.	
		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 ▶ <input checked="" type="checkbox"/>						
		and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds				0.	0.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds				1,988,455.	2,202,227.	
	30	<b>Total net assets or fund balances</b>				1,988,455.	2,202,227.	
	31	<b>Total liabilities and net assets/fund balances</b>				1,988,455.	2,202,227.	

**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	1,988,455.
2	Enter amount from Part I, line 27a	2	215,432.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,203,887.
5	Decreases not included in line 2 (itemize) ▶ <b>COST BASIS ADJSUTMENT</b>	5	1,660.
6	<b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30</b>	6	2,202,227.

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 STATE STREET BANK & TRUST CO	P	VARIOUS	12/31/12
b STATE STREET BANK & TRUST CO	P	VARIOUS	12/31/12
c CAPITAL GAIN DIVIDENDS	P		
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 45,045.		44,470.	575.
b 498,906.		422,105.	76,801.
c 860.			860.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			575.
b			76,801.
c			860.
d			
e			

2 Capital gain net income or (net capital loss)

If gain, also enter in Part I, line 7

If (loss), enter -0- in Part I, line 7

2

78,236.

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	48,390.	2,202,777.	.021968
2010	63,813.	1,925,365.	.033143
2009	84,688.	1,613,334.	.052493
2008	412,816.	1,719,043.	.240143
2007	337,076.	1,805,793.	.186664

2 Total of line 1, column (d)

2

.534411

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

.106882

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5

4

2,430,192.

5 Multiply line 4 by line 3

5

259,744.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6

1,499.

7 Add lines 5 and 6

7

261,243.

8 Enter qualifying distributions from Part XII, line 4

8

84,462.

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.

**THE BARRON FAMILY CHARITABLE FOUNDATION**  
**C/O DELOITTE TAX LLP**

Form 990-PF (2012)

04-2981078

Page 4

**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)		1	2,998.
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			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		3	2,998.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		5	2,998.
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-			
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,966.	
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	2,966.	
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" 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	32.	
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 <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 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?		
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) <input type="checkbox"/> MA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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

N/A

Form 990-PF (2012)

THE BARRON FAMILY CHARITABLE FOUNDATION  
C/O DELOITTE TAX LLP

Form 990-PF (2012)

04-2981078

Page 5

**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 <b>N/A</b>	13	X	
14	The books are in care of <b>F.W. SHAW, EATON VANCE</b> Telephone no <b>617-672-8320</b> Located at <b>TWO INTERNATIONAL PL., 14TH FL., BOSTON, MA</b> ZIP+4 <b>02110</b>			
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 <b>15</b> <b>N/A</b>			
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 <b>N/A</b>	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)? Organizations relying on a current notice regarding disaster assistance check here <b>N/A</b>	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 2012? <b>N/A</b>	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>N/A</b>		
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) <b>N/A</b>	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 <b>N/A</b>		
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) <b>N/A</b>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <b>N/A</b>	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? <b>N/A</b>	4b	X

Form 990-PF (2012)

## THE BARRON FAMILY CHARITABLE FOUNDATION

Form 990-PF (2012)

C/O DELOITTE TAX LLP

04-2981078

Page 6

**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

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

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

N/A

**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
ADELE L. BARRON C/O DELOITTE TAX 200 BERKELEY STREET BOSTON, MA 02116	TRUSTEE 1.00	0.	0.	0.
SCOTT V. BARRON C/O DELOITTE TAX 200 BERKELEY STREET BOSTON, MA 02116	TRUSTEE 1.00	0.	0.	0.
DOUGLAS S. BARRON C/O DELOITTE TAX 200 BERKELEY STREET BOSTON, MA 02116	TRUSTEE 1.00	0.	0.	0.
FREDERICK W. SHAW C/O EATON VANCE TWO INTERNATIONAL PL., 14TH FL. BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	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

Form 990-PF (2012)

**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

<b>Part IX-A</b>	<b>Summary of Direct Charitable Activities</b>
------------------	--

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	NOT APPLICABLE	
2		0.
3		
4		

<b>Part IX-B</b>	<b>Summary of Program-Related Investments</b>
------------------	---

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

Amount

1	NOT APPLICABLE	
		0.
2		
	All other program-related investments See instructions	
3		
Total. Add lines 1 through 3		0

Form **990-PF** (2012)



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	2,385,911.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	81,289.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b>	2,467,200.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	2,467,200.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	37,008.
<b>5</b>	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	2,430,192.
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b>	121,510.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	121,510.
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	2,998.
<b>b</b>	Income tax for 2012 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	2,998.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	118,512.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	118,512.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	118,512.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	84,462.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	84,462.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	0.
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	84,462.

**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.

Form 990-PF (2012)

**THE BARRON FAMILY CHARITABLE FOUNDATION**  
**C/O DELOITTE TAX LLP**

Form 990-PF (2012)

04-2981078 Page 9

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
<b>1</b> Distributable amount for 2012 from Part XI, line 7				118,512.
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only			0.	
<b>b</b> Total for prior years		0.		
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007	248,134.			
<b>b</b> From 2008	327,932.			
<b>c</b> From 2009	4,984.			
<b>d</b> From 2010				
<b>e</b> From 2011				
<b>f</b> Total of lines 3a through e	581,050.			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ▶ \$	84,462.			
<b>a</b> Applied to 2011, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2012 distributable amount	0.			84,462.
<b>e</b> Remaining amount distributed out of corpus	34,050.			34,050.
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
<b>6</b> Enter the net total of each column as indicated below:	547,000.			
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instr			0.	
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7	214,084.			
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	332,916.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008	327,932.			
<b>b</b> Excess from 2009	4,984.			
<b>c</b> Excess from 2010				
<b>d</b> Excess from 2011				
<b>e</b> Excess from 2012				

N/A

**b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(I)(3) or ☐ 4942(I)(5)

**b 85% of line 2a**

**d** Amounts included in line 2c not used directly for active conduct of exempt activities

**Subtract line 2d from line 2c**

(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(i)(3)(B)(iii)

**(3) Largest amount of support from an exempt organization**

**(4) Gross investment income**

### 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) )

NONE

**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

NONE

**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 or e-mail of the person to whom applications should be addressed**

ADELE BARRON, TRUSTEE C/O DELOITTE TAX, LLP, 617-437-2000  
200 BERKELEY STREET, BOSTON, MA 02116

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

## LETTER

c Any submission deadlines:

NONE

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

NONE

THE BARRON FAMILY CHARITABLE FOUNDATION  
C/O DELOITTE TAX LLP

Form 990-PF (2012)

04-2981078 Page 11

**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
<b>a Paid during the year</b>				
LOWER CAPE OUTREACH 19 BREWSTER CROSS ROAD ORLEANS, MA 02653	NONE	501(C) 3	EDUCATION	1,000.
HOUSING ASSISTANCE CORP. 460 WEST MAIN STREET HYANNIS, MA 02601	NONE	501(C) 3	HOUSING	500.
MAZON-JEWISH RESPONSE TO HUNGER 10495 SANTA MONICA BLVD., SUITE 100 LOS ANGELES, CA 90025	NONE	501(C) 3	HUNGER	500.
ANTI DEFAMATION LEAGUE 4400 NORTHCORP PKWY. PALM BEACH, FL 33409	NONE	501(C) 3	EDUCATION	10,000.
AMERICAN TECHNION SOCIETY 1 GATEWAY CENTER, STE. 515 NEWTON, MA 02458	NONE	501(C) 3	EDUCATION	1,250.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>79,592.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
<b>1</b> Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments						
<b>3</b> Interest on savings and temporary cash investments						
<b>4</b> Dividends and interest from securities			14	86,789.		
<b>5</b> Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
<b>6</b> Net rental income or (loss) from personal property						
<b>7</b> Other investment income			14	694.		
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	77,376.		860.
<b>9</b> Net income or (loss) from special events						
<b>10</b> Gross profit or (loss) from sales of inventory						
<b>11</b> Other revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
<b>12</b> Subtotal. Add columns (b), (d), and (e)		0.		164,859.		860.
<b>13</b> Total. Add line 12, columns (b), (d), and (e)					13	165,719.

(See worksheet in line 13 instructions to verify calculations )

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

[illegible]

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

- |          |  | Yes   | No |
|----------|--|-------|----|
| <b>1</b> | 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?  |       |    |
| <b>a</b> | Transfers from the reporting foundation to a noncharitable exempt organization of  |       |    |
|          | (1) Cash   | 1a(1) | X  |
|          | (2) Other assets   | 1a(2) | X  |
| <b>b</b> | Other transactions   |       |    |
|          | (1) Sales of assets to a noncharitable exempt organization   | 1b(1) | X  |
|          | (2) Purchases of assets from a noncharitable exempt organization   | 1b(2) | X  |
|          | (3) Rental of facilities, equipment, or other assets   | 1b(3) | X  |
|          | (4) Reimbursement arrangements   | 1b(4) | X  |
|          | (5) Loans or loan guarantees   | 1b(5) | X  |
|          | (6) Performance of services or membership or fundraising solicitations   | 1b(6) | X  |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees   | 1c    | X  |
| <b>d</b> | 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 Frederick W Shauf

8-10-13

► TRUSTEE

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 ☐ if  
self-employed

PTIN

MICHELLE O'CONNELL

Firm's name ▶ DELOITTE TAX LLP

AUG 06 2013

P00449872

Firm's address ► 200 BERKELEY STREET  
BOSTON, MA 02116

Firm's EIN ► 86-1065772

Phone no 617-437-2000

Form **990-PF** (2012)

**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

**2012**

Name of the organization

THE BARRON FAMILY CHARITABLE FOUNDATION  
C/O DELOITTE TAX LLP

Employer identification number

04-2981078

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)**

## Name of organization

THE BARRON FAMILY CHARITABLE FOUNDATION  
C/O DELOITTE TAX LLP

## Employer identification number

04-2981078

**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ADELE L. BARRON C/O DELOITTE TAX, 200 BERKELEY STREET BOSTON, MA 02116	\$ 150,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)



Name of organization

THE BARRON FAMILY CHARITABLE FOUNDATION  
C/O DELOITTE TAX LLP

Employer identification number

04-2981078

**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

THE BARRON FAMILY CHARITABLE FOUNDATION  
C/O DELOITTE TAX LLP

Employer identification number

04-2981078

**Part III** Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

THE BARRON FAMILY CHARITABLE FOUNDATION  
C/O DELOITTE TAX LLP

04-2981078

**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

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
TEMPLE B'NAI 1685 S. BELCHER ROAD CLEARWATER, FL 33764	NONE	501(C) 3	RELIGIOUS	1,200.
FALMOUTH JEWISH CONGREGATION 7 HATCHVILLE ROAD EAST PALMOUTH, MA 02536	NONE	501(C) 3	COMMUNITY	43,000.
PALM BEACH PBA 2100 N. FLORIDA MANGO ROAD WEST PALM BEACH, FL 33409	NONE	501(C) 3	COMMUNITY	45.
JEWISH FEDERATION CAPE COD PO BOX 2568 HYANNIS, MA 02601	NONE	501(C) 3	COMMUNITY	500.
JEWISH FEDERATION OF SOUTH PALM BEACH 9901 DONNA KLEIN BOULEVARD BOCA RATON, FL 33428	NONE	501(C) 3	COMMUNITY	10,000.
LIGHTHOUSE CHARTER SCHOOL 225 ROUTE 6A ORLEANS, MA 02653	NONE	501(C) 3	EDUCATION	1,000.
OHIO WESLEYAN ANNUAL FUND 61 S. SANDUSKY STREET DELAWARE, OH 43015	NONE	501(C) 3	EDUCATION	500.
JEWISH WOMEN'S ENDOWMENT FUND 12701 N. SCOTTSDALE ROAD SUITE 202 SCOTTSDALE, AZ 85254	NONE	501(C) 3	COMMUNITY	72.
JEWISH FEDERATION OF NORTH SHORE 39 NORMAN ST. SALEM, MA 01970	NONE	501(C) 3	COMMUNITY	10,000.
PALM BEACH COUNTY COPS FOR KIDS FOUNDATION 5311 LAKE WORTH ROAD LAKE WORTH, FL 33463	NONE	501(C) 3	EDUCATION	25.
Total from continuation sheets				66,342.

---



---

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
-------------	--	-----------	---

---

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
STATE STREET BANK & TRUST CO.	86,789.	0.	86,789.
TOTAL TO FM 990-PF, PART I, LN 4	86,789.	0.	86,789.

---



---

FORM 990-PF	OTHER INCOME	STATEMENT	2
-------------	--------------	-----------	---

---

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	694.	694.	
TOTAL TO FORM 990-PF, PART I, LINE 11	694.	694.	

---



---

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
-------------	-----------------	-----------	---

---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DELOITTE TAX LLP- TAX PREPARATION FEE	4,800.	0.		4,800.
TO FORM 990-PF, PG 1, LN 16B	4,800.	0.		4,800.

---



---

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
-------------	-------------------------	-----------	---

---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE STREET BANK & TRUST	14,077.	14,077.		0.
TO FORM 990-PF, PG 1, LN 16C	14,077.	14,077.		0.

FORM 990-PF	TAXES	STATEMENT	5
-------------	-------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	1,748.	1,748.		0.
TO FORM 990-PF, PG 1, LN 18	1,748.	1,748.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
-------------	----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MA FORM PC FILING FEE	70.	0.		70.
TO FORM 990-PF, PG 1, LN 23	70.	0.		70.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
-------------	--	-----------	---

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
STATE STREET BANK & TRUST COMPANY - SEE ATTACHED	X		948,929.	997,733.
TOTAL U.S. GOVERNMENT OBLIGATIONS			948,929.	997,733.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			948,929.	997,733.



STATE STREET.

THE BARRON FAMILY CHARITABLE  
FOUNDATION  
Account Number: XX14550

# Holdings by Asset Identifier

December 31, 2012  
Page 3 of 16

Shares/Units Original Face	Description	Asset Identifier	Tax Cost	Current Price	Market Value	Unrealized Gain/Loss	Annual Income/ Accrued Income	Estimated
Cash	CASH BALANCE		0.00		0.00			
Total Cash			0.00		0.00	0.00	0.00	0.00
Cash Equivalents								
CUSTODY HOLDINGS								
16,539,970	SSGA INST GOV MONEY MARKET INV CL	CM1GVVXX3	16,539.97	1.000	16,539.97	0.00	0.00	0.00
50,000,000	CIT BK	CD 2% 11/25/15	50,000.00	102.607	51,303.50	1,303.50	1,000.00	1,000.00
Total Cash and Equivalents			66,539.97		67,843.47	1,303.50	1,000.00	1,000.00
Government and Agency Issues								
CUSTODY HOLDINGS								
50,000,000	FNMA (FED NAT MTG) Moody: AAA S&P: AA+	4.125% 4/15/14 31359MUT8	50,074.90	105.012	52,506.00	2,431.10	2,050.00	435.42
50,000,000	FNMA (FED NAT MTG) Moody: AAA S&P: AA+	4.875% 12/15/16 31359M2D4	51,361.60	116.513	58,256.50	6,894.90	2,450.00	108.33
40,000,000	US TREASURY BONDS Moody: AAA S&P: N/A	7.25% 5/15/16 912810DW5	50,271.88	122.766	49,106.40	(1,165.48)	2,880.00	376.52
35,000,000	US TSY NTS Moody: AAA S&P: N/A	4.25% 11/15/13 912828BR0	34,356.06	103.523	36,233.05	1,876.99	1,470.00	193.13
75,000,000	US TREASURY NOTES Moody: AAA S&P: N/A	4.125% 5/15/15 912828DV9	73,385.74	108.992	81,744.00	8,358.26	3,075.00	401.67
75,000,000	US TREASURY NOTES Moody: AAA S&P: N/A	4.625% 11/15/16 912828FY1	87,512.70	115.719	86,789.25	(723.45)	3,450.00	450.36

XXXX 1285 CDR0M 2/8 -----7- 137



Settlement Date Reporting  
01/03/13



STATE STREET.

THE BARRON FAMILY CHARITABLE  
FOUNDATION  
Account Number: XX14550

# Holdings by Asset Identifier

December 31, 2012  
Page 4 of 16

Shares/Units Original Face	Description	Asset Identifier	Tax Cost	Current Price	Market Value	Unrealized Gain/Loss	Annual Income/ Accrued Income	Estimated
<b>Government and Agency Issues (Continued)</b>								
<b>CUSTODY HOLDINGS (Continued)</b>								
30,000,000	US TREASURY NOTES Moody: AAA S&P: N/A	4.25% 11/15/17 912828HH6	34,299.61	117.094	35,128.20	828.59	1,260.00 165.54	
80,000,000	US TREASURY NOTES Moody: AAA S&P: N/A	3.75% 11/15/18 912828JR2	85,365.63	116.445	93,156.00	7,790.37	2,960.00 389.50	
50,000,000	US TREASURY NOTES Moody: AAA S&P: N/A	3.5% 5/15/20 912828ND8	50,423.83	116.102	58,051.00	7,627.17	1,750.00 227.21	
<b>Total Government and Agency Issues</b>			<b>517,051.95</b>		<b>550,970.40</b>	<b>33,918.45</b>	<b>21,345.00 2,747.68</b>	
<b>Corporate Bonds</b>								
<b>CUSTODY HOLDINGS</b>								
5,000,000	AMERICAN EXP CR CO Moody: A2 S&P: A-	5.125% 8/25/14 0258MOCZ0	5,343.25	107.134	5,356.70	13.45	255.00 89.66	
5,000,000	AMPHENOL CORP Moody: BAA2 S&P: BBB	4.75% 11/15/14 032095AA9	5,283.45	106.551	5,327.55	44.10	235.00 30.35	
5,000,000	BANK OF AMERICA CORP Moody: BAA2 S&P: A-	4.5% 4/01/15 06051GEB1	4,943.25	106.593	5,329.65	386.40	225.00 56.25	
5,000,000	CATERPILLAR FIN MTN Moody: A2 S&P: A	6.125% 2/17/14 14912L4F5	5,656.60	106.615	5,330.75	(325.85)	305.00 113.99	
5,000,000	CITIGROUP INC Moody: BAA3 S&P: BBB+	4.875% 5/07/15 172967BW0	4,882.25	106.311	5,315.55	433.30	245.00 36.53	
5,000,000	DOMINION RESOURCES Moody: BAA2 S&P: A-	5.15% 7/15/15 25746UAW9	5,430.75	110.406	5,520.30	89.55	255.00 118.74	

Settlement Date Reporting  
01/03/13



STATE STREET

THE BARRON FAMILY CHARITABLE  
FOUNDATION  
Account Number: XX14550

# Holdings by Asset Identifier

December 31, 2012  
Page 5 of 16

Shares/Units Original Face	Description	Asset Identifier	Tax Cost	Current Price	Market Value	Unrealized Gain/Loss	Annual Income/ Accrued Income	Estimated
<b>Corporate Bonds (Continued)</b>								
<b>CUSTODY HOLDINGS (Continued)</b>								
5,000,000	ENERGY TRANSFER Moody: BAA3 S&P: BBB-	29273RAB5	5,324.25	109.585	5,479.25	155.00	295.00 123.96	
5,000,000	GEN ELEC CAP CORP Moody: A1 S&P: AA+	36962G4F8	5,171.75	108.991	5,449.55	277.80	220.00 60.76	
5,000,000	GOLDMAN SACHS GROUP Moody: A3 S&P: A-	38141GEA8	5,078.50	107.428	5,371.40	292.90	255.00 118.16	
5,000,000	HOME DEPOT INC Moody: A3 S&P: A-	437076AR3	5,586.20	104.626	5,231.30	(354.90)	260.00 10.94	
5,000,000	IBM CORP Moody: AA3 S&P: AA-	459200GZ8	4,989.40	100.800	5,040.00	50.60	45.00 7.41	
5,000,000	KEY BANK NA Moody: BAA1 S&P: BBB+	49327XAB6	5,130.80	111.787	5,589.35	458.55	270.00 80.24	
5,000,000	KRAFT FOODS INC Moody: BAA2 S&P: BBB-	50075NAX2	5,693.85	106.723	5,336.15	(357.70)	335.00 123.75	
5,000,000	LINCOLN NATIONAL CORP Moody: BAA2 S&P: A-	534187AZ2	4,993.35	107.574	5,378.70	385.35	215.00 9.56	
5,000,000	SOUTHWEST AIRLINES Moody: BAA3 S&P: BBB-	844741AW8	5,306.50	106.429	5,321.45	14.95	260.00 65.63	
5,000,000	VORNADO REALTY TRUST Moody: BAA2 S&P: BBB	929043AF4	4,946.50	105.701	5,285.05	338.55	210.00 53.13	
<b>Total Corporate Bonds</b>			<b>83,760.65</b>		<b>85,662.70</b>	<b>1,902.05</b>	<b>3,886.00 1,099.06</b>	

XXXX 1286 CDROM 3/8 -----7- 137



Settlement Date Reporting  
01/03/13





STATE STREET.

THE BARRON FAMILY CHARITABLE  
FOUNDATION  
Account Number: XX14550

# Holdings by Asset Identifier

December 31, 2012  
Page 6 of 16

Shares/Units Original Face	Description	Asset Identifier	Tax Cost	Current Price	Market Value	Unrealized Gain/Loss	Annual Income/ Accrued Income	Estimated
<b>Other Fixed Income</b>								
<b>CUSTODY HOLDINGS</b>								
36,262.983	EATON VANCE INC FD BOSTON-IN	277907200	207,376.25	6.010	217,940.53	10,564.28	14,867.82 0.00	
25,090.209	EATON VANCE FLOATING RATE-CL I	277911491	224,500.52	9.120	228,822.71	4,322.19	10,186.62 0.00	
			431,876.77		446,763.24	14,886.47	25,054.44 0.00	
<b>Total Other Fixed Income</b>								
<b>Equities</b>								
<b>CUSTODY HOLDINGS</b>								
700.000	AFLAC INC	001055102	33,694.00	53.120	37,184.00	3,490.00	980.00 0.00	
375.000	ABBOTT LABORATORIES	002824100	19,074.87	65.500	24,562.50	5,487.63	210.00 0.00	
275.000	ALLERGAN INC	018490102	25,570.88	91.730	25,225.75	(345.13)	55.00 0.00	
675.000	ANALOG DEVICES INC	032654105	18,526.26	42.060	28,390.50	9,864.24	810.00 0.00	
50.000	APPLE INC	037833100	29,237.25	532.173	26,608.65	(2,628.60)	530.00 0.00	
400.000	APTARGROUP INC	038336103	21,515.28	47.720	19,088.00	(2,427.28)	352.00 0.00	
300.000	AVALONBAY COMMUNITIES INC	053484101	15,262.50	135.590	40,677.00	25,414.50	1,164.00 291.00	
400.000	BOEING CO	097023105	26,347.68	75.360	30,144.00	3,796.32	776.00 0.00	
250.000	CHEVRON CORP	166764100	17,153.75	108.140	27,035.00	9,881.25	900.00 0.00	
325.000	COSTCO WHOLESALE CORP	22160K105	19,280.60	98.730	32,087.25	12,806.65	357.50 0.00	
1,800.000	CYPRESS SEMICONDUCTOR CORP	232806109	29,742.48	10.840	19,512.00	(10,230.48)	792.00 936.00	
550.000	DANAHER CORP	235851102	25,927.77	55.900	30,745.00	4,817.23	55.00 0.00	

Settlement Date Reporting  
01/03/13



STATE STREET

THE BARRON FAMILY CHARITABLE  
FOUNDATION  
Account Number: XX14550

# Holdings by Asset Identifier

December 31, 2012  
Page 7 of 16

Shares/Units Original Face	Description	Asset Identifier	Tax Cost	Current Price	Market Value	Unrealized Gain/Loss	Annual Income/ Accrued Income	Estimated
<b>Equities (Continued)</b>								
<b>CUSTODY HOLDINGS (Continued)</b>								
325 000	DEERE & CO	244199105	27,044 88	86 420	28,086 50	1,041 62	598 00 149 50	
550 000	DISNEY (THE WALT) COMPANY DEL	254687106	27,632 28	49 790	27,384 50	(247 78)	412 50 0 00	
400 000	ECOLAB INC	278865100	10,232 00	71 900	28,760 00	18,528 00	368 00 0 00	
600 000	EQUITY RESIDENTIAL PROPERTIES TR-SBI	29476L107	17,210 88	56 670	34,002 00	16,791 12	1,842 00 460 50	
300 000	EXXON MOBIL CORP	30231G102	10,674 00	86 550	25,965 00	15,291 00	684 00 0 00	
875 000	FIRST REPUBLIC BANK/SAN FRAN	33616C100	28,949 82	32 780	28,682 50	(267 32)	350 00 0 00	
225 000	FRANKLIN RESOURCES	354613101	20,856 75	125 700	28,282 50	7,425 75	261 00 0 00	
1,050 000	INTEL CORP	458140100	26,499 00	20 620	21,651 00	(4,848 00)	945 00 0 00	
200 000	IBM CORP	459200101	17,869 00	191 550	38,310 00	20,441 00	680 00 0 00	
400 000	JOHNSON & JOHNSON	478160104	21,934 99	70 100	28,040 00	6,105 01	976 00 0 00	
431 000	KINDER MORGAN MANAGEMENT LLC	49455U100	16,901 87	75 460	32,523 26	15,621 39	0 00 0 00	
400 000	MCDONALDS CORP	580135101	21,458 97	88 210	35,284 00	13,825 03	1,232 00 0 00	
650 000	MCGRW-HILL COMPANIES INC.	580645109	20,559 83	54 670	35,535 50	14,975 67	663 00 0 00	
825 000	MICROSOFT CORP	594918104	21,058 38	26 710	22,035 50	977 12	759 00 0 00	
1,000 000	MONDELEZ INTERNATIONAL-W/I	609207105	27,865 90	25 453	25,453 20	(2,412 70)	520 00 130 00	
500 000	NEXTERA ENERGY INC	65339F101	15,920 00	69 190	34,595 00	18,675 00	1,200 00 0 00	

XXXX 1287 CDROM 4/8 ----7- 137



Settlement Date Reporting  
01/03/13



STATE STREET

THE BARRON FAMILY CHARITABLE  
FOUNDATION  
Account Number: XX14550

# Holdings by Asset Identifier

December 31, 2012  
Page 8 of 16

Shares/Units Original Face	Description	Asset Identifier	Tax Cost	Current Price	Market Value	Unrealized Gain/Loss	Annual Income/ Accrued Income	Estimated
<b>Equities (Continued)</b>								
<b>CUSTODY HOLDINGS (Continued)</b>								
975 000	ORACLE CORP	68389X105	29,496 53	33 320	32,487 00	2,990 47	234 00 0 00	
325 000	PPG INDUSTRIES	693506107	25,509 65	135 350	43,988 75	18,479 10	767 00 0 00	
539 000	QUALCOMM INC	747525103	32,729 24	61 860	33,342 32	613 08	539 00 0 00	
400 000	HENRY SCHEIN INC	808407102	22,905 60	80 420	32,168 00	9,262 40	0 00 0 00	
625 000	SOUTHERN CO	842587107	21,536 19	42 810	26,756 25	5,220 06	1,225 00 0 00	
675 000	TJX COMPANIES INC	872540109	28,341 64	42 450	28,653 75	312 11	310 50 0 00	
425 000	TIME WARNER CABLE INC	88732J207	20,119 50	97 190	41,305 75	21,186 25	952 00 0 00	
450 000	UNITED TECHNOLOGIES CORP	913017109	19,060 87	82 010	36,904 50	17,843 63	963 00 0 00	
<b>Total Equities</b>			<b>813,701.09</b>		<b>1,091,456.43</b>	<b>277,755.34</b>	<b>23,462.50</b> <b>1,967.00</b>	
<b>Foreign Assets</b>								
<b>CUSTODY HOLDINGS</b>								
600 000	ACCENTURE PLC IRELAND	G1151C101	27,824 03	66 500	39,900 00	12,075 97	972 00 0 00	
5,000 000	AMERICA MOVIL SA Moody: A2 S&P: A-	02364WAF2	5,403 90	105 419	5,270 95	(132 95)	275 00 91 67	
400 000	ANHEUSER BUSCH INBEV SA/NV-SP ADR	03524A108	28,977 96	87 410	34,964 00	5,986 04	517 20 0 00	
400 000	HENKEL KGAA-SPONSORED ADR	42550U109	19,997 95	68 750	27,500 00	7,502 05	292 40 0 00	
875 000	NESTLE SA SPONSORED ADR	641069406	19,600 00	65 170	57,023 75	37,423 75	1,550 50 0 00	

Settlement Date Reporting  
01/03/13



STATE STREET

THE BARRON FAMILY CHARITABLE  
FOUNDATION  
Account Number: XX14550

# Holdings by Asset Identifier

December 31, 2012  
Page 9 of 16

Shares/Units Original Face	Description	Asset Identifier	Tax Cost	Current Price	Market Value	Unrealized Gain/Loss	Annual Income/ Accrued Income	Estimated
<b>Foreign Assets (Continued)</b>								
<b>CUSTODY HOLDINGS (Continued)</b>								
250,000	NOVO-NORDISK AS ADR-B	670100205	20,818.73	163.210	40,802.50	19,983.77	458.00 0.00	
575,000	ROCHE HOLDINGS LTD ADR	771195104	29,377.42	50.500	29,037.50	(339.92)	886.65 0.00	
375,000	ROYAL DUTCH SHELL PLC ADR A	780259206	20,975.63	68.950	25,856.25	4,880.62	1,096.50 0.00	
725,000	SANOFI-AVENTIS ADR	80105N105	24,325.21	47.380	34,350.50	10,025.29	1,037.48 0.00	
425,000	SCHLUMBERGER LTD	808857108	33,122.62	69.299	29,451.91	(3,670.71)	467.50 116.88	
5,000,000	THOMSON REUTERS CORP Moody: BAA1 S&P: A-	884903AZ8	5,564.60	108.104	5,405.20	(159.40)	285.00 71.25	
350,000	TORONTO DOMINION BANK	891160509	22,094.96	84.330	29,515.50	7,420.54	1,087.10 0.32	
5,000,000	TOTAL CAPITAL SA Moody: AA1 S&P: AA-	89152UAC6	4,997.25	105.420	5,271.00	273.75	150.00 2.92	
1,100,000	VODAFONE GROUP PLC ADR	92857W209	26,215.30	25.190	27,709.00	1,493.70	1,650.00 560.20	
<b>Total Foreign Assets</b>							<b>102,725.33</b>	<b>843.24</b>
<b>Total Account Holdings</b>							<b>85,472.27</b>	<b>6,768.35</b>

XXXX 1288 CDROM 58 -----7- 137



Settlement Date Reporting  
01/03/13

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STATE STREET BANK & TRUST COMPANY - SEE ATTACHED	813,701.	1,091,456.
TOTAL TO FORM 990-PF, PART II, LINE 10B	813,701.	1,091,456.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STATE STREET BANK & TRUST COMPANY - SEE ATTACHED	83,761.	85,663.
TOTAL TO FORM 990-PF, PART II, LINE 10C	83,761.	85,663.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
-------------	-------------------	-----------	----

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
STATE STREET BANK & TRUST COMPANY - SEE ATTACHED	COST	289,296.	392,058.
TOTAL TO FORM 990-PF, PART II, LINE 13		289,296.	392,058.

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

OMB No. 1545-1709

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

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

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

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

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

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

Part I only

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

Type or print  File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. <b>THE BARRON FAMILY CHARITABLE FOUNDATION C/O DELOITTE TAX LLP</b>	Employer identification number (EIN) or <b>04-2981078</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>200 BERKELEY STREET</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>BOSTON, MA 02116</b>	

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

**04**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**F.W. SHAW, EATON VANCE**

- The books are in the care of ► **TWO INTERNATIONAL PL., 14TH FL. - BOSTON, MA 02110**  
Telephone No. ► **617-672-8320** FAX No. ► **617-338-5057**

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2013**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
► ☒ calendar year **2012** or  
► ☐ tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2013)