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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation
ROBERTS FAMILY FOUNDATION
C/O ROBERT G BANNISH TRUSTEE

A Employer identification number
04-3522054

Number and street (or P O box number if mail is not delivered to street address)
RICE HEARD BIGELOW 50 CONGRESS ST
900

Room/suite

B Telephone number (see instructions)
(617) 557-7413

City or town, state, and ZIP code
BOSTON, MA 02109

C If exemption application is pending, check here ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* $ 11,981,096

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify)
(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 ☐

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	6,358,493			
	2	Check ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	97,608	97,608		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-1,113,622			
	b	Gross sales price for all assets on line 6a 4,892,791				
	7	Capital gain net income (from Part IV, line 2)		984,814		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	2,494	2,494		
	12	**Total.** Add lines 1 through 11	5,344,973	1,084,916		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	13,000	13,000		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	32,500	32,500		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	35	0		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	2,426	2,426		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	47,961	47,926		0
	25	Contributions, gifts, grants paid	821,225			821,225
	26	**Total expenses and disbursements.** Add lines 24 and 25	869,186	47,926		821,225
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	4,475,787			
	b	**Net investment income** (if negative, enter -0-)		1,036,990		
	c	**Adjusted net income** (if negative, enter -0-)				

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	134,302	99,029	99,029
	2	Savings and temporary cash investments	348,205	4,416,799	4,416,799
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶	9,250		
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	6,615,213	7,066,929	7,465,268
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	7,106,970	11,582,757	11,981,096
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	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	7,106,970	11,582,757	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	7,106,970	11,582,757	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	7,106,970	11,582,757	

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	7,106,970
2	Enter amount from Part I, line 27a	2	4,475,787
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	11,582,757
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	11,582,757

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	984,814
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of 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	843,471	7,495,394	0 112532
2010	830,555	7,979,920	0 104081
2009	1,270,489	7,860,808	0 161623
2008	380,764	9,502,964	0 040068
2007	936,312	11,488,733	0 081498

2	**Total** of line 1, column (d).	2	0 499802
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . .	3	0 099960
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	7,851,589
5	Multiply line 4 by line 3.	5	784,845
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	10,370
7	Add lines 5 and 6.	7	795,215
8	Enter qualifying distributions from Part XII, line 4.	8	821,225

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ ☑ and enter 1% of Part I, line 27b			1	10,370
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	10,370
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	10,370
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	4,801		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	45,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	49,801
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	39,431
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶	39,431	**Refunded** ▶	11	0

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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
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.*	2		No
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*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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?	6	Yes	
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*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶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*	8b	Yes	
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*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10	Yes	

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶ROBERT G BANNISH TRUSTEE Telephone no ▶(617) 557-7413

Located at ▶RICE HEARD BIGELOW 50 CONGRESS STREET BOSTON MA ZIP+4 ▶02109

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | |

16	At any time during calendar year 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?	16		No

See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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? ☐ **Yes** ☑ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☑ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☑ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ **Yes** ☑ **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)? ☐ **Yes** ☑ **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). ☐ **Yes** ☑ **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 page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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		No
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? ☐ **Yes** ☑ **No**			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	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 ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ **Yes** ☑ **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.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**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? ☐ 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?	**6b**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
ROBERT G BANNISH RICE HEARD BIGELOW INC 50 CONGRESS STREET BOSTON, MA 02109	TRUSTEE 1 00	13,000	0	0
KRISTEN ROBERTS 31 ST JAMES AVENUE SUITE 740 BOSTON, MA 02116	TRUSTEE 0 00	0	0	0
THOMAS S ROBERTS 31 ST JAMES AVENUE SUITE 740 BOSTON, MA 02116	TRUSTEE 0 00	0	0	0

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3. . . . . ▶	0

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	3,614,971
b	Average of monthly cash balances	1b	843,860
c	Fair market value of all other assets (see instructions)	1c	3,512,325
d	**Total** (add lines 1a, b, and c)	1d	7,971,156
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	7,971,156
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	119,567
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,851,589
6	**Minimum investment return.** Enter 5% of line 5	6	392,579

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	392,579
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 10,370		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	10,370
3	Distributable amount before adjustments Subtract line 2c from line 1	3	382,209
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	382,209
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	382,209

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	821,225
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	821,225
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	10,370
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	810,855

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7					382,209
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only.				0	
b Total for prior years 20___ , 20___ , 20___			0		
3 Excess distributions carryover, if any, to 2012					
a From 2007.	166,096				
b From 2008.	72,950				
c From 2009.	877,671				
d From 2010.	432,049				
e From 2011.	470,609				
f **Total** of lines 3a through e.		2,019,375			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 821,225					
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.					382,209
e Remaining amount distributed out of corpus		439,016			
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:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		2,458,391			
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 instructions				0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .		166,096			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		2,292,295			
10 Analysis of line 9					
a Excess from 2008. . . .	72,950				
b Excess from 2009. . . .	877,671				
c Excess from 2010. . . .	432,049				
d Excess from 2011. . . .	470,609				
e Excess from 2012. . . .	439,016				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling . . . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . .					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV **Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see instructions.)**

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

c Any submission deadlines

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

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 Additional Data Table				
Total . . . . ▶ **3a**				821,225
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	97,608	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			14	2,494	
8 Gain or (loss) from sales of assets other than inventory			18	-1,113,622	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		-1,013,520	0

13 Total. Add line 12, columns (b), (d), and (e). 13 -1,013,520

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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.	1a(1)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

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

******	2013-07-11	******
Signature of officer or trustee	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 if self-employed ▶ ☐	PTIN
JACQUELINE R MCCOY	JACQUELINE R MCCOY			P00140149

Firm's name ▶	PAUL MCCOY FAMILY OFFICE SERVICES LLP	Firm's EIN ▶ 04-3540129
Firm's address ▶	31 ST JAMES AVENUE SUITE 740 BOSTON, MA 02116	Phone no (617) 933-3600

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2010-07-19	2012-01-03
ISHARES MSCI EAFE INDEX FUND	P	2011-12-12	2012-01-03
TECHNOLOGY SELECT SECTOR SPDR FUND	P	2011-12-12	2012-01-03
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2011-12-29	2012-01-03
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2011-08-15	2012-01-03
UTILITIES SELECT SECTOR SPDR FUND	P	2011-12-29	2012-01-03
UTILITIES SELECT SECTOR SPDR FUND	P	2011-08-15	2012-01-03
CONSUMER DISCRETIONARY SELECT SECTOR SPD	P	2011-12-29	2012-01-03
CONSUMER DISCRETIONARY SELECT SECTOR SPD	P	2011-12-12	2012-01-03
SPDR BARCLAYS CAPITAL 1-3 MONTH T-BILL E	P	2012-01-09	2012-02-13
SPDR BARCLAYS CAPITAL 1-3 MONTH T-BILL E	P	2011-10-03	2012-02-13
SPDR BARCLAYS CAPITAL 1-3 MONTH T-BILL E	P	2012-01-03	2012-02-13
SPDR BARCLAYS CAPITAL 1-3 MONTH T-BILL E	P	2011-12-05	2012-02-13
TECHNOLOGY SELECT SECTOR SPDR FUND	P	2011-12-12	2012-02-13
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2011-08-15	2012-02-13
UTILITIES SELECT SECTOR SPDR FUND	P	2011-08-15	2012-02-13
HEALTH CARE SELECT SECTOR SPDR FUND	P	2012-01-03	2012-02-13
CONSUMER DISCRETIONARY SELECT SECTOR SPD	P	2011-12-12	2012-02-13
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2012-02-13	2012-03-01
ISHARES MSCI EAFE INDEX FUND	P	2012-02-13	2012-03-01
INDUSTRIAL SELECT SECTOR SPDR FUND	P	2012-02-13	2012-03-01
TECHNOLOGY SELECT SECTOR SPDR FUND	P	2011-12-12	2012-03-01
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2011-08-15	2012-03-01
UTILITIES SELECT SECTOR SPDR FUND	P	2011-08-15	2012-03-01
HEALTH CARE SELECT SECTOR SPDR FUND	P	2012-01-03	2012-03-01
CONSUMER DISCRETIONARY SELECT SECTOR SPD	P	2011-12-12	2012-03-01
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2010-07-19	2012-03-26
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2012-02-13	2012-03-26
ISHARES MSCI EAFE INDEX FUND	P	2011-12-12	2012-03-26
ISHARES MSCI EAFE INDEX FUND	P	2012-02-13	2012-03-26

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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INDUSTRIAL SELECT SECTOR SPDR FUND	P	2012-02-13	2012-03-26
TECHNOLOGY SELECT SECTOR SPDR FUND	P	2011-12-12	2012-03-26
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2011-08-15	2012-03-26
CONSUMER DISCRETIONARY SELECT SECTOR SPD	P	2011-12-12	2012-03-26
SPDR BARCLAYS CAPITAL 1-3 MONTH T-BILL E	P	2012-03-26	2012-04-02
FINANCIAL SELECT SECTOR SPDR FUND	P	2012-03-26	2012-04-02
TECHNOLOGY SELECT SECTOR SPDR FUND	P	2012-03-29	2012-04-02
TECHNOLOGY SELECT SECTOR SPDR FUND	P	2011-12-12	2012-04-02
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2011-10-03	2012-04-02
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2011-08-08	2012-04-02
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2011-08-15	2012-04-02
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2012-03-29	2012-04-02
UTILITIES SELECT SECTOR SPDR FUND	P	2011-08-15	2012-04-02
UTILITIES SELECT SECTOR SPDR FUND	P	2012-03-26	2012-04-02
UTILITIES SELECT SECTOR SPDR FUND	P	2012-03-29	2012-04-02
HEALTH CARE SELECT SECTOR SPDR FUND	P	2012-03-26	2012-04-02
HEALTH CARE SELECT SECTOR SPDR FUND	P	2012-01-03	2012-04-02
HEALTH CARE SELECT SECTOR SPDR FUND	P	2012-03-29	2012-04-02
CONSUMER DISCRETIONARY SELECT SECTOR SPD	P	2012-03-29	2012-04-02
CONSUMER DISCRETIONARY SELECT SECTOR SPD	P	2011-12-12	2012-04-02
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2012-04-02	2012-04-16
ISHARES MSCI EAFE INDEX FUND	P	2012-04-02	2012-04-16
FINANCIAL SELECT SECTOR SPDR FUND	P	2012-03-26	2012-04-16
INDUSTRIAL SELECT SECTOR SPDR FUND	P	2012-04-02	2012-04-16
MATERIALS SELECT SECTOR SPDR FUND	P	2012-04-02	2012-05-07
TECHNOLOGY SELECT SECTOR SPDR FUND	P	2012-04-16	2012-05-07
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2012-04-16	2012-05-07
UTILITIES SELECT SECTOR SPDR FUND	P	2012-04-16	2012-05-07
HEALTH CARE SELECT SECTOR SPDR FUND	P	2012-04-16	2012-05-07
CONSUMER DISCRETIONARY SELECT SECTOR SPD	P	2012-04-16	2012-05-07

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2012-04-02	2012-05-14
ISHARES MSCI EAFE INDEX FUND	P	2012-04-02	2012-05-14
FINANCIAL SELECT SECTOR SPDR FUND	P	2012-04-16	2012-05-14
FINANCIAL SELECT SECTOR SPDR FUND	P	2012-05-07	2012-05-14
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2012-02-20	2012-06-11
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2012-04-02	2012-06-11
ISHARES MSCI EAFE INDEX FUND	P	2012-04-02	2012-06-11
MATERIALS SELECT SECTOR SPDR FUND	P	2012-04-02	2012-06-11
TECHNOLOGY SELECT SECTOR SPDR FUND	P	2012-04-16	2012-06-11
TECHNOLOGY SELECT SECTOR SPDR FUND	P	2012-05-14	2012-06-11
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2012-04-16	2012-06-11
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2012-05-14	2012-06-11
UTILITIES SELECT SECTOR SPDR FUND	P	2012-05-14	2012-06-11
UTILITIES SELECT SECTOR SPDR FUND	P	2012-04-16	2012-06-11
HEALTH CARE SELECT SECTOR SPDR FUND	P	2012-05-14	2012-06-11
CONSUMER DISCRETIONARY SELECT SECTOR SPD	P	2012-04-16	2012-06-11
CONSUMER DISCRETIONARY SELECT SECTOR SPD	P	2012-05-14	2012-06-11
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2012-02-20	2012-07-02
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2012-02-20	2012-07-02
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2012-02-20	2012-07-02
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2012-04-20	2012-07-02
ISHARES MSCI EAFE INDEX FUND	P	2012-04-02	2012-07-02
MATERIALS SELECT SECTOR SPDR FUND	P	2012-04-02	2012-07-02
MATERIALS SELECT SECTOR SPDR FUND	P	2012-04-02	2012-07-02
MATERIALS SELECT SECTOR SPDR FUND	P	2012-04-16	2012-07-02
MATERIALS SELECT SECTOR SPDR FUND	P	2012-06-28	2012-07-02
MATERIALS SELECT SECTOR SPDR FUND	P	2012-05-14	2012-07-02
MATERIALS SELECT SECTOR SPDR FUND	P	2012-04-02	2012-07-02
ISHARES BARCLAYS SHORT TREASURY BOND FUN	P	2012-07-02	2012-07-09
FINANCIAL SELECT SECTOR SPDR FUND	P	2012-06-11	2012-07-09

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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FINANCIAL SELECT SECTOR SPDR FUND	P	2012-06-28	2012-07-09
FINANCIAL SELECT SECTOR SPDR FUND	P	2012-05-14	2012-07-09
FINANCIAL SELECT SECTOR SPDR FUND	P	2012-07-02	2012-07-09
TECHNOLOGY SELECT SECTOR SPDR FUND	P	2011-12-12	2012-07-09
TECHNOLOGY SELECT SECTOR SPDR FUND	P	2012-06-28	2012-07-09
TECHNOLOGY SELECT SECTOR SPDR FUND	P	2012-04-16	2012-07-09
TECHNOLOGY SELECT SECTOR SPDR FUND	P	2012-04-23	2012-07-09
TECHNOLOGY SELECT SECTOR SPDR FUND	P	2012-04-23	2012-07-09
TECHNOLOGY SELECT SECTOR SPDR FUND	P	2012-07-02	2012-07-09
TECHNOLOGY SELECT SECTOR SPDR FUND	P	2012-04-16	2012-07-09
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2010-12-13	2012-07-09
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2011-02-07	2012-07-09
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2012-04-16	2012-07-09
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2012-07-02	2012-07-09
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2010-07-19	2012-07-09
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2011-08-08	2012-07-09
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2010-11-22	2012-07-09
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2012-06-28	2012-07-09
UTILITIES SELECT SECTOR SPDR FUND	P	2011-02-07	2012-07-09
UTILITIES SELECT SECTOR SPDR FUND	P	2010-12-13	2012-07-09
UTILITIES SELECT SECTOR SPDR FUND	P	2012-07-02	2012-07-09
UTILITIES SELECT SECTOR SPDR FUND	P	2012-04-16	2012-07-09
UTILITIES SELECT SECTOR SPDR FUND	P	2011-08-08	2012-07-09
UTILITIES SELECT SECTOR SPDR FUND	P	2010-11-22	2012-07-09
UTILITIES SELECT SECTOR SPDR FUND	P	2011-03-31	2012-07-09
UTILITIES SELECT SECTOR SPDR FUND	P	2012-06-28	2012-07-09
UTILITIES SELECT SECTOR SPDR FUND	P	2010-06-28	2012-07-09
UTILITIES SELECT SECTOR SPDR FUND	P	2011-08-15	2012-07-09
HEALTH CARE SELECT SECTOR SPDR FUND	P	2012-01-03	2012-07-09
HEALTH CARE SELECT SECTOR SPDR FUND	P	2012-06-04	2012-07-09

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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HEALTH CARE SELECT SECTOR SPDR FUND	P	2012-05-14	2012-07-09
HEALTH CARE SELECT SECTOR SPDR FUND	P	2012-04-16	2012-07-09
HEALTH CARE SELECT SECTOR SPDR FUND	P	2012-05-31	2012-07-09
CONSUMER DISCRETIONARY SELECT SECTOR SPD	P	2012-05-31	2012-07-09
CONSUMER DISCRETIONARY SELECT SECTOR SPD	P	2012-07-02	2012-07-09
CONSUMER DISCRETIONARY SELECT SECTOR SPD	P	2012-06-04	2012-07-09
CONSUMER DISCRETIONARY SELECT SECTOR SPD	P	2011-12-12	2012-07-09
CONSUMER DISCRETIONARY SELECT SECTOR SPD	P	2012-04-16	2012-07-09
CONSUMER DISCRETIONARY SELECT SECTOR SPD	P	2012-05-14	2012-07-09
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2012-03-19	2012-07-18
ISHARES MSCI EAFE INDEX FUND	P	2012-04-02	2012-07-18
ISHARES DOW JONES US ENERGY SECTOR INDEX	P	2012-07-09	2012-07-18
ISHARES DOW JONES US INDUSTRIAL SECTOR I	P	2012-07-09	2012-07-18
MATERIALS SELECT SECTOR SPDR FUND	P	2012-04-09	2012-07-18
FINANCIAL SELECT SECTOR SPDR FUND	P	2012-05-14	2012-07-18
TECHNOLOGY SELECT SECTOR SPDR FUND	P	2011-12-12	2012-07-18
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2010-07-19	2012-07-18
UTILITIES SELECT SECTOR SPDR FUND	P	2010-06-28	2012-07-18
HEALTH CARE SELECT SECTOR SPDR FUND	P	2012-01-03	2012-07-18
CONSUMER DISCRETIONARY SELECT SECTOR SPD	P	2011-12-12	2012-07-18
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2012-07-09	2012-10-31
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2012-02-20	2012-10-31
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2012-05-07	2012-10-31
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2012-03-19	2012-10-31
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2012-04-27	2012-10-31
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2012-02-27	2012-10-31
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2012-02-27	2012-10-31
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2012-04-30	2012-10-31
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2012-02-27	2012-10-31
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2010-07-19	2012-10-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2012-03-19	2012-10-31
ISHARES MSCI EAFE INDEX FUND	P	2012-04-02	2012-10-31
ISHARES MSCI EAFE INDEX FUND	P	2011-12-30	2012-10-31
ISHARES MSCI EAFE INDEX FUND	P	2012-04-02	2012-10-31
ISHARES MSCI EAFE INDEX FUND	P	2012-07-09	2012-10-31
ISHARES MSCI EAFE INDEX FUND	P	2012-04-02	2012-10-31
ISHARES MSCI EAFE INDEX FUND	P	2012-04-23	2012-10-31
ISHARES MSCI EAFE INDEX FUND	P	2012-04-02	2012-10-31
ISHARES MSCI EAFE INDEX FUND	P	2012-04-02	2012-10-31
ISHARES MSCI EAFE INDEX FUND	P	2011-12-12	2012-10-31
ISHARES MSCI EAFE INDEX FUND	P	2012-04-30	2012-10-31
ISHARES DOW JONES US ENERGY SECTOR INDEX	P	2012-07-09	2012-10-31
ISHARES DOW JONES US ENERGY SECTOR INDEX	P	2012-10-02	2012-10-31
MATERIALS SELECT SECTOR SPDR FUND	P	2012-04-09	2012-10-31
MATERIALS SELECT SECTOR SPDR FUND	P	2012-04-09	2012-10-31
MATERIALS SELECT SECTOR SPDR FUND	P	2012-04-09	2012-10-31
MATERIALS SELECT SECTOR SPDR FUND	P	2012-04-23	2012-10-31
MATERIALS SELECT SECTOR SPDR FUND	P	2012-10-04	2012-10-31
TECHNOLOGY SELECT SECTOR SPDR FUND	P	2012-10-04	2012-10-31
TECHNOLOGY SELECT SECTOR SPDR FUND	P	2011-12-29	2012-10-31
TECHNOLOGY SELECT SECTOR SPDR FUND	P	2011-12-12	2012-10-31
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2012-02-27	2012-11-19
ISHARES MSCI EAFE INDEX FUND	P	2012-07-09	2012-11-19
ISHARES DOW JONES US INDUSTRIAL SECTOR I	P	2012-10-31	2012-11-19
ISHARES DOW JONES US INDUSTRIAL SECTOR I	P	2012-10-02	2012-11-19
ISHARES DOW JONES US INDUSTRIAL SECTOR I	P	2012-07-09	2012-11-19
UTILITIES SELECT SECTOR SPDR FUND	P	2012-10-31	2012-11-19
UTILITIES SELECT SECTOR SPDR FUND	P	2012-10-04	2012-11-19
UTILITIES SELECT SECTOR SPDR FUND	P	2010-06-28	2012-11-19
UTILITIES SELECT SECTOR SPDR FUND	P	2010-07-06	2012-11-19

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ISHARES MSCI EAFE INDEX FUND	P	2012-04-09	2012-12-03
ISHARES MSCI EAFE INDEX FUND	P	2012-07-09	2012-12-03
ISHARES MSCI EAFE INDEX FUND	P	2012-04-23	2012-12-03
ISHARES BARCLAYS SHORT TREASURY BOND FUN	P	2012-10-31	2012-12-03
MATERIALS SELECT SECTOR SPDR FUND	P	2012-10-23	2012-12-03
MATERIALS SELECT SECTOR SPDR FUND	P	2012-04-28	2012-12-03
MATERIALS SELECT SECTOR SPDR FUND	P	2012-04-28	2012-12-03
MATERIALS SELECT SECTOR SPDR FUND	P	2012-05-12	2012-12-03
MATERIALS SELECT SECTOR SPDR FUND	P	2012-11-19	2012-12-03
MATERIALS SELECT SECTOR SPDR FUND	P	2012-04-28	2012-12-03
FINANCIAL SELECT SECTOR SPDR FUND	P	2012-10-04	2012-12-10
FINANCIAL SELECT SECTOR SPDR FUND	P	2012-05-14	2012-12-10
FINANCIAL SELECT SECTOR SPDR FUND	P	2012-10-31	2012-12-10
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2012-10-04	2012-12-10
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2012-12-03	2012-12-10
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2012-10-31	2012-12-10
HEALTH CARE SELECT SECTOR SPDR FUND	P	2012-10-04	2012-12-10
HEALTH CARE SELECT SECTOR SPDR FUND	P	2012-12-03	2012-12-10
HEALTH CARE SELECT SECTOR SPDR FUND	P	2012-10-31	2012-12-10
CONSUMER DISCRETIONARY SELECT SECTOR SPD	P	2012-12-03	2012-12-10
CONSUMER DISCRETIONARY SELECT SECTOR SPD	P	2012-11-19	2012-12-10
CONSUMER DISCRETIONARY SELECT SECTOR SPD	P	2012-10-04	2012-12-10
ISHARES DOW JONES US INDUSTRIAL SECTOR I	P	2012-10-23	2012-12-17
ISHARES DOW JONES US INDUSTRIAL SECTOR I	P	2012-11-21	2012-12-17
VANGUARD EUROPEAN INDEX FUND	P	2012-12-10	2012-12-17
FINANCIAL SELECT SECTOR SPDR FUND	P	2012-12-03	2012-12-17
FINANCIAL SELECT SECTOR SPDR FUND	P	2012-05-14	2012-12-17
FINANCIAL SELECT SECTOR SPDR FUND	P	2012-10-31	2012-12-17
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2012-10-31	2012-12-17
HEALTH CARE SELECT SECTOR SPDR FUND	P	2012-10-31	2012-12-17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CONSUMER DISCRETIONARY SELECT SECTOR SPD	P	2012-10-04	2012-12-17
CONSUMER DISCRETIONARY SELECT SECTOR SPD	P	2012-10-31	2012-12-17
CONSUMER DISCRETIONARY SELECT SECTOR SPD	P	2012-11-19	2012-12-17
ISHARES MSCI CANADA INDEX FUND	P	2012-12-17	2012-12-24
ISHARES DOW JONES US UTILITIES SECTOR IN	P	2012-12-17	2012-12-24
ISHARES DOW JONES US INDUSTRIAL SECTOR I	P	2012-10-23	2012-12-24
ISHARES DOW JONES US INDUSTRIAL SECTOR I	P	2012-11-21	2012-12-24
ISHARES DOW JONES US INDUSTRIAL SECTOR I	P	2012-11-21	2012-12-24
ISHARES BARCLAYS SHORT TREASURY BOND FUN	P	2012-11-14	2012-12-24
FINANCIAL SELECT SECTOR SPDR FUND	P	2012-10-04	2012-12-24
FINANCIAL SELECT SECTOR SPDR FUND	P	2012-12-03	2012-12-24
FINANCIAL SELECT SECTOR SPDR FUND	P	2012-11-19	2012-12-24
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2012-10-31	2012-12-24
HEALTH CARE SELECT SECTOR SPDR FUND	P	2012-11-19	2012-12-24
HEALTH CARE SELECT SECTOR SPDR FUND	P	2012-10-04	2012-12-24
HEALTH CARE SELECT SECTOR SPDR FUND	P	2012-10-31	2012-12-24
CONSUMER DISCRETIONARY SELECT SECTOR SPD	P	2012-10-31	2012-12-24
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2012-03-12	2012-12-31
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2012-12-28	2012-12-31
ISHARES MSCI EMERGING MARKETS INDEX FUND	P	2012-12-17	2012-12-31
ISHARES MSCI PACIFIC EX-JAPAN INDEX FUND	P	2012-12-17	2012-12-31
ISHARES MSCI PACIFIC EX-JAPAN INDEX FUND	P	2012-12-10	2012-12-31
ISHARES MSCI PACIFIC EX-JAPAN INDEX FUND	P	2012-12-03	2012-12-31
ISHARES MSCI CANADA INDEX FUND	P	2012-12-17	2012-12-31
ISHARES MSCI CANADA INDEX FUND	P	2012-12-03	2012-12-31
ISHARES DOW JONES US UTILITIES SECTOR IN	P	2012-12-17	2012-12-31
ISHARES DOW JONES US INDUSTRIAL SECTOR I	P	2012-11-21	2012-12-31
ISHARES BARCLAYS SHORT TREASURY BOND FUN	P	2012-11-07	2012-12-31
ISHARES BARCLAYS SHORT TREASURY BOND FUN	P	2012-10-31	2012-12-31
ISHARES BARCLAYS SHORT TREASURY BOND FUN	P	2012-10-31	2012-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ISHARES BARCLAYS SHORT TREASURY BOND FUN	P	2012-11-14	2012-12-31
ISHARES BARCLAYS SHORT TREASURY BOND FUN	P	2012-11-07	2012-12-31
VANGUARD EUROPEAN INDEX FUND	P	2012-12-28	2012-12-31
VANGUARD EUROPEAN INDEX FUND	P	2012-12-24	2012-12-31
MATERIALS SELECT SECTOR SPDR FUND	P	2012-05-19	2012-12-31
MATERIALS SELECT SECTOR SPDR FUND	P	2012-05-19	2012-12-31
MATERIALS SELECT SECTOR SPDR FUND	P	2012-05-19	2012-12-31
FINANCIAL SELECT SECTOR SPDR FUND	P	2012-11-19	2012-12-31
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2012-10-04	2012-12-31
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2012-11-19	2012-12-31
CONSUMER STAPLES SELECT SECTOR SPDR FUND	P	2012-10-31	2012-12-31
HEALTH CARE SELECT SECTOR SPDR FUND	P	2012-11-19	2012-12-31
CONSUMER DISCRETIONARY SELECT SECTOR SPD	P	2012-10-31	2012-12-31
F SQUARED WASH SALES	P	2012-12-01	2012-12-31
VANGUARD SHORT TERM ETF	P	2011-09-02	2012-01-10
ISHARES BARCLAYS ETF 1-3 YR TREASURY	P	2010-03-26	2012-01-10
ISHARES BARCLAYS ETF 1-3 YR CREDIT BOND	P	2010-03-26	2012-01-10
VANGUARD SHORT TERM ETF	P	2010-03-26	2012-01-10
UBIQUITI NETWORKS INC	D	2010-06-29	2012-09-20
VANGUARD SHORT TERM ETF- ST CAP GAIN	P	2012-01-01	2012-04-09
VANGUARD SHORT TERM ETF - LT CAP GAIN	P	2011-03-01	2012-04-09
ISHARES IBOXX INV - LT CAP GAIN	P	2011-10-01	2012-12-07
ISHARES IBOXX INV - ST CAP GAIN	P	2012-01-01	2012-12-07
ISHARES CORE TOTAL ETF - LT CAP GAIN	P	2011-10-01	2012-12-07
VANGUARD SHORT TERM BOND - ST CAP GAIN	P	2012-01-01	2012-12-31
VANGUARD SHORT TERM BOND - LT CAP GAIN	P	2011-12-01	2012-12-31
VANGUARD SHORT TERM BOND - LT CAP GAIN	P	2011-12-01	2012-12-31
VANGUARD SHORT TERM BOND - ST CAP GAIN	P	2012-01-01	2012-12-31
ISHARES MSCI HONG KONG INDE (EWH)	P	2011-11-01	2012-02-02
CURRECNY SHARES JAPANESE YE (FXY)	P	2011-10-05	2012-02-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
SPDR GOLD TRUST (GLD)	P	2010-05-12	2012-07-17
PIMCO 15+YEAR US TIPS INDE (LTPZ)	P	2010-10-04	2012-02-02
PIMCO 15+YEAR US TIPS INDE (LTPZ)	P	2010-10-04	2012-10-03
PIMCO ENHANCED SHORT MATURI (MINT)	P	2010-06-02	2012-02-02
POWERSHARES FUNDAMENTAL HIG (PHB)	P	2012-02-09	2012-10-03
ISHS LEHMAN 1-3 YER TREAS B (SHY)	P	2010-03-01	2012-10-03
SPDR S&P 500 ETF TR (SPY)	P	2012-02-02	2012-06-06
ISHARES BARCLAYS TIPS BOND (TIP)	P	2010-03-01	2012-10-03
VANGUARD DIVIDEND APPRECIAT (VIG)	P	2010-03-25	2012-10-03
FEP II	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,125		1,119	6
1,354		1,322	32
15,693		15,512	181
708		706	2
16,051		14,562	1,489
866		875	-9
15,151		13,773	1,378
452		444	8
15,402		15,085	317
4		4	0
28,055		28,073	-18
2,145		2,146	-1
77,758		77,793	-35
13,813		12,608	1,205
9,203		8,344	859
8,506		7,908	598
11,502		11,194	308
13,864		12,672	1,192
114		111	3
114		112	2
56		56	0
58		52	6
57		51	6
56		52	4
55		54	1
57		51	6
1,437		1,292	145
53,241		53,405	-164
785		706	79
57,411		55,858	1,553

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
55,923		55,307	616
2,770		2,353	417
350		306	44
1,328		1,147	181
114,385		114,412	-27
13,416		13,440	-24
193		192	1
14,457		12,239	2,218
1,485		1,284	201
146		126	20
12,846		11,132	1,714
308		303	5
12,574		11,632	942
1,694		1,679	15
520		511	9
418		412	6
14,005		13,062	943
287		284	3
181		179	2
14,745		12,734	2,011
1,460		1,508	-48
935		982	-47
41,348		43,312	-1,964
41,599		42,839	-1,240
8,904		9,362	-458
7,297		7,401	-104
7,936		7,849	87
9,565		9,327	238
8,423		8,330	93
9,148		9,028	120

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
255		282	-27
929		1,018	-89
39,672		43,152	-3,480
6,116		6,350	-234
162		209	-47
2,740		3,139	-399
2,633		3,004	-371
6,055		6,587	-532
6,477		6,736	-259
139		140	-1
377		374	3
7,307		7,277	30
7,884		7,641	243
1,503		1,407	96
7,012		7,075	-63
5,393		5,546	-153
1,135		1,154	-19
44,065		49,254	-5,189
87		109	-22
1,100		1,268	-168
1,206		1,370	-164
46,867		51,765	-4,898
6,154		6,647	-493
24,964		26,719	-1,755
6,833		7,099	-266
266		260	6
2,304		2,289	15
8,747		9,545	-798
109,294		109,316	-22
4,870		4,744	126

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
240		236	4
9,201		9,778	-577
4,279		4,326	-47
4,178		3,758	420
188		184	4
6,081		6,399	-318
961		973	-12
140		143	-3
5,797		5,837	-40
455		472	-17
1,040		870	170
594		500	94
5,031		4,869	162
6,022		5,989	33
4,468		3,398	1,070
1,503		1,268	235
10		8	2
342		332	10
548		478	70
954		813	141
6,699		6,786	-87
2,941		2,772	169
1,722		1,469	253
1,213		1,027	186
393		342	51
450		448	2
2,297		1,814	483
1,541		1,365	176
6,628		6,163	465
4,814		4,884	-70

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
624		609	15
5,668		5,498	170
265		264	1
171		172	-1
4,592		4,603	-11
973		990	-17
4,706		4,206	500
5,434		5,633	-199
1,618		1,631	-13
147		189	-42
146		162	-16
50		48	2
49		49	0
49		53	-4
49		52	-3
48		43	5
49		37	12
50		38	12
50		46	4
49		44	5
7,776		7,294	482
2,520		2,666	-146
2,246		2,263	-17
20		24	-4
1,275		1,359	-84
19,401		20,359	-958
91		108	-17
1,702		1,825	-123
1,163		1,259	-96
21,668		20,539	1,129

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
156		188	-32
996		1,026	-30
647		594	53
157		197	-40
398		365	33
570		609	-39
101		104	-3
419		468	-49
2,328		2,678	-350
53,821		49,891	3,930
433		452	-19
39,162		36,282	2,880
155		160	-5
25,722		26,750	-1,028
5,026		5,329	-303
50		55	-5
6,990		7,057	-67
202		207	-5
154		166	-12
381		336	45
36,431		32,496	3,935
1,131		1,190	-59
1,102		1,020	82
18,816		19,087	-271
170		173	-3
38,115		36,830	1,285
19,552		21,024	-1,472
352		378	-26
7,679		6,475	1,204
26,334		21,911	4,423

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
49,171		48,423	748
9,177		8,168	1,009
446		445	1
77,440		77,449	-9
204		206	-2
5,084		5,292	-208
26,018		26,560	-542
7,070		7,005	65
30,735		30,161	574
51		55	-4
165		165	0
54		54	0
17,607		17,441	166
265		267	-2
16,682		16,614	68
1,519		1,492	27
191		193	-2
17,663		17,486	177
415		409	6
16,806		16,876	-70
700		680	20
139		139	0
179		181	-2
12,049		12,153	-104
63		62	1
12,099		11,754	345
54		53	1
864		843	21
11,183		11,005	178
12,269		12,071	198

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
139		135	4
595		577	18
10,349		10,093	256
118		119	-1
8,794		8,911	-117
178		180	-2
7,749		7,818	-69
1,083		1,087	-4
317		317	0
169		161	8
6,185		5,961	224
2,551		2,425	126
7,295		7,399	-104
1,330		1,305	25
188		187	1
6,428		6,433	-5
8,910		8,652	258
1,213		1,216	-3
501		496	5
524		517	7
404		412	-8
69		70	-1
446		445	1
79		80	-1
93		94	-1
4,941		5,088	-147
5,693		5,771	-78
104		104	0
25,178		25,171	7
209		209	0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
49		49	0
2		2	0
374		372	2
585		585	0
5,197		5,395	-198
52		56	-4
1,061		1,080	-19
6,051		5,822	229
253		261	-8
4,073		4,117	-44
922		950	-28
5,003		4,976	27
5,744		5,652	92
24,936			24,936
145,190		146,063	-873
145,308		143,259	2,049
144,861		145,156	-295
145,344		143,510	1,834
1,074,880		265,910	808,970
22			22
62			62
7			7
303			303
30			30
81			81
495			495
470			470
184			184
92,073		89,287	2,786
86,942		86,310	632

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
80,105		62,816	17,289
48,611		40,808	7,803
64,492		50,403	14,089
272,776		272,973	-197
91,800		90,261	1,539
130,470		129,177	1,293
89,483		90,366	-883
153,424		130,348	23,076
42,285		33,528	8,757
53,383			53,383

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			6
			32
			181
			2
			1,489
			-9
			1,378
			8
			317
			0
			-18
			-1
			-35
			1,205
			859
			598
			308
			1,192
			3
			2
			0
			6
			6
			4
			1
			6
			145
			-164
			79
			1,553

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			616
			417
			44
			181
			-27
			-24
			1
			2,218
			201
			20
			1,714
			5
			942
			15
			9
			6
			943
			3
			2
			2,011
			-48
			-47
			-1,964
			-1,240
			-458
			-104
			87
			238
			93
			120

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-27
			-89
			-3,480
			-234
			-47
			-399
			-371
			-532
			-259
			-1
			3
			30
			243
			96
			-63
			-153
			-19
			-5,189
			-22
			-168
			-164
			-4,898
			-493
			-1,755
			-266
			6
			15
			-798
			-22
			126

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			4
			-577
			-47
			420
			4
			-318
			-12
			-3
			-40
			-17
			170
			94
			162
			33
			1,070
			235
			2
			10
			70
			141
			-87
			169
			253
			186
			51
			2
			483
			176
			465
			-70

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			15
			170
			1
			-1
			-11
			-17
			500
			-199
			-13
			-42
			-16
			2
			0
			-4
			-3
			5
			12
			12
			4
			5
			482
			-146
			-17
			-4
			-84
			-958
			-17
			-123
			-96
			1,129

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-32
			-30
			53
			-40
			33
			-39
			-3
			-49
			-350
			3,930
			-19
			2,880
			-5
			-1,028
			-303
			-5
			-67
			-5
			-12
			45
			3,935
			-59
			82
			-271
			-3
			1,285
			-1,472
			-26
			1,204
			4,423

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			748
			1,009
			1
			-9
			-2
			-208
			-542
			65
			574
			-4
			0
			0
			166
			-2
			68
			27
			-2
			177
			6
			-70
			20
			0
			-2
			-104
			1
			345
			1
			21
			178
			198

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			4
			18
			256
			-1
			-117
			-2
			-69
			-4
			0
			8
			224
			126
			-104
			25
			1
			-5
			258
			-3
			5
			7
			-8
			-1
			1
			-1
			-1
			-147
			-78
			0
			7
			0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			0
			0
			2
			0
			-198
			-4
			-19
			229
			-8
			-44
			-28
			27
			92
			24,936
			-873
			2,049
			-295
			1,834
			808,970
			22
			62
			7
			303
			30
			81
			495
			470
			184
			2,786
			632

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			17,289
			7,803
			14,089
			-197
			1,539
			1,293
			-883
			23,076
			8,757
			53,383

Form 990PF Part XV Line 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*				
WELLESLEY SERVICE LEAGUE 219 WASHINGTON STREET WELLESLEY HILLS,MA 02481	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	350
THE FESSENDEN SCHOOL 250 WALTHAM STREET WEST NEWTON,MA 02465	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	50,000
HARVARD BUSINESS SCHOOL MORGAN HALL 125 SOLDIERS FIELD BOSTON,MA 02163	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	1,000
PRINCETON UNIVERSITY 330 ALEXANDER STREET PRINCETON,NJ 08540	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	525,000
PRINCETON UNIVERSITY 330 ALEXANDER STREET PRINCETON,NJ 08540	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	2,500
THE FESSENDEN SCHOOL 250 WALTHAM STREET WEST NEWTON,MA 02465	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	150,000
THE ALLIANCE TO PROTECT NANTUCKET SOUND 4 BARNSTABLE ROAD HYANNIS,MA 02601	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	10,000
FRIENDS OF PRINCETON SOCCER 330 ALEXANDER STREET PRINCETON,NJ 08540	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	1,000
NOBLE AND GREENOUGH 10 CAMPUS DRIVE DEDHAM,MA 02026	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	25,000
BIG BROTHER BIG SISTERS OF MASSACHUSETTS 75 FEDERAL STREET BOSTON,MA 02210	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	16,000
BOSTON COLLEGE BOTOLPH HOUSE 140 COMMONWEALTH AVE CHESTNUT HILL,MA 02467	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	25,000
DREAM BIG PO BOX 66297 AUBURNDALE,MA 02466	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	500
ST JOHN THE EVANGELIST PARISH 9 GLEN ROAD WELLESLEY HILLS,MA 02481	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	1,000
AUTISM SCIENCE FOUNDATION 28 WEST 39TH STREET SUITE 502 NEW YORK,NY 10018	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	500
FC GREATER BOSTON ANNUAL FUND PO BOX 50 WABAN,MA 02468	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	1,500

Form 990PF Part XV Line 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*				
WELLESLEY UNITED SOCCER CLUB 14 NORWICH ROAD WELLESLEY, MA 02481	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	150
WELLESLEY FREE LIBRARY FOUNDATION 530 WASHINGTON STREET WELLESLEY, MA 02428	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	1,000
PAN MASS CHALLENGE - JIMMY FUND 10 BROOKLINE PLACE WEST 6TH FL BROOKLINE, MA 02445	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	250
DOWN SYNDROME RESEARCH & TREATMENT FOUNDATION 755 PAGE MILL ROAD SUITE A-200 PALO ALTO, CA 94304	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	1,200
UPHAM SCHOOL PTO 35 WYNNEWOOD ROAD WELLESLEY, MA 02481	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	75
CENTERVILLE PUBLIC LIBRARY CAPITAL CAMPAIGN 585 MAIN STREET CENTERVILLE, MA 02632	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	1,000
FRIENDS OF PRINCETON SOCCER 330 ALEXANDER STREET PRINCETON, NJ 08540	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	2,500
CROSS ROADS SCHOOL 11 HURON DRIVE NATICK, MA 01760	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	200
FOUNDATION FOR METROWEST 3 ELIOT STREET NATICK, MA 01760	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	500
NOBLE AND GREENOUGH 10 CAMPUS DRIVE DEDHAM, MA 02026	NONE	OTHER PUBLIC CHARITY	UNRESTRICTED	5,000
Total . . . . ▶ **3a**				821,225

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization
ROBERTS FAMILY FOUNDATION
C/O ROBERT G BANNISH TRUSTEE

Employer identification number
04-3522054

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)

Name of organization
ROBERTS FAMILY FOUNDATION
C/O ROBERT G BANNISH TRUSTEE

Employer identification number
04-3522054

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	THOMAS ROBERTS 31 ST JAMES AVE SUITE 740 BOSTON, MA 02116	$ 2,364,346	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II if there is a noncash contribution)
2	THOMAS ROBERTS 31 ST JAMES AVE SUITE 740 BOSTON, MA 02116	$ 1,589,785	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
3	KRISTEN ROBERTS 31 ST JAMES AVE SUITE 740 BOSTON, MA 02116	$ 2,404,362	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization
ROBERTS FAMILY FOUNDATION
C/O ROBERT G BANNISH TRUSTEE

Employer identification number
04-3522054

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
1	90,139 SHARES OF UBIQUITI NETWORKS, INC	$ 2,364,346	2012-05-09

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

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

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

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

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

Name of organization
ROBERTS FAMILY FOUNDATION
C/O ROBERT G BANNISH TRUSTEE

Employer identification number
04-3522054

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 See instructions) ▶ $
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

(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

(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

(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

TY 2012 Other Assets Schedule

Name: ROBERTS FAMILY FOUNDATION
C/O ROBERT G BANNISH TRUSTEE

EIN: 04-3522054

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
EQUITIES	1,720,488	2,097,266	2,034,524
HEDGE FUNDS	1,662,643	1,566,818	1,823,366
ETFS	3,232,082	3,402,845	3,607,378

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TY 2012 Other Expenses Schedule

Name: ROBERTS FAMILY FOUNDATION
C/O ROBERT G BANNISH TRUSTEE

EIN: 04-3522054

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CITIZENS 0417	48	48		0
TD AMERITRADE	2,378	2,378		0

TY 2012 Other Income Schedule

Name: ROBERTS FAMILY FOUNDATION
C/O ROBERT G BANNISH TRUSTEE

EIN: 04-3522054

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
RREEF - FINAL DISTRIBUTION	2,494	2,494	2,494

TY 2012 Other Professional Fees Schedule

Name: ROBERTS FAMILY FOUNDATION
C/O ROBERT G BANNISH TRUSTEE

EIN: 04-3522054

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
WELLS FARGO 8796	8,373	8,373		0
TD AMERITRADE 3635	22,760	22,760		0
FSQUARED	1,367	1,367		0

TY 2012 Substantial Contributors Schedule

Name: ROBERTS FAMILY FOUNDATION
C/O ROBERT G BANNISH TRUSTEE

EIN: 04-3522054

Name	Address
THOMAS ROBERTS	31 ST JAMES AVENUE SUITE 740 BOSTON, MA 02116
KRISTEN ROBERTS	31 ST JAMES AVENUE SUITE 740 BOSTON, MA 02116

TY 2012 Taxes Schedule

Name: ROBERTS FAMILY FOUNDATION
C/O ROBERT G BANNISH TRUSTEE

EIN: 04-3522054

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
COMMONWEALTH OF MASSACHUSETTS	35	0		0