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

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

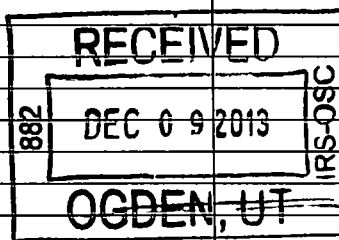
2012

Open to public inspection

For calendar year 2012 or tax year beginning MAY 1, 2012, and ending APR 30, 2013

Name of foundation RCB CHARITABLE FOUNDATION, INC.		A Employer identification number 04-3466878
Number and street (or P O box number if mail is not delivered to street address) 180 HAVEN STREET	Room/suite	B Telephone number 781-942-5006
City or town, state, and ZIP code READING, MA 01867		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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) \$ 996395.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	10.	10.		STATEMENT 1
	4 Dividends and interest from securities	26128.	26128.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	16795.			
	b Gross sales price for all assets on line 6a	103689.			
	7 Capital gain net income (from Part IV, line 2)		16795.		
	8 Net short-term capital gain				
	9 Income modifications			195.	
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	985.	985.	0.	STATEMENT 3	
12 Total. Add lines 1 through 11	43918.	43918.	195.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	13638.	0.	0.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23	13638.	0.	0.	0.
	25 Contributions, gifts, grants paid	87395.			87395.
26 Total expenses and disbursements. Add lines 24 and 25	101033.	0.	0.	87395.	
27 Subtract line 26 from line 12	-57115.				
a Excess of revenue over expenses and disbursements		43918.			
b Net investment income (if negative, enter -0-)			195.		
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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	31.	7732.	7732.
	2 Savings and temporary cash investments	36256.	13694.	13694.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 6	164798.	167076.	167076.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 7	820342.	807893.	807893.
	14 Land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	1021427.	996395.	996395.
	17 Accounts payable and accrued expenses			
	18 Grants payable	30000.	20000.	
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	30000.	20000.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> X and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	989563.	974531.	
	25 Temporarily restricted	1864.	1864.	
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances	991427.	976395.		
31 Total liabilities and net assets/fund balances	1021427.	996395.		

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	991427.
2 Enter amount from Part I, line 27a	2	-57115.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5	3	62083.
4 Add lines 1, 2, and 3	4	996395.
5 Decreases not included in line 2 (itemize) ▶ ADD TO RESTRICTION	5	20000.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	976395.

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			
b SEE ATTACHED STATEMENTS			
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			
b			
c			
d			
e 103689.		86894.	16795.

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			
b			
c			
d			
e			16795.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	16795.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div>If gain, also enter in Part I, line 8, column (c)</div> <div>If (loss), enter -0- in Part I, line 8</div>	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	82010.	1021168.	.080310
2010	83376.	373602.	.223168
2009	61861.	48779.	1.268189
2008	63364.	74409.	.851564
2007	59956.	132356.	.452990

2 Total of line 1, column (d)	2	2.876221
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	.575244
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	947715.
5 Multiply line 4 by line 3	5	545167.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	439.
7 Add lines 5 and 6	7	545606.
8 Enter qualifying distributions from Part XII, line 4	8	87395.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	878.
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	878.
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	878.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2560.	
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	2560.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1682.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	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?		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

Form 990-PF (2012)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	X	
14	The books are in care of ANTHONY J. PATTI Telephone no 781-942-5006 Located at 180 HAVEN STREET, READING, MA ZIP+4 01867			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country	16	Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	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?		1c
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? If "Yes," list the years	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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

Form 990-PF (2012)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

6b

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

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

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?

N/A

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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 NONE	
	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.)

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	933291.
b	Average of monthly cash balances	1b	28856.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	962147.
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	962147.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	14432.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	947715.
6	Minimum investment return. Enter 5% of line 5	6	47386.

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	47386.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	878.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	878.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	46508.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	46508.
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	46508.

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	87395.
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	87395.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	87395.

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)

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				46508.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007	53431.			
b From 2008	59662.			
c From 2009	59424.			
d From 2010	67910.			
e From 2011	31632.			
f Total of lines 3a through e	272059.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$	87395.			
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				46508.
e Remaining amount distributed out of corpus	40887.			
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	312946.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	53431.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	259515.			
10 Analysis of line 9				
a Excess from 2008	59662.			
b Excess from 2009	59424.			
c Excess from 2010	67910.			
d Excess from 2011	31632.			
e Excess from 2012	40887.			

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				
AMERICAN RED CROSS			SOCIAL SERVICES	317.
ANDOVER BUSINESS CENTER ASSOCIATION			SOCIAL SERVICES	500.
ANDOVER DEPARTMENT OF SERVICES			SOCIAL SERVICES	500.
ANGEL FLIGHT			COMMUNITY	5000.
BIKE MS			MEDICAL	300.
Total	SEE CONTINUATION SHEET(S)			87395.
b Approved for future payment				
WINCHESTER HOSPITAL FOUNDATION				20000.
Total				20000.

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
BOYS AND GIRLS CLUB OF WOBURN			YOUTH	250.
BURBANK YMCA			YOUTH	3500.
BURLINGTON SCHOLARSHIP FOUNDATION			EDUCATION	250.
CLASS INC			YOUTH	1000.
COUNCIL OF SOCIAL CONCERN			SOCIAL SERVICES	500.
CREATIVE ARTS			ARTS	600.
CTC FOUNDATION			COMMUNITY	1000.
DAVID K JOHNDON FOUNDATION			COMMUNITY	100.
EMARC			COMMUNITY	5000.
FLINT MEMORIAL LIBRARY			COMMUNITY	200.
Total from continuation sheets				80778.

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
FRIENDS OF NORTH READING PARKS AND RECREATION			COMMUNITY	2100.
FRIENDS OF READING PUBLIC LIBRARY			COMMUNITY	510.
FRIENDS OF READING RECREATION			COMMUNITY	2000.
FUND ONE BOATON			COMMUNITY	680.
GIRL SCOUTS			YOUTH	100.
HORSESHOE GRILLE 27TH ANNUAL JIMMY FUND GOLF TOURN			MEDICAL	200.
JIMMY FUND			MEDICAL	535.
LAZARUS HOUSE			COMMUNITY	225.
LOWELL HUMANE SOCIETY			COMMUNITY	50.
MA ASSOCIATION FOR MENTAL HEALTH			MEDICAL	1250.
Total from continuation sheets				

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
MA BANKERS ASSOCIATION CHARITABLE FOUNDATION INC			COMMUNITY	500.
MASSACHUSETTS GENERAL HOSPITAL			MEDICAL	100.
MISSION OF DEEDS			SOCIAL SERVICES	11725.
NATIONAL MS SOCIETY			MEDICAL	215.
NEW ENGLAND DIAMOND DAWGS			COMMUNITY	100.
NICKS NIGHT			COMMUNITY	150.
NORTH READING A'S BASEBALL TEAM			YOUTH	300.
NORTH READING COUNCIL OF AGING			SOCIAL SERVICES	2500.
NORTH READING FOOD PANTRY			SOCIAL SERVICES	200.
NORTH READING HIGH SCHOOL			EDUCATION	1000.
Total from continuation sheets				

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
OLD SOUTH METHODIST CHURCH			COMMUNITY	1000.
PEOPLE HELPING PEOPLE			COMMUNITY	270.
READING BOOSTERS CLUB			YOUTH	2000.
READING COMMUNITY SINGERS			ARTS	250.
READING EDUCATION FOUNDATION			EDUCATION	5920.
READING FOOD PANTRY			SOCIAL SERVICES	105.
READING LIONS CLUB			SOCIAL SERVICES	3220.
READING MEMORIAL HIGH SCHOOL			EDUCATION	2850.
READING ROTARY			COMMUNITY	2000.
READING SCHOLARSHIP FOUNDATION			EDUCATION	1500.
Total from continuation sheets				

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
READING/NORTH READING CHAMBER OF COMMERCE			COMMUNITY	5300.
SAINT AUGUSTINE'S SCHOOL			EDUCATION	1000.
SOCIAL CAPITAL			COMMUNITY	950.
SOCIAL INC			SOCIAL SERVICES	70.
SOUTHCOAST MENTORING INITIATIVE			EDUCATION	100.
SPARK			COMMUNITY	100.
STONEHAM THEATRE			ARTS	4248.
STRAYS IN NEED			SOCIAL SERVICES	205.
VNA			MEDICAL	5125.
VOICE			ARTS	100.
Total from continuation sheets				

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
WEST SUMNER BAPTIST CHURCH			COMMUNITY	1000.
WILMINGTON 4TH OF JULY CELEBRATION			COMMUNITY	1975.
WILMINGTON BAND PARENTS			YOUTH	50.
WILMINGTON CHAMBER OF COMMERCE			COMMUNITY	1000.
WILMINGTON COMMUNITY FUND			COMMUNITY	170.
WILMINGTON HIGH SCHOOL CHORAL AND THEATER SUPPORT			YOUTH	100.
WILMINGTON PUBLIC SCHOOL			EDUCATION	1000.
WILMINGTON WILD THINGS			COMMUNITY	135.
WINCHESTER HOSPITAL FOUNDATION			MEDICAL	500.
WOEBURN COUNCIL FOR SOCIAL CONCERN			SOCIAL SERVICES	375.
Total from continuation sheets				

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

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

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

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

b If "Yes," complete the following schedule

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below (see instr.)? <input type="checkbox"/> Yes <input type="checkbox"/> No	
	Signature of officer or trustee <i>[Signature]</i>		Date <i>11-12-13</i>	Title <i>Treasurer</i>		
Paid Preparer Use Only	Print/Type preparer's name <i>John S. Fitzgibbons</i>	Preparer's signature <i>[Signature]</i>	Date <i>11/25/13</i>	Check <input type="checkbox"/> if self-employed	PTIN <i>P00141324</i>	
	Firm's name ▶ <i>SHATSWELL, MACLEOD & COMPANY, P.C.</i>				Firm's EIN ▶ <i>04-3238170</i>	
	Firm's address ▶ <i>357 NORTH WESTFIELD STREET FEEDING HILLS, MA 01030</i>				Phone no <i>(413) 737-5789</i>	

Form 990-PF (2012)

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	ABBOTT LABORATORIES	P	02/08/11	05/23/12
b	TELEFONICA SA	P	02/08/11	05/24/12
c	VALLEY NATL BANCORP	P	05/05/11	05/25/12
d	TELEFONICA SA	P	09/23/11	05/24/12
e	TELEFONICA SA	P	09/29/11	05/24/12
f	ENERPLUS CORP	P	02/08/11	06/08/12
g	ENERPLUS CORP	P	02/08/11	06/13/12
h	ENERPLUS CORP	P	02/08/11	06/15/12
i	MERCK & CO INC	P	02/08/11	07/19/12
j	NORTHEAST UTILITIES	P	02/08/11	07/27/12
k	ADOBE SYSTEMS	P	06/20/11	08/08/12
l	AMERICAN TOWER REIT COM	P	02/08/11	08/08/12
m	AMERICAN TOWER REIT COM	P	02/08/11	08/23/12
n	AMERICAN TOWER REIT COM	P	03/25/11	08/23/12
o	AMGEN INC	P	02/08/11	08/08/12

(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 857.		638.	219.
b 988.		2114.	-1126.
c 7.		8.	-1.
d 345.		531.	-186.
e 24.		39.	-15.
f 355.		854.	-499.
g 356.		886.	-530.
h 345.		886.	-541.
i 746.		565.	181.
j 879.		740.	139.
k 162.		153.	9.
l 282.		217.	65.
m 3401.		2654.	747.
n 416.		294.	122.
o 896.		606.	290.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			219.
b			-1126.
c			-1.
d			-186.
e			-15.
f			-499.
g			-530.
h			-541.
i			181.
j			139.
k			9.
l			65.
m			747.
n			122.
o			290.

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

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

RCB CHARITABLE FOUNDATION, INC.

04-3466878

PAGE 2 OF

6

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	BLACKROCK GLOBAL ALLOCATION I	P	02/08/11	08/10/12
b	CALAMOS GROWTH & INCOME I	P	02/08/11	08/10/12
c	COSTCO WHOLESALE CORP	P	02/08/11	08/08/12
d	DELAWARE DIVERSIFIED INC INST	P	02/08/11	08/10/12
e	DIAMOND HILL LONG-SHORT I	P	02/08/11	08/10/12
f	EMC CORP MASS	P	06/27/11	08/08/12
g	ENTERPRISE PROD PTRTNS LP	P	02/08/11	08/10/12
h	FIRST EAGLE GLOBAL I	P	02/08/11	08/10/12
i	HARDING LOEVNER EMRG MKTS ADV	P	02/08/11	08/10/12
j	INTEL CORP	P	07/15/98	08/08/12
k	INTEL CORP	P	07/15/98	08/08/12
l	IVY ASSET STRATEGY I	P	02/08/11	08/10/12
m	JOHNSON CONTROLS INCORPORATED	P	02/08/11	08/08/12
n	JOHNSON CONTROLS INCORPORATED	P	06/27/11	08/08/12
o	PIMCO ALL ASSET P	P	02/08/11	08/10/12

(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	3526.		3660.	-134.
b	2170.		2210.	-40.
c	191.		149.	42.
d	1614.		1566.	48.
e	3361.		3170.	191.
f	375.		361.	14.
g	263.		217.	46.
h	9288.		9101.	187.
i	2049.		2131.	-82.
j	159.		121.	38.
k	159.		121.	38.
l	6095.		6151.	-56.
m	2232.		3483.	-1251.
n	154.		235.	-81.
o	5084.		4965.	119.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-134.
b			-40.
c			42.
d			48.
e			191.
f			14.
g			46.
h			187.
i			-82.
j			38.
k			38.
l			-56.
m			-1251.
n			-81.
o			119.

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

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

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	QUALCOMM INC	P	02/08/11	08/08/12
b	TARGET CORPORATION	P	02/08/11	08/08/12
c	TEMPLETON GLOABL BD FD ADV	P	02/08/11	08/10/12
d	VERIZON COMMUNICATIONS	P	11/19/97	08/08/12
e	VERIZON COMMUNICATIONS	P	06/27/11	08/23/12
f	VERIZON COMMUNICATIONS	P	11/19/97	08/23/12
g	JOHNSON CONTROLS INCORPORATED	P	12/19/11	08/08/12
h	NORDSTROM INC	P	08/12/11	08/08/12
i	WHOLE FOODS MARKETS INC	P	08/12/11	08/08/12
j	MEADWESTVACO CORP	P	02/08/11	10/17/12
k	MEADWESTVACO CORP	P	02/08/11	11/16/12
l	MEADWESTVACO CORP	P	09/29/11	11/16/12
m	WINDSTREAM CORP	P	02/08/11	12/10/12
n	WINDSTREAM CORP	P	02/08/11	12/12/12
o	WINDSTREAM CORP	P	02/08/11	12/14/12

	(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	245.		224.	21.
b	564.		499.	65.
c	1468.		1506.	-38.
d	398.		309.	89.
e	127.		108.	19.
f	3561.		2882.	679.
g	770.		877.	-107.
h	386.		316.	70.
i	1408.		869.	539.
j	768.		728.	40.
k	709.		729.	-20.
l	28.		21.	7.
m	445.		698.	-253.
n	308.		474.	-166.
o	299.		449.	-150.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			21.
b			65.
c			-38.
d			89.
e			19.
f			679.
g			-107.
h			70.
i			539.
j			40.
k			-20.
l			7.
m			-253.
n			-166.
o			-150.

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 }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

2

3

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	ABBOTT LABORATORIES	P	02/08/11	01/15/13
b	ABBOTT LABORATORIES	P	02/08/11	01/16/13
c	ABBOTT LABORATORIES	P	02/15/11	01/16/13
d	ADOBE SYSTEMS	P	06/20/11	01/30/13
e	AUTODESK INC	P	02/08/11	01/30/13
f	CELGENE CORP	P	02/08/11	01/30/13
g	COSTCO WHOLESALE CORP	P	02/08/11	01/30/13
h	LOWES COMPANIES INC	P	01/15/02	01/30/13
i	NIKE INC	P	02/08/11	01/30/13
j	ORACLE CORP	P	07/28/09	01/30/13
k	CROWN CASTLE INTL	P	08/28/12	01/30/13
l	WALT DISNEY CO HLDG CO	P	08/08/12	01/30/13
m	ABBVIE INC	P	02/08/11	02/27/13
n	ABBVIE INC	P	02/15/11	02/27/13
o	AUTODESK INC	P	02/08/11	02/27/13

	(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	166.		109.	57.
b	818.		547.	271.
c	654.		447.	207.
d	761.		611.	150.
e	936.		1027.	-91.
f	1672.		871.	801.
g	412.		299.	113.
h	1874.		1041.	833.
i	484.		390.	94.
j	461.		283.	178.
k	357.		312.	45.
l	269.		251.	18.
m	1100.		711.	389.
n	734.		484.	250.
o	2183.		2567.	-384.

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

(l) Losses (from col (h))
Gains (excess of col. (h) gain over col (k),
but not less than "-0-")

(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) Losses (from col (h)) Gains (excess of col. (h) gain over col (k), but not less than "-0-")
a			57.
b			271.
c			207.
d			150.
e			-91.
f			801.
g			113.
h			833.
i			94.
j			178.
k			45.
l			18.
m			389.
n			250.
o			-384.

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

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

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	AUTODESK INC	P	06/27/11	02/27/13
b	AUTODESK INC	P	12/19/11	02/27/13
c	AUTODESK INC	P	08/24/12	02/27/13
d	AMGEN INC	P	02/08/11	03/12/13
e	BED BATH & BEYOND INC	P	02/08/11	03/01/13
f	BED BATH & BEYOND INC	P	03/25/11	03/01/13
g	CELGENE CORP	P	02/08/11	03/11/13
h	INTEL CORP	P	07/15/98	03/19/13
i	INTEL CORP	P	07/15/98	03/19/13
j	INTEL CORP	P	07/15/98	03/19/13
k	LOWES COMPANIES INC	P	01/15/02	03/22/13
l	LOWES COMPANIES INC	P	06/27/11	03/22/13
m	BED BATH & BEYOND INC	P	08/08/12	03/01/13
n	BED BATH & BEYOND INC	P	01/30/13	03/01/13
o	LOWES COMPANIES INC	P	08/08/12	03/22/13

(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	618.	626.	-8.
b	473.	408.	65.
c	291.	241.	50.
d	2371.	1431.	940.
e	3170.	2731.	439.
f	113.	96.	17.
g	2342.	1076.	1266.
h	2975.	2842.	133.
i	591.	564.	27.
j	148.	141.	7.
k	2564.	1445.	1119.
l	980.	600.	380.
m	113.	128.	-15.
n	226.	234.	-8.
o	188.	130.	58.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			-8.
b			65.
c			50.
d			940.
e			439.
f			17.
g			1266.
h			133.
i			27.
j			7.
k			1119.
l			380.
m			-15.
n			-8.
o			58.

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

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

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	AMERICAN WATER WORKS CO	P	02/08/11	04/24/13
b	ENTERPRISE PROD PTRNRS LP	P	02/08/11	04/24/13
c	H J HEINZ CO	P	02/08/11	04/18/13
d	KINDER MORGAN ENERGY PTRS LP	P	02/08/11	04/24/13
e	NISOURCE INC	P	02/08/11	04/24/13
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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	1109.		719.	390.
b	1173.		823.	350.
c	1952.		1302.	650.
d	1014.		787.	227.
e	1837.		1105.	732.
f	8297.			8297.
g				
h				
i				
j				
k				
l				
m				
n				
o				

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) Losses (from col (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			390.
b			350.
c			650.
d			227.
e			732.
f			8297.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	16795.
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

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

SOURCE	AMOUNT
INTEREST FROM BANK	10.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	10.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS FROM SECURITIES	34425.	8297.	26128.
TOTAL TO FM 990-PF, PART I, LN 4	34425.	8297.	26128.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP INCOME	985.	985.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	985.	985.	0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	53.	0.	0.	0.
ADMINISTRATION FEES	13503.	0.	0.	0.
FOREIGN TAXES	82.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 23	13638.	0.	0.	0.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	5
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DESCRIPTION	AMOUNT
RELEASE FROM RESTRICTION	30000.
FAIR MARKET VALUE ADJUSTMENT OF SECURITIES	31888.
VOID PRIOR YEAR CONTRIBUTIONS PAID	195.
TOTAL TO FORM 990-PF, PART III, LINE 3	62083.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STOCKS	167076.	167076.
TOTAL TO FORM 990-PF, PART II, LINE 10B	167076.	167076.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	7
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTAL FUNDS	FMV	807893.	807893.
TOTAL TO FORM 990-PF, PART II, LINE 13		807893.	807893.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 8
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DONALD G. HICKS 180 HAVEN STREET READING, MA 01867	DIRECTOR 1.00	0.	0.	0.
SUSAN H. MUSE 180 HAVEN STREET READING, MA 01867	DIRECTOR 1.00	0.	0.	0.
JULIEANN M. THURLOW 180 HAVEN STREET READING, MA 01867	PRESIDENT 1.00	0.	0.	0.
RICHARD N. FINLAYSON 180 HAVEN STREET READING, MA 01867	DIRECTOR 1.00	0.	0.	0.
TERRANCE J. BANE 180 HAVEN STREET READING, MA 01867	DIRECTOR 1.00	0.	0.	0.
NANCY L. PARSONS 180 HAVEN STREET READING, MA 01867	DIRECTOR 1.00	0.	0.	0.
ANTHONY J. PATTI 180 HAVEN STREET READING, MA 01867	TREASURER 1.00	0.	0.	0.
KEVIN F. SMITH 180 HAVEN STREET READING, MA 01867	DIRECTOR 1.00	0.	0.	0.
JAMES J. O'LEARY 180 HAVEN STREET READING, MA 01867	DIRECTOR 1.00	0.	0.	0.
JAMES M. LISTON 180 HAVEN STREET READING, MA 01867	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 9

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTEDANTHONY J. PATTI
180 HAVEN STREET
READING, MA 01867TELEPHONE NUMBER

781-942-5006

FORM AND CONTENT OF APPLICATIONS

FORMAL 2 PAGE APPLICATION MUST BE COMPLETED. THE APPLICATION ASKS DETAILS ON THE ORGANIZATION, ITS CHARITABLE PURPOSE, AND HOW ITS PROGRAMS IMPACT THE COMMUNITIES IN THE GREATER AREA OF READING, MA. PROOF OF TAX EXEMPT STATUS IS ALSO REQUESTED.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

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 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. RCB CHARITABLE FOUNDATION, INC.	Employer identification number (EIN) or 04-3466878
	Number, street, and room or suite no. If a P.O. box, see instructions. 180 HAVEN STREET	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. READING, MA 01867	

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

ANTHONY J. PATTI

- The books are in the care of ► **180 HAVEN STREET - READING, MA 01867**

Telephone No. ► **781-942-5006**

FAX No. ►

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **DECEMBER 15, 2013**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☐ calendar year _____ or
- ☒ tax year beginning **MAY 1, 2012**, and ending **APR 30, 2013**

- 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	\$	1024.
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	\$	2560.
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)