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

JAN 13 2014 ENVELOPE POSTMARK DATE

For calendar year 2012 or tax year beginning JUN 1, 2012 , and ending MAY 31, 2013

Name of foundation
BUSHROD H. CAMPBELL & ADAH F. HALL CHARITY FUND

A Employer identification number 04-6013598

Number and street (or P O box number if mail is not delivered to street address) HEMENWAY & BARNES LLP, PO BOX 961209 | Room/suite

B Telephone number 617-227-7940

City or town, state, and ZIP code BOSTON, MA 02196-1209

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: [X] 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) ▶$ 19,810,533.

J Accounting method: [X] 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))	(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			N/A	
2 Check ▶ [X] if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	100,114.	100,114.		STATEMENT 1
4 Dividends and interest from securities	308,828.	308,828.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	1,155,553.			
b Gross sales price for all assets on line 6a 3,885,556.				
7 Capital gain net income (from Part IV, line 2)		1,155,553.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income				
12 **Total** Add lines 1 through 11	1,564,495.	1,564,495.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	118,127.	113,127.		5,000.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees STMT 3	71,182.	0.		71,182.
b Accounting fees				
c Other professional fees STMT 4	15,986.	9,941.		6,045.
17 Interest				
18 Taxes STMT 5	7,466.	966.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 6	139.	14.		125.
24 **Total operating and administrative expenses.** Add lines 13 through 23	212,900.	124,048.		82,352.
25 Contributions, gifts, grants paid	895,500.			895,500.
26 **Total expenses and disbursements.** Add lines 24 and 25	1,108,400.	124,048.		977,852.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	456,095.			
b **Net investment income** (if negative, enter -0-)		1,440,447.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

			Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	1,330,848.	3,034,372.	3,034,372.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations STMT 7	896,767.	824,058.	860,473.
	b	Investments - corporate stock STMT 8	8,427,412.	8,230,849.	14,788,088.
	c	Investments - corporate bonds STMT 9	2,046,078.	1,108,206.	1,127,600.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	12,701,105.	13,197,485.	19,810,533.
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			
	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 ▶ [X] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	15,456,879.	15,456,879.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	<2,755,774.>	<2,259,394.>	
	30	**Total net assets or fund balances**	12,701,105.	13,197,485.	
	31	**Total liabilities and net assets/fund balances**	12,701,105.	13,197,485.	

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	12,701,105.
2	Enter amount from Part I, line 27a	2	456,095.
3	Other increases not included in line 2 (itemize) ▶ TRX POSTED AFTER PERIOD END	3	40,285.
4	Add lines 1, 2, and 3	4	13,197,485.
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	13,197,485.

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 ATTACHED STATEMENTS	P		
b	SEE ATTACHED STATEMENTS	P		
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	2,013,535.		1,309,637.	703,898.
b	1,872,021.		1,420,366.	451,655.
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				703,898.
b				451,655.
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	1,155,553.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	855,834.	17,975,103.	.047612
2010	974,538.	18,152,143.	.053687
2009	884,909.	17,977,569.	.049223
2008	1,102,627.	18,170,626.	.060682
2007	970,621.	22,481,783.	.043174

2	**Total** of line 1, column (d)	2	.254378
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	.050876
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	18,474,340.
5	Multiply line 4 by line 3	5	939,901.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	14,404.
7	Add lines 5 and 6	7	954,305.
8	Enter qualifying distributions from Part XII, line 4	8	977,852.

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 ▶ ☐ 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 ▶ [X] and enter 1% of Part I, line 27b			1	14,404.
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	14,404.
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	14,404.
6 Credits/Payments:				
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	7,491.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	38,000.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	45,491.
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	31,087.
11 Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 31,087. **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		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
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		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	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		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?	6	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.*	7	X	
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	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*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ ARTHUR B. PAGE, ESQ. Telephone no. ▶617-227-7940
Located at ▶HEMENWAY & BARNES LLP, 60 STATE ST, BOSTON, MA ZIP+4 ▶02109-1899

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

			Yes	No
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		X
	See the 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

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? ☐ 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 instructions)?	1b		X
	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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
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
CURTIS PROUT, MD 319 LONGWOOD AVE. BOSTON, MA 02115	TRUSTEE 1.00	0.	0.	0.
NANCY B. GARDINER HEMENWAY & BARNES LLP, 60 STATE STREE BOSTON, MA 02109	TRUSTEE 2.50	0.	0.	0.
ARTHUR B. PAGE HEMENWAY & BARNES LLP, 60 STATE STREE BOSTON, MA 02109	TRUSTEE 2.50	0.	0.	0.
GEORGE P. BEAL 15 LEE ROAD CHESTNUT HILL, MA 02467	TRUSTEE 1.00	5,000.	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

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
HEMENWAY & BARNES LLP 60 STATE STREET, BOSTON, MA 02109	ADMIN, LEGAL & INV	194,250.
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:				
a	Average monthly fair market value of securities			1a	16,385,490.
b	Average of monthly cash balances			1b	2,370,185.
c	Fair market value of all other assets			1c	
d	**Total** (add lines 1a, b, and c)			1d	18,755,675.
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	18,755,675.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	281,335.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	18,474,340.
6	**Minimum investment return.** Enter 5% of line 5			6	923,717.

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	923,717.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	14,404.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	14,404.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	909,313.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	909,313.
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	909,313.

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	977,852.
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	977,852.
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	14,404.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	963,448.

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				909,313.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			825,583.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 977,852.				
a Applied to 2011, but not more than line 2a			825,583.	
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				152,269.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				757,044.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

SEE STATEMENT 10

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*				
SCHEDULE ATTACHED	N/A	PUBLIC CHARITY	GENERAL PURPOSE	895,500.
Total			▶ **3a**	895,500.
b *Approved for future payment*				
NONE				
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
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			14	100,114.	
4 Dividends and interest from securities			14	308,828.	
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					
8 Gain or (loss) from sales of assets other than inventory			18	1,155,553.	
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.		1,564,495.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 1,564,495.

(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).
	N/A

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)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		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.

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee: [signature] Date: 12-27-2013 Title: TRUSTEE

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
PATRICE A VIEHL	[signature]	12/13/13		P00957136
Firm's name ▶ HEMENWAY & BARNES LLP			Firm's EIN ▶ 04-1433295	
Firm's address ▶ 60 STATE STREET BOSTON, MA 02109-1899			Phone no. (617)227-7940	

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

SOURCE	AMOUNT
CORPORATE BOND INTEREST	62,676.
U.S. TREASURY OBLIGATIONS	37,438.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	100,114.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DOMESTIC DIVIDENDS	279,732.	0.	279,732.
FOREIGN DIVIDENDS	29,096.	0.	29,096.
TOTAL TO FM 990-PF, PART I, LN 4	308,828.	0.	308,828.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATION & LEGAL FEES	71,182.	0.		71,182.
TO FM 990-PF, PG 1, LN 16A	71,182.	0.		71,182.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEE	9,941.	9,941.		0.
MEMBERSHIPS	695.	0.		695.
ORGANIZATION DUES	5,350.	0.		5,350.
TO FORM 990-PF, PG 1, LN 16C	15,986.	9,941.		6,045.

FORM 990-PF — TAXES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	966.	966.		0.
FEDERAL EXCISE TAX	6,500.	0.		0.
TO FORM 990-PF, PG 1, LN 18	7,466.	966.		0.

FORM 990-PF — OTHER EXPENSES — STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
COMMONWEALTH OF MASSACHUSETTS - FILING FEE	125.	0.		125.
MISCELLANOUS	14.	14.		0.
TO FORM 990-PF, PG 1, LN 23	139.	14.		125.

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

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	X		824,058.	860,473.
TOTAL U.S. GOVERNMENT OBLIGATIONS			824,058.	860,473.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			824,058.	860,473.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	8,230,849.	14,788,088.
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,230,849.	14,788,088.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	1,108,206.	1,127,600.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,108,206.	1,127,600.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 10
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ARTHUR B. PAGE, ESQ.
C/O HEMENWAY & BARNES LLP, 60 STATE STREET
BOSTON, MA 02109

TELEPHONE NUMBER

617-227-7940

FORM AND CONTENT OF APPLICATIONS

FORMAL PROPOSAL INCLUDING GENERAL INFORMATION, AUDIT, BUDGET AND TAX EXEMPTION FORM.

ANY SUBMISSION DEADLINES

FIRST DAY OF JANUARY, APRIL, AUGUST AND OCTOBER

RESTRICTIONS AND LIMITATIONS ON AWARDS

GREATER BOSTON CHARITABLE ORGANIZATIONS PROVIDING SERVICES FOR ELDERLY IN NEED, HOMELESS, FOOD, MEDICAL AND SOCIAL JUSTICE AND ECONOMIC OPPORTUNITY ISSUES, AND FOR WOMEN'S EMPOWERMENT IN GREATER NEW ENGLAND AND THE DEVELOPING WORLD.

POSITIONS

As of 05/31/2013 *Reporting currency: USD* *View Date: September 18, 2013*

Security Description	Estimated Annual Income	Shares/Par	Price	Market Value	Original Cost	% of Total Market Value	Unrealized Gain/Loss	Yield
Total	**415,950.50**	**5,605,772.3500**		**19,810,533.51**	**13,197,484.67**	**100.00%**	**6,613,048.84**	
3M COMPANY	9,144 00	3,600.0000	110.27	396,972 00	22,668 14	2.00%	374,303.86	2.30%
ABBOTT LABORATORIES	2,800.00	5,000 0000	36 67	183,350 00	185,212 00	0 93%	(1,862.00)	1 53%
APPLE INC	7,320 00	600.0000	449.74	269,841 00	99,677 94	1 36%	170,163.06	2.71%
APTARGROUP INC	6,000.00	6,000 0000	56 72	340,320 00	263,439 80	1 72%	76,880.20	1.76%
AUTOMATIC DATA PROCESSING INC	13,920.00	8,000.0000	68.72	549,760 00	406,461 40	2.78%	143,298 60	2 53%
BERKSHIRE HATHAWAY FIN CORP SR NT DTD 04/15/04 4 625% 10/15/2013	13,875.00	300,000.0000	101 57	304,722 00	300,600 00	1 54%	4,122.00	4.55%
CANADIAN NATIONAL RAILWAY CO US$	8,944 00	5,200 0000	101 27	526,604 00	190,291 60	2 66%	336,312 40	1.70%
CHEVRON CORP	16,000.00	4,000 0000	122 75	491,000.00	451,856 86	2 48%	39,143.14	3.26%
CISCO SYSTEMS INC	5,440.00	8,000 0000	24 12	192,920 00	172,378 40	0 97%	20,541.60	2.82%
COVIDIEN PLC	7,280 00	7,000.0000	63 60	445,200.00	270,503 60	2.25%	174,696.40	1.64%

POSITIONS

As of 05/31/2013 *Reporting currency: USD* *View Date: September 18, 2013*

Security Description	Estimated Annual Income	Shares/Par	Price	Market Value	Original Cost	% of Total Market Value	Unrealized Gain/Loss	Yield
CVS CAREMARK CORP	9,900 00	11,000 0000	57 58	633,380 00	329,911.10	3 20%	303,468 90	1 56%
DEERE & CO	5,100 00	2,500 0000	87 11	217,775 00	103,308 90	1 10%	114,466 10	2 34%
EMC CORPORATION	4,000 00	10,000 0000	24.76	247,600.00	201,739.10	1 25%	45,860.90	1.62%
EMERSON ELECTRIC CO	17,220 00	10,500 0000	57 46	603,330 00	154,688 58	3 05%	448,641 42	2.85%
EXXON MOBIL CORP	16,380 00	6,500.0000	90.47	588,055 00	38,417.03	2 97%	549,637.97	2.79%
FEDERAL NATIONAL MORTGAGE ASSN 5.250% 09/15/2016	6,562 50	125,000 0000	114 87	143,583 75	124,243.75	0 72%	19,340 00	4.57%
FISERV INC	0 00	2,000 0000	87 16	174,320 00	175,518 00	0 88%	(1,198.00)	0 00%
GENERAL ELECTRIC CO (USD)	6,840 00	9,000 0000	23 32	209,880 00	9,422 35	1.06%	200,457 65	3.26%
HELMERICH & PAYNE	3,000 00	5,000 0000	61.74	308,700 00	282,900 00	1 56%	25,800 00	0 97%
HEWLETT PACKARD COMPANY 2 625% 12/09/2014	5,250 00	200,000.0000	102.32	204,650 00	206,366.00	1.03%	(1,716 00)	2.57%
HOME DEPOT INC	11,700 00	7,500.0000	78 66	589,950 00	209,459.85	2 98%	380,490 15	1.98%

POSITIONS

As of 05/31/2013 | Reporting currency: USD | View Date: September 18, 2013

Security Description	Estimated Annual Income	Shares/Par	Price	Market Value	Original Cost	% of Total Market Value	Unrealized Gain/Loss	Yield
INTEL CORP	11,880 00	13,200 0000	24 28	320,496 00	101,306 25	1 62%	219,189 75	3 71%
JOHNSON & JOHNSON	26,400 00	10,000 0000	84 18	841,800 00	14,610 26	4 25%	827,189 74	3 14%
JOHNSON CONTROLS INC	5,700 00	7,500 0000	37 36	280,200 00	262,503 50	1 41%	17,696 50	2 03%
LABORATORY CRP OF AMER HOLDGS	0 00	3,000 0000	99 49	298,470.00	265,324.71	1 51%	33,145.29	0.00%
MICROSOFT CORP	16,008 00	17,400 0000	34 90	607,260 00	69,316 16	3 06%	537,943.84	2.64%
MICROSOFT CORP 2.95% 06/01/14	11,800 00	400,000 0000	102 60	410,408.00	412,628 00	2 07%	(2,220 00)	2.88%
NATIONAL GRID PLC - SP ADR	10,983 00	3,500 0000	59.56	208,460 00	171,120.75	1 05%	37,339.25	5.27%
NESTLE NAM SPON ADR	7,264 00	4,000 0000	66 12	264,484 00	226,430 64	1 34%	38,053 36	2 75%
NOVARTIS AG NAMEN SPON ADR	16,456 00	8,000 0000	71 76	574,080 00	359,199 20	2.90%	214,880.80	2.87%
NOVOZYMES A/S B SHARES	0 00	10,000 0000	34 68	346,769 41	147,557 20	1.75%	199,212.21	0.00%
NXP SEMICONDUCTORS NV ORD	0.00	6,000 0000	30 85	185,100 00	178,859.70	0 93%	6,240 30	0.00%

POSITIONS

As of 05/31/2013 *Reporting currency: USD* *View Date: September 18, 2013*

Security Description	Estimated Annual Income	Shares/Par	Price	Market Value	Original Cost	% of Total Market Value	Unrealized Gain/Loss	Yield
PEPSICO INC	14,528 00	6,400 0000	80 77	516,928 00	389,756 69	2 61%	127,171 31	2 81%
PROCTER & GAMBLE CO	21,654 00	9,000 0000	76 76	690,840 00	306,760 14	3 49%	384,079 86	3 13%
QUALCOMM INC	2,800 00	2,000 0000	63 48	126,960 00	127,406 50	0 64%	(446 50)	2.21%
ROCHE HLDG LTD-SPONSORED ADR	12,992 00	8,000 0000	62 29	498,336 00	310,376 80	2.52%	187,959 20	2.61%
ROCKWELL AUTOMATION INC	4,160 00	2,000 0000	88 02	176,040 00	175,178 00	0 89%	862.00	2.36%
SARA LEE CORP 2.750% 09/15/2015 Callable	16,500 00	600,000 0000	103 04	618,228 00	601,240 00	3.12%	16,988 00	2 67%
SCHLUMBERGER LTD	5,000 00	4,000 0000	73.03	292,120 00	255,886 90	1 48%	36,233 10	1.71%
SSGA US TREASURY MM FUND	0 00	3,034,372.3500	1.00	3,034,372 35	3,034,372 35	15 32%	0 00	0.00%
SYSCO CORP	12,320 00	11,000 0000	33.80	371,800.00	301,987.40	1 88%	69,812 60	3.31%
UNITED STATES TREASURY NOTES 2 625% 07/31/2014	10,500 00	400,000 0000	102 83	411,312 00	399,375 00	2 08%	11,937 00	2 55%
UNITED TECHNOLOGIES CORP	6,420.00	3,000.0000	94 90	284,700 00	260,272 40	1 44%	24,427 60	2.26%

POSITIONS

As of 05/31/2013 *Reporting currency: USD* *View Date: September 18, 2013*

Security Description	Estimated Annual Income	Shares/Par	Price	Market Value	Original Cost	% of Total Market Value	Unrealized Gain/Loss	Yield
US DOLLAR CURRENCY	0 00	(1,093,557.8500)	1 00	(1,093,557.85)	(1,093,557 85)	(5 52%)	0 00	0.00%
US DOLLAR CURRENCY - INCOME	0 00	1,093,557 8500	1 00	1,093,557 85	1,093,557 85	5 52%	0 00	0 00%
US TREASURY NOTE 4 25% 11/15/2013	12,750 00	300,000 0000	101 86	305,577 00	300,438 82	1 54%	5,138 18	4 17%
WAL-MART STORES INC	13,160 00	7,000 0000	74 84	523,880 00	326,512.90	2 64%	197,367 10	2 51%

ACCOUNT # 1014075
TAX ID 04-6013598
FROM 06/01/2012
TO 03/01/2013
FISCAL YEAR: 12/31

HEMENWAY & BARNES LLP
Gain and Loss Report
BUSHROD H CAMPBELL & ADAH F HALL
CHARITY FUND

AS OF 03/01/2013
RUN DEC 05 2013

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	COVERED
LONG TERM CAPITAL GAIN (LOSS)					
230 SHARES OF APPLE, INC.	06/04/2012 02/10/2010	126,996.25	44,899.38	82,096.87	
1000 SHARES OF CANADIAN NATIONAL RAILWAY CO	06/04/2012 05/12/2010	78,912.73	60,509.90	18,402.83	
1500 SHARES OF DEERE & COMPANY	06/04/2012 08/12/2009	105,042.34	68,440.80	36,601.54	
700 SHARES OF EMERSON ELECTRIC CO	06/04/2012 11/20/2001	31,375.54	18,377.35	12,998.19	
1000 SHARES OF EMERSON ELECTRIC CO	06/04/2012 02/10/2010	44,822.19	45,420.00	(597.81)	
2000 SHARES OF MICROSOFT CORP	06/04/2012 12/15/2004	56,683.12	54,460.00	2,223.12	
4000 SHARES OF SYSCO CORP	06/04/2012 07/02/2008	109,899.13	109,813.60	85.53	
1500 SHARES OF WAL MART STORES INC	06/04/2012 08/22/2005	98,168.59	69,967.05	28,201.54	
200000 UNITS OF US TREASURY NOTES 4.375% 08/15/2012	08/15/2012 02/14/2006	200,000.00	200,000.00	0.00	
70 SHARES OF APPLE, INC.	10/03/2012 02/10/2010	46,826.15	13,665.03	33,161.12	
1000 SHARES OF CVS CAREMARK CORPORATION	10/03/2012 05/12/2010	48,751.90	36,019.20	12,732.70	
500 SHARES OF EXXON MOBIL CORP	10/03/2012 05/22/1985	45,768.97	2,955.16	42,813.81	
1000 SHARES OF MICROSOFT CORP	10/03/2012 12/15/2004	29,809.33	27,230.00	2,579.33	

HEMENWAY & BARNES LLP
Gain and Loss Report
BUSHROD H CAMPBELL & ADAH F HALL
CHARITY FUND

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	COVERED
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED					
500 SHARES OF PROCTER & GAMBLE CO	10/03/2012 12/16/2005	34,684.92	29,715.00	4,969.92	
1500 SHARES OF 3 M COMPANY	10/03/2012 09/28/1979	140,747.24	9,445.06	131,302.18	
1500 SHARES OF 3 M COMPANY	10/03/2012 05/12/2009	140,747.25	88,075.20	52,672.05	
1500 SHARES OF WAL MART STORES INC	10/03/2012 08/22/2005	111,694.54	69,967.05	41,727.49	
1500 SHARES OF EMERSON ELECTRIC CO	10/03/2012 11/20/2001	72,885.46	39,380.02	33,505.44	
600 SHARES OF PEPSICO INC	10/03/2012 03/30/2007	42,474.90	38,196.66	4,278.24	
800 SHARES OF CANADIAN NATIONAL RAILWAY CO	10/03/2012 11/11/2009	71,092.24	43,352.00	27,740.24	
1500 SHARES OF DEERE & COMPANY	12/17/2012 05/12/2009	128,892.85	64,734.90	64,157.95	
500 SHARES OF DEERE & COMPANY	12/17/2012 08/12/2009	42,964.29	22,813.60	20,150.69	
10000 SHARES OF INTEL CORPORATION	12/17/2012 05/12/2009	204,295.41	152,200.00	52,095.41	
TOTAL LONG TERM CAPITAL GAIN (LOSS)		2,013,535.34	1,309,636.96	703,898.38	

REALIZED GAINS AND LOSSES

Bushrod H Campbell and Adah F Hall Charity Fund - 95-140750

Hemenway & Barnes LLP

From 03-01-13 Through 05-31-13

Acq Date	Sell Date	Quantity	Security	Price Sold at	Cost Basis	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
11-20-08	03-04-13	200,000	CLOROX CO 5 000% Due 03-01-13	1 00	196,300 00	200,000 00		3,700 00
12-01-10	04-12-13	500	DEVON ENERGY	55 25	36,150 00	27,622 78		-8,527.22
12-01-10	04-12-13	500	DEVON ENERGY	55 25	36,150 00	27,622 78		-8,527 22
05-12-10	04-12-13	500	DEVON ENERGY	55 25	34,580 80	27,622 78		-6,958 02
05-12-10	04-12-13	1,000	DEVON ENERGY	55 25	69,161 60	55,245 56		-13,916 04
02-10-10	04-12-13	500	DEVON ENERGY	55 25	33,061 20	27,622 78		-5,438 42
05-12-09	04-12-13	500	DEVON ENERGY	55.25	31,889 85	27,622 78		-4,267 07
05-12-09	04-12-13	500	DEVON ENERGY	55 25	31,889 85	27,622 78		-4,267 07
11-20-08	04-12-13	1,000	DEVON ENERGY	55.25	62,607 01	55,245 55		-7,361 46
11-20-01	04-12-13	500	EMERSON ELECTRIC	55 64	13,126 67	27,821.02		14,694 34
11-20-01	04-12-13	500	EMERSON ELECTRIC	55 64	13,126 67	27,821.02		14,694 34
09-28-94	04-12-13	500	EMERSON ELECTRIC	55 64	7,540 62	27,821 03		20,280 40
12-01-10	04-12-13	2,500	HOME DEPOT	73 42	79,000 00	183,540 86		104,540 86
12-15-04	04-12-13	1,000	MICROSOFT CORP	28 72	27,230 00	28,718 36		1,488 36
12-08-94	04-12-13	1,000	MICROSOFT CORP	28.72	3,983 69	28,718 36		24,734 67
12-01-10	04-12-13	500	PORTLAND GENL	30 88	10,719 75	15,441 50		4,721 75
12-01-10	04-12-13	9,000	PORTLAND GENL	30.88	192,955 50	277,947 07		84,991 57
11-11-09	04-12-13	500	PORTLAND GENL	30 88	9,682 70	15,441 50		5,758 80
03-07-12	05-08-13	200,000	KRAFT FOODS 2 625% Due 05-08-13	1 00	204,700 00	200,000 00		-4,700 00
02-10-10	05-23-13	2,000	ABB LTD SPON ADR	21 97	35,380 00	43,945 41		8,565 41
05-12-10	05-23-13	3,000	ABB LTD SPON ADR	21 97	57,299 10	65,918 12		8,619 02
02-09-09	05-23-13	3,000	ABB LTD SPON ADR	21 97	43,738 15	65,918 12		22,179 97
05-12-09	05-23-13	5,000	ABB LTD SPON ADR	21 97	77,200 00	109,863 53		32,663 53
11-20-08	05-23-13	10,000	ABB LTD SPON ADR	21 97	97,811 32	219,727 07		121,915 75
09-28-94	05-23-13	1,000	EMERSON ELECTRIC	57 15	15,081 25	57,150 71		42,069 46
TOTAL GAINS								515,618 25
TOTAL LOSSES								-63,962 52
					1,420,365.74	**1,872,021.47**		**451,655.73**

TOTAL REALIZED GAIN/LOSS 451,655 73

TAX PARTY UNKNOWN-0

CODE 38 FIDUCIARY CHARITABLE GRANTS

	DISTRIBUTION	PRINCIPAL	INCOME	BOOK VALUE	REG
06/01/2012	CHARITABLE GRANT DISTRIBUTION TO THE MEDICAL FOUNDATION RESEARCH FELLOWSHIP	55,000.00-			
06/01/2012	CHARITABLE GRANT DISTRIBUTION TO CAMBRIDGE SCHOOL VOLUNTEERS INTERGENERATIONAL MATH PROGRAM	7,500.00-			
06/01/2012	CHARITABLE GRANT DISTRIBUTION TO STRONG WOMEN STRONG GIRLS EDUCATIONAL AND LEADERSHIP PROGRAM	7,000.00-			
06/01/2012	CHARITABLE GRANT DISTRIBUTION TO FREEDOM HOUSE PROJECT LISTEN	5,000.00-			
06/01/2012	CHARITABLE GRANT DISTRIBUTION TO CLARKE SCHOOL FOR THE DEAF CLARKE BOSTON	9,000.00-			
06/01/2012	CHARITABLE GRANT DISTRIBUTION TO ROSIE'S PLACE HUNGER RELIEF PROGRAM	8,000.00-			
06/01/2012	CHARITABLE GRANT DISTRIBUTION TO THE WOMEN'S CENTER MOVING ON PROGRAM	7,000.00-			
06/01/2012	CHARITABLE GRANT DISTRIBUTION TO FAMILY & CHILDREN'S SERVICES OF GREATER LYNN SUMMER ACTIVITIES PROGRAM	5,000.00-			
06/01/2012	CHARITABLE GRANT DISTRIBUTION TO OPERATION A.B.L.E. SKILLS2WORK PROGRAM	8,000.00-			
06/01/2012	CHARITABLE GRANT DISTRIBUTION TO PARENTS HELPING PARENTS SUPPORT GROUP PROGRAMS IN BOSTON SHELTERS	4,000.00-			
06/01/2012	CHARITABLE GRANT DISTRIBUTION TO STRIVE EMPLOYMENT TRAINING PROGRAM	8,000.00-			
06/01/2012	CHARITABLE GRANT DISTRIBUTION TO JFY NETWORKS OPERATING SUPPORT	8,000.00-			
06/01/2012	CHARITABLE GRANT DISTRIBUTION TO HOMESTART HOUSING FIRST PROGRAM	5,000.00-			

	DISTRIBUTION	PRINCIPAL	INCOME	BOOK VALUE	REG
06/01/2012	CHARITABLE GRANT DISTRIBUTION TO AMERICAN RED CROSS OF MASS. BAY BOSTON FOOD PANTRY	5,000.00-			
06/01/2012	CHARITABLE GRANT DISTRIBUTION TO HALE BARNARD CORPORATION MONEY MANAGEMENT PROGRAM	4,000.00-			
06/01/2012	CHARITABLE GRANT DISTRIBUTION TO BOSTON RESCUE MISSION OPERATING SUPPORT	7,000.00-			
06/01/2012	CHARITABLE GRANT DISTRIBUTION TO UNITARIAN UNIVERSALIST URBAN MINISTRY RENEWAL HOUSE	8,000.00-			
06/01/2012	CHARITABLE GRANT DISTRIBUTION TO HOUSING FAMILIES, INC. OPERATING SUPPORT	7,000.00-			
06/01/2012	CHARITABLE GRANT DISTRIBUTION TO VNA CARE NETWORK ELIZABETH DERHAM HOUSE	6,000.00-			
06/01/2012	CHARITABLE GRANT DISTRIBUTION TO BOSTON HEALTH CARE FOR THE HOMELESS LIFE ESSENTIALS FUND	3,000.00-			
06/01/2012	CHARITABLE GRANT DISTRIBUTION TO CASA NUEVA VIDA, INC. EDUCATION PROGRAM	6,000.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO HEARTH, INC. GRANT FOR OUTREACH PROGRAM	10,000.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO DORCHESTER BAY ECONOMIC DEVELOPMENT CORP GRANT FOR ROCK & ROLL SENIORS PROGRAM	5,000.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO IBA GRANT FOR VILLA VICTORIA ELDER PROGRAM	5,000.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO LITTLE BROTHERS FRIENDS OF THE ELDERLY GRANT FOR MATCHING PROGRAM & EMERGENCY SERVICES	7,000.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO ELLIS MEMORIAL & ELDREDGE HOUSE GRANT FOR ADULT DAY HEALTH CENTER	6,000.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO KIT CLARK SENIOR SERVICES GRANT FOR SENIOR CENTER DROP IN PROGRAMS	11,000.00-			

	DISTRIBUTION =============	PRINCIPAL	INCOME	BOOK VALUE	REG
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO ROGERSON COMMUNITIES GRANT FOR ADULT DAY HEALTH PROGRAM IN ROSLINDALE & ROXBURY	12,000.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO GREATER BOSTON LEGAL SERVICES GRANT FOR ELDER LEGAL ADVOCACY PROGRAMS	12,500.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO NOTRE DAME EDUCATION CENTER, INC. GRANT FOR HEALTHY LIVING AND LEARNING PROGRAM	5,000.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO MYSTIC VALLEY ELDER SERVICES GRANT FOR READING PARTNER PROGRAM	5,000.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO BOSTON PARTNERS IN EDUCATION GRANT FOR VOLUNTEER RECRUITMENT, SUPPORT AND RETENTION PROGRAM	17,500.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO FUEL GRANT FOR FAMILIES UNITED PROGRAM	5,000.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO STEPPINGSTONE FOUNDATION GRANT FOR THE STEPPINGSTONE ACADEMY	8,000.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO CATHEDRAL HIGH SCHOOL GRANT FOR TUTORS FOR ALL PROGRAM	7,000.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO THE FAMILY TO FAMILY PROJECT GRANT FOR HOMELESSNESS PREVENTION PROGRAM	5,000.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO COMMUNITY ACTION AGENCY OF SOMERVILLE GRANT FOR COMMUNITY SERVICES PROGRAM	5,000.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO ROCA INC. GRANT FOR YOUTH STAR HEALTH PROMOTION	12,500.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO FOOD FOR FREE GRANT FOR HOME DELIVERY PROGRAM	7,000.00-			

	DISTRIBUTION	PRINCIPAL	INCOME	BOOK VALUE	REG
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO COMMUNITY WORK SERVICES GRANT FOR GENERAL OPERATING SUPPORT	6,000.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO WOMEN OF MEANS GRANT FOR AGING IN SHELTERS COLLABORATIVE	5,000.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO PARTNERS FOR YOUTH WITH DISABILITIES GRANT FOR MENTOR MATCH PROGRAM	8,000.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO SOLUTIONS AT WORK GRANT FOR MOVING UP PROGRAM	8,000.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO ROSIE'S PLACE GRANT FOR HUNGER RELIEF AND NUTRITION PROGRAM	8,000.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO THE COMMUNITY FAMILY GRANT FOR OPERATING SUPPORT IN EVERETT AND ROXBURY	5,000.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO QUINCY COMMUNITY ACTION CENTER GRANT FOR EMERGENCY FOOD CENTER	4,000.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO ROOM TO GROW NATIONAL INC. GRANT FOR EARLY CHILDHOOD CLINICAL PROGRAM	5,000.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO BOSTON AREA RAPE CRISIS CENTER GRANT FOR COUNSELING PROGRAM	7,000.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO SELF ESTEEM BOSTON GRANT FOR SKILLS FOR SUCCESS PROGRAM	5,000.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO BOYS & GIRLS CLUB OF MIDDLESEX COUNTY GRANT FOR VOLUNTEER COORDINATOR	5,000.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO FAMILIES FIRST PARENTING INC. GRANT FOR GRANDPARENTS PARENTING AGAIN PROGRAM	5,000.00-			
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO HELPING HANDS GRANT FOR MONKEY PLACEMENT PROGRAM	10,000.00-			

	DISTRIBUTION	PRINCIPAL	INCOME	BOOK VALUE	REG
09/26/2012	CHARITABLE GRANT DISTRIBUTION TO PLANNED PARENTHOOD OF NORTHERN N.E. REPRODUCTIVE HEALTH CARE PROGRAMS	7,500.00-			
09/27/2012	PAID TO GREATER BOSTON FOOD BANK FOR ITS BROWN BAG PROGRAM	8,000.00-			
11/15/2012	CHARITABLE GRANT DISTRIBUTION TO MAPS GRANT FOR ELDER SERVICES PROGRAM	5,000.00-			
11/15/2012	CHARITABLE GRANT DISTRIBUTION TO DEAF, INC. GRANT FOR PROJECT HOPE	8,000.00-			
11/15/2012	CHARITABLE GRANT DISTRIBUTION TO GREATER BOSTON CHINESE GOLDEN AGE CENTER GRANT FOR OUTFITING NEW HONG LOK HOUSE	5,000.00-			
11/15/2012	CHARITABLE GRANT DISTRIBUTION TO FRIENDS OF JEWISH COMMUNITY HOUSING FOR THE ELDERLY GRANT FOR CARING CHOICES PROGRAM	6,000.00-			
11/15/2012	CHARITABLE GRANT DISTRIBUTION TO GREATER BOSTON GUILD FOR THE BLIND GRANT FOR SENIORS PROGRAM	8,000.00-			
11/15/2012	CHARITABLE GRANT DISTRIBUTION TO GENERATIONS INC. GRANT FOR ACTIVE AGING PROGRAM	4,000.00-			
11/15/2012	CHARITABLE GRANT DISTRIBUTION TO YOUTH & FAMILY ENRICHMENT SERVICES GRANT FOR AFTER-SCHOOL PROGRAM	5,000.00-			
11/15/2012	CHARITABLE GRANT DISTRIBUTION TO PERKINS SCHOOL FOR THE BLIND GRANT FOR TEACHER TRAINING INITIATIVE	15,000.00-			
11/15/2012	CHARITABLE GRANT DISTRIBUTION TO VICTORY PROGRAMS, INC. GRANT FOR NUTRITION & MEALS PROGRAM	5,000.00-			
11/15/2012	CHARITABLE GRANT DISTRIBUTION TO AID TO INCARCERATED MOTHERS GRANT FOR CHILDREN & MENTORS PARTNERSHIP	5,000.00-			
11/15/2012	CHARITABLE GRANT DISTRIBUTION TO THE SECOND STEP GRANT FOR COMMUNITY PROGRAM	5,000.00-			

	DISTRIBUTION	PRINCIPAL	INCOME	BOOK VALUE	REG
11/15/2012	CHARITABLE GRANT DISTRIBUTION TO PINE STREET INN GRANT FOR OPERATING SUPPORT	5,000.00-			
11/15/2012	CHARITABLE GRANT DISTRIBUTION TO VIETMAN VETERANS WORKSHOP, INC. GRANT FOR VETERANS TRAINING SCHOOL	8,000.00-			
11/15/2012	CHARITABLE GRANT DISTRIBUTION TO THE BRIDGE FUND OF MASSACHUSETTS GRANT FOR HOMELESSNESS PREVENTION PROGRAM	8,000.00-			
11/15/2012	CHARITABLE GRANT DISTRIBUTION TO BRIDGE OVER TROUBLED WATERS, INC. GRANT FOR SINGLE PARENT HOME	8,000.00-			
11/15/2012	CHARITABLE GRANT DISTRIBUTION TO CRITTENTON WOMEN'S UNION GRANT FOR HORIZONS PROGRAM	8,000.00-			
11/15/2012	CHARITABLE GRANT DISTRIBUTION TO ELIZABETH STONE HOUSE GRANT FOR RCSS PROGRAM	8,000.00-			
11/15/2012	CHARITABLE GRANT DISTRIBUTION TO REACH GRANT FOR EMERGENCY SHELTER PROGRAM	8,000.00-			
11/15/2012	CHARITABLE GRANT DISTRIBUTION TO COMMUNITY SERVINGS INC. GRANT FOR NUTRITION PROGRAM	10,000.00-			
11/15/2012	CHARITABLE GRANT DISTRIBUTION TO WOMENS LUNCH PLACE GRANT FOR MEALS & DAILY SERVICES	9,000.00-			
11/15/2012	CHARITABLE GRANT DISTRIBUTION TO CITY MISSION SOCIETY GRANT FOR HOMELESSNESS PREVENTION PROGRAM	7,000.00-			
11/15/2012	CHARITABLE GRANT DISTRIBUTION TO ASIAN TASK FORCE AGAINST DOMESTIC VIOLENCE GRANT FOR SHELTER & ADVOCACY PROGRAM	6,000.00-			
11/15/2012	CHARITABLE GRANT DISTRIBUTION TO PCI MEDIA IMPACT GRANT FOR REPRODUCTIVE HEALTH PROGRAM	7,000.00-			
11/15/2012	CHARITABLE GRANT DISTRIBUTION TO MUJERES UNIDAS AVANZANDO GRANT FOR RHCLP PROGRAM	8,000.00-			

	DISTRIBUTION	PRINCIPAL	INCOME	BOOK VALUE	REG
11/15/2012	CHARITABLE GRANT DISTRIBUTION TO HESPERIAN HEALTH GUIDES GRANT FOR OPERATING SUPPORT IN EVERETT & ROXBURY	5,000.00-			
02/27/2013	CHARITABLE GRANT DISTRIBUTION TO MARGARET FULLER NEIGHBORHOOD HOUSE EMERGENCY FOOD PANTRY	8,000.00-			
02/27/2013	CHARITABLE GRANT DISTRIBUTION TO HEBREW SENIOR LIFE MEAL PROGRAM IN BROOKLINE	4,000.00-			
02/27/2013	CHARITABLE GRANT DISTRIBUTION TO ABCD NORTH END WEST END ELDERLY PROGRAMS	7,500.00-			
02/27/2013	CHARITABLE GRANT DISTRIBUTION TO UNITED SOUTH END SETTLEMENTS SENIOR SERVICES	7,500.00-			
02/27/2013	CHARITABLE GRANT DISTRIBUTION TO SOUTH BOSTON NEIGHBORHOOD HOUSE SENIOR SERVICES	4,000.00-			
02/27/2013	CHARITABLE GRANT DISTRIBUTION TO MAB COMMUNITY SERVICES VISUALLY IMPAIRED ELDERS PROGRAM	5,000.00-			
02/27/2013	CHARITABLE GRANT DISTRIBUTION TO BOSTON MEDICAL CENTER ELDERS LIVING AT HOME PROGRAM	10,000.00-			
02/27/2013	CHARITABLE GRANT DISTRIBUTION TO NOAH SENIOR HOMEOWNERS SERVICES	8,000.00-			
02/27/2013	CHARITABLE GRANT DISTRIBUTION TO NUESTRA COMMUNIDAD DEVELOPMENT CORP. HOUSING RESOURCE SERVICES	7,500.00-			
02/27/2013	CHARITABLE GRANT DISTRIBUTION TO CARROLL CENTER FOR THE BLIND PROJECT SAFE HOME	5,000.00-			
02/27/2013	CHARITABLE GRANT DISTRIBUTION TO CAMBRIDGE SCHOOL VOLUNTEERS INTERGENRATIONAL MATH PROGRAM	5,000.00-			
02/27/2013	CHARITABLE GRANT DISTRIBUTION TO FAMILY NUTURING CENTER PARENTING PROGRAM	4,000.00-			
02/27/2013	CHARITABLE GRANT DISTRIBUTION TO ALL DORCHESTER SPORTS LEAGUE EDUCATION & NUTRITION PROGRAM	4,000.00-			
02/27/2013	CHARITABLE GRANT DISTRIBUTION TO HEADING HOME PROGRAM SUPPORT	8,000.00-			

DISTRIBUTION	PRINCIPAL	INCOME	BOOK VALUE	REG
02/27/2013 CHARITABLE GRANT DISTRIBUTION TO NATIONAL BRAILLE PRESS LIFE LONG LITERACY PROGRAM	4,000.00-			
02/27/2013 CHARITABLE GRANT DISTRIBUTION TO STRAIGHT AHEAD MINISTRIES LYNN YOUTH RE-ENTRY PROGRAM	4,000.00-			
02/27/2013 CHARITABLE GRANT DISTRIBUTION TO CASA MYRAN VAZQUEZ, INC. GENERAL OPERATING SUPPORT	10,000.00-			
02/27/2013 CHARITABLE GRANT DISTRIBUTION TO FATHER BILL'S & MAINSPRING TRIAGE CENTER PROJECT	6,000.00-			
02/27/2013 CHARITABLE GRANT DISTRIBUTION TO FRANCISCAN HOSPITAL FOR CHILDREN BEDSIDE VERIFICATION PROGRAM	7,500.00-			
02/27/2013 CHARITABLE GRANT DISTRIBUTION TO POPULATION MEDIA CENTER OVERSEAS FAMILY PLANNING MEDIA CAMPAIGN	12,000.00-			
* TOTAL CODE 38	731,500.00-	0.00	0.00	
** TOTAL FOR TAX PARTY UNKNOWN	731,500.00-	0.00	0.00	P
			0.00	I
*** TOTAL DISTRIBUTIONS TO BENEFICIARY	731,500.00-	0.00	0.00	
*** TOTAL BENEFICIARY DISTRIBUTIONS	731,500.00-	0.00	0.00	

B H CAMPBELL & A F HALL CHARITY
TIN 04-6013598

Charitable Grants

4/25/2013	Paid To Paid To FRANCISCAN HOSPITAL FOR CHILDREN FOR ADDITIONAL GRANT TO THE $7500 GIVEN IN FEBRUARY FOR BEDSIDE VERIFICATION PROGRAM	($2,500 00)
5/28/2013	CHARITABLE GIFTS - CASH Paid To HomeStart Grant for Housing First Program	($5,000 00)
5/28/2013	CHARITABLE GIFTS - CASH Paid To Boston Rescue Mission Grant for general operating support	($7,000 00)
5/28/2013	CHARITABLE GIFTS - CASH Paid To Housing Families Grant for general operating support	($7,000 00)
5/28/2013	CHARITABLE GIFTS - CASH Paid To Strong Women, Strong Girls Geant for Leadership Development Program	($7,000.00)
5/28/2013	CHARITABLE GIFTS - CASH Paid To Family & Children's Srvs of Gtr Lynn Grant for Teen Scene Summer Drop-in Center	($5,000.00)
5/28/2013	CHARITABLE GIFTS - CASH Paid To Casa Nueva Vida Inc. Grant for operating support	($6,000 00)
5/28/2013	CHARITABLE GIFTS - CASH Paid To Project Bread Grant for Walk for Hunger	($5,000 00)
5/28/2013	CHARITABLE GIFTS - CASH Paid To Boston Healthcare for the Homeless Grant for Life Essentials Fund	($5,000 00)
5/28/2013	CHARITABLE GIFTS - CASH Paid To Ethos Grant for Boston Money Management Program	($7,500 00)
5/28/2013	CHARITABLE GIFTS - CASH Paid To Friendship Works Grant for general operating support	($10,000 00)
5/28/2013	CHARITABLE GIFTS - CASH Paid To H O M E Grant for Homeowner Displacement Prevention	($7,000.00)
5/28/2013	CHARITABLE GIFTS - CASH Paid To Hearth, Inc Grant for Outreach Program	($10,000.00)
5/28/2013	CHARITABLE GIFTS - CASH Paid To Cooperative Elder Services Grant for Elders Nutrition Program	($6,000 00)

5/28/2013	CHARITABLE GIFTS - CASH Paid To The Right Question Institute Grant for Effective Patient Strategy Program	($10,000 00)
5/28/2013	CHARITABLE GIFTS - CASH Paid To Alzheimer's Association Grant for Family Care & Support Program	($5,000 00)
5/28/2013	CHARITABLE GIFTS - CASH Paid To VNA Care Network Grant for Elizabeth deRham Home	($5,000.00)
5/28/2013	CHARITABLE GIFTS - CASH Paid To Women's Education Center, Inc. Grant for Moving On Program	($7,000 00)
5/28/2013	CHARITABLE GIFTS - CASH Paid To Shelter Legal Services Foundation Veterans Legal Assistance Network	($2,000 00)
5/28/2013	CHARITABLE GIFTS - CASH Paid To Operation A.B L.E Grant for Skills2Work Program	($8,000 00)
5/28/2013	CHARITABLE GIFTS - CASH Paid To Boston Employment Service Grant for STRIVE program	($9,000 00)
5/28/2013	CHARITABLE GIFTS - CASH Paid To Clarke School for the Deaf Clarke Boston Program	($8,000 00)
5/28/2013	CHARITABLE GIFTS - CASH Paid To Unitarian Universalist Union Ministry Grant for Renewal House	($8,000 00)
5/28/2013	CHARITABLE GIFTS - CASH Paid To Planned Parenthood League of Mass Grant for Get Real Teen Council	($8,000.00)
5/28/2013	CHARITABLE GIFTS - CASH Paid To Parents Helping Parents Grant for Parent Support Groups in Boston Shelters	($4,000 00)
		($164,000 00)