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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 11-01-2012 , and ending 10-31-2013

Name of foundation THE ALLEN H AND SELMA W BERKMAN CHARITABLE TRUST C/O GMA FOUNDATIONS		A Employer identification number 25-6144060	
Number and street (or P O box number if mail is not delivered to street address) 77 SUMMER STREET 8TH FLOOR		B Telephone number (see instructions) (617) 426-7080	
City or town, state, and ZIP code BOSTON, MA 02110		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☒ \$ 17,335,266	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	392,413	392,413		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	276,148			
	b Gross sales price for all assets on line 6a _____ 855,809				
	7 Capital gain net income (from Part IV, line 2)		276,148		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	668,561	668,561		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	7,594	0		7,594
	c Other professional fees (attach schedule)	98,940	55,537		43,403
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	12,884	1,884		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	16,250	0		16,250
	22 Printing and publications				
	23 Other expenses (attach schedule)	5,126	0		5,126
	24 Total operating and administrative expenses. Add lines 13 through 23	140,794	57,421		72,373
	25 Contributions, gifts, grants paid	747,000			747,000
	26 Total expenses and disbursements. Add lines 24 and 25	887,794	57,421		819,373
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-219,233			
	b Net investment income (if negative, enter -0-)		611,140		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	7,101	33,299	33,299
	2	Savings and temporary cash investments	576,970	396,367	396,367
	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 (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	3,939,296	2,375,581	2,375,581
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	11,674,486	14,530,019	14,530,019
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	16,197,853	17,335,266	17,335,266	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	16,197,853	17,335,266	
	30	Total net assets or fund balances (see page 17 of the instructions)	16,197,853	17,335,266	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	16,197,853	17,335,266	

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 16,197,853
2	Enter amount from Part I, line 27a	2 -219,233
3	Other increases not included in line 2 (itemize) ▶ _____	3 1,356,646
4	Add lines 1, 2, and 3	4 17,335,266
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 17,335,266

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)
1 a	PUBLICLY TRADED SECURITIES	P		
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 855,809		579,661	276,148
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			276,148
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	276,148
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

Part V

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	748,786	15,899,900	0 047094
2010	765,963	16,167,360	0 047377
2009	942,342	15,293,573	0 061617
2008	805,041	14,202,838	0 056682
2007	996,313	18,011,386	0 055316

2	Total of line 1, column (d).	2	0 268086
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 053617
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	16,754,425
5	Multiply line 4 by line 3.	5	898,322
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	6,111
7	Add lines 5 and 6.	7	904,433
8	Enter qualifying distributions from Part XII, line 4.	8	819,373

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 VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	12,223
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	12,223
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	12,223
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	13,483	
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	13,483
8		Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached		8	13
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	1,247
11		Enter the amount of line 10 to be Credited to 2013 estimated tax	1,247	Refunded	0

Part VII-AStatements Regarding Activities

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?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ 0 (2) On foundation managers \$ _____ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) PA _____			
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		No
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶GMA FOUNDATIONS INC Telephone no ▶(617) 426-7080 Located at ▶77 SUMMER STREET 8TH FLOOR BOSTON MA ZIP +4 ▶02110			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶ VI				

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 page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?. ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1)

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

Yes

No

(2)

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

Yes

No

(3)

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

Yes

No

(4)

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

Yes

No

(5)

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

Yes

No

b

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

5b

Organizations relying on a current notice regarding disaster assistance check here.

c

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

Yes

No

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

6a

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

Yes

No

b

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

6b

No

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

7a

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

Yes

No

b

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

7b

Part VIII

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

1

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

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

2

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

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

Total

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

0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	16,151,220
b	Average of monthly cash balances.	1b	858,349
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	17,009,569
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	17,009,569
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	255,144
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	16,754,425
6	Minimum investment return. Enter 5% of line 5.	6	837,721

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	837,721
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	12,223
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	12,223
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	825,498
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	825,498
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	825,498

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	819,373
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	819,373
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	819,373
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				825,498
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			510,541	
b Total for prior years 20____, 20____, 20____		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 ▶ \$ 819,373				
a Applied to 2011, but not more than line 2a			510,541	
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.				308,832
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 instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				516,666
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . . .	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 XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

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

AMY SHOREY
C/O GMA FOUNDATIONS INC 77 SUMMER STREET 8TH FL
BOSTON,MA 02110
(617) 426-7080

b

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

LETTER WITH PROOF OF 501(C)(3) QUALIFICATION, PROGRAM DESCRIPTION, AND BUDGET DETAILS

c

Any submission deadlines

MAY 1

d

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

N/A

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	747,000
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities. . . .			14	392,413	
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	276,148	
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		668,561	0
13	Total. Add line 12, columns (b), (d), and (e).			13		668,561

[illegible]

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

[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

**Sign
Here**

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

*****		2014-03-07	*****	May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No
Signature of officer or trustee		Date	Title	

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

**Paid
Preparer
Use
Only**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☒	PTIN
	JOEL ARONSON CPA	JOEL ARONSON CPA	2014-03-05		P01375551
	Firm's name ☐	ALEXANDER ARONSON FINNING & CO PC		Firm's EIN ☐ 04-2571780	
		21 EAST MAIN STREET			
	Firm's address ☐	WESTBORO, MA 01581		Phone no (508) 366-9100	

Form 990PF Part VIII Line 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
HELEN BERKMAN HABBERT	TRUSTEE 3 00	0	0	0
C/O GMA FOUNDATIONS INC 77 SUMMER STREET 8TH FLOOR BOSTON,MA 02110				
JAMES S BERKMAN	TRUSTEE 3 00	0	0	0
C/O GMA FOUNDATIONS INC 77 SUMMER STREET 8TH FLOOR BOSTON,MA 02110				
SUSAN BERKMAN RAHM	TRUSTEE 3 00	0	0	0
C/O GMA FOUNDATIONS INC 77 SUMMER STREET 8TH FLOOR BOSTON,MA 02110				
RICHARD L BERKMAN	TRUSTEE 3 00	0	0	0
C/O GMA FOUNDATIONS INC 77 SUMMER STREET 8TH FLOOR BOSTON,MA 02110				
BARBARA BERKMAN ACKERMAN	TRUSTEE 3 00	0	0	0
C/O GMA FOUNDATIONS INC 77 SUMMER STREET 8TH FLOOR BOSTON,MA 02110				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
4C FOR CHILDREN 1924 DANA AVE CINCINNATI,OH 45207	NONE	PUBLIC CHARITY	LANGUAGE & LITERACY PROGRAM AND/OR ECE NETWORK-SCHOOLS COORDINATION PROJECT	25,000
AMERICAN JEWISH COMMITTEE 165 EAST 56TH STREET NEW YORK,NY 100222746	NONE	PUBLIC CHARITY	CHRISTIAN LEADERSHIP INITIATIVE	50,000
CARNEGIE LIBRARY OF PITTSBURGH 4400 FORBES AVENUE PITTSBURGH,PA 15213	NONE	PUBLIC CHARITY	SUPPORT CHILDREN'S PROGRAMMING	5,000
CHILDREN'S LITERACY INITIATIVE 2314 MARKET STREET PHILADELPHIA,PA 19103	NONE	PUBLIC CHARITY	\$150K FOR PHILLY EARLY LIT /\$50K FOR FAMILY ENGAGEMENT	200,000
COMMUNITY FUNDS INC NEW YORK COMMUNITY TRUST F/B/O CFI 909 THIRD AVENUE 22ND FL NEW YORK,NY 10022	NONE	PUBLIC CHARITY	FOR THE BENEFIT OF THE WELLMET GROUP FUND	10,000
COMMUNITY LEARNING CENTER INSTITUTE 9200 MONTGOMERY ROAD 22B CINCINNATI,OH 45242	NONE	PUBLIC CHARITY	FOR OYLER COMM LEARNING CNTR AUDITORIUM CHAIRS	12,000
DUDLEY STREET NEIGHBORHOOD INITIATIVE 504 DUDLEY STREET ROXBURY,MA 02119	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000
EAST HARLEM TUTORIAL PROGRAM INC 2050 SECOND AVENUE NEW YORK,NY 10029	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000
FARM AND WILDERNESS FOUNDATION 263 FARM WILDERNESS RD PLYMOUTH,VT 05056	NONE	PUBLIC CHARITY	FOR NEW CAPITAL CAMPAIGN	25,000
FRIENDS OF THE RIVERFRONT 33 TERMINAL WAY PITTSBURGH,PA 15219	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000
GREATER BOSTON FOOD BANK INC 70 SOUTH BAY AVENUE BOSTON,MA 02118	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000
GROW PITTSBURGH 2W 6587 HAMILTON AVENUE PITTSBURGH,PA 15206	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000
HARLEM CHILDREN'S ZONE 35 EAST 125TH STREET NEW YORK,NY 10035	NONE	PUBLIC CHARITY	\$100K FOR HARLEM GEMS/ \$50K FOR GIFTED STUDENTS	150,000
INSTITUTE FOR EDUCATIONAL LEADERSHIP 4301 CONNECTICUT AVENUE NW SUITE 100 WASHINGTON,DC 200082304	NONE	PUBLIC CHARITY	IN SUPPORT OF THE NATIONAL FORUM, APRIL 2014	25,000
JEWISH FAMILY & CHILDREN'S SERVICE OF PITTSBURGH 5743 BARTLETT STREET PITTSBURGH,PA 15217	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
JUDGE BAKER CHILDREN'S CENTER 53 PARKER HILL AVENUE BOSTON,MA 02120	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000
JUMPSTART FOR YOUNG CHILDREN INC 308 CONGRESS STREET BOSTON,MA 02110	NONE	PUBLIC CHARITY	UNRESTRICTED USE FOR NATIONAL OFFICE	5,000
LANDMARK TRUST USA 707 KIPLING ROAD DUMMERSTON,VT 05301	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000
MANHATTAN SCHOOL OF MUSIC 120 CLAREMONT AVENUE NEWYORK,NY 10027	NONE	PUBLIC CHARITY	SUPPORT SELMA WIENER BERKMAN SCHOLARSHIP FUND	7,500
MOUNT SINAI HOSPITALMARTHA STEWART CENTER ONE GUSTAVE L LEVY PLACE NEWYORK,NY 10029	NONE	PUBLIC CHARITY	MARTHA STEWART CENTER	5,000
NEW DRAMATISTS 424 WEST 44TH STREET NEWYORK,NY 10036	NONE	PUBLIC CHARITY	OPERATING SUPPORT	7,500
NORTH BENNET STREET INDUSTRIAL SCHOOL 39 NORTH BENNET STREET BOSTON,MA 02113	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000
PITTSBURGH ASSOCIATION FOR THE EDUCATION OF YOUNG CHILDREN (PAEYC) 5604 SOLWAY STREET PITTSBURGH,PA 15217	NONE	PUBLIC CHARITY	KELLY STREET CENTER	5,000
PITTSBURGH FOUNDATION FIVE PPG PLACE SUITE 250 PITTSBURGH,PA 15222	NONE	PUBLIC CHARITY	ACKERMAN SCHOLARSHIP FUND FOR BOYS & GIRLS CLUB OF W PA	5,000
PITTSBURGH OPERA INC 2425 LIBERTY AVENUE PITTSBURGH,PA 15222	NONE	PUBLIC CHARITY	ANNUAL FUND FOR OPERA CONNECTIONS	5,000
PITTSBURGH PROMISE 1901 CENTRE AVENUE SUITE 204 PITTSBURGH,PA 15219	NONE	PUBLIC CHARITY	FOR SCHOLARSHIP PROGRAM	10,000
PITTSBURGH SYMPHONY SOCIETY INC HEINZ HALL FOR THE PERFORMING ARTS 600 PENN AVENUE PITTSBURGH,PA 15222	NONE	PUBLIC CHARITY	ANNUAL FUND FOR EDUCATION AND COMMUNITY ENGAGEMENT	5,000
ROBIN HOOD FOUNDATION 826 BROADWAY 9TH FLOOR NEWYORK,NY 10003	NONE	PUBLIC CHARITY	FOR HURRICANE SANDY RELIEF	25,000
TEMPLE EMANU-EL 1 EAST 65TH STREET NEWYORK,NY 10021	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000
TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA 3451 WALNUT STREET SUITE 305 PHILADELPHIA,PA 191046284	NONE	PUBLIC CHARITY	F/B/O THE INSTITUTE ON AGING OF THE SCHOOL OF MEDICINE	100,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
UNITED WAY OF MASSACHUSETTS BAY AND MERRIMACK VALLEY 51 SLEEPER STREET BOSTON,MA 02210	NONE	PUBLIC CHARITY	FOR THRIVE IN 5	5,000
Total  3a				747,000

TY 2012 Accounting Fees Schedule

Name: THE ALLEN H AND SELMA W BERKMAN

CHARITABLE TRUST C/O GMA FOUNDATIONS

EIN: 25-6144060

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	7,594	0		7,594

TY 2012 Explanation of Non-Filing with Attorney General Statement

Name: THE ALLEN H AND SELMA W BERKMAN
CHARITABLE TRUST C/O GMA FOUNDATIONS

EIN: 25-6144060

Statement: THE ALLEN H. AND SELMA W. BERKMAN CHARITABLE TRUST IS REGISTERED IN PA THE PA DEPARTMENT OF STATE CHARITIES PROVIDES FOR A FILING EXEMPTION FOR ANY CHARITABLE ORGANIZATION WHICH RECEIVES \$25,000 OR LESS OF ANNUAL GROSS NATIONAL CONTRIBUTIONS. THE ALLEN H. AND SELMA W. BERKAMN CHARITABLE TRUST HAS NO CONTRIBUTION INCOME AND AS SUCH IS NOT REQUIRED TO PROVIDE A COPY OF THE FORM 990PF TO PA

**TY 2012 Investments Corporate
Stock Schedule**

Name: THE ALLEN H AND SELMA W BERKMAN
CHARITABLE TRUST C/O GMA FOUNDATIONS

EIN: 25-6144060

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PUBLICLY TRADED EQUITIES	2,375,581	2,375,581

TY 2012 Investments - Other Schedule**Name:** THE ALLEN H AND SELMA W BERKMAN

CHARITABLE TRUST C/O GMA FOUNDATIONS

EIN: 25-6144060

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
INVESTMENTS IN LIMITED PARTNERSHIPS	FMV	562,841	562,841
MUTUAL FUNDS	FMV	13,246,894	13,246,894
ALTERNATIVE INVESTMENTS	FMV	720,284	720,284

TY 2012 Other Expenses Schedule

Name: THE ALLEN H AND SELMA W BERKMAN

CHARITABLE TRUST C/O GMA FOUNDATIONS

EIN: 25-6144060

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
POSTAGE	6	0		6
MEMBERSHIP DUES	3,495	0		3,495
INSURANCE EXPENSE	1,625	0		1,625

TY 2012 Other Increases Schedule

Name: THE ALLEN H AND SELMA W BERKMAN

CHARITABLE TRUST C/O GMA FOUNDATIONS

EIN: 25-6144060

Description	Amount
UNREALIZED GAIN	1,356,646

TY 2012 Other Professional Fees Schedule**Name:** THE ALLEN H AND SELMA W BERKMAN

CHARITABLE TRUST C/O GMA FOUNDATIONS

EIN: 25-6144060

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GRANT ADMINISTRATION	41,501	0		41,501
INVESTMENT MANAGEMENT	55,537	55,537		0
OTHER	1,902	0		1,902

TY 2012 Taxes Schedule**Name:** THE ALLEN H AND SELMA W BERKMAN

CHARITABLE TRUST C/O GMA FOUNDATIONS

EIN: 25-6144060

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	11,000	0		0
FOREIGN DIVIDEND TAX	1,884	1,884		0