

Form **990**

OMB No 1545-0047

Return of Organization Exempt From Income Tax
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)**2004**Department of the Treasury
Internal Revenue Service

The organization may have to use a copy of this return to satisfy state reporting requirements

Open to Public Inspection**A** For the 2004 calendar year, or tax year beginning **7/01/04**, and ending **6/30/05**

- B** Check if applicable:
- ☐ Address change
- ☐ Name change
- ☐ Initial return
- ☐ Final return
- ☐ Amended return
- ☐ Application pending

Please use IRS label or print or type. See Specific Instructions.

C Name of organization**THE BROWNING SCHOOL**

Number and street (or P.O. box if mail is not delivered to street address)

52 E. 62nd STREET

Room/suite

City or town, state or country, and ZIP + 4

NEW YORK**NY 10021-8024****D** Employer identification no.**13-1623918****E** Telephone number**212-838-6280****F** Accounting method: ☐ Cash☒ Accrual ☐ Other (specify)

Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

G Website: **BROWNING.EDU/****J** Organization type(check only one) ☒ 501(c) (**3**) (insert no.) ☐ 4947(a)(1) or ☐ 527**K** Check here ☐ if the organization's gross receipts are normally not more than \$25,000.

The organization need not file a return with the IRS, but if the organization received a Form 990 Package in the mail, it should file a return without financial data. Some states require a complete return.

H and I are not applicable to section 527 organizations

H(a) Is this a group return for affiliates? ☐ Yes ☒ No**H(b)** If "Yes," enter number of affiliates **▶****H(c)** Are all affiliates included? ☐ Yes ☐ No

(If "No," att a list See instr.)

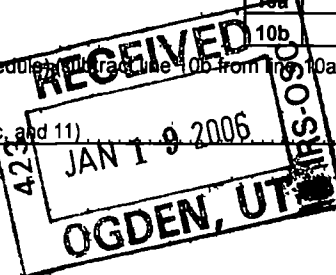
H(d) Is this a separate return filed by an organization covered by a group ruling? ☐ Yes ☐ No**I** Group Exemption Number **▶****M** Check ☐ if the organization is not required to attach Sch. B (Form 990, 990-EZ, or 990-PF)**L** Gross receipts. Add lines 6b, 8b, 9b, and 10b to line 12 **▶** **15,707,503****Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances** (See page 18 of the instructions.)**1** Contributions, gifts, grants, and similar amounts received:**a** Direct public support**b** Indirect public support**c** Government contributions (grants)**1a** **2,177,234****1b****1c****d** Total (add lines 1a through 1c) (cash \$ **2,011,242** noncash \$ **165,992**)**1d** **2,177,234****2** Program service revenue including government fees and contracts (from Part VII, line 93)**2** **9,197,719****3** Membership dues and assessments**3****4** Interest on savings and temporary cash investments**4****5** Dividends and interest from securities**5** **357,376****6a** Gross rents**6a****b** Less: rental expenses**6b****c** Net rental income or (loss) (subtract line 6b from line 6a)**6c****7** Other investment income (describe **▶**)**7****8a** Gross amount from sales of assets other than inventory

(A) Securities

(B) Other

3,975,174**8a****b** Less: cost or other basis and sales expenses**3,957,613****8b****c** Gain or (loss) (attach schedule)**17,561****8c****d** Net gain or (loss) (combine line 8c, columns (A) and (B)) **See Stmt****8d** **17,561****9** Special events and activities (attach schedule). If any amount is from gaming, check here ☐**a** Gross revenue (not including \$ _____ of contributions reported on line 1a)**9a****b** Less: direct expenses other than fundraising expenses**9b****c** Net income or (loss) from special events (subtract line 9b from line 9a)**9c****10a** Gross sales of inventory, less returns and allowances**10a****b** Less: cost of goods sold**10b****c** Gross profit or (loss) from sales of inventory (attach schedule and subtract line 10b from line 10a)**10c****11** Other revenue (from Part VII, line 103)**11****12** Total revenue (add lines 1d, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11)**12** **11,749,890****E** **13** Program services (from line 44, column (B))**13** **6,734,528****14** Management and general (from line 44, column (C))**14** **2,894,939****15** Fundraising (from line 44, column (D))**15** **246,086****16** Payments to affiliates (attach schedule)**16****17** Total expenses (add lines 16 and 44, column (A))**17** **9,875,553****A** **18** Excess or (deficit) for the year (subtract line 17 from line 12)**18** **1,874,337****N** **19** Net assets or fund balances at beginning of year (from line 73, column (A))**19** **15,099,575****s** **20** Other changes in net assets or fund balances (attach explanation)**See Statement****20** **629,596****21** Net assets or fund balances at end of year (combine lines 18, 19, and 20)**21** **17,603,508**

SCANNED JAN 30 2006



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Part II Statement of Functional Expenses

All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others. (See page 22 of the instructions.)

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.	(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22 Grants and allocations (attach schedule) (cash \$ _____ non-cash \$ _____)	22			
23 Specific assistance to individuals	23			
24 Benefits paid to or for members	24			
25 Compensation of officers, directors, etc.	25			
26 Other salaries and wages	26 5,503,954	3,452,840	1,846,901	204,213
27 Pension plan contributions	27 179,017	107,378	59,536	12,103
28 Other employee benefits	28			
29 Payroll taxes	29 383,914	267,079	102,175	14,660
30 Professional fundraising fees	30			
31 Accounting fees	31 16,532		16,532	
32 Legal fees	32 34,095		34,095	
33 Supplies	33 67,858	67,858		
34 Telephone	34 34,248		34,248	
35 Postage and shipping	35 50,212		50,212	
36 Occupancy	36			
37 Equipment rental and maintenance	37			
38 Printing and publications	38 26,487	26,487		
39 Travel	39			
40 Conferences, conventions, and meetings	40 7,691		7,691	
41 Interest	41 111,044		111,044	
42 Depreciation, depletion, etc. (attach schedule)	42 271,196		271,196	
43 Other expenses not covered above (itemize): a	43a			
b See Statement 3	43b 3,189,305	2,812,886	361,309	15,110
c	43c			
d	43d			
e	43e			
44 Total functional expenses (add lines 22 - 43) Organizations completing columns (B)-(D), carry these totals to lines 13-15	44 9,875,553	6,734,528	2,894,939	246,086

Joint Costs. Check ☐ if you are following SOP 98-2.Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? ☐ Yes ☒ No

If "Yes," enter (i) the aggregate amount of these joint costs \$ _____, (ii) the amount allocated to Program services \$ _____,

(iii) the amount allocated to Management and general \$ _____, and (iv) the amount allocated to Fundraising \$ _____.

Part III Statement of Program Service Accomplishments (See page 25 of the instructions.)

What is the organization's primary exempt purpose?

► OPERATION OF AN EDUCATIONAL INSTITUTION

All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable. (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)

Program Service Expenses
(Required for 501(c)(3) & (4) orgs. & 4947(a)(1) trusts, but optional for others.)a **CHARTERED BOYS SCHOOL WITH GRADES FROM PRE-PRIMARY THROUGH FOURTH YEAR HIGH SCHOOL.**(Grants and allocations \$ _____) **6,734,528**b _____
(Grants and allocations \$ _____)c _____
(Grants and allocations \$ _____)d _____
(Grants and allocations \$ _____)

e Other program services (attach schedule) (Grants and allocations \$ _____)

f **Total of Program Service Expenses** (should equal line 44, column (B), Program services) **6,734,528**

Part IV Balance Sheets (See page 25 of the instructions.)

Note: Where required, attached schedules and amounts within the description column should be for end-of-year amounts only		(A) Beginning of year		(B) End of year
45	Cash-non-interest-bearing	449,690	45	821,477
46	Savings and temporary cash investments	1,003,302	46	849,545
47a	Accounts receivable	83,725		
b	Less: allowance for doubtful accounts	10,000	47c	73,725
48a	Pledges receivable		48c	
b	Less: allowance for doubtful accounts		49	
49	Grants receivable		50	
50	Receivables from officers, directors, trustees, and key employees (attach schedule)			
51a	Other notes and loans receivable (attach schedule)			
b	Less: allowance for doubtful accounts		51c	
52	Inventories for sale or use		52	
53	Prepaid expenses and deferred charges	127,236	53	48,103
54	Investments-securities See Statement 4 <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV	6,999,011	54	7,890,604
55a	Investments-land, buildings, and equipment: basis			
b	Less: accumulated depreciation (attach schedule)		55c	
56	Investments-other (attach schedule)		56	
57a	Land, buildings, and equipment: basis	11,171,261		
b	Less: accumulated depreciation (attach schedule) See Statement 5	4,851,431	57c	6,319,830
58	Other assets (describe See Statement 6)	4,059,398	58	5,398,184
59	Total assets (add lines 45 through 58) (must equal line 74)	19,019,177	59	21,401,468
60	Accounts payable and accrued expenses	963,426	60	847,545
61	Grants payable		61	
62	Deferred revenue See Statement 7	1,423,428	62	1,442,042
63	Loans from officers, directors, trustees, and key employees (attach schedule)		63	
64a	Tax-exempt bond liabilities (attach schedule)		64a	
b	Mortgages and other notes payable (attach schedule) See Worksheet	1,292,924	64b	1,255,423
65	Other liabilities (describe See Statement 8)	239,824	65	252,950
66	Total liabilities (add lines 60 through 65)	3,919,602	66	3,797,960
Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74				
67	Unrestricted	11,052,267	67	12,213,956
68	Temporarily restricted	504,498	68	1,547,310
69	Permanently restricted	3,542,810	69	3,842,242
Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74				
70	Capital stock, trust principal, or current funds		70	
71	Paid-in or capital surplus, or land, building, and equipment fund		71	
72	Retained earnings, endowment, accumulated income, or other funds		72	
73	Total net assets or fund balances (add lines 67 through 69 or lines 70 through 72; column (A) must equal line 19; column (B) must equal line 21)	15,099,575	73	17,603,508
74	Total liabilities and net assets / fund balances (add lines 66 and 73)	19,019,177	74	21,401,468

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization. How the public perceives an organization in such cases may be determined by the information presented on its return. Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments.

Form 990 (2004)

THE BROWNING SCHOOL

13-1623918

Page 4

Part IV-A Reconciliation of Revenue per Audited Financial Statements with Revenue per Return (See page 27 of the instructions.)

a	Total revenue, gains, and other support per audited financial statements	a	12,379,486
b	Amounts included on line a but not on line 12, Form 990:		
(1)	Net unrealized gains on investments \$		629,596
(2)	Donated services and use of facilities \$		
(3)	Recoveries of prior year grants \$		
(4)	Other (specify):		
	\$		
	Add amounts on lines (1) through (4)	b	629,596
c	Line a minus line b	c	11,749,890
d	Amounts included on line 12, Form 990 but not on line a:		
(1)	Investment expenses not included on line 6b, Form 990 \$		
(2)	Other (specify):		
	\$		
	Add amounts on lines (1) and (2)	d	
e	Total revenue per line 12, Form 990 (line c plus line d)	e	11,749,890

Part IV-B Reconciliation of Expenses per Audited Financial Statements with Expenses per Return

a	Total expenses and losses per audited financial statements	a	9,875,553
b	Amounts included on line a but not on line 17, Form 990:		
(1)	Donated services and use of facilities \$		
(2)	Prior year adjustments reported on line 20, Form 990 \$		
(3)	Losses reported on line 20, Form 990 \$		
(4)	Other (specify):		
	\$		
	Add amounts on lines (1) through (4)	b	
c	Line a minus line b	c	9,875,553
d	Amounts included on line 17, Form 990 but not on line a:		
(1)	Investment expenses not included on line 6b, Form 990 \$		
(2)	Other (specify):		
	\$		
	Add amounts on lines (1) and (2)	d	
e	Total expenses per line 17, Form 990 (line c plus line d)	e	9,875,553

Part V List of Officers, Directors, Trustees, and Key Employees (List each one even if not compensated; see page 27 of the instructions.)

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-)	(D) Contrib to employee benefit plans & deferred compensation	(E) Expense account and other allowances
JAMES S CHANOS 20 W. 55TH ST. NEW YORK NY 10019	PRESIDENT	0	0	0
PAUL J FRIBOURG 277 PARK AVE. NEW YORK NY 10172	VICE-PRESIDE	0	0	0
LOIS L HUTZLER 135 E. 72ST ST. NEW YORK NY 10021	SECRETARY	0	0	0
R. THOMAS HERMAN 395 SOUTH END AVE. NEW YORK NY 10280	ASST SECRETA	0	0	0
JOHN G LINDENTHAL 1345 6TH AVE. NEW YORK NY 10105	TREASURER	0	0	0
RICHARD L WEAVER 330 E. 52ND ST. NEW YORK NY 10022	ASST TREASUR	0	0	0

75 Did any officer, director, trustee, or key employee receive aggregate compensation of more than \$100,000 from your organization and all related organizations, of which more than \$10,000 was provided by the related organizations?
If "Yes," attach schedule-see page 28 of the instructions.

Yes ☐ No ☒

Part VI Other Information (See page 28 of the instructions.)

	Yes	No
76 Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity	76	X
77 Were any changes made in the organizing or governing documents but not reported to the IRS? If "Yes," attach a conformed copy of the changes.	77	X
78a Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?	78a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	78b	
79 Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement	79	X
80a Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc., to any other exempt or nonexempt organization?	80a	X
b If "Yes," enter the name of the organization <input type="checkbox"/> and check whether it is <input type="checkbox"/> exempt or <input type="checkbox"/> nonexempt.		
81a Enter direct and indirect political expenditures. See line 81 instructions	81a	
b Did the organization file Form 1120-POL for this year?	81b	X
82a Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?	82a	X
b If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.)	82b	
83a Did the organization comply with the public inspection requirements for returns and exemption applications?	83a	X
b Did the organization comply with the disclosure requirements relating to quid pro quo contributions?	83b	X
84a Did the organization solicit any contributions or gifts that were not tax deductible?	84a	X
b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	84b	N/A
85 501(c)(4), (5), or (6) organizations. a Were substantially all dues nondeductible by members?	85a	N/A
b Did the organization make only in-house lobbying expenditures of \$2,000 or less?	85b	N/A
If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.		
c Dues, assessments, and similar amounts from members	85c	
d Section 162(e) lobbying and political expenditures	85d	
e Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices	85e	
f Taxable amount of lobbying and political expenditures (line 85d less 85e)	85f	
g Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?	85g	N/A
h If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?	85h	N/A
86 501(c)(7) orgs. Enter: a Initiation fees and capital contributions included on line 12	86a	
b Gross receipts, included on line 12, for public use of club facilities	86b	
87 501(c)(12) orgs. Enter: a Gross income from members or shareholders	87a	
b Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)	87b	
88 At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX	88	X
89a 501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under: section 4911 <input type="text"/> 0 ; section 4912 <input type="text"/> 0 ; section 4955 <input type="text"/> 0		
b 501(c)(3) and 501(c)(4) orgs. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction	89b	X
c Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958		0
d Enter: Amount of tax on line 89c, above, reimbursed by the organization		0
90a List the states with which a copy of this return is filed <input type="text"/> NY		
b Number of employees employed in the pay period that includes March 12, 2004 (See instructions)	90b	93
91 The books are in care of <input type="text"/> GERARD PLASSE Located at <input type="text"/> NEW YORK, NY		
92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the tax year <input type="text"/>	92	

 Telephone no. **212-838-6280**
 ZIP + 4 **10021-8024**

Part VII Analysis of Income-Producing Activities (See page 33 of the instructions.)

Note: Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by sec 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
93 Program service revenue:					
a See Statement 9					9,197,719
b					
c					
d					
e					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings and temporary cash investments					
96 Dividends and interest from securities					357,376
97 Net rental income or (loss) from real estate:					
a debt-financed property					
b not debt-financed property					
98 Net rental income or (loss) from personal property					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory					17,561
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory					
103 Other revenue. a					
b					
c					
d					
e					
104 Subtotal (add columns (B), (D), and (E))		0		0	9,572,656
105 Total (add line 104, columns (B), (D), and (E))					9,572,656

Note: Line 105 plus line 1d, Part I, should equal the amount on line 12, Part I.

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See page 34 of the instructions.)

Line No.	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
93a	ALL THE ABOVE ACTIVITIES ARE NECESSARY
96	FOR THE OPERATION OF A FULL FUNCTION
100	SCHOOL FROM GRADE K THROUGH GRADE 12.

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See page 34 of the instructions.)

(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End-of-year assets
N/A	%			
	%			
	%			
	%			

Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See page 34 of the instructions.)

- (a) Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- (b) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

Note: If "Yes" to (b), file Form 8870 and Form 4720 (see instructions).

Please 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 officer) is based on all information of which preparer has any knowledge.	
	Signature of officer <i>JAMES S. CHANAS</i> Type or print name and title President	Date 1/12/2006

Paid Preparer's Use Only	Preparer's signature <i>[Signature]</i>	Date 11/07/05	Check if self-employed <input type="checkbox"/>	Preparer's SSN or PTIN (See Gen Instr W) 056-34-4124
	Firm's name (or yours if self-employed), address, and ZIP + 4 O'Keefe & Company 115 Broadway Hicksville, NY 11801	EIN 11-3058514	Phone no 516-935-1211	

SCHEDULE A
(Form 990 or 990-EZ)**Organization Exempt Under Section 501(c)(3)**(Except Private Foundation) and Section 501(e), 501(f), 501(k),
501(n), or Section 4947(a)(1) Nonexempt Charitable Trust

OMB No 1545-0047

Supplementary Information-(See separate instructions.)**2004**Department of the Treasury
Internal Revenue Service▶ **MUST be completed by the above organizations and attached to their Form 990 or 990-EZ**

Name of the organization

Employer identification number

THE BROWNING SCHOOL**13-1623918****Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees**
(See page 1 of the instructions. List each one. If there are 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 empl ben plans & deferred comp	(e) Expense account and other allowances
STEPHEN M CLEMENT III 950 PARK AVENUE NEW YORK NY 10021	HEADMASTER F/T	301,126	10,375	
GERARD PLASSE 780 RIVERSIDE DRIVE NEW YORK NY 10032	FINANCE DIRECTOR F/T	206,762	10,295	
JACQUELINE CASEY 108 E. 66th STREET NEW YORK NY 10021	DIR OF ADMISSIONS F/T	131,818	6,562	
LAURIE GRUHN 201 E. 79th STREET NEW YORK NY 10021	TEACHER F/T	130,429	6,500	
MATTHEW HORVAT 305 W. 103 STREET NEW YORK NY 10025	TEACHER F/T	107,353	5,350	
Total number of other employees paid over \$50,000 ▶	45			

Part II Compensation of the Five Highest Paid Independent Contractors for Professional Services
(See page 2 of the instructions. List each one (whether individuals or firms). If there are none, enter "None.")

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services ▶		

For Paperwork Reduction Act Notice, see the Instructions for Form 990 and Form 990-EZ.

Schedule A (Form 990 or 990-EZ) 2004

Part III Statements About Activities (See page 2 of the instructions.)

Yes No

- 1 During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ► \$ _____ (Must equal amounts on line 38, Part VI-A, or line I of Part VI-B)

1 X

Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.

- 2 During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions.)

- a Sale, exchange, or leasing of property?
 b Lending of money or other extension of credit?
 c Furnishing of goods, services, or facilities?
 d Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)?

2a X
 2b X
 2c X
 2d X

See Statement 10

- e Transfer of any part of its income or assets?
 3a Do you make grants for scholarships, fellowships, student loans, etc.? (If "Yes," attach an explanation of how you determine that recipients qualify to receive payments.)

2e X

See Statement 11

- b Do you have a section 403(b) annuity plan for your employees?
 4a Did you maintain any separate account for participating donors where donors have the right to provide advice on the use or distribution of funds?
 b Do you provide credit counseling, debt management, credit repair, or debt negotiation services?

3a X
 3b X
 4a X
 4b X

Part IV Reason for Non-Private Foundation Status (See pages 3 through 6 of the instructions.)The organization is not a private foundation because it is: (Please check only **ONE** applicable box.)

- 5 ☐ A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i)
 6 ☒ A school. Section 170(b)(1)(A)(ii). (Also complete Part V)
 7 ☐ A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii).
 8 ☐ A Federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v).
 9 ☐ A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state ►
 10 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv). (Also complete the **Support Schedule** in Part IV-A.)
 11a ☐ An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
 11b ☐ A community trust. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
 12 ☐ An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc., functions-subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Also complete the **Support Schedule** in Part IV-A.)
 13 ☐ An organization that is not controlled by any disqualified persons (other than foundation managers) and supports organizations described in: (1) lines 5 through 12 above; or (2) section 501(c)(4), (5), or (6), if they meet the test of section 509(a)(2). (See section 509(a)(3).)

Provide the following information about the supported organizations. (See page 5 of the instructions.)

(a) Name(s) of supported organization(s)	(b) Line number from above

- 14 ☐ An organization organized and operated to test for public safety. Section 509(a)(4). (See page 5 of the instructions.)

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12.) Use cash method of accounting.**Note:** You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting.

Calendar year (or fiscal year beginning in) ▶	(a) 2003	(b) 2002	(c) 2001	(d) 2000	(e) Total
15 Gifts, grants, and contributions received (Do not include unusual grants. See line 28.)					
16 Membership fees received					
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose					
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975					
19 Net income from unrelated business activities not included in line 18					
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					
21 The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge.					
22 Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets.					
23 Total of lines 15 through 22					
24 Line 23 minus line 17					
25 Enter 1% of line 23					

26 Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24 ▶ **26a**

b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2000 through 2003 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts ▶ **26b**

c Total support for section 509(a)(1) test: Enter line 24, column (e) ▶ **26c**

d Add: Amounts from column (e) for lines 18 _____ 19 _____
22 _____ 26b _____ ▶ **26d**

e Public support (line 26c minus line 26d total) ▶ **26e**

f Public support percentage (line 26e (numerator) divided by line 26c (denominator)) ▶ **26f** %

27 Organizations described on line 12: a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person." **Do not file this list with your return.** Enter the sum of such amounts for each year: **N/A**

(2003) (2002) (2001) (2000)

b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000. (Include in the list organizations described in lines 5 through 11, as well as individuals.) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year: **N/A**

(2003) (2002) (2001) (2000)

c Add: Amounts from column (e) for lines: 15 _____ 16 _____
17 _____ 20 _____ 21 _____ ▶ **27c**

d Add: Line 27a total _____ and line 27b total _____ ▶ **27d**

e Public support (line 27c total minus line 27d total) ▶ **27e**

f Total support for section 509(a)(2) test: Enter amount from line 23, column (e) ▶ **27f**

g Public support percentage (line 27e (numerator) divided by line 27f (denominator)) ▶ **27g** %

h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator)) ▶ **27h** %

28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 2000 through 2003, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. Do not file this list with your return. Do not include these grants in line 15.

Part V Private School Questionnaire (See page 7 of the instructions.)
(To be completed ONLY by schools that checked the box on line 6 in Part IV)

	Yes	No
29 Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?	X	
30 Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?	X	
31 Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves? If "Yes," please describe; if "No," please explain. (If you need more space, attach a separate statement.)	X	
ANNUALLY PUBLISH STATEMENT OF RACIALLY NON-DISCRIMINATORY POLICY IN THE "NEW YORK TIMES"		
32 Does the organization maintain the following:		
a Records indicating the racial composition of the student body, faculty, and administrative staff?	X	
b Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?	X	
c Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?	X	
d Copies of all material used by the organization or on its behalf to solicit contributions?	X	
If you answered "No" to any of the above, please explain. (If you need more space, attach a separate statement.)		
33 Does the organization discriminate by race in any way with respect to:		
a Students' rights or privileges?		X
b Admissions policies?		X
c Employment of faculty or administrative staff?		X
d Scholarships or other financial assistance?		X
e Educational policies?		X
f Use of facilities?		X
g Athletic programs?		X
h Other extracurricular activities?		X
If you answered "Yes" to any of the above, please explain. (If you need more space, attach a separate statement.)		
34a Does the organization receive any financial aid or assistance from a governmental agency?	X	
b Has the organization's right to such aid ever been revoked or suspended? If you answered "Yes" to either 34a or b, please explain using an attached statement.		X
See Statement 12		
35 Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev. Proc. 75-50, 1975-2 C.B. 587, covering racial nondiscrimination? If "No," attach an explanation	X	

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 9 of the instructions.)(To be completed **ONLY** by an eligible organization that filed Form 5768) **N/A**Check ☐ **a** if the organization belongs to an affiliated group. Check ☐ **b** if you checked "a" and "limited control" provisions apply.**Limits on Lobbying Expenditures**

(The term "expenditures" means amounts paid or incurred.)

	(a) Affiliated group totals	(b) To be completed for ALL electing organizations												
36 Total lobbying expenditures to influence public opinion (grassroots lobbying)	36													
37 Total lobbying expenditures to influence a legislative body (direct lobbying)	37													
38 Total lobbying expenditures (add lines 36 and 37)	38													
39 Other exempt purpose expenditures	39													
40 Total exempt purpose expenditures (add lines 38 and 39)	40													
41 Lobbying nontaxable amount. Enter the amount from the following table-														
<table border="0"> <tr> <td>If the amount on line 40 is-</td> <td>The lobbying nontaxable amount is-</td> </tr> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 40</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000</td> </tr> </table>	If the amount on line 40 is-	The lobbying nontaxable amount is-	Not over \$500,000	20% of the amount on line 40	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000	Over \$17,000,000	\$1,000,000	41	
If the amount on line 40 is-	The lobbying nontaxable amount is-													
Not over \$500,000	20% of the amount on line 40													
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000													
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000													
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000													
Over \$17,000,000	\$1,000,000													
42 Grassroots nontaxable amount (enter 25% of line 41)	42													
43 Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36	43													
44 Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38	44													

Caution: If there is an amount on either line 43 or line 44, you must file Form 4720.**4-Year Averaging Period Under Section 501(h)**

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below.)

See the instructions for lines 45 through 50 on page 11 of the instructions.)

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				
	(a) 2004	(b) 2003	(c) 2002	(d) 2001	(e) Total
45 Lobbying nontaxable amount					
46 Lobbying ceiling amount (150% of line 45(e))					
47 Total lobbying expenditures					
48 Grassroots nontaxable amount					
49 Grassroots ceiling amount (150% of line 48(e))					
50 Grassroots lobbying expenditures					

Part VI-B Lobbying Activity by Nonelecting Public Charities(For reporting only by organizations that did not complete Part VI-A) (See page 11 of the instructions.) **N/A**

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:

- a** Volunteers
- b** Paid staff or management (Include compensation in expenses reported on lines c through h.)
- c** Media advertisements
- d** Mailings to members, legislators, or the public
- e** Publications, or published or broadcast statements
- f** Grants to other organizations for lobbying purposes
- g** Direct contact with legislators, their staffs, government officials, or a legislative body
- h** Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means
- i** Total lobbying expenditures (Add lines c through h.)

Yes	No	Amount

If "Yes" to any of the above, also attach a statement giving a detailed description of the lobbying activities.

Part VII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations (See page 11 of the instructions.)

51 Did the reporting 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 organization to a noncharitable exempt organization of:

(i) **Cash**

(ii) Other assets

b Other transactions:

(i) Sales or exchanges of assets with a noncharitable exempt organization

(ii) Purchases of assets from a noncharitable exempt organization

(III) Rental of facilities, equipment, or other assets

(iv) Reimbursement arrangements

(v) Loans or loan guarantees

(vi) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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 organization. If the organization 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:

	Yes	No
51a(i)		X
a(ii)		X
b(i)		X
b(ii)		X
b(iii)		X
b(iv)		X
b(v)		X
b(vi)		X
c		X

[illegible]

52a Is the organization 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:

[illegible]

Mortgages and Other Notes Payable

Forms

990 / 990-PF**2004**

For calendar year 2004, or tax year beginning

7/01/04, and ending**6/30/05**

Name

Employer Identification Number

THE BROWNING SCHOOL**13-1623918****Form 990, Part IV, Line 64b - Additional Information**

Name of lender	Relationship to disqualified person
(1) MORTGAGE LOAN (1ST)	
(2) MORTGAGE LOAN (2ND)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	

Original amount borrowed	Date of loan	Maturity date	Repayment terms	Interest rate
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				

Security provided by borrower	Purpose of loan
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	

Consideration furnished by lender	Balance due at beginning of year	Balance due at end of year
(1)	854,663	829,800
(2)	438,261	425,623
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Totals	1,292,924	1,255,423

Federal Statements

11/7/2005 1:58 PM

Statement 1 - Form 990, Part I, Line 8c - Sale of Assets Other Than Inventory - Securities

Desc		How Rec'd	Whom Sold	Date Acquired	Date Sold	Sale Price	Cost & Expense	Deprec	Gain/ -Loss
Publicly Traded Securities									
Total						\$3,975,174	\$3,957,613	\$	17,561
						<u>\$3,975,174</u>	<u>\$3,957,613</u>	<u>0</u>	<u>17,561</u>

Federal Statements**Statement 2 - Form 990, Line 20 - Other Changes in Net Assets or Fund Balances**

<u>Description</u>	<u>Amount</u>
Net Unrealized Gains on Investments	\$ <u>629,596</u>
Total	\$ <u><u>629,596</u></u>

13-1623918

Federal Statements

FYE: 6/30/2005

Statement 3 - Form 990, Part II, Line 43 - Other Functional Expenses

Description	Total Expenses	Program Service	Mgt & General	Fund- Raising
	\$	\$	\$	\$
Expenses				
INSURANCE	752,484	752,484		
SCHOLARSHIP EXPENSE	1,073,924	1,073,924		
REPAIRS & MAINTENANCE	178,546	178,546		
UTILITIES	113,519	113,519		
FACULTY DEVELOPMENT	68,367	68,367		
ATHLETIC DEPT EXPENSE	70,007	70,007		
ART & SCIENCE DEPT EXPENSE	34,561	34,561		
PRIZES & AWARDS	7,574	7,574		
INTER-SCHOOL PROGRAM EXP	31,891	31,891		
SCHOOL TRIPS	-4,777	-4,777		
CONSULTING FEES	25,190	25,190		
LIBRARY EXPENSE	55,579	55,579		
RECEPTIONS	30,634	30,634		
COMPUTER INTERNET SVC	20,213	20,213		
COMPUTER SUPPLIES	33,631	33,631		
RECRUITING EXPENSE	25,682	25,682		
SUBSTITUTE TEACHER EXP	6,881	6,881		
CO-OP MTCE FEES (40 E 62 ST)	213,980	213,980		
SECURITY COSTS	7,738	7,738		
CHESS EXPENSES	12,500	12,500		
RANDALL'S ISLAND EXP	25,000	25,000		
STATIONERY & OFFICE SUPPLIES	86,793		86,793	
COPIER & COMPUTER SUPPLIS	22,721		22,721	
PROF. ASSOCIATIONS	29,770		29,770	
PORTFOLIO MGMT FEES	17,618		17,618	
HEADMASTER EXPENSES	50,677		50,677	
ADMISSIONS OFFICE EXP	12,468		12,468	
BUSINESS OFFICE EXPENSES	38,910		38,910	
TRUSTEE EXPENSES	24,746		24,746	
AMORTIZATION EXPENSE	3,461		3,461	
PERSONNEL AGENCY FEES	10,798		10,798	
MISC EXPENSES	108,219	29,762	63,347	15,110
Total	\$ 3,189,305	\$ 2,812,886	\$ 361,309	\$ 15,110

13-1623918

Federal Statements

FYE: 6/30/2005

Statement 4 - Form 990, Part IV, Line 54 - Investments in Securities

Description	Beginning of Year	End of Year	Basis of Valuation
US and State Government			
CATS SER A ZERO CPN BD 11/15/11	5,484	5,589	Market
Corporate Stock			
DEPOSIT ACCOUNT	50,161	2,216	Market
EXPLORER FUND	256,858	279,897	Market
STRATEGIC EQUITY FUND	258,951	288,557	Market
TOTAL INTL STOCK INDEX FUND	848,975	922,799	Market
TOTAL STOCK MKT INDEX FUND-ADM	1,688,406	1,835,673	Market
U.S.GROWTH FUND-ADM	589,954	668,431	Market
WINDSOR II FUND-ADM	590,518	672,697	Market
Corporate Bonds			
HIGH YIELD CORP FUND-ADM	392,860	436,282	Market
INTER-TERM CORP FUND-ADM	184,164	343,005	Market
LONG TERM BOND INDEX FUND	141,848	199,516	Market
SHORT TERM BOND INDEX FUND-ADM	272,258	300,459	Market
SHORT TERM INV GRADE FD-ADM	280,075	323,566	Market
INTER-TERM INV GR FD-ADM	700,000	753,117	Market
LONG-TERM BOND IND FUND	250,000	292,020	Market
SHORT-TERM INV GR FD-ADM	300,000	309,506	Market
SHORT-TERM BOND IND FD-ADM	250,000	257,274	Market
PAYABLE TO TEMPORARILY RESTRICTED	-61,501		Market
	<u>6,999,011</u>	<u>7,890,604</u>	

Statement 5 - Form 990, Part IV, Line 57 - Land, Buildings, and Equipment

Description	Beginning of Year	Accum Deprec	End of Year	Accum Deprec
LAND & BLDG, 52 E. 62 ST., NY, NY	\$ 696,154	\$ 534,919	\$ 696,154	\$ 535,343
LAND & BLDG, 40 E. 62 ST., NY, NY	521,722	329,451	521,722	341,986
LEASEHOLD (40 E. 62 ST)	738,222	738,222	738,222	738,222
FURNITURE & EQUIPMENT	1,266,448	909,959	1,327,583	1,002,609
SCHOOL IMPROVEMENTS	7,675,280	2,067,685	7,887,580	2,233,271
Total	<u>\$10,897,826</u>	<u>\$ 4,580,236</u>	<u>\$11,171,261</u>	<u>\$ 4,851,431</u>

Federal Statements**Statement 6 - Form 990, Part IV, Line 58 - Other Assets**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>
UNAMORTIZED MORTGAGE EXP	\$ 10,530	\$ 7,069
TENANT SECURITY	1,560	1,563
RESTRICTED FUNDS	4,047,308	5,389,552
Total	<u>\$ 4,059,398</u>	<u>\$ 5,398,184</u>

Statement 7 - Form 990, Part IV, Line 62 - Deferred Revenue

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>
DEFERRED REVENUE	\$ 1,423,428	\$ 1,442,042
Total	<u>\$ 1,423,428</u>	<u>\$ 1,442,042</u>

Statement 8 - Form 990, Part IV, Line 65 - Other Liabilities

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>
RESERVE FOR FUTURE MEDICAL EXPS	\$ 238,264	\$ 251,387
TENANT SECURITY	1,560	1,563
Total	<u>\$ 239,824</u>	<u>\$ 252,950</u>

Federal Statements**Statement 9 - Form 990, Part VII, Line 93 - Program Service Revenue**

<u>Description</u>	<u>Business Code</u>	<u>Unrelated Amount</u>	<u>Exclusion Code</u>	<u>Exclusion Amount</u>	<u>Related Income</u>
TUITION		\$		\$	\$ 8,836,119
LUNCHROOM INCOME					51,723
NYS ADMIN REIMBURSEMENTS					68,136
APPLICATION FEES					17,550
DISTR. OF TEXTBOOKS					112,651
GRADUATION FEES					2,300
FINANCE CHRGS (UNPAID BILLS					7,701
REGISTRATION FEES FORFEITED					4,640
RENT ON APARTMENTS					18,702
MAINTENANCE CHRGS - APTS					-26,447
REAL ESTATE TAX - APTS					-13,927
ENCORE AFTER SCHOOL PROGRAM					81,989
OTHER					36,582
Total		\$	0	\$	0 \$ 9,197,719

Statement 10 - Schedule A, Part III, Line 2d - Payment of Compensation / Reimbursement of Exp

STEPHEN M CLEMENT III - PAID AS HEADMASTER, NOT AS OFFICER OR TRUSTEE.

Statement 11 - Schedule A, Part III, Line 3a - Explanation of Grant / Loan Qualifications

A COMMITTEE OF THE BOARD OF TRUSTEES DETERMINES IN A NON-DISCRIMINATORY MANNER, BASED ON FINANCIAL NEED, THE AMOUNT OF SCHOLARSHIP GRANT ALLOCATED TO EACH APPLICANT.

Schedule A, Part V, Line 31 - Publication of Nondiscriminatory Policy

ANNUALLY PUBLISH STATEMENT OF RACIALLY NON-DISCRIMINATORY
POLICY IN THE "NEW YORK TIMES"

Statement 12 - Schedule A, Part V, Line 34 - Governmental Financial Aid

RECEIVES REIMBURSEMENT FOR NEW YORK STATE FOR ATTENDANCE RECORD KEEPING,
ETC.

Form 990, Part I, Line 1a - Direct Public Support

Description	Cash	Noncash	Total
DIRECT PUBLIC SUPPORT	\$ 903,431	\$	\$ 903,431
Other Contributions	1,107,811	165,992	1,273,803
Total	\$ 2,011,242	\$ 165,992	\$ 2,177,234