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 , and ending

Name of foundation: AUSHERMAN FAMILY FOUNDATION, INC.

A Employer identification number: 20-4937263

Number and street (or P O box number if mail is not delivered to street address): 7420 HAYWARD ROAD

Room/suite: 203

B Telephone number: 301-620-4477

City or town, state, and ZIP code: FREDERICK, MD 21702

C If exemption application is pending, check here ▶ [ ]

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

D 1. Foreign organizations, check here ▶ [ ]

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

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

I Fair market value of all assets at end of year (*from Part II, col. (c), line 16*) ▶$ 14,271,579.

J Accounting method: [ ] Cash [X] Accrual [ ] Other (specify) (*Part I, column (d) must be on cash basis*)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	268,034.	261,697.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	840,842.			
	b Gross sales price for all assets on line 6a 7,679,612.				
	7 Capital gain net income (from Part IV, line 2)		840,842.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	113,399.	113,399.		STATEMENT 2
	12 Total. Add lines 1 through 11	1,222,275.	1,215,938.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	88,469.	0.		88,469.
	14 Other employee salaries and wages	45,457.	0.		45,457.
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	8,956.	0.		8,956.
	c Other professional fees STMT 4	51,924.	0.		51,924.
	17 Interest				
	18 Taxes STMT 5	37,346.	3,095.		11,651.
	19 Depreciation and depletion				
	20 Occupancy	250.	0.		250.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	115,670.	84,178.		31,492.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	348,072.	87,273.		238,199.
	25 Contributions, gifts, grants paid	682,000.			682,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,030,072.	87,273.		920,199.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	192,203.			
	b **Net investment income** (if negative, enter -0-)		1,128,665.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1,818.	8,382.	8,382.
	2 Savings and temporary cash investments	897,929.	353,438.	353,438.
	3 Accounts receivable ▶ 688.			
	Less: allowance for doubtful accounts ▶	1,318.	688.	688.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges		1,128.	1,128.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 7	12,224,647.	12,807,770.	13,907,943.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	13,125,712.	13,171,406.	14,271,579.
Liabilities	17 Accounts payable and accrued expenses	796.	22,367.	
	18 Grants payable	168,080.		
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	168,876.	22,367.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	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	12,956,836.	13,149,039.	
	30 Total net assets or fund balances	12,956,836.	13,149,039.	
	31 Total liabilities and net assets/fund balances	13,125,712.	13,171,406.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	12,956,836.
2 Enter amount from Part I, line 27a	2	192,203.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	13,149,039.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,149,039.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	7,679,612.		6,838,770.	840,842.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				840,842.

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	840,842.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	360,540.	14,323,116.	.025172
2010	186,686.	13,192,063.	.014151
2009	152,592.	11,602,533.	.013152
2008	304,667.	12,867,532.	.023677
2007	1,413,475.	14,150,834.	.099886

2	**Total** of line 1, column (d)	2	.176038
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	.035208
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	13,914,961.
5	Multiply line 4 by line 3	5	489,918.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	11,287.
7	Add lines 5 and 6	7	501,205.
8	Enter qualifying distributions from Part XII, line 4	8	920,199.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b		1	11,287.
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	11,287.
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	11,287.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a 19,487.		
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	19,487.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	8,200.
11 Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶	8,200. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ▶ WWW.AUSHERMANFAMILYFOUNDATION.ORG			
14	The books are in care of ▶ LAURA LEBO Telephone no. ▶ 301-620-4477			
	Located at ▶ 7420 HAYWARD ROAD, SUITE 203, FREDERICK, MD ZIP+4 ▶ 21702			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception**. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____ , ____ , ____ , ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____ , ____ , ____ , ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

			Yes	No
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		88,469.	0.	0.

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

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

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

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

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

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

Total number of others receiving over $50,000 for professional services ▶ 0

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

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	13,788,571.
b	Average of monthly cash balances	1b	338,293.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	14,126,864.
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	14,126,864.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	211,903.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,914,961.
6	**Minimum investment return.** Enter 5% of line 5	6	695,748.

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	695,748.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	11,287.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	11,287.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	684,461.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	684,461.
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	684,461.

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	920,199.
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	920,199.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	11,287.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	908,912.

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				684,461.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			703,986.	
b Total for prior years: 2010 , ,		49,062.		
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: ▶ $ 920,199.				
a Applied to 2011, but not more than line 2a			703,986.	
b Applied to undistributed income of prior years (Election required - see instructions)		49,062.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				167,151.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				517,310.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

MARVIN E. AUSHERMAN

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

NONE

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

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

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

SEE STATEMENT 9

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient: Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ROTARY CLUB OF FREDERICK COUNTY P.O. BOX 13 FREDERICK, MD 21705	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	1,950.
COMMUNITY FOUNDATION OF FREDERICK 312 E. CHURCH STREET FREDERICK, MD 21701	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	26,700.
FREDERICK ALLIANCE FOR YOUTH 1150 ORCHARD TERRACE FREDERICK, MD 21703	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	80,000.
FOUNDATION CENTER 79 FIFTH AVENUE NEW YORK, NY 10003	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	1,990.
FREDERICK CHURCH OF THE BRETHREN 201 FAIRVIEW AVENUE FREDERICK, MD 21701	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	1,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	682,000.
b Approved for future payment NONE				
Total			▶ 3b	0.

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	268,034.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	113,399.	
8 Gain or (loss) from sales of assets other than inventory			14	840,842.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		1,222,275.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 1,222,275.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee | Date: 11-12-13 | Title: PRESIDENT

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JEREMY DAVIS		11/7/13		P00403930
Firm's name ▶ MCGLADREY LLP			Firm's EIN ▶ 42-0714325	
Firm's address ▶ 5291 CORPORATE DR., #100 FREDERICK, MD 21703			Phone no. 301-712-9600	

223622
12-05-12

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	19,106.714 SHS BERNSTEIN INTER. DURATION INST. PO	P	03/24/10	12/27/12
b	125 SHS LEHMAN BROTHERS	P	07/13/09	04/17/12
c	PNC ACCT #8745 SHORT TERM SALES	P	VARIOUS	VARIOUS
d	PNC ACCT #8745 LONG TERM SALES	P	VARIOUS	VARIOUS
e	MERRILL LYNCH ACCT #02587	P	VARIOUS	VARIOUS
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	310,000.		293,097.	16,903.
b	12,339.		125,000.	<112,661.>
c	5,472,103.		5,167,233.	304,870.
d	1,510,526.		1,038,012.	472,514.
e	228,609.		215,428.	13,181.
f	146,035.			146,035.
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				16,903.
b				<112,661.>
c				304,870.
d				472,514.
e				13,181.
f				146,035.
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	840,842.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HEARTLY HOUSE, INC. P.O. BOX 857 FREDERICK, MD 21705	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	24,975.
INTERFAITH HOUSING ALLIANCE, INC. 731 NORTH MARKET STREET FREDERICK, MD 21701	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	27,500.
WEINBERG CENTER FOR THE ARTS, INC. 20 WEST PATRICK STREET FREDERICK, MD 21701	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	44,000.
BOY SCOUTS OF AMERICA 9190 ROCKVILLE PIKE BETHESDA, MD 20814	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	4,500.
FREDERICK COUNTY 4H 11515 ANGLEBERGER ROAD THURMONT, MD 21788	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	250.
MISSION OF MERCY 22 SOUTH MARKET STREET, SUITE 6D FREDERICK, MD 21701	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	20,760.
CYSTIC FIBROSIS FOUNDATION 6931 ARLINGTON ROAD, 2ND FLOOR BETHESDA, MD 20814	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	4,500.
ROTARY CLUB OF CARROLL CREEK P.O. BOX 39 FREDERICK, MD 21705	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	2,500.
WALTERS ART GALLERY ENDOWMENT FOUNDATION, INC. 600 NORTH CHARLES STREET BALTIMORE, MD 21201	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	10,000.
ADVOCATES FOR HOMELESS 216 ABRECHT PLACE FREDERICK, MD 21701	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	14,000.
Total from continuation sheets				570,360.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ALZHEIMERS ASSOCIATION 108 BYTE DRIVE, STE. 103 FREDERICK, MD 21702	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	1,600.
AMERICAN BELARUSSIAN RELIEF P.O. BOX 365 ZEBULON, NC 27597	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	1,250.
AMERICAN CANCER SOCIETY P.O. BOX 22718 OKLAHOMA CITY, OK 73123	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	2,500.
AMERICAN HEART CARDIO	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	750.
AMERICAN RED CROSS FREDERICK P.O. BOX 186 WALKERSVILLE, MD 21793	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	1,750.
ARC OF WASHINGTON COUNTY, INC. 820 FLORIDA AVENUE HAGERSTOWN, MD 21740	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	1,000.
ASSOCIATION OF FUND RAISING 1 SOUTH BENEDUM STREET, P.O. BOX 29 UNION BRIDGE, MD 21791	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	1,000.
BALLENGER CREEK ELEMENTARY SCHOOL 5250 KINGSBROOK DRIVE FREDERICK, MD 21703	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	500.
BOY SCOUT TROOP #792 9047 ALLINGTON MANOR CIRCLE WEST FREDERICK, MD 21703	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	650.
CAKES FOR CAUSE 21 EAST 5TH STREET FREDERICK, MD 21701	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	250.
Total from continuation sheets				

AUSHERMAN FAMILY FOUNDATION, INC. 20-4937263

Part XV. Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CALVARY CHAPEL FREDERICK 7611B WILLOW ROAD FREDERICK, MD 21702	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	1,000.
CELEBRATE FREDERICK, INC. 121 N. BENTZ STREET FREDERICK, MD 21701	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	500.
CENTRO HISPANO DE FREDRICK P.O. BOX 341 FREDERICK, MD 21705	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	15,000.
DELAPLAINE VISUAL ARTS EDUCATION 40 SOUTH CARROLL STREET FREDERICK, MD 21701	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	27,500.
F.R.I.E.N.D.S. P.O. BOX 641 MIDDLETOWN, MD 21769	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	5,000.
FAMILIES PLUS, INC. 35 EAST CHURCH STREET FREDERICK, MD 21701	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	750.
FMH CANCER PATIENT ASSISTANCE P.O. BOX 1093 FREDERICK, MD 21702	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	2,500.
FOUNTAIN OF LIVING WATERS MINISTRIES P.O. BOX 524 BUCKEYSTOWN, MD 21717	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	2,250.
FREDERICK COUNTY HUMANE SOCIETY 217 WEST PATRICK STREET FREDERICK, MD 21701	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	500.
FREDERICK COMMUNITY COLLEGE FOUNDATION 7932 OPOSSUMTOWN PIKE, MAILBOX 204 FREDERICK, MD 21702	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	30,150.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FREDERICK COUNTY CAREER AND TECHNOLOGY CENTER 7922 OPOSSUMTOWN PIKE FREDERICK, MD 21702	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	1,250.
FREDERICK MEMORIAL HOSPITAL 400 WEST 7TH STREET FREDERICK, MD 21701	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	3,500.
FREDERICK UNION RESCUE MISSION 419 W. SOUTH STREET FREDERICK, MD 21701	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	26,875.
FREDERICKTOWNE BAPTIST CHURCH 8645 BRIGGS FORD ROAD WALKERSVILLE, MD 21793	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	1,250.
FREDERICKTOWNE BAPTIST CHURCH - BOY SCOUT TROOP 8645 BRIGGS FORD ROAD WALKERSVILLE, MD 21793	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	2,500.
FRIENDS OF FREDERICK COUNTY 110 EAST PATRICK STREET FREDERICK, MD 21701	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	5,000.
GALE RECOVERY 608 EAST PATRICK STREET FREDERICK, MD 21701	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	19,200.
GARY LEITH FOUNDATION P.O. BOX 3936 FREDERICK, MD 21705	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	500.
GIRL SCOUT COUNCIL 4301 CONNECTICUT AVE., NW, STE. M-2 WASHINGTON, DC 20008	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	5,000.
HOOD COLLEGE/ANNUAL FUNDS PROGRAM 401 ROSEMONT AVE. FREDERICK, MD 21701	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	4,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HOPE ALIVE P.O. BOX 140 SABILLASVILLE, MD 21780	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	97,250.
HOPE IN SOUTH AFRICA, INC. 102 W. CHURCH STREET FREDERICK, MD 21701	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	5,000.
HOSPICE OF FREDERICK COUNTY 516 TRAIL AVENUE FREDERICK, MD 21702	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	6,750.
HOUSING AUTHORITY OF THE CITY 209 MADISON STREET FREDERICK, MD 21701	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	1,500.
JEFFERSON VOLUNTEER FIRE COMPANY 4630-A LANDER ROAD JEFFERSON, MD 21755	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	300.
MANOR LUTHERAN PARISH 5132 DOUBS ROAD FREDERICK, MD 21710	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	425.
MARCH OF DIMES 23833 WILLOW POND ROAD DENTON, MD 21629	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	1,500.
MARYLAND ENSEMBLE THEATRE 31 W. PATRICK STREET FREDERICK, MD 21701	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	500.
MARYLAND PUBLIC TELEVISION FOUNDATION 11767 OWINGS MILL BLVD OWINGS MILL , MD 21117	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	10,000.
MARYLAND SHAKESPEAR FESTIVAL 15 WEST PATRICK STREET FREDERICK, MD 21701	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	8,800.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MENTAL HEALTH ASSOCIATION 226 SOUTH JEFFERSON STREET FREDERICK, MD 21701	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	500.
MHS BAND BOOSTERS 200 SCHOOLSHOUSE DRIVE MIDDLETOWN, MD 21769	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	750.
MIDDLETOWN HIGH SCHOOL 200 SCHOOLSHOUSE DRIVE MIDDLETOWN, MD 21769	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	1,250.
MIDDLETOWN MIDDLE SCHOOL PTSA 100 MARTHA MASON STREET MIDDLETOWN, MD 21769	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	1,250.
MIDDLETOWN UNITED METHODIST CHURCH 7108 FERN CIRCLE MIDDLETOWN, MD 21769	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	3,000.
MOSAIC CHURCH P.O. BOX 485 FREDERICK, MD 21705	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	1,000.
MOUNT ST. MARY'S UNIVERSITY 16300 OLD EMMITSBURG ROAD EMMITSBURG, MD 21727	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	250.
MUSCULAR DYSTROPHY P.O. BOX 78960 PHOENIX, AZ 85062	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	1,250.
PACK 792 CUB SCOUTS 6914 BARON COURT FREDERICK, MD 21703	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	1,175.
PARTNERS IN CARE, INC. 6 SOUTH RITCHIE HIGHWAY PASADENA, MD 21122	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	15,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PATTY POLLATOS FUND 11102 EAGLETRACE DRIVE NEW MARKET, MD 21774	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	2,500.
PFLAG CENTRAL MARYLAND 1606 NEW YORK AVE. KNOXVILLE, MD 21758	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	2,500.
REDEEMER LUTHERAN CHURCH 27015 RIDGE ROAD DAMASCUS, MD 20872	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	1,250.
ROCKY MOUNTAIN ELK FOUNDATION 2291 WEST BROADWAY MISSOULA, MT 59808	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	1,000.
SALVATION ARMY 223 WEST 5TH STREET FREDERICK, MD 21701	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	2,000.
SECOND CHANCE GARAGE, INC. 528 NORTH MARKET STREET FREDERICK, MD 21701	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	250.
SOCIAL & ENVIRONMENTAL ENTREPRENUER 22231 MULHOLLAND HIGHWAY CALABASAS, CA 91302	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	2,500.
ST. KATHERINE DREXEL 8428 OPOSSUMTOWN PIKE FREDERICK, MD 21702	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	3,500.
ST. TIMOTHY'S CHURCH 8651 BIGGS FORD ROAD WALKERSVILLE, MD 21793	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	1,000.
ST. JOHN'S CATHOLIC PREP 889 BUTTERFLY LANE FREDERICK, MD 21703	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	2,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TERROR FASTPITCH SOFTBALL 4213 LYNN BURKE ROAD MONROVIA, MD 21770	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	500.
THE AVON FOUNDATION FOR WOMEN 201 EAST ROAD MT. AIRY, MD 21771	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	1,250.
THE RELIGIOUS COALITION FOR EMERGENCY HUMAN NEEDS 27 DEGRANGE STREET FREDERICK, MD 21701	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	30,000.
THE WASHINGTON CHORUS 2801 UPTON STREET, NW WASHINGTON, DC 20008	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	5,000.
THERAPEUTIC FREDREICK COUNTY 4H 11515 ANGLEBERGER ROAD THURMONT, MD 21788	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	6,000.
TOYS FOR TOTS 1276 BASE ROAD FT. DETRICK, MD 21702	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	450.
UNITED CEREBAL PALSY 5736 INDUSTRY LANE FREDERICK, MD 21704	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	500.
WALKERSVILLE MIDDLE SCHOOL PTSA PBIS PROGRAM 55 WEST FREDERICK STREET WALKERSVILLE, MD 21793	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	750.
YELLOW SPRINGS ELEMENTARY 8717 YELLOW SPRINGS ROAD FREDERICK, MD 21702	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	500.
YMCA OF FREDERICK COUNTY 1000 NORTH MARKET STREET FREDERICK, MD 21701	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	21,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
YOUNG LIFE 501 PROSPECT BLVD., #23D FREDERICK, MD 21701	NONE	PUBLIC CHARITY	ANNUAL CONTRIBUTION	10,000.
Total from continuation sheets				

SECTION 4942(h)(2) ELECTION
AS TO THE TREATMENT OF QUALIFYING DISTRIBUTIONS

Ausherman Family Foundation, Inc.
20-4937263
7420 Hayward Road, #203
Frederick, MD 21702
Tax Year Ending December 31, 2012

Pursuant to IRC Sec. 4942(h)(2) and Reg. 53.4942(a)-3(d)(2), the above referenced foundation hereby elects to treat current year qualifying distributions in excess of the immediately preceding tax year's undistributed income as being made out of:

Undistributed income from tax year ending:

Tax Year	Amount
2010	$49,062

Name and Title

11-12-13
Date

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BERNSTEIN INTERMEDIATE DURATION	138,774.	19,586.	119,188.
MERRILL LYNCH	27,539.	0.	27,539.
PNC BANK	247,756.	126,449.	121,307.
TOTAL TO FM 990-PF, PART I, LN 4	414,069.	146,035.	268,034.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
PENN SQ GLOBAL RE FUND I K-1	9,733.	9,733.	
PATRIOT CAPITAL II, LP	98,112.	98,112.	
ARTHUR STREET FUND IV, LP	5,346.	5,346.	
KKR FINANCIAL HOLDINGS, LLC	208.	208.	
TOTAL TO FORM 990-PF, PART I, LINE 11	113,399.	113,399.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	8,956.	0.		8,956.
TO FORM 990-PF, PG 1, LN 16B	8,956.	0.		8,956.

AUSHERMAN FAMILY FOUNDATION, INC. 20-4937263

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT COUNSELING	51,924.	0.		51,924.
TO FORM 990-PF, PG 1, LN 16C	51,924.	0.		51,924.

FORM 990-PF	TAXES	STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	3,095.	3,095.		0.
PAYROLL TAXES	11,651.	0.		11,651.
FEDERAL INCOME TAX	22,600.	0.		0.
TO FORM 990-PF, PG 1, LN 18	37,346.	3,095.		11,651.

FORM 990-PF	OTHER EXPENSES	STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SUPPLIES	1,739.	0.		1,739.
TELEPHONE & INTERNET	1,126.	0.		1,126.
MEALS & ENTERTAINMENT	8,519.	0.		8,519.
INVESTMENT EXPENSES	84,178.	84,178.		0.
TRAVEL	1,383.	0.		1,383.
EDUCATION/TRAINING	2,776.	0.		2,776.
DUES & SUBSCRIPTIONS	9,132.	0.		9,132.
INSURANCE	226.	0.		226.
REPAIRS	6,000.	0.		6,000.
BANK CHARGES	591.	0.		591.
TO FORM 990-PF, PG 1, LN 23	115,670.	84,178.		31,492.

FORM 990-PF | OTHER INVESTMENTS | STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MARKETABLE SECURITIES - PNC	FMV	7,243,098.	8,043,032.
PENN SQUARE GLOBAL RE FUND I, LP	FMV	121,216.	133,703.
PATRIOT CAPITAL II, LP	FMV	517,043.	404,165.
INVESTMENTS - MSSB	FMV	200,000.	329,554.
ARTHUR STREET FUND IV, LP	FMV	189,364.	205,903.
INVESTMENTS - BERNSTEIN	FMV	3,629,327.	3,806,706.
INVESTMENTS - MERRILL LYNCH	FMV	907,722.	984,880.
KKR FINANCIAL HOLDINGS, LLC	FMV	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		12,807,770.	13,907,943.

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

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MARVIN E. AUSHERMAN 7420 HAYWARD ROAD, SUITE 203 FREDERICK, MD 21702	DIRECTOR/PRESIDENT/TREASUR 3.00	0.	0.	0.
LISA S. AUSHERMAN 7420 HAYWARD ROAD, SUITE 203 FREDERICK, MD 21702	DIRECTOR/SECRETARY 3.00	0.	0.	0.
KARI A. AUSHERMAN 7420 HAYWARD ROAD, SUITE 203 FREDERICK, MD 21702	TRUSTEE 3.00	0.	0.	0.
JUSTIN E. AUSHERMAN 7420 HAYWARD ROAD, SUITE 203 FREDERICK, MD 21702	TRUSTEE 3.00	0.	0.	0.
J. BRIAN GAENG 7420 HAYWARD ROAD, SUITE 203 FREDERICK, MD 21702	TRUSTEE 3.00	0.	0.	0.
JAMES B. MACGILLIVRAY 7420 HAYWARD ROAD, SUITE 203 FREDERICK, MD 21702	TRUSTEE 3.00	0.	0.	0.

JOSEPH S. WELTY 7420 HAYWARD ROAD, SUITE 203 FREDERICK, MD 21702	TRUSTEE 3.00	0.	0.	0.
NICHOLAS A. BRANIC 7420 HAYWARD ROAD, SUITE 203 FREDERICK, MD 21702	TRUSTEE 3.00	0.	0.	0.
JOYCE HEPTNER 7420 HAYWARD ROAD, SUITE 203 FREDERICK, MD 21702	EXECUTIVE DIRECTOR 20.00	88,469.	0.	0.
RENEE LOPEZ 7420 HAYWARD ROAD, SUITE 203 FREDERICK, MD 21702	TRUSTEE 3.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		88,469.	0.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 9
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

JOYCE HEPTNER, EXECUTIVE DIRECTOR, AUSHERMAN FAMILY FOUNDATION, INC.
7420 HAYWARD ROAD, SUITE 203
FREDERICK, MD 21702

TELEPHONE NUMBER

301-620-4443

FORM AND CONTENT OF APPLICATIONS

VISIT WWW.AUSHERMANFAMILYFOUNDATION.ORG, CHOOSE "GRANT APPLICATION", AND FOLLOW INSTRUCTIONS PROVIDED.

ANY SUBMISSION DEADLINES

SUBMISSIONS WILL BE REVIEWED BY THE PHILANTHROPIC COMMITTEE THAT MEETS SIX TIMES EACH YEAR

RESTRICTIONS AND LIMITATIONS ON AWARDS

GLOBAL FUNDS ARE AVAILABLE, BUT LIMITED. 90% OF THE FUNDS AVAILABLE MUST BENEFIT FREDERICK COUNTY, MD

● If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

● If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions		
	Name of exempt organization or other filer, see instructions AUSHERMAN FAMILY FOUNDATION, INC.	Employer identification number (EIN) or 20-4937263
	Number, street, and room or suite no. If a P.O. box, see instructions. 7420 HAYWARD ROAD, NO. 203	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions. FREDERICK, MD 21702	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

● The books are in the care of ▶ LAURA LEBO 7420 HAYWARD ROAD, SUITE 203 - FREDERICK, MD 21702

Telephone No ▶ 301-620-4477 FAX No ▶ 301-620-4473

● If the organization does not have an office or place of business in the United States, check this box ▶ [ ]

● If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until NOVEMBER 15, 2013.

5 For calendar year 2012 , or other tax year beginning ______ , and ending ______ .

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
DUE TO CIRCUMSTANCES BEYOND THE TAXPAYER'S CONTROL, INCLUDING THE NEED TO RECEIVE ADDITIONAL TAX INFORMATION FROM 3RD PARTIES, THE RETURN CANNOT BE COMPLETED BY THE INITIAL EXTENDED DUE DATE.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 9,760.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 19,487.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ Date ▶

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01-21-13