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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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









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

OMB No 1545-0052

2012
Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation FLAMBOYAN FOUNDATION INC		A Employer identification number 20-8924675	
Number and street (or P O box number if mail is not delivered to street address) 1730 MASSACHUSETTS AVENUE NW		B Telephone number (see instructions) (202) 315-2405	
City or town, state, and ZIP code WASHINGTON, DC 20036		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 7,699,375		J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	561,062			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	86,480	86,480		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 	106,088			
	b Gross sales price for all assets on line 6a _____ 2,983,672				
	7 Capital gain net income (from Part IV, line 2)		91,740		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) 	1,384	3,300		
	12 Total. Add lines 1 through 11	755,014	181,520		
	13 Compensation of officers, directors, trustees, etc	345,752	0		345,752
	14 Other employee salaries and wages	667,141	0		667,141
	15 Pension plans, employee benefits	39,663	0		39,663
	16a Legal fees (attach schedule) 	2,914	0		2,914
	b Accounting fees (attach schedule) 	26,205	0		26,205
	c Other professional fees (attach schedule) 	124,324	22,339		101,985
	17 Interest				
	18 Taxes (attach schedule) (see instructions) 	74,658	0		74,658
	19 Depreciation (attach schedule) and depletion 	24,985	0		
	20 Occupancy	7,655	0		7,655
	21 Travel, conferences, and meetings	26,480	0		26,480
	22 Printing and publications				
	23 Other expenses (attach schedule) 	351,059	16,369		335,592
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	1,690,836	38,708		1,628,045
	25 Contributions, gifts, grants paid	1,093,643			1,093,643
	26 Total expenses and disbursements. Add lines 24 and 25	2,784,479	38,708		2,721,688
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-2,029,465			
	b Net investment income (if negative, enter -0-)		142,812		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	192,233	550,820	550,820
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ 1,615,624			
		Less allowance for doubtful accounts ▶	1,144,056	1,615,624	1,615,624
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	753,445	446,475	444,539
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule).	679,756	413,009	432,706
	11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	6,254,309	3,851,079	4,448,157	
14	Land, buildings, and equipment basis ▶ 202,718				
	Less accumulated depreciation (attach schedule) ▶ 103,081	81,669	99,637	99,637	
15	Other assets (describe ▶)	0	107,892	107,892	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	9,105,468	7,084,536	7,699,375	
Liabilities	17	Accounts payable and accrued expenses	2,276	10,809	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	2,276	10,809	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	9,103,192	7,073,727	
30	Total net assets or fund balances (see page 17 of the instructions)	9,103,192	7,073,727		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	9,105,468	7,084,536		

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	9,103,192
2	Enter amount from Part I, line 27a	2	-2,029,465
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	7,073,727
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	7,073,727

Part IV

Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table		
b			
c			
d			
e			

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

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

2	Capital gain net income or (net capital loss)	<div><div>If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</div></div>	2	91,740
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) <div>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8</div>		3	

Part V

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	2,822,622	10,323,075	0 273428
2010	1,283,688	11,817,753	0 108624
2009	1,328,990	11,213,687	0 118515
2008	1,070,024	17,812,563	0 060071
2007	410,000	11,128,572	0 036842

2	Total of line 1, column (d).	2	0 597480
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 119496
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	8,287,906
5	Multiply line 4 by line 3.	5	990,372
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,428
7	Add lines 5 and 6.	7	991,800
8	Enter qualifying distributions from Part XII, line 4. 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	8	2,721,688

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,428
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	1,428
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	1,428
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	9,935	
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	9,935
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	8,507
11		Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 1,600	Refunded <input type="checkbox"/>	11	6,907

Part VII-AStatements Regarding Activities

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

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ►WWW.FLAMBOYANFOUNDATION.ORG				
14	The books are in care of ►THE ORGANIZATION	Telephone no ►(202) 315-2405		
Located at ►1730 MASSACHUSETTS AVENUE NW WASHINGTON DC		ZIP +4 ►20036		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► <input type="checkbox"/>			
and enter the amount of tax-exempt interest received or accrued during the year ►		15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ►				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

Part VII-B

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	
	Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>		
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
HELEN D WESTMORELAND	DIR OF ADVOCACY	83,500	7,563	1,080
1730 MASSACHUSETTS AVE NW	40 00			
WASHINGTON,DC 20036				
YOLANDA M CABASSA	PROGRAMS	76,446	5,232	2,520
1730 MASSACHUSETTS AVE NW	DIRECTOR			
WASHINGTON,DC 20036	40 00			
KENDALL MATTO	ASSISTANT TO THE	67,340	3,993	1,080
1730 MASSACHUSETTS AVE NW	PRE			
WASHINGTON,DC 20036	40 00			
Total number of other employees paid over \$50,000.				0

Part VIII

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

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

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 FAMILY ENGAGEMENT TEACHING FELLOWSHIPS - SCHOLARSHIPS TO TEACHERS IN DISTRICT OF COLUMBIA PUBLIC AND CHARTER SCHOOLS TO SUPPORT COLLABORATION BETWEEN FAMILIES AND SCHOOLS TO DRIVE STUDENT ACHIEVEMENT	29,000
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	5,870,637
b	Average of monthly cash balances.	1b	1,303,398
c	Fair market value of all other assets (see instructions).	1c	1,240,083
d	Total (add lines 1a, b, and c).	1d	8,414,118
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	8,414,118
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	126,212
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,287,906
6	Minimum investment return. Enter 5% of line 5.	6	414,395

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	414,395
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	1,428
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	1,715
c	Add lines 2a and 2b.	2c	3,143
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	411,252
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	411,252
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	411,252

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	2,721,688
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	2,721,688
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	1,428
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,720,260
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			
2		Undistributed income, if any, as of the end of 2012			
a		Enter amount for 2011 only.			
b		Total for prior years 20____, 20____, 20____			
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.			
4		Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 2,721,688			
a		Applied to 2011, but not more than line 2a			
b		Applied to undistributed income of prior years (Election required—see instructions).			
c		Treated as distributions out of corpus (Election required—see instructions).			
d		Applied to 2012 distributable amount.			
e		Remaining amount distributed out of corpus			
5		Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)			
6		Enter the net total of each column as indicated below:			
a		Corpus Add lines 3f, 4c, and 4e Subtract line 5			
b		Prior years' undistributed income Subtract line 4b from line 2b.			
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.			
d		Subtract line 6c from line 6b Taxable amount—see instructions.			
e		Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions.			
f		Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.			
7		Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).			
8		Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).			
9		Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.			
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)

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV

Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

See Additional Data Table

b

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

2

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

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

a

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

LELA SPIELBERG
1730 MASSACHUSETTS AVE NW
WASHINGTON, DC 20036
(202) 315-2405

b

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

APPLICATION FORM IS AVAIABLE ON WEBSITE ALONG WITH ALL FILING REQUIREMENTS

c

Any submission deadlines

APRIL (CONFIRM DEADLINE ON WEBSITE)

d

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

AVAILABLE ONLY TO MIDDLE & HIGH SCHOOL TEACHERS IN DISTRICT OF COLUMBIA PUBLIC AND PUBLIC CHARTER SCHOOLS

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<div>a Paid during the year</div> <div>See Additional Data TableSee Additional Data Table</div>				
<div>Total</div>			<div>3a</div>	1,093,643
<div>b Approved for future payment</div>				
<div>Total</div>			<div>3b</div>	0

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities. . . .			14	86,480	
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.					
8	Gain or (loss) from sales of assets other than inventory	900099	14,348	18	91,740	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
	PERCEVAL INVESTMENT	900099	-1,916	01	3,300	
11	Other revenue a PARTNERS LP					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e). .		12,432		181,520	0
13	Total. Add line 12, columns (b), (d), and (e).			13		193,952

[illegible]

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

[illegible]

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

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

*****	2013-11-13	*****	May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Signature of officer or trustee	Date	Title	

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

**Paid
Preparer
Use
Only**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="checked" type="checkbox"/>	PTIN P00235685
	HOLLY CAPORALE	HOLLY CAPORALE			
	Firm's name <input type="checkbox"/>	DROLET & ASSOCIATES PLLC		Firm's EIN <input type="checkbox"/> 52-2057543	
		1901 L STREET NW 250			
	Firm's address <input type="checkbox"/>	WASHINGTON, DC 20036		Phone no (202) 822-0717	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
444 102 MERGER FD CL I	P		2012-01-11
12500 CALIFORNIA ST DEPT WTR RES PWR 5/1/12 @101 SE	P	2010-12-14	2012-05-01
65000 DECATUR GA URBAN REDEV AGY REV BUILD AMER BONDS	P	2010-12-15	2012-01-11
25000 FEDERAL FARM CREDIT BANK	P	2010-12-09	2012-05-01
75000 GENERAL ELEC CAP CORP NTS	P	2007-10-15	2012-01-11
50000 GENERAL ELEC CAP CORP NTS	P	2007-10-15	2012-05-03
50000 GLAXOSMITHKLINE CAP INC	P	2007-11-27	2012-01-11
50000 INTERNATIONAL BUSINESS MACHINES DEB	P	2007-09-28	2012-01-11
15309 454 MERGER FD CL I	P		2012-01-11
50000 OLATHEKANS WTR & SWR SYS REV BUILD AMER BONDS	P	2010-12-08	2012-01-11
50000 OLATHEKANS WTR & SWR SYS REV BUILD AMER BONDS	P	2010-12-08	2012-09-19
100000 PEPSICO INC SR NTS	P	2007-10-18	2012-05-15
VITTORIA OFFSHORE FUND LTD (PASSTHROUGH)	P		
PERCEVAL INVESTMENT PARTNERS LP (1256 CONTRACT)	P		
PERCEVAL INVESTMENT PARTNERS LP	P		
PERCEVAL INVESTMENT PARTNERS LP	P		
PERCEVAL INVESTMENT PARTNERS LP (1256 CONTRACT)	P		
602 PLEIADES OFFSHORE FUND LTD	P		
416 VITTORIA OFFSHORE FUND LTD	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
6,919		6,919	0
126,250		126,250	0
71,630		65,000	6,630
26,114		26,139	-25
81,713		72,646	9,067
54,816		48,431	6,385
54,050		48,262	5,788
54,906		55,514	-608
238,521		235,765	2,756
53,525		50,000	3,525
55,200		50,000	5,200
100,000		101,395	-1,395
4,490			4,490
1,686			1,686
11,999			11,999
24,976			24,976
2,529			2,529
1,000,000		928,267	71,733
1,000,000		1,062,996	-62,996

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			0
			0
			6,630
			-25
			9,067
			6,385
			5,788
			-608
			2,756
			3,525
			5,200
			-1,395
			4,490
			1,686
			11,999
			24,976
			2,529
			71,733
			-62,996

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
VADIM NIKITINE	TREASURER 8 00	0	0	0
1730 MASSACHUSETTS AVENUE NW WASHINGTON,DC 20036				
KRISTIN EHRGOOD	PRESIDENT 40 00	0	0	0
1730 MASSACHUSETTS AVENUE NW WASHINGTON,DC 20036				
REA CAREY	SECRETARY 2 00	0	0	0
1730 MASSACHUSETTS AVENUE NW WASHINGTON,DC 20036				
SUSAN STEVENSON	EXECUTIVE DIRECTOR - DC 40 00	190,502	453	4,680
1730 MASSACHUSETTS AVENUE NW WASHINGTON,DC 20036				
GUIOMAR GARCIA GUERRA	EXECUTIVE DIRECTOR - PR 40 00	155,250	6,663	6,000
PO BOX 16699 SAN JUAN,PR 00908				

Form 990PF Part XV Line 1a - 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).

VADIM NIKITINE
KRISTIN EHRCOOD


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
JOHNS HOPKINS UNIVERSITY 2701 N CHARLES STREET SUITE 300 BALTIMORE,MD 21208	N/A	501(C)(3) CHARITY	GENERAL SUPPORT	58,500
ALLISON KARSH 1000 NEW JERSEY AVE SE 319 WASHINGTON,DC 20003	N/A	N/A	TEACHING FELLOWSHIP	2,000
CATHERINE CHU 1608 5TH ST NW WASHINGTON,DC 20001	N/A	N/A	TEACHING FELLOWSHIP	2,000
DANETTE DICKS 3829 MILAN DRIVE APT 1 ALEXANDRIA,VA 22305	N/A	N/A	TEACHING FELLOWSHIP	2,000
DC PUBLIC EDUCATION FUND 1534 14TH STREET NW WASHINGTON,DC 20005	N/A	501(C)(3) CHARITY	GENERAL SUPPORT	255,000
DC SCHOOL REFORM NOW 1730 MASSACHUSETTS AVENUE NW WASHINGTON,DC 20036	N/A	501(C)(3) CHARITY	GENERAL SUPPORT	50,000
EL HAYNES PUBLIC CHARTER SCHOOL 3600 GEORGIA AVE NW WASHINGTON,DC 20010	N/A	501(C)(3) CHARITY	GENERAL SUPPORT	17,373
ELSIE WHITLOW STOKES CHARTER SCHOOL 3700 OAKVIEW TERRACE NE WASHINGTON,DC 20017	N/A	501(C)(3) CHARITY	GENERAL SUPPORT	18,800
FONDOS UNIDOS DE PR INC PO BOX 191914 SAN JUAN 00919 RQ	N/A	501(C)(3) CHARITY	GENERAL SUPPORT	35,000
JESSICA HALL 51 T ST NE WASHINGTON,DC 20002	N/A	N/A	TEACHING FELLOWSHIP	2,000
LAUREL HORN 509 15TH ST SE WASHINGTON,DC 20003	N/A	N/A	TEACHING FELLOWSHIP	3,000
MARCELLO SGAMBELLURI 1460 4TH ST SW WASHINGTON,DC 20024	N/A	N/A	TEACHING FELLOWSHIP	2,000
NORMA BRYANT 1215 EAST WEST HIGHWAY 311 SILVER SPRINGS,MD 20910	N/A	N/A	TEACHING FELLOWSHIP	2,000
OYSTER COMMUNITY COUNCIL 2801 CALVERT ST NW WASHINGTON,DC 20008	N/A	501(C)(3) CHARITY	GENERAL SUPPORT	3,950
PARENTTEACHER HOME VISIT PROJECT 5735 47TH AVENUE 236 SACRAMENTO,CA 95824	N/A	501(C)(3) CHARITY	GENERAL SUPPORT	6,920

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SCHOLAR ACADEMIES 1701 MARKET ST PHILADELPHIA,PA 19103	N/A	501(C)(3) CHARITY	GENERAL SUPPORT	17,483
SCOTT HARDING 22 SOUTH OLD GLEBE RD 8 ARLINGTON,VA 22204	N/A	N/A	TEACHING FELLOWSHIP	2,000
SETH BRECHER 1830 17TH ST NW APT 606 WASHINGTON,DC 20009	N/A	N/A	TEACHING FELLOWSHIP	2,000
STAND FOR CHILDREN LEADERSHIP CENTER 516 SE MORRISON STREET 420 PORTLAND,OR 972142327	N/A	501(C)(3) CHARITY	GENERAL SUPPORT	100,000
TEACHING FOR CHANGE PO BOX 73038 WASHINGTON,DC 20056	N/A	501(C)(3) CHARITY	GENERAL SUPPORT	7,500
THE ACHIEVEMENT NETWORK 225 FRIEND ST STE 704 BOSTON,MA 02114	N/A	501(C)(3) CHARITY	GENERAL SUPPORT	20,000
TIDES PO BOX 29903 SAN FRANCISCO,CA 941290903	N/A	501(C)(3) CHARITY	GENERAL SUPPORT	340,294
ASESORES FINANCIEROS COMUNITARIOS PO BOX 192726 SAN JUAN,PUERTO RICO 00919 RQ	N/A	501(C)(3) CHARITY	GENERAL SUPPORT	17,290
BRIDGES PUBLIC CHARTER SCHOOL 1250 TAYLOR STREET NW WASHINGTON,DC 20011	N/A	501(C)(3) CHARITY	GENERAL SUPPORT	3,390
BUCKNELL UNIVERSITY MOORE AVENUE 125 VEDDER HALL LEWISBURG,PA 17837	N/A	501(C)(3) CHARITY	GENERAL SUPPORT	2,200
CENTER CITY PUBLIC CHARTER SCHOOL 7 NEW YORK AVENUE NE WASHINGTON,DC 20002	N/A	501(C)(3) CHARITY	GENERAL SUPPORT	20,528
CITY YEAR 1875 CONNECTICUT AVENUE NW1130 WASHINGTON,DC 20009	N/A	501(C)(3) CHARITY	GENERAL SUPPORT	15,000
DC BILINGUAL PUBLIC CHARTER SCHOOL 1420 COLUMBIA ROAD NW WASHINGTON,DC 20009	N/A	501(C)(3) CHARITY	GENERAL SUPPORT	5,500
EDUCATION STRENGTHENS FAMILIES PCS 3700 OAKVIEW TERRACE NE WASHINGTON,DC 20009	N/A	501(C)(3) CHARITY	GENERAL SUPPORT	4,665
NEW LEADERS 1432 K STREET NW 2ND FLOOR WASHINGTON,DC 20005	N/A	501(C)(3) CHARITY	GENERAL SUPPORT	50,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
RAZOO DONATIONS 1020 19TH STREET NW 800 WASHINGTON,DC 20036	N/A	501(C)(3) CHARITY	GENERAL SUPPORT	250
THE URBAN TEACHER CENTER 1500 UNION AVENUE 2200 BALTIMORE,MD 21211	N/A	501(C)(3) CHARITY	GENERAL SUPPORT	15,000
TRILBY HILLENBRAND 409 O STREET NW 2 WASHINGTON,DC 20001	N/A	N/A	TEACHING FELLOWSHIP	1,000
CARLA RIVERA-CRUZ 2523 13TH STREET NW 102 WASHINGTON,DC 20009	N/A	N/A	TEACHING FELLOWSHIP	1,000
CLARE BERKE 3900 16TH STREET NW 135 WASHINGTON,DC 20011	N/A	N/A	TEACHING FELLOWSHIP	1,000
JACQUELINE PRATT-TUKE 1718 A STREET SE WASHINGTON,DC 20003	N/A	N/A	TEACHING FELLOWSHIP	1,000
JULIE BROWN 242 12TH STREET SE WASHINGTON,DC 20003	N/A	N/A	TEACHING FELLOWSHIP	1,000
KATHRYN ALWON 1347 NEWTON STREET NW WASHINGTON,DC 20010	N/A	N/A	TEACHING FELLOWSHIP	1,000
KATIE BUNGER 2032 BELMONT ROAD NW 526 WASHINGTON,DC 20009	N/A	N/A	TEACHING FELLOWSHIP	1,000
MARIE FRIGOLETTE 5916 BAYSHIRE ROAD SPRINGFIELD,VA 22152	N/A	N/A	TEACHING FELLOWSHIP	1,000
RABIAH HARRIS 2831 Q STREET SE WASHINGTON,DC 20020	N/A	N/A	TEACHING FELLOWSHIP	1,000
SASHA RICHARDS 2020 BROOKS DRIVE 829 FORESTVILLE,MD 20747	N/A	N/A	TEACHING FELLOWSHIP	1,000
Total  3a				1,093,643

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors
▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2012

Name of the organization FLAMBOYAN FOUNDATION INC	Employer identification number 20-8924675
--	--

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer “No” on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization FLAMBOYAN FOUNDATION INC	Employer identification number 20-8924675
---	---

Part I	Contributors (see instructions) Use duplicate copies of Part I if additional space is needed		
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	NIKITINE FAMILY TRUST 3019 ELLICOTT STREET NW WASHINGTON, DC 20008 	\$ 426,062	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u>2</u>	HOWARD & GERALDINE POLINGER FAMILY FOUNDATION 5530 WISCONSIN AVE CHEVY CHASE, MD 20815 	\$ 50,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u>3</u>	LF SEGARRA INC CENTRO DE SEGUROS 309 PONCE DE LEON SAN JUAN, SAN JUAN 00907 RQ 	\$ 25,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u>4</u>	EUGENE AND AGNES E MEYER FOUNDATION 1250 CONNECTICUT AVENUE NW SUITE 80 WASHINGTON, DC 20036 	\$ 50,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u>5</u>	CASTO SOUTHEAST REALTY SERVICES 401 N CATTLEMAN ROAD SUITE 108 SARASOTA, FL 34232 	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u> </u>	 	\$ 	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization FLAMBOYAN FOUNDATION INC	Employer identification number 20-8924675
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Part II	Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization FLAMBOYAN FOUNDATION INC	Employer identification number 20-8924675
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Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
<div></div> <div></div>		<div></div> <div></div> <div></div>	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
<div></div> <div></div>		<div></div> <div></div> <div></div>	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
<div></div> <div></div>		<div></div> <div></div> <div></div>	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
<div></div> <div></div>		<div></div> <div></div> <div></div>	

TY 2012 Accounting Fees Schedule

Name: FLAMBOYAN FOUNDATION INC

EIN: 20-8924675

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	26,205	0		26,205

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Depreciation Schedule

Name: FLAMBOYAN FOUNDATION INC
EIN: 20-8924675

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER & EQUIPMENT	2007-10-31	1,885	1,756	200DB	5 000000000000	129	0		
OFFICE FURNITURE	2008-05-02	2,961	1,018	200DB	7 000000000000	132	0		
OFFICE FURNITURE	2008-07-23	692	237	200DB	7 000000000000	31	0		
OFFICE FURNITURE	2008-07-25	3,177	1,092	200DB	7 000000000000	142	0		
LA CASA DEL AIRE A/C NESTO	2008-04-01	3,206	1,326	200DB	5 000000000000	185	0		
LHI-OFFICE BUILDOUT	2008-04-02	16,474	2,059	SL	15 000000000000	549	0		
LA CASA DEL AIRE A/C LHI	2008-04-22	3,305	1,367	200DB	5 000000000000	191	0		
LHI-ELECTRIC WORK	2008-04-30	4,000	500	SL	15 000000000000	133	0		
LHI-CONSTRUCTION & LABOR	2008-06-24	928	116	SL	15 000000000000	31	0		
LHI-OFFICE BUILDOUT	2008-09-09	27,431	3,429	SL	15 000000000000	914	0		
PC SOFTWARE	2008-11-13	666	275	200DB	5 000000000000	39	0		
PC SOFTWARE	2008-12-31	3,000	1,241	200DB	5 000000000000	173	0		
COMPUTER	2008-04-22	1,921	794	200DB	5 000000000000	111	0		
OFFICE FURNITURE	2008-07-23	736	304	200DB	5 000000000000	43	0		
OFFICE FURNITURE	2008-07-22	2,580	1,067	200DB	5 000000000000	149	0		
OFFICE FURNITURE	2008-07-31	1,361	563	200DB	5 000000000000	79	0		
LHI-SYSTEM	2008-04-01	1,400	579	200DB	5 000000000000	81	0		
DELL COMPUTER	2009-03-04	1,871	1,060	SL	5 000000000000	374	0		
DELL COMPUTER	2009-07-31	1,737	839	SL	5 000000000000	347	0		
COPIER	2009-09-01	7,255	3,386	SL	5 000000000000	1,451	0		
MAC BOOK PRO	2009-12-06	2,136	890	SL	5 000000000000	427	0		
6 ALERO CHAIRS - HIGH BACK	2009-09-30	3,115	1,001	SL	7 000000000000	445	0		
DESK FROM MIKE RYAN FURNITURE	2009-09-30	7,431	2,389	SL	7 000000000000	1,062	0		
DESK FROM MIKE RYAN FURNITURE	2009-09-30	7,192	2,311	SL	7 000000000000	1,027	0		
2 BASE PEDESTALS FOR DESK	2009-11-30	2,150	640	SL	7 000000000000	307	0		
4 OSP MOBILE PEDESTAL CHAIR	2009-09-30	699	225	SL	7 000000000000	100	0		
23" ROUND COCKTAIL TABLE	2009-09-30	800	257	SL	7 000000000000	114	0		
MARBLE DESK TOP	2009-12-31	1,236	354	SL	7 000000000000	177	0		
2 ANTHROPOLOGIE CHAIRS	2009-09-30	3,065	985	SL	7 000000000000	438	0		
DELL LATITUDE E5400	2010-01-11	709	284	SL	5 000000000000	142	0		

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
DELL COMPUTER	2010-05-04	839	280	SL	5 0000000000000	168	0		
DEFIBRILATOR	2010-05-07	1,704	568	SL	5 0000000000000	341	0		
DELL LATITUDE E5410 LAPTOP	2011-02-12	1,563	287	SL	5 0000000000000	313	0		
LAPTOP E4310	2011-04-01	1,599	240	SL	5 0000000000000	320	0		
DESKTOP COMPUTER	2011-05-03	1,100	147	SL	5 0000000000000	220	0		
LENOVO LAPTOP & DOCKING STATION	2011-08-03	1,432	119	SL	5 0000000000000	286	0		
IMAC COMPUTER	2011-10-18	1,795	60	SL	5 0000000000000	359	0		
CARPETING	2011-12-19	3,173		SL	7 0000000000000	453	0		
5 SHORETEL TELEPHONES	2011-08-19	3,976	265	SL	5 0000000000000	795	0		
WEBSITE DESIGN	2011-04-01	27,465	6,866	SL	3 0000000000000	9,155	0		
ACER DESKTOP	2012-05-18	1,000		SL	5 0000000000000	117	0		
HP PROBOOK	2012-06-28	1,000		SL	5 0000000000000	100	0		
LENOVO THINKPAD	2012-11-13	2,157		SL	5 0000000000000	72	0		
LENOVO THINKPAD	2012-08-13	2,305		SL	5 0000000000000	192	0		
LENOVO THINKPAD	2012-08-13	2,305		SL	5 0000000000000	192	0		
LENOVO THINKPAD	2012-06-13	1,927		SL	5 0000000000000	225	0		
LENOVO THINKPAD	2012-09-11	2,337		SL	5 0000000000000	156	0		
CARPETING	2012-04-23	2,021		SL	7 0000000000000	192	0		
SAGE SOFTWARE	2012-11-24	1,399		SL	3 0000000000000	39	0		
(8) LENOVO T53017 WORK STATIONS	2012-09-04	20,473		SL	5 0000000000000	1,365	0		
LENOVO T53017 WORK STATION	2012-09-04	2,783		SL	5 0000000000000	186	0		
LENOVO T53017 WORK STATION	2012-09-04	3,246		SL	5 0000000000000	216	0		

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TY 2012 Gain/Loss from Sale of Other Assets Schedule

Name: FLAMBOYAN FOUNDATION INC

EIN: 20-8924675

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
PERCEVAL INVESTMENT PARTNERS		PURCHASED			7,584			0	7,584	
PERCEVAL INVESTMENT PARTNERS		PURCHASED			6,764			0	6,764	

**TY 2012 Investments Corporate
Bonds Schedule**

Name: FLAMBOYAN FOUNDATION INC
EIN: 20-8924675

Name of Bond	End of Year Book Value	End of Year Fair Market Value
HAWTHORN - FIXED INCOME CORPORATE	413,009	432,706

TY 2012 Investments Government Obligations Schedule

Name: FLAMBOYAN FOUNDATION INC

EIN: 20-8924675

US Government Securities - End of

Year Book Value:

0

US Government Securities - End of

Year Fair Market Value:

0

**State & Local Government
Securities - End of Year Book**

Value:

446,475

**State & Local Government
Securities - End of Year Fair**

Market Value:

444,539

TY 2012 Investments - Other Schedule**Name:** FLAMBOYAN FOUNDATION INC**EIN:** 20-8924675

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
HAWTHORN - EQUITY FUNDS	AT COST	1,237,907	1,445,626
PERCEVAL - ALTERNATIVE INVESTMENT	AT COST	584,513	727,938
PLEIADES - ALTERNATIVE INVESTMENT	AT COST	433,990	474,931
VITTORIA - ALTERNATIVE INVESTMENT	AT COST	1,594,669	1,799,662

TY 2012 Land, Etc. Schedule

Name: FLAMBOYAN FOUNDATION INC
EIN: 20-8924675

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTER & EQUIPMENT	1,885	1,885	0	0
OFFICE FURNITURE	2,961	2,631	330	330
OFFICE FURNITURE	692	614	78	78
OFFICE FURNITURE	3,177	2,823	354	354
LA CASA DEL AIRE A/C NESTO	3,206	3,114	92	92
LHI-OFFICE BUILDOUT	16,474	10,845	5,629	5,629
LA CASA DEL AIRE A/C LHI	3,305	3,210	95	95
LHI-ELECTRIC WORK	4,000	2,633	1,367	1,367
LHI-CONSTRUCTION & LABOR	928	611	317	317
LHI-OFFICE BUILDOUT	27,431	18,059	9,372	9,372
PC SOFTWARE	666	647	19	19
PC SOFTWARE	3,000	2,914	86	86
COMPUTER	1,921	1,866	55	55
OFFICE FURNITURE	736	715	21	21
OFFICE FURNITURE	2,580	2,506	74	74
OFFICE FURNITURE	1,361	1,322	39	39
LHI-SYSTEM	1,400	1,360	40	40
DELL COMPUTER	1,871	1,434	437	437
DELL COMPUTER	1,737	1,186	551	551
COPIER	7,255	4,837	2,418	2,418
MAC BOOK PRO	2,136	1,317	819	819
6 ALERO CHAIRS - HIGH BACK	3,115	1,446	1,669	1,669
DESK FROM MIKE RYAN FURNITURE	7,431	3,451	3,980	3,980
DESK FROM MIKE RYAN FURNITURE	7,192	3,338	3,854	3,854
2 BASE PEDESTALS FOR DESK	2,150	947	1,203	1,203
4 OSP MOBILE PEDESTAL CHAIR	699	325	374	374
23" ROUND COCKTAIL TABLE	800	371	429	429
MARBLE DESK TOP	1,236	531	705	705
2 ANTHROPOLOGIE CHAIRS	3,065	1,423	1,642	1,642
DELL LATITUDE E5400	709	426	283	283

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
DELL COMPUTER	839	448	391	391
DEFIBRILATOR	1,704	909	795	795
DELL LATITUDE E5410 LAPTOP	1,563	600	963	963
LAPTOP E4310	1,599	560	1,039	1,039
DESKTOP COMPUTER	1,100	367	733	733
LENOVO LAPTOP & DOCKING STATION	1,432	405	1,027	1,027
IMAC COMPUTER	1,795	419	1,376	1,376
CARPETING	3,173	453	2,720	2,720
5 SHORETEL TELEPHONES	3,976	1,060	2,916	2,916
WEBSITE DESIGN	27,465	16,021	11,444	11,444
ACER DESKTOP	1,000	117	883	883
HP PROBOOK	1,000	100	900	900
LENOVO THINKPAD	2,157	72	2,085	2,085
LENOVO THINKPAD	2,305	192	2,113	2,113
LENOVO THINKPAD	2,305	192	2,113	2,113
LENOVO THINKPAD	1,927	225	1,702	1,702
LENOVO THINKPAD	2,337	156	2,181	2,181
CARPETING	2,021	192	1,829	1,829
SAGE SOFTWARE	1,399	39	1,360	1,360
(8) LENOVO T53017 WORK STATIONS	20,473	1,365	19,108	19,108
LENOVO T53017 WORK STATION	2,783	186	2,597	2,597
LENOVO T53017 WORK STATION	3,246	216	3,030	3,030

TY 2012 Legal Fees Schedule

Name: FLAMBOYAN FOUNDATION INC

EIN: 20-8924675

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL	2,914	0		2,914

TY 2012 Other Assets Schedule

Name: FLAMBOYAN FOUNDATION INC

EIN: 20-8924675

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DEPOSITS	0	107,892	107,892

TY 2012 Other Expenses Schedule

Name: FLAMBOYAN FOUNDATION INC

EIN: 20-8924675

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
UTILITIES	5,131	0		5,131
PAYROLL ADMIN FEES	1,565	0		1,565
OFFICE EXPENSE	95,995	0		96,897
MEALS & ENTERTAINMENT	12,535	0		12,535
BANK & CREDIT CARD FEES	24,590	0		24,590
NETWORK BUILDING EXPENSE	1,654	0		1,654
REPAIRS & MAINTENANCE	19,222	0		19,222
MANAGEMENT FEES	27,500	0		27,500
PARTNERSHIP PASS THROUGH PORTFOLIO DEDUCTIONS	15,670	15,670		0
INSURANCE	5,573	0		5,573
PROMOTIONAL MATERIALS	40,480	0		40,480
LICENSE, TAXES & FEES	75,467	0		75,467
POSTAGE & DELIVERY	2,876	0		2,876
DUES & SUBSCRIPTIONS	2,009	0		2,009
PROFESSIONAL DEVELOPMENT	5,629	0		5,629
WEBSITE MAINTENANCE	6,289	0		6,289
MEMBERSHIP FEES	8,175	0		8,175
PERCEVAL INVESTMENT PARTNERS - SEC 1231 LOSS	5	5		0
OTHER PORTFOLIO DEDUCTIONS	694	694		0

TY 2012 Other Income Schedule

Name: FLAMBOYAN FOUNDATION INC

EIN: 20-8924675

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PERCEVAL INVESTMENT PARTNERS LP	1,384	3,300	1,384

TY 2012 Other Professional Fees Schedule**Name:** FLAMBOYAN FOUNDATION INC**EIN:** 20-8924675

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONSULTANTS	101,985	0		101,985
INVESTMENT MANAGEMENT FEES	22,339	22,339		0

TY 2012 Taxes Schedule**Name:** FLAMBOYAN FOUNDATION INC**EIN:** 20-8924675

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	74,589	0		74,589
FOREIGN TAXES PAID	69	0		69