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

For calendar year 2012, or tax year beginning , 2012, and ending ,

Name of foundation: John Edward Fowler Memorial Foundation

A Employer identification number: 51-6019469

Number and street (or P O box number if mail is not delivered to street address): 4340 East-West Highway — Room/suite: 206

B Telephone number (see the instructions): (301) 654-2700

City or town: BETHESDA — State: MD — ZIP code: 20814

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: ☒ 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, column (c), line 16)* ► $ 33,461,466.

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► ☒ if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	24.	24.		
	4 Dividends and interest from securities	259,284.	259,284.		
	5a Gross rents	1,410,610.	1,410,610.		
	b Net rental income or (loss) 1,410,610.				
	6a Net gain/(loss) from sale of assets not on line 10	166,866.	L-6a Stmt		
	b Gross sales price for all assets on line 6a 1,437,074.				
	7 Capital gain net income (from Part IV, line 2)		166,866.		
	8 Net short-term capital gain			166,866.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	1,836,784.	1,836,784.	166,866.	
ADMINISTRATIVE OPERATING AND EXPENSES	13 Compensation of officers, directors, trustees, etc	176,000.	73,000.		103,010.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	20,652.	10,326.		10,326.
	16a Legal fees (attach schedule) L-16a Stmt	4,538.	1,135.		3,403.
	b Accounting fees (attach sch) L-16b Stmt	6,000.	1,500.		4,500.
	c Other prof fees (attach sch) L-16c Stmt	123,987.	35,202.		88,785.
	17 Interest				
	18 Taxes (attach schedule)(see instrs) See Line 18 Stmt	30,680.	13,788.		0.
	19 Depreciation (attach sch) and depletion L-19 Stmt	1,147.			
	20 Occupancy	48,387.	9,475.		38,912.
	21 Travel, conferences, and meetings	536.			268.
	22 Printing and publications	1,483.	715.		768.
	23 Other expenses (attach schedule)				
	Office expenses	7,189.	2,484.		4,705.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	420,599.	147,625.		254,677.
	25 Contributions, gifts, grants paid	1,342,000.			1,342,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,762,599.	147,625.		1,596,677.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	74,185.			
	b **Net investment income** (if negative, enter -0-)		1,689,159.		
	c **Adjusted net income** (if negative, enter -0-)			166,866.	

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
ASSETS	1	Cash — non-interest-bearing	100.	100.	100.
	2	Savings and temporary cash investments	283,296.	276,386.	276,386.
	3	Accounts receivable ►			
		Less: allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less: allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch) ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	2,279.	5,387.	5,387.
	10a	Investments — U S and state government obligations (attach schedule)			
	b	Investments — corporate stock (attach schedule) L-10b Stmt	13,205,988.	14,892,176.	14,892,176.
	c	Investments — corporate bonds (attach schedule)			
	11	Investments — land, buildings, and equipment basis ► 2,938,318.			
		Less accumulated depreciation (attach schedule) L-11 Stmt ► 0.	2,938,318.	2,938,318.	18,285,000.
	12	Investments — mortgage loans			
	13	Investments — other (attach schedule)			
	14	Land, buildings, and equipment. basis ► 26,873.			
		Less accumulated depreciation (attach schedule) L-14 Stmt ► 24,456.	2,815.	2,417.	2,417.
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers — see the instructions Also, see page 1, item I)	16,432,796.	18,114,784.	33,461,466.
LIABILITIES	17	Accounts payable and accrued expenses	3,768.	1,874.	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)	3,768.	1,874.	
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			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	16,429,028.	18,112,910.	
	30	Total net assets or fund balances (see instructions)	16,429,028.	18,112,910.	
	31	Total liabilities and net assets/fund balances (see instructions)	16,432,796.	18,114,784.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	16,429,028.
2	Enter amount from Part I, line 27a	2	74,185.
3	Other increases not included in line 2 (itemize) ► Increase in Unrealized Gains	3	1,609,697.
4	Add lines 1, 2, and 3	4	18,112,910.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	18,112,910.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	RBC - WENTWORTH HAUSER & VIOLICH	P	Various	Various
b	RBC - LATEEF MANAGEMENT ASSOCIATES	P	Various	Various
c	RBC - SOUTHERN SUN ASSET MGMT	P	Various	Various
d	RBC - THORNBURG	P	Various	Various
e	See Columns (a) thru (d)			

	(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	7,243.		2,334.	4,909.
b	329,185.		255,319.	73,866.
c	100,572.		83,489.	17,083.
d	365,219.		452,669.	-87,450.
e	See Columns (e) thru (h)		476,804.	158,458.

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				4,909.
b				73,866.
c				17,083.
d				-87,450.
e	See Columns (i) thru (l)			158,458.

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	166,866.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	166,866.

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 (column (b) divided by column (c))
2011	1,674,053.	32,329,807.	0.051780
2010	1,440,178.	31,001,812.	0.046455
2009	1,486,714.	29,137,091.	0.051025
2008	1,410,056.	31,645,087.	0.044558
2007	1,374,066.	33,431,821.	0.041101

2	**Total** of line 1, column (d)	2	0.234919
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	0.046984
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	32,057,199.
5	Multiply line 4 by line 3	5	1,506,175.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	16,892.
7	Add lines 5 and 6	7	1,523,067.
8	Enter qualifying distributions from Part XII, line 4	8	1,596,677.

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)

1 a	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 instrs)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☒ and enter 1% of Part I, line 27b		1	16,892.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	16,892.
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	16,892.
6	Credits/Payments:			
a	2012 estimated tax pmts and 2011 overpayment credited to 2012	6a 22,279.		
b	Exempt foreign organizations — tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c 0.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	22,279.
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	5,387.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ► 5,387. **Refunded** ►		11	

Part VII-A Statements Regarding Activities

			Yes	No
1 a	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 the instructions for definition)?	1b		X
	*If the answer is 'Yes' to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ► $ ______ **(2)** On foundation managers ► $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ ______			
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
4 a	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?	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, column (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► See States Registered In			
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 ► http:\\Fdncenter.org

14 The books are in care of ► Richard H. Lee Telephone no. ► (301) 654-2700

Located at ► 4340 East-West Hwy, Ste 206, Bethesda, MD ZIP + 4 ► 20814

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 |

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If 'Yes,' enter the name of the foreign country ►			

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

				Yes	No
1 a	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)?		1 b		X
	Organizations relying on a current notice regarding disaster assistance check here ► ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		1 c		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? If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__	☐ Yes ☒ No			
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)		2 b		
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__				
3 a	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)*		3 b		
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4 a		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?		4 b		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	Yes [ ] No [X]			
(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 [X]			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	Yes [ ] No [X]			
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	Yes [ ] No [X]			
(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 [X]			
b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		5b		
Organizations relying on a current notice regarding disaster assistance check here ► [ ]				
c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	Yes [ ] No [ ]			
If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	Yes [ ] No [X]			
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 [X]			
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
Richard H. Lee 4340 East West Highway Bethesda, MD 20814	President 16.00	141,000.	0.	0.
Michael P. Bentzen 888 17th ST, NW, Washington, DC 20005	Director 2.00	35,000.	0.	0.
Jeffery P. Capron 805 King Farm Blvd, Ste 300, Rockville, MD 20850	Director 2.00	0.	35,000.	0.

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

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

Total number of other employees paid over $50,000 ► None

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
Suzanne F. Martin 4340 East West Hwy, Ste 206 Bethesda MD 20814	Grant Consulting	60,560.
Total number of others receiving over $50,000 for professional services ►		None

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	0.
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 N/A	0.
2	
All other program-related investments. See instructions 3	
Total. Add lines 1 through 3 ►	None

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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	13,784,394.
b	Average of monthly cash balances		1b	465,316.
c	Fair market value of all other assets (see instructions)		1c	18,295,670.
d	**Total** (add lines 1a, b, and c)		1d	32,545,380.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e		
2	Acquisition indebtedness applicable to line 1 assets		2	
3	Subtract line 2 from line 1d		3	32,545,380.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	488,181.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	32,057,199.
6	**Minimum investment return.** Enter 5% of line 5		6	1,602,860.

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	1,602,860.
2a	Tax on investment income for 2012 from Part VI, line 5	2a 16,892.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	16,892.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	1,585,968.
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	1,585,968.
6	Deduction from distributable amount (see instructions)		6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	1,585,968.

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	1,596,677.
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	1,596,677.
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	16,892.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,579,785.

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				1,585,968.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			0.	
b Total for prior years 20 ___, 20 ___, 20 ___				
3 Excess distributions carryover, if any, to 2012				
a From 2007 — 0.				
b From 2008 — 0.				
c From 2009 — 0.				
d From 2010 — 0.				
e From 2011 — 90,939.				
f **Total** of lines 3a through e	90,939.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► $ 1,596,677.				
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				1,585,968.
e Remaining amount distributed out of corpus	10,709.			
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	101,648.			
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				
d Subtract line 6c from line 6b Taxable amount – see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0.
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)	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	101,648.			
10 Analysis of line 9:				
a Excess from 2008 — 0.				
b Excess from 2009 — 0.				
c Excess from 2010 — 0.				
d Excess from 2011 — 90,939.				
e Excess from 2012 — 10,709.				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

Suzanne M. Loungeway
4340 East West Highway, Suite 206
Bethesda MD 20814 (301) 654-2700

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

Grant Application Attached

c Any submission deadlines:

None

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

Grants generally limited to Metropolitan Washington, DC area

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				
Alive, Inc. 2723 King Street Alexandria VA 22302	N/A	501(C)(3) 509(a)	General Operating Support	10,000.
Archbishop Carroll HS 4300 Harewood Rd, NE Washington DC 20017	N/A	501(C)(3) 509(a)	General Operating Support	40,000.
Arlington Food Assistance Ctr 2708 S. Nelson Street Arlington VA 22206	N/A	501(C)(3) 509(a)	General Operating Support	10,000.
Arlington Pediatric Ctr 601 S. Carlin Springs Rd Arlington VA 22204	N/A	501(C)(3) 509(a)	General Operating Support	10,000.
Arlingtonians Meeting Emergency Needs PO Box 7429 Arlington VA 22207	N/A	501(C)(3) 509(a)	General Operating Support	15,000.
See Line 3a statement				1,257,000.
Total ► 3a				1,342,000.
b Approved for future payment				
Total ► 3b				

Part XVI-A Analysis of Income-Producing Activities

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			14	24.	
4 Dividends and interest from securities			14	259,284.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property			16	1,410,610.	
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	166,866.	
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)				1,836,784.	
13 Total. Add line 12, columns (b), (d), and (e)				13	1,836,784.

(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) (See instructions.)
1	N/A

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

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

2 a 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) is based on all information of which preparer has any knowledge

Richard H Lee 8/5/13 ▶ President

Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶ Self-Prepared			Firm's EIN ▶	
Firm's address ▶			Phone no	

Form **4562**

Department of the Treasury Internal Revenue Service (99)

Depreciation and Amortization
(Including Information on Listed Property)

► See separate instructions. ► Attach to your tax return.

OMB No 1545-0172

2012

Attachment Sequence No 179

Name(s) shown on return	Identifying number
John Edward Fowler Memorial Foundation	51-6019469

Business or activity to which this form relates

Form 990-PF page 1

Part I Election To Expense Certain Property Under Section 179

Note: *If you have any listed property, complete Part V before you complete Part I.*

1	Maximum amount (see instructions)	1	
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1 If zero or less, enter -0-. If married filing separately, see instructions	5	

6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	

8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the **smaller** of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instrs)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2013 Add lines 9 and 10, less line 12 ► 13		

Note: *Do not use Part II or Part III below for listed property Instead, use Part V*

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property) (See instructions)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	1,128.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ► ☐		

Section B – Assets Placed in Service During 2012 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only – see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19 a 3-year property						
b 5-year property		750.	5.0 yrs	MQ	S/L	19.
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental			27.5 yrs	MM	S/L	
property			27.5 yrs	MM	S/L	
i Nonresidential real			39 yrs	MM	S/L	
property				MM	S/L	

Section C – Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System

20 a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions)

21	Listed property Enter amount from line 28	21	0.
22	**Total** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations – see instructions	22	1,147.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete* **only** *24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.*

Section A – Depreciation and Other Information (Caution: *See the instructions for limits for passenger automobiles.*)

24 a Do you have evidence to support the business/investment use claimed? [X] Yes [ ] No **24b** If 'Yes,' is the evidence written? [X] Yes [ ] No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions) **25**								
26 Property used more than 50% in a qualified business use:								
Telephones	05/01/97	100.00	2,828.	2,828.	7.00	SL-HY	0.	
27 Property used 50% or less in a qualified business use:								
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1 **28**							0.	
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1 **29**								

Section B – Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other 'more than 5% owner,' or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
30 Total business/investment miles driven during the year (**do not** include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year. Add lines 30 through 32												
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C – Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons (see instructions).

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions.)		

Note: *If your answer to 37, 38, 39, 40, or 41 is 'Yes,' do not complete Section B for the covered vehicles.*

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2012 tax year (see instructions):					
43 Amortization of costs that began before your 2012 tax year **43**					
44 **Total.** Add amounts in column (f). See the instructions for where to report **44**					

Form 990-PF, Page 1, Part I, Line 18
Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Other - see sch	13,788.	13,788.		0.
Federal excise tax	16,892.	0.		0.
Total	30,680.	13,788.		0.

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
RBC - FEDERATED INVESTORS	P	Various	Various
CHARLES SCHWAB (#2507)	P	Various	Various
Capital Gain Distributions	P	Various	Various

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income
Columns (e) thru (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)
203,385.		196,019.	7,366.
294,779.		280,785.	13,994.
137,098.		0.	137,098.
Total		476,804.	158,458.

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (column (h) gain minus column (k), but not less than -0-) **or** losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
			7,366.
			13,994.
			137,098.
Total			158,458.

Form 990-PF, Page 4, Part VII-A, Line 8a
States Registered In

DE - Delaware
VA - Virginia
MD - Maryland

Form 990-PF, Page 11, Part XV, line 3a
Line 3a statement

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	Person or Business Checkbox Amount
a Paid during the year				Person or Business
Art Enables, Inc. 2204 Rhode Island Ave, NE Washington DC 20018	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 10,000.
				Person or Business
Arts for the Aging 12320 Parklawn Drive Rockville MD 20852	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 5,000.
				Person or Business
Barker Foundation 7979 Old Georgetown Rd Bethesda MD 20814	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 20,000.
				Person or Business
Beacon House Community Ministry 601 Edgewood St, NE Washington DC 20017	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 10,000.
				Person or Business
Bethany House of N. VA 6121 Lincolnia Rd Alexandria VA 22312	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 10,000.
				Person or Business
Bishop John T. Walker School 3640 ML King Jr Ave, SE Washington DC 20032	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 25,000.
				Person or Business
Boys/Girls Clubs Wash, DC 4103 Benning Rd, NE Washington DC 20019	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 94,000.
				Person or Business

Form 990-PF, Page 11, Part XV, line 3a Continued
Line 3a statement

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	Person or Business Checkbox / Amount
a *Paid during the year*				
Bright Beginnings 128 M Street, NW Washington DC 20001	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business: X 10,000.
Building Bridges Across the River 1901 Mississippi Ave, SE Washington DC 20020	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business: X 118,000.
Catalogue for Philanthropy 397 South Street Needham MA 02492	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business: X 5,000.
Child & Family Network Ctrs 3701A Mt. Vernon Ave Alexandria VA 22305	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business: X 10,000.
Chillum Youth Project PO Box 57 Hyattsville MD 20781	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business: X 20,000.
Christ House 1717 Columbia Rd, NW Washington DC 20009	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business: X 25,000.
Church of the Epiphany 1317 G Street, NW Washington DC 20005	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business: X 10,000.
Cornerstone, Inc. 1400 20th Street, NW Washington DC 20036	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business: X 10,000.

Form 990-PF, Page 11, Part XV, line 3a Continued

Line 3a statement

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	Person or Business Checkbox Amount
a *Paid during the year*				Person or Business
Dance Institute of Washington 3400 14th Street, NW Washington DC 20010	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 10,000.
				Person or Business
Daughter for the Day 10903 Indian Head Hwy Fort Washington MD 20744	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 10,000.
				Person or Business
DC Volunteer Lawyers Project 5335 Wisconsin Ave, NW Washington DC 20015	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 10,000.
				Person or Business
Doorways for Women & Families PO Box 100185 Arlington VA 22210	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 20,000.
				Person or Business
Downtown Cluster's Day Care Ctr 926 11th Street, NW Washington DC 20001	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 25,000.
				Person or Business
Emerging Scholars Program 4401 Ford Ave, #400 Alexandria VA 22302	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 15,000.
				Person or Business
Everybody Wins 1213 K Street, NW Washington DC 20005	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 10,000.
				Person or Business

Form 990-PF, Page 11, Part XV, line 3a Continued

Line 3a statement

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	Person or Business Checkbox Amount
a Paid during the year				
Fair Chance 2001 S Street, NW, #310 Washington DC 20036	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 10,000.
Faith in the Family, Int'l PO Box 49341 Charlotte NC 28277	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 15,000.
Fellowship of Christian Athletes 801 G Street, NW Washington DC 20001	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 45,000.
First Time Computers 6407 32nd Street, NW Washington DC 20015	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 10,000.
Fishing School 4737 Meade Street, NE Washington DC 20019	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 10,000.
Food & Friends 219 Riggs Road, NE Washington DC 20011	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 20,000.
For Love of Children 1763 Columbia Road, NW Washington DC 20009	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 20,000.
Foundation Center 1627 K Street, NW Washington DC 20006	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 5,000.

Form 990-PF, Page 11, Part XV, line 3a Continued

Line 3a statement

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	Person or Business Checkbox Amount
a *Paid during the year*				
				Person or Business
Freshfarm Markets, Inc. P.O. Box 15691 Washington DC 20001	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 10,000.
				Person or Business
Georgetown Ministry Ctr 1041 Wisconsin Ave, NW Washington DC 20007	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 20,000.
				Person or Business
Herndon-Reston FISH, Inc. 336 Victory Drive Herndon VA 20170	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 10,000.
				Person or Business
HomeAid of Northern VA 3901 Centerview Drive Chantilly VA 20151	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 10,000.
				Person or Business
Homeless Children's Playtime Proj' 1525 Newton Street, NW Washington DC 20010	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 10,000.
				Person or Business
Hope and a Home 1439 R Street, NW Washington DC 20009	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 15,000.
				Person or Business
Hope Connections for Cancer Support 5430 Grosvenor Lane Washington DC 20814	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 10,000.
				Person or Business

Form 990-PF, Page 11, Part XV, line 3a Continued

Line 3a statement

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	Person or Business Checkbox Amount
a Paid during the year				
Hope House DC PO Box 60682 Washington DC 20039	N/A	501(C)(3) 509(a)	General Operating Support	Person or [ ] Business [X] 10,000.
				Person or [ ] Business [ ]
Horizons of Greater Washington 3000 Cathedral Ave, NW Washington DC 20008	N/A	501(C)(3) 509(a)	General Operating Support	Person or [ ] Business [X] 10,000.
				Person or [ ] Business [ ]
Hospice Caring, Inc. 518 S. Frederick Ave Gaithersburg MD 20877	N/A	501(C)(3) 509(a)	General Operating Support	Person or [ ] Business [X] 15,000.
				Person or [ ] Business [ ]
House of Ruth 5 Thomas Circle Washington DC 20005	N/A	501(C)(3) 509(a)	General Operating Support	Person or [ ] Business [X] 20,000.
				Person or [ ] Business [ ]
Housing Opportunities Ptnrs 10400 Detrick Ave Kensington MD 20895	N/A	501(C)(3) 509(a)	General Operating Support	Person or [ ] Business [X] 5,000.
				Person or [ ] Business [ ]
Imagination Stage 4908 Auburn Ave Bethesda MD 20014	N/A	501(C)(3) 509(a)	General Operating Support	Person or [ ] Business [X] 10,000.
				Person or [ ] Business [ ]
Iona Senior Services 4125 Albemarle Street, NW Washington DC 20016	N/A	501(C)(3) 509(a)	General Operating Support	Person or [ ] Business [X] 20,000.
				Person or [ ] Business [ ]
Jubilee Jumpstart 2525 Ontario Road, NW Washington DC 20009	N/A	501(C)(3) 509(a)	General Operating Support	Person or [ ] Business [X] 10,000.

Form 990-PF, Page 11, Part XV, line 3a Continued
Line 3a statement

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	Person or Business Checkbox Amount
a *Paid during the year*				
				Person or Business
Junior Achievement 1050 17th Street, NW Washington DC 20036	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 20,000.
				Person or Business
Keys for the Homeless Fdn PO Box 32027 Washington DC 20007	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 5,000.
				Person or Business
Koinonia Foundation 6037 Franconia Road Alexandria MD 22310	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 15,000.
				Person or Business
Levine School of Music 2801 Upton Street, NW Washington DC 20009	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 10,000.
				Person or Business
Life Pieces to Masterpieces 1600 Otis Street, NE Washington DC 20018	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 10,000.
				Person or Business
Literacy Council of No. VA 2855 Annandale Road Falls Church VA 22042	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 10,000.
				Person or Business
Little Lights Urban Ministries 760 7th Street, SE Washington DC 20003	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 10,000.
				Person or Business

Form 990-PF, Page 11, Part XV, line 3a Continued
Line 3a statement

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	Person or Business Checkbox Amount
a Paid during the year				
Live It Learn It 735 8th Street, SE Washington DC 20003	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 20,000.
Mary House 4303 13th Sreet, NE Washington DC 20017	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 25,000.
Mi Casa, Inc. 6230 3rd Street, NW Washington DC 20011	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 10,000.
New Futures 1965 Biltmore Street, NW Washington DC 20009	N/A	501(C)(3) 509(a)	Rainbow Place Operating Support	Person or Business X 10,000.
Olney Help PO Box 430 Olney MD 20830	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 5,000.
Perry School Svcs Ctr 128 M Street, NW Washington DC 20001	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 15,000.
Rachael's Women's Center 1222 11th Street, NW Washington DC 20001	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 15,000.
Salvation Army 2626 Pennsylvanie Ave,NW Washington DC 20037	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 5,000.

Form 990-PF, Page 11, Part XV, line 3a Continued

Line 3a statement

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	Person or Business Checkbox Amount
a *Paid during the year*				Person or Business
Samaritan Inns, Inc. 2523 14th Street, NW Washington DC 20009	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 20,000.
				Person or Business
Sarah's Circle 2551 17th Street, NW Washington DC 20009	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 20,000.
				Person or Business
Seabury at Home First P.O. Box 29643, NE Washington DC 20017	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 15,000.
				Person or Business
Sitar Center for the Arts 1700 Kalorama Rd, NW Washington DC 20009	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 15,000.
				Person or Business
Society of St. Andrew 3383 Sweet Hollow Rd Big Island VA 24526	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 10,000.
				Person or Business
Street Sense, Inc. 1317 G Street, NW Washington DC 20005	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 5,000.
				Person or Business
Urban Ed, Inc 2041 ML King Ave, SE Washington DC 20020	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 5,000.
				Person or Business

Form 990-PF, Page 11, Part XV, line 3a Continued
Line 3a statement

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	Person or Business Checkbox Amount
a *Paid during the year*				
WANADA Education Institute 5301 Wisconsin Ave, NW Washington DC 20015	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 35,000.
Washington Ballet 3515 Wisconsin Ave Washington DC 20016	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 50,000.
Washington Grantmakers 1400 16th St, NW Washington DC 20036	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 10,000.
Washington Home & Hospices 3720 Upton Street, NW Washington DC 20016	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 10,000.
Washington Hospital Ctr Fdn 110 Irving Street, NW Washington DC 20010	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 15,000.
Washington Literacy Council 1918 18th Street, NW Washington DC 20009	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 10,000.
Washington Middle School for Girls 1901 Mississippi Ave, SE Washington DC 20020	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 25,000.
We are Family Senior Outreach 1405 Monroe Street, NW Washington DC 20010	N/A	501(C)(3) 509(a)	General Operating Support	Person or Business X 5,000.

Form 990-PF, Page 11, Part XV, line 3a Continued
Line 3a statement

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	Person or Business Checkbox	Amount
a *Paid during the year*					
				Person or Business	
Young Playwright's Theatre 2437 15th Street, NW Washington DC 20009	N/A	501(C)(3) 509(a)	General Operating Support	Business X	10,000.
				Person or Business	
YWCA of the National Capital Area 2303 14th Street, NW Washington DC 20009	N/A	501(C)(3) 509(a)	General Operating Support	Business X	10,000.
Total					1,257,000.

Form 990-PF, Page 1, Part I
Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Curtin, Law	Legal	4,538.	1,135.		3,403.
Total		4,538.	1,135.		3,403.

Form 990-PF, Page 1, Part I
Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Matthews, Carter Boy	Audit	6,000.	1,500.		4,500.
Total		6,000.	1,500.		4,500.

Form 990-PF, Page 1, Part I
Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
S. Martin	Grants consulting	60,560.			60,560.
RBC Securities	Invstmnt Fees	35,202.	35,202.		
S. Loungeway	grants consulting	6,600.			6,600.
Ann Matikan	Grants consulting	21,200.			21,200.
Various	Grants consulting	425.			425.
Total		123,987.	35,202.		88,785.

Form 990-PF, Line 19
Allocated Depreciation

Description	Date Acquire	Cost or Basis	Prior Yr. Depr	Mthd	Life	Current Depr	Net Invest Income	Adjusted Net Income
Telephones	05/01/97	2828	2828	SL	7.00	0		
Computer (Network Serv	11/01/99	2653	2653	SL	5.00	0		
HO Laser Jet 2100 prin	11/01/99	730	730	SL	5.00	0		
Dell 17" Monitor	01/30/02	201	201	SL	5.00	0		
Internal tape and hard	01/31/02	778	778	SL	5.00	0		
Grants software	05/15/02	1677	1677	SL	5.00	0		
Dell Computer XP	08/15/05	2515	2515	SL	5.00	0		
Dell Inkjet printer	08/15/05	176	176	SL	5.00	0		
Dell Computers XP	01/11/06	5884	5884	SL	5.00	0		
Brother Laser Printer	12/05/06	420	420	SL	5.00	0		
Conference table/chair	06/21/07	3000	1929	SL	7.00	428		
Exec HBK Chair (SFM)	08/15/07	210	135	SL	7.00	30		
Brother Typewriter	08/22/07	446	401	SL	5.00	45		
Safford chair (RHL)	08/22/07	105	68	SL	7.00	15		
Drapes (Bethesda)	12/01/07	2892	2603	SL	5.00	289		
HP 1040 Fax	01/02/08	100	70	SL	5.00	20		
HP 1006 Laser printer	01/03/08	147	103	SL	5.00	29		
Dell PowerEdge T1800 S	02/06/11	1360	136	SL	5.00	272		
Dell Optiplex (Win 7) (	12/22/12	750		SL	5.00	19		
Total								

Form 990-PF, Page 2, Part II, Line 10b
L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year Book Value	Fair Market Value
RBC - Wentworth Hauser & Violich	354,434.	340,843.
RBC - Lateef Mgmt Associates	741,554.	960,157.
RBC - THORNBURG	305,285.	339,272.
RBC - Federated Investors	862,092.	905,220.
RBC - Southern Sun Asset Mgmt	360,401.	411,070.
Charles Schwab (#2507)	10,764,571.	11,601,101.
Charles Schwab (#7436)	145,752.	164,056.

Form 990-PF, Page 2, Part II, Line 10b Continued
L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year Book Value	End of Year Fair Market Value
Vanguard - Short-term Federal Fund	167,448.	170,457.
Unrealized gain	1,190,639.	0.
Total	14,892,176.	14,892,176.

Form 990-PF, Page 2, Part II, Line 11
L-11 Stmt

Line 11b - Description of Investments Land, Buildings and Equipment	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
Commercial Real Estate, Rosslyn, Va	2,933,818.	0.	2,933,818.
Undeveloped Land, Augusta Cnty, Va	4,500.	0.	4,500.
Total	2,938,318.	0.	2,938,318.

Form 990-PF, Page 2, Part II, Line 14
L-14 Stmt

Line 14b - Description of Land, Buildings, and Equipment	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
Per Form 4562 Depreciation Report	26,873.	24,456.	2,417.
Total	26,873.	24,456.	2,417.

Supporting Statement of:

Form 990-PF, p1/Line 18(a)-1

Description	Amount
Arlington County - Gross receipts	5,958.
Foreign tax withheld	7,662.
Augusta County - Real estate tax	168.
Total	13,788.

JOHN EDWARD FOWLER MEMORIAL FOUNDATION

4340 EAST-WEST HIGHWAY, SUITE 206,
BETHESDA, MD 20814

GRANT APPLICATION

FULL NAME OF ORGANIZATION ________________________________

ADDRESS ________________________________

MAILING ADDRESS (IF OTHER THAN ABOVE) ________________________________

TELEPHONE NUMBER OF ORGANIZATION ________________________________

CONTACT PERSON/TEL. NUMBER ________________________________

BRIEF (35 WORDS) DESCRIPTION OF THE PROJECT FOR WHICH YOU ARE REQUESTING A GRANT ________________

____

____

____

BY WHAT DATE DO YOU NEED THIS GRANT? ________________________________

$ ________________ NEEDED FOR PROJECT. $ ________________ GRANT REQUESTED

WHAT OTHER SOURCES DO YOU HAVE OR ANTICIPATE FOR FUNDING THE PROJECT? ________________

____

____

____

IF AN ONGOING PROJECT, HOW DO YOU INTEND TO FUND IT IN THE FUTURE? ________________

____

____

SOURCES OF THE ORGANIZATION'S INCOME

GOVERNMENT $ ________________ UNITED WAY/UNITED BLACK FUND $ ________________

FOUNDATIONS/CORPORATIONS $ ________________ PROGRAM REVENUE $ ________________

INDIVIDUALS $ ________________ FUNDRAISING ACTIVITIES $ ________________

OTHER $ ________________________________

THIS APPLICATION WILL BE CONSIDERED COMPLETE WITH THE FOLLOWING ENCLOSURES:

1) A COPY OF THE ORGANIZATION'S IRS DETERMINATION LETTER.

2) BUDGET FOR THE PROJECT (IF APPLICATION IS FOR A SPECIFIC PROJECT).

3) THE CURRENT GENERAL OPERATING BUDGET

4) FINANCIAL STATEMENTS

5) LIST OF BOARD OF DIRECTORS/OFFICERS

DATE SUBMITTED ________________