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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 , and ending

Name of foundation
THE MORRIS GOLDSEKER FOUNDATION
OF MARYLAND, INC.

A Employer identification number
52-0983502

Number and street (or P O box number if mail is not delivered to street address)
7 CHURCH LANE

Room/suite

B Telephone number (see instructions)
410-837-5100

City or town, state, and ZIP code
BALTIMORE MD 21208

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, col (c), line 16) ▶ $ 89,855,843

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

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

Part I	**Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc , received (attach schedule)				
2	Check ▶ ☒ if the foundation is **not** required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	1,525,692	1,525,692		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	3,151,575			
b	Gross sales price for all assets on line 6a 14,902,682				
7	Capital gain net income (from Part IV, line 2)		3,151,575		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) STMT 1	-779,507	-203,888		
12	**Total.** Add lines 1 through 11	3,897,760	4,473,379	0	
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc.	540,665	58,604		482,061
14	Other employee salaries and wages	150,587			150,587
15	Pension plans, employee benefits	64,646			64,646
16a	Legal fees (attach schedule) SEE STMT 2	2,013			2,013
b	Accounting fees (attach schedule) STMT 3	68,115	30,000		38,115
c	Other professional fees (attach schedule) STMT 4	315,919			315,919
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 5	81,363			
19	Depreciation (attach schedule) and depletion				
20	Occupancy	60,567			60,567
21	Travel, conferences, and meetings	28,176			28,176
22	Printing and publications	8,180			8,180
23	Other expenses (att sch.) STMT 6	395,716	309,748		83,986
24	**Total operating and administrative expenses.** Add lines 13 through 23	1,715,947	398,352	0	1,234,250
25	Contributions, gifts, grants paid	2,941,528			2,941,528
26	**Total expenses and disbursements.** Add lines 24 and 25	4,657,475	398,352	0	4,175,778
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-759,715			
b	**Net investment income** (if negative, enter -0-)		4,075,027		
c	**Adjusted net income** (if negative, enter -0-)			0	

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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	End of year (c) Fair Market Value
Assets	1	Cash – non-interest-bearing	137,075	128,695	128,695
	2	Savings and temporary cash investments	3,422,261	3,375,775	3,375,775
	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 (att schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U.S. and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule) SEE STMT 7	25,959,329	22,547,909	29,520,664
	c	Investments – corporate bonds (attach schedule) SEE STMT 8	12,179,155	13,421,908	13,913,804
	11	Investments – land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule) SEE STATEMENT 9	31,009,711	32,385,413	42,800,551
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶ SEE STATEMENT 10)	48,238	116,354	116,354
	16	**Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I)	72,755,769	71,976,054	89,855,843
Liabilities	17	Accounts payable and accrued expenses	23,483	3,483	
	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)	23,483	3,483	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.** ▶ [X]			
	24	Unrestricted	72,732,286	71,972,571	
	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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	72,732,286	71,972,571	
	31	**Total liabilities and net assets/fund balances** (see instructions)	72,755,769	71,976,054	

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	72,732,286
2	Enter amount from Part I, line 27a	2	-759,715
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	71,972,571
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 11	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	71,972,571

DAA

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	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b	FROM FLOW THROUGH ENTITIES	P	VARIOUS	VARIOUS
c	FROM FLOW THROUGH ENTITIES	P	VARIOUS	VARIOUS
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	14,357,015		11,751,107	2,605,908
b	18,369			18,369
c	527,298			527,298
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				2,605,908
b				18,369
c				527,298
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	3,151,575
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	18,369

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	3,822,488	87,047,750	0.043913
2010	4,021,058	81,485,154	0.049347
2009	4,971,526	76,001,817	0.065413
2008	5,029,746	96,501,999	0.052121
2007	4,910,704	107,747,036	0.045576

2 Total of line 1, column (d)	2	0.256370
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	0.051274
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	87,358,514
5 Multiply line 4 by line 3	5	4,479,220
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	40,750
7 Add lines 5 and 6	7	4,519,970
8 Enter qualifying distributions from Part XII, line 4	8	4,175,778

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	81,501
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	81,501
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	81,501
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a 147,717		
b	Exempt foreign organizations – tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c 50,000		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	197,717
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	116,216
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 116,216 Refunded ▶	11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.GOLDSEKERFOUNDATION.ORG

14 The books are in care of ▶ SHEILA PURKEY Telephone no ▶ 410-653-4100
7 CHURCH LANE
Located at ▶ BALTIMORE MD ZIP+4 ▶ 21208

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
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		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?	N/A	1c		
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)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20 , 20 , 20 , 20				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4b		X

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

5a	During the year did the foundation pay or incur any amount to.			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b	
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A ☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation (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 STATEMENT 12				

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
LAURIE LATUDA BALTIMORE 7 CHURCH LANE MD 21208	PROGRAM DR. 40.00	89,615	9,269	0
TERESA DEBORD BALTIMORE 7 CHURCH LANE MD 21208	OFFICE MGR 40.00	60,972	7,707	0

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
MCNEELY LEGAL SERVICES BALTIMORE 2353 CAMBRIDGE WALK MD 21224	PROGRAM SERVICE	157,500
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 THE FOUNDATION PROVIDES CONTRIBUTIONS AND GRANTS TO OTHER TAX EXEMPT ORGANIZATIONS WHO ARE INVOLVED IN DIRECT CHARITABLE ACTIVITIES - SEE LIST OF RECIPIENTS	
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	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	

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	88,477,239
b	Average of monthly cash balances		1b	132,795
c	Fair market value of all other assets (see instructions)		1c	78,813
d	**Total** (add lines 1a, b, and c)		1d	88,688,847
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	88,688,847
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)		4	1,330,333
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	87,358,514
6	**Minimum investment return.** Enter 5% of line 5		6	4,367,926

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	4,367,926
2a	Tax on investment income for 2012 from Part VI, line 5	2a 81,501		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	81,501
3	Distributable amount before adjustments Subtract line 2c from line 1		3	4,286,425
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	4,286,425
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	4,286,425

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	4,175,778
b	Program-related investments – total from Part IX-B	1b	
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	4,175,778
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	4,175,778

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				4,286,425
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			3,848,555	
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: ▶ $ 4,175,778				
a Applied to 2011, but not more than line 2a			3,848,555	
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				327,223
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				3,959,202
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 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
2a 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))

N/A

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.

N/A

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.

PROGRAM DIRECTOR 410-837-5100
MORRIS GOLDSEKER FDN OF MD BALTIMORE MD 21201

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

SEE STATEMENT 13

c Any submission deadlines

N/A

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

SEE STATEMENT 14

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 SEE STATEMENT 15				2,941,528
Total			▶ 3a	2,941,528
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
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	1,525,692	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	-203,888	
8 Gain or (loss) from sales of assets other than inventory			18	3,151,575	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b FROM VARIOUS PARTNERSHIPS	900003	-575,619			
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-575,619		4,473,379	0

13 Total. Add line 12, columns (b), (d), and (e) 13 3,897,760

(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)
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	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

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

Signature of officer or trustee | Date 11/4/13 | Title CHAIRMAN

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
JASON R. SCHUTZ	JASON R. SCHUTZ	10/31/13	
Firm's name ▶ STAINES, WILEY & SCHUTZ, LLC		PTIN	P00389836
Firm's address ▶ 2408 PEPPERMILL DR STE 2H GLEN BURNIE, MD 21061-3265		Firm's EIN ▶	26-0741952
		Phone no	410-760-8111

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
FROM PASS THROUGH ENTITIES	$ -203,888	$ -203,888	$
FROM VARIOUS PARTNERSHIPS	-575,619		
TOTAL	$ -779,507	$ -203,888	$ 0

Statement 2 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
LEGAL	$ 2,013	$	$	$ 2,013
TOTAL	$ 2,013	$ 0	$ 0	$ 2,013

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING & AUDIT	$ 68,115	$ 30,000	$	$ 38,115
TOTAL	$ 68,115	$ 30,000	$ 0	$ 38,115

Statement 4 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
PROGRAM CONSULTANTS	$ 177,100	$	$	$ 177,100
PENSION CONSULTANTS	8,493			8,493
RECRUITING CONSULTANTS	130,326			130,326
TOTAL	$ 315,919	$ 0	$ 0	$ 315,919

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FEDERAL EXCISE TAX	$ 81,363	$	$	$
TOTAL	$ 81,363	$ 0	$ 0	$ 0

Statement 6 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
EXPENSES				
INSURANCE	20,122			20,122
UTILITIES	3,732			3,732
TELEPHONE	8,092			8,092
OFFICE EXPENSES	46,004			46,004
DUES & SUBSCRIPTIONS	6,036			6,036
INVESTMENT MANAGER FEES	255,748	255,748		
ADVISORY FEES	54,000	54,000		
OTHER INVESTMENT EXPENSES				
NONDEDUCTIBLE EXP / FINES	1,982			
TOTAL	$ 395,716	$ 309,748	$ 0	$ 83,986

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CORPORATE STOCK - VAR CUSTODIANS	$ 25,959,329	$ 22,547,909		$ 29,520,664
TOTAL	$ 25,959,329	$ 22,547,909		$ 29,520,664

Statement 8 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
VARIOUS CUSTODIANS	$ 12,179,155	$ 13,421,908		$ 13,913,804
TOTAL	$ 12,179,155	$ 13,421,908		$ 13,913,804

Statement 9 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
ALTERNATIVE INVESTMENTS	$ 31,009,711	$ 32,385,413	MARKET	$ 42,800,551
TOTAL	$ 31,009,711	$ 32,385,413		$ 42,800,551

Federal Statements

Statement 10 - Form 990-PF, Part II, Line 15 - Other Assets

Description	Beginning of Year	End of Year	Fair Market Value
EXCISE TAX RECEIVABLE	$ 48,238	$ 116,354	$ 116,354
TOTAL	$ 48,238	$ 116,354	$ 116,354

Statement 11 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
NONDEDUCTIBLE EXPENSES - PASS THROUGH ENTITIES	$
TOTAL	$ 0

Federal Statements

Statement 12 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
DR. TIMOTHY ARMBRUSTER 7 CHURCH LANE BALTIMORE MD 21208	PRESIDENT	40.00	344,339	21,308	0
SHEILA PURKEY 7 CHURCH LANE BALTIMORE MD 21208	TREASURER	10.00	8,513	0	0
SHELDON GOLDSEKER 7 CHURCH LANE BALTIMORE MD 21208	CHAIRMAN	10.00	108,875	0	0
SIMON GOLDSEKER 7 CHURCH LANE BALTIMORE MD 21208	VICE-CHAIRMA	5.00	66,938	0	0
SUSAN KATZENBERG 5700 COLEY CT. BALTIMORE MD 21210	DIRECTOR	2.00	4,000	0	0
SHARNA GOLDSEKER 324 E. 41ST ST. APT 1002C NEW YORK NY 21209	DIRECTOR	2.00	2,000	0	0
DEBORAH GOLDSEKER 4314 ROSEDALE AVE. BETHESDA MD 20814	DIRECTOR	2.00	2,000	0	0
HOWARD WEISS 14212 SAWMILL CT. PHOENIX MD 21131	DIRECTOR	2.00	2,000	0	0
ANA GOLDSEKER 7 CHURCH LANE BALTIMORE MD 21208	DIRECTOR	2.00	2,000	0	0

Federal Statements

Statement 13 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description
THE APPLICANT MUST BE A NONPROFIT AND CHARITABLE, EDUCATIONAL, OR SCIENTIFIC ORGANIZATION. TO ENSURE ELIGIBILITY, APPLICANTS MUST SUBMIT EVIDENCE OF A TAX EXEMPTION RULING UNDER 501(C)(3) AND 509(A) OF THE INTERNAL REVENUE CODE.

Statement 14 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description
THE FOUNDATION WAS CREATED BY THE WILL OF MORRIS GOLDSEKER EXPRESSLY TO SUPPORT PROGRAMS DIRECTLY BENEFITING THE PEOPLE OF THE BALTIMORE METROPOLITAN AREA. THE ORGANIZATION MUST CARRY ON ITS WORK AND ACTIVITIES PRINCIPALLY IN THE BALTIMORE METROPOLITAN AREA. CURRENT PROGRAM INTERESTS INCLUDE: COMMUNITY AFFAIRS, EDUCATION, HUMAN SERVICES, AND NEIGHBORHOOD DEVELOPMENT.

Federal Statements

Statement 15 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name / Address	Address / Relationship	Status	Purpose	Amount
ALEXANDER WILSON SCHWEIZER BALTIMORE MD 21201	JOHNS HOPKINS MEDICINE, 1			100
ALTERNATIVE DIRECTIONS, INC. BALTIMORE MD 21218	2505 N. CHARLES STREET			2,000
ANNE-TISDALE & ASSOCIATES BALTIMORE MD 21237	8987 YELLOW BRICK ROAD			288
ASSOCIATION OF BALTIMORE AREA GRANT BALTIMORE MD 21202	2 EAST READ STREET			70,000
ASSOCIATION OF BALTIMORE AREA GRANT BALTIMORE MD 21202	2 EAST READ STREET			1,000
ASSOCIATION OF BALTIMORE AREA GRANT BALTIMORE MD 21201	2 EAST READ STREET			5,200
BALTIMORE COMMUNITY FOUNDATION BALTIMORE MD 21202	2 EAST READ STREET			157,500
BALTIMORE COMMUNITY FOUNDATION BALTIMORE MD 21202	2 EAST READ STREET			1,000
BALTIMORE COMMUNITY FOUNDATION BALTIMORE MD 21202	2 EAST READ STREET			10,000
BALTIMORE COMMUNITY FOUNDATION BALTIMORE MD 21202	2 EAST READ STREET			1,000
BALTIMORE HEALTHY START BALTIMORE MD 21218	2521 N. CHARLES STREET			2,000
BALTIMORE MUSEUM OF ART BALTIMORE MD 21218	10 ART MUSEUM DRIVE			4,000
BALTIMORE NEIGHBORHOOD COLLABORATIV BALTIMORE MD 21202	2 EAST READ STREET			75,000
BALTIMORE SYMPHONY ORCHESTRA BALTIMORE MD 21201	1212 CATHEDRAL STREET			1,000
BALTIMORE URBAN LEAGUE BALTIMORE MD 21218	2601 NORTH HOWARD STREET,			10,000
BELAIN-EDISON HOUSING SERVICES, INC BALTIMORE MD 21213	3412 BELAIR ROAD			150,000
BETSY NELSON LEGACY FUND BALTIMORE MD 21202	2 EAST READ STREET			1,000

Federal Statements

Statement 15 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
BUSINESS VOLUNTEER UNLIMITED BALTIMORE MD 21230	175 WEST OSTEND STREET, S			20,000
CENTER FOR URBAN FAMIILIES BALTIMORE MD 21217	2201 NORTH MONROE STREET			10,000
CENTER STAGE BALTIMORE MD 21202	700 N. CALVERT STREET			2,900
CENTRAL BALTIMORE PARTNERSHIP BALTIMORE MD 21201	1800 N. CHARLES STREET, S			30,000
CENTRAL BALTIMORE PARTNERSHIP BALTIMORE MD 21201	1800 N. CHARLES STREET, S			125,000
CENTRAL MARYLAND TRANSIT ALLIANCE BALTIMORE MD 21202	2 EAST READ STREET			25,000
CENTRAL MARYLAND TRANSIT ALLIANCE BALTIMORE MD 21202	2 EAST READ STREET			125,000
CEO'S FOR CITIES CHICAGO IL 60602	22 W. WASHINGTON, SUITE 1			3,795
CHILDREN'S SCHOLARSHIP FUND BALTIMORE MD 21202	1000 ST. PAUL STREET			10,000
COMMUNITY MEDIATION CENTER BALTIMORE MD 21218	3333 GREENMOUNT AVENUE			30,000
COMPREHENSIVE HOUSING ASSISTANCE CO BALTIMORE MD 21215	5809 PARK HEIGHTS AVENUE			150,000
COMPREHENSIVE HOUSING ASSISTANCE CO BALTIMORE MD 21215	5809 PARK HEIGHTS AVENUE			2,000
CREATIVE ALLIANCE BALTIMORE MD 21224	3134 EASTERN AVENUE			50,000
DINGMAN CENTER FOR ENTREPRENEURSHIP COLLEGE PARK MD 20742	2518 VAN MUNCHING HALL, U			2,500
DOWNTOWN BALTIMORE FAMILY ALLIANCE BALTIMORE MD 21231	P.O. BOX 38917			13,000
DOWNTOWN BALTIMORE FAMILY ALLIANCE BALTIMORE MD 21231	P.O. BOX 38917			35,000
DOWNTOWN PARTNERSHIP OF BALTIMORE F BALTIMORE MD 21201	217 N. CHARLES STREET			5,000

Statement 15 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
EDWARD A MYERBERG NORTHWEST SENIOR BALTIMORE MD 21209	3101 FALLSTAFF RD			50,000
FRIENDS OF PATTERSON PARK BALTIMORE MD 21231	27 SOUTH PATTERSON PARK A			100,000
FRIENDS SCHOOL BALTIMORE MD 21210	5114 N. CHARLES STREET			2,000
FUND FOR EDUCATIONAL EXCELLENCE BALTIMORE MD 21201	800 N. CHARLES STREET, SU			261,550
FUND FOR EDUCATIONAL EXCELLENCE BALTIMORE MD 21201	800 N. CHARLES STREET, SU			18,300
GAY, LESBIAN, BISEXUAL & TRANSGENDE BALTIMORE MD 21201	241 W. CHASE STREET			10,000
GREATER HOMEWOOD COMMUNITY CORP BALTIMORE MD 21218	3501-03 NORTH CHARLES STR			150,000
HAMILTON LAURAVILLE MAIN STREET, IN BALTIMORE MD 21214	5500 HARFORD ROAD, SUITE			25,000
HEALTH LEADS, INC. BALTIMORE MD 21202	1307 ST. PAUL STREET			1,500
HEALTHY NEIGHBORHOODS, INC. BALTIMORE MD 21201	2 EAST READ STREET			150,000
HISTORIC EAST BALTIMORE COMMUNITY A BALTIMORE MD 21213	1212 N. WOLFE STREET			10,000
HOUSE OF RUTH BALTIMORE MD 21218	2201 ARGONNE DRIVE			2,500
HOUSE OF RUTH BALTIMORE MD 21218	2201 ARGONNE DRIVE			2,500
HOUSE OF RUTH BALTIMORE MD 21218	2201 ARGONNE DRIVE			1,000
JOHNS HOPKINS UNIVERSITY BALTIMORE MD 21218	3400 NORTH CHARLES STREET			157,500
JUBILEE BALTIMORE,INC. BALTIMORE MD 21202	1228 NORTH CHARLES STREET			157,500
KAYAM FARMS REISTERSTOWN MD 21136	5425 MT. GILEAD ROAD			400

Statement 15 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
LEVINDALE HEBREW GERIATRIC FOUNDATI BALTIMORE MD 21215	2401 W. BELVEDERE AVENUE			2,000
LIVING CLASSROOMS FOUNDATION BALTIMORE MD 21231	802 S. CAROLINE STREET			1,500
LYRIC FOUNDATION BALTIMORE MD 21201	110 W. MOUNT ROYAL AVENUE			1,000
MAKE A WISH FOUNDATION TIMONIUM MD 21093	9475 DEERECO ROAD, DEER P			200
MARY ROBY BALTIMORE MD 21231	1916 E. PRATT STREET			3,350
MARYLAND ASSOCIATION OF NONPROFIT O BALTIMORE MD 21211	1500 UNION AVENUE, SUITE			15,000
MARYLAND CLUB PRESERVATION FOUNDATI BALTIMORE MD 21202	1 EAST EAGER STREET			2,000
MARYLAND FOOD BANK BALTIMORE MD 21227	2200 HALETHORPE FARMS ROA			400
MARYLAND SPCA BALTIMORE MD 21211	3300 FALLS ROAD			100
MORGAN STATE UNIVERSITY FOUNDATION BALTIMORE MD 21251	1700 E. COLD SPRING LANE			157,500
MY SISTER'S CIRCLE BALTIMORE MD 21093	219 SANDEE ROAD			75
MY SISTER'S CIRCLE BALTIMORE MD 21093	219 SANDEE ROAD			200
NEIGHBORHOOD DESIGN CENTER BALTIMORE MD 21233	1401 HOLLINS STREET			30,000
PIKESVILLE OFFICE SUPPLY PIKESVILLE MD 21208	1316 REISTERSTOWN ROAD			12
PIKESVILLE OFFICE SUPPLY PIKESVILLE MD 21208	1316 REISTERSTOWN ROAD			29
PRINTING SPECIALIST CORPORATION GLEN BURNIE MD 21061	806-D CROMWELL PARK DRIVE			810
PUMPKIN THEATER BALTIMORE MD 21204	8415 BELLONA LANE, SUITE			3,500

Statement 15 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
REGINALD LEWIS MUSEUM OF MARYLAND BALTIMORE MD 21202	830 E. PRATT STREET			25,000
RONALD MCDONALD HOUSE OF BALTIMORE BALTIMORE MD 21201	635 WEST LEXINGTON STREET			1,500
SCHMITZ PRESS GLENCOE MD 21152	37 LOVETON CIRCLE			2,115
SDY&M BALTIMORE MD 21218	2403 MARYLAND AVENUE			10,075
SINAI HOSPITAL BALTIMORE MD 21215	2401 W. BELVEDERE AVENUE			2,500
SINGLE CARROT THEATER BALTIMORE MD 21201	120 W. NORTH AVENUE			10,000
SOUTH HARBOR RENAISSANCE, INC. BALTIMORE MD 21202	202 E PRATT STREET			25,000
SOUTHEAST COMMUNITY DEVEOPMENT CORP BALTIMORE MD 21224	3700 EASTERN AVENUE			157,500
ST. FRANCIS OF ASSISI SCHOOL BALTIMORE MD 21218	3617 HARFORD ROAD			20,000
THE ASSOCIATED JEWISH COMMUNITY FED BALTIMORE MD 21201	101 W. MOUNT ROYAL AVENUE			157,500
THE ASSOCIATED JEWISH COMMUNITY FED BALTIMORE MD 21201	101 W. MOUNT ROYAL AVENUE			3,000
THE ASSOCIATED JEWISH COMMUNITY FED BALTIMORE MD 21201	101 W. MOUNT ROYAL AVENUE			550
THE ASSOCIATED JEWISH COMMUNITY FED BALTIMORE MD 21201	101 W. MOUNT ROYAL AVENUE			500
THE ASSOCIATED JEWISH COMMUNITY FED BALTIMORE MD 21201	101 W. MOUNT ROYAL AVENUE			1,250
THE ASSOCIATED JEWISH COMMUNITY FED BALTIMORE MD 21201	101 W. MOUNT ROYAL AVENUE			1,250
THE BALTIMORE ARCHITECTURE FOUNDATI BALTIMORE MD 21201	1016 MORTON STREET			1,000
THE PARK SCHOOL BROOKLANDVILLE MD 21022	P.O. BOX 8200			2,500

Federal Statements

Statement 15 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
TRUSTEES OF THE UNIVERSITY OF PA. PHILADELPHIA PA 19104	3451 WALNUT STREET, 433 F			2,000
UNIVERSITY OF BALTIMORE FOUNDATION, BALTIMORE MD 21201	1130 NORTH CHARLES STREET			1,500
UNIVERSITY OF MARYLAND BALTIMORE FO BALTIMORE MD 21201	525 WEST REDWOOD STREET			44,000
URBAN TEACHERS CENTER BALTIMORE MD 21211	1500 UNION AVENUE, SUITE			10,000
WIDE ANGLE YOUTH MEDIA BALTIMORE MD 21218	2601 NORTH HOWARD STREET,			10,000
WYPR - YOUR PUBLIC RADIO BALTIMORE MD 21218	2216 NORTH CHARLES STREET			300
WYPR - YOUR PUBLIC RADIO BALTIMORE MD 21218	2216 NORTH CHARLES STREET			500
OTHER CONTRIBUTIONS BALTIMORE MD 21201	VARIOUS			4,279
TOTAL				2,941,528