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: Robert W. Deutsch Foundation

A Employer identification number: 52-1758252

Number and street (or P O box number if mail is not delivered to street address): 1122 Kenilworth Drive | Room/suite:

B Telephone number: 443-275-1144

City or town, state, and ZIP code: TOWSON, MD 21204

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

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

D 1. Foreign organizations, check here ▶ [ ]

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 96,575,541.

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

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

NO STATUTE ISSUE

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	13,000,000.			
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	3,064.	3,064.		
	4 Dividends and interest from securities	1,161,352.	1,161,352.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	521,864.			
	b Gross sales price for all assets on line 6a 203,545,462.				
	7 Capital gain net income (from Part IV, line 2)		521,864.		
	8 Net short-term capital gain			N/A	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	62,210.	243,305.	0.	Statement 1
	12 Total Add lines 1 through 11	14,748,490.	1,929,585.	0.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	225,000.	45,000.	0.	180,000.
	14 Other employee salaries and wages	175,166.	35,033.	0.	140,133.
	15 Pension plans, employee benefits				
	16a Legal fees Stmt 2	7,638.	1,910.	0.	5,728.
	b Accounting fees Stmt 3	9,525.	2,381.	0.	7,144.
	c Other professional fees Stmt 4	439,630.	325,020.	0.	114,611.
	17 Interest				
	18 Taxes Stmt 5	48,682.	17,753.	0.	23,987.
	19 Depreciation and depletion	5,740.	0.	0.	
	20 Occupancy	42,834.	10,709.	0.	32,125.
	21 Travel, conferences, and meetings	28,287.	7,072.	0.	21,215.
	22 Printing and publications				
	23 Other expenses Stmt 6	49,448.	9,889.	0.	39,559.
	24 Total operating and administrative expenses. Add lines 13 through 23	1,031,950.	454,767.	0.	564,502.
	25 Contributions, gifts, grants paid	3,709,965.			3,709,965.
	26 Total expenses and disbursements. Add lines 24 and 25	4,741,915.	454,767.	0.	4,274,467.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	10,006,575.			
	b Net investment income (if negative, enter -0-)		1,474,818.		
	c Adjusted net income (if negative, enter -0-)			0.	

RECEIVED FEB 04 2016 OGDEN, UT IRS-OSC 785

STATUTE RECEIVED FEB 25 2016 ACCOUNT MANAGEMENT OGDEN

SCANNED FEB 26 2016

FEB 23 2016

Rec'd in Batch Corres Ogden

971-OD

223501 12-05-12 LHA For Paperwork Reduction Act Notice, see instructions

Form **990-PF** (2012)

3070119 138138 ROBERTDFND 2012.05020 Robert W. Deutsch Foundatio ROBERTD3

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		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		110,031.	110,031.
	2 Savings and temporary cash investments	69,032,914.	28,306,979.	28,306,979.
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations Stmt 8	849,155.	1,567,235.	1,587,663.
	b Investments - corporate stock Stmt 9	11,959,252.	41,098,607.	43,655,583.
	c Investments - corporate bonds Stmt 10	1,346,488.	11,663,461.	11,906,578.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 11	319,629.	10,763,007.	10,993,081.
	14 Land, buildings, and equipment: basis ▶ 24,542.			
	Less accumulated depreciation Stmt 7 ▶ 12,646.	17,636.	11,896.	11,896.
	15 Other assets (describe ▶ Statement 12)	3,730.	3,730.	3,730.
	16 Total assets (to be completed by all filers)	83,528,804.	93,524,946.	96,575,541.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted	83,528,804.	93,524,946.	
	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	83,528,804.	93,524,946.	
	31 Total liabilities and net assets/fund balances	83,528,804.	93,524,946.	

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	83,528,804.
2	Enter amount from Part I, line 27a	2	10,006,575.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	93,535,379.
5	Decreases not included in line 2 (itemize) ▶ UNREALIZED LOSS	5	10,433.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	93,524,946.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	203,545,462.		203,023,598.	521,864.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				521,864.

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	521,864.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	0.

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	2,575,877.	49,999,132.	.051518
2010	496,928.	12,658,020.	.039258
2009	503,246.	8,789,884.	.057253
2008	453,680.	8,917,916.	.050873
2007	490,736.	9,765,124.	.050254

2 **Total** of line 1, column (d)	2	.249156
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	.049831
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	90,965,505.
5 Multiply line 4 by line 3	5	4,532,902.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	14,748.
7 Add lines 5 and 6	7	4,547,650.
8 Enter qualifying distributions from Part XII, line 4	8	4,274,467.

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	29,496.
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	29,496.
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- 25,874.00			5	29,496.
6 Credits/Payments:				
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	12,108.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	12,000.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d Tax Paid w/ O.R.		1,766.	7	25,874.
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** See Statement 13 ▶			9	3,622.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11 Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶		**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 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. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
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 ▶ N/A

14 The books are in care of ▶ JANE BROWN Telephone no. ▶ 443-275-1144

Located at ▶ 1122 Kenilworth Drive, TOWSON, MD ZIP+4 ▶ 21204

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			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

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

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JANE BROWN 1122 KENILWORTH DRIVE, SUITE 201 TOWSON, MD 21204	PRESIDENT/EXECUTIVE DIRECTOR 40.00	125,000.	0.	0.
NEIL DIDRIKSEN 1122 KENILWORTH DRIVE, SUITE 201 TOWSON, MD 21204	CHIEF OPERATING OFFICER 40.00	100,000.	0.	0.
MAC MACLURE 5521 RESEARCH PARK DRIVE BALTIMORE, MD 21228	DIRECTOR 1.00	0.	0.	0.
DAVID DEUTSCH 1122 KENILWORTH DRIVE, SUITE 201 TOWSON, MD 21204	DIRECTOR 1.00	0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JACKIE TYSON - 1122 KENILWORTH DRIVE, SUITE 201, TOWSON, MD 21204	EXECUTIVE ASSISTANT 40.00	52,000.	0.	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. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

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

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

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

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

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	46,989,494.
b	Average of monthly cash balances	1b	45,361,273.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	92,350,767.
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	92,350,767.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,385,262.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	90,965,505.
6	**Minimum investment return.** Enter 5% of line 5	6	4,548,275.

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	4,548,275.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 29,496.		
b	Income tax for 2012. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	29,496.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,518,779.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	4,518,779.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	4,518,779.

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	4,274,467.
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	4,274,467.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	4,274,467.

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.

Form **990-PF** (2012)

223571
12-05-12

3070119 138138 ROBERTDFND 2012.05020 Robert W. Deutsch Foundatio ROBERTD3

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				4,518,779.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			284,569.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶$ 4,274,467.				
a Applied to 2011, but not more than line 2a			284,569.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				3,989,898.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				528,881.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

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:

JANE BROWN, 443-275-1144
1122 KENILWORTH DRIVE, SUITE 201, TOWSON, MD 21204

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

WRITTEN

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:

NONE

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				
AS 220 115 Empire Street Providence, RI 02903		501(C)(3)	GENERAL PURPOSE	5,000.
Association of Baltimore Area Grantmakers 2 East Read Street, 2nd Floor Baltimore, MD 21202		501(C)(3)	GENERAL PURPOSE	5,750.
Baltimore Arts Realty Corporation 1122 Kenilworth Drive, NO 201 Towson, MD 21204		501(C)(3)	GENERAL PURPOSE	665,000.
Baltimore College Town Network P.O. Box 11049 Baltimore, MD 21212		501(C)(3)	GENERAL PURPOSE	25,000.
Baltimore Museum of Art 10 Art Museum Drive Baltimore, MD 21218		501(C)(3)	GENERAL PURPOSE	80,000.
Total See continuation sheet(s)			▶ 3a	3,709,965.
b Approved for future payment				
None				
Total			▶ 3b	0.

Form **990-PF** (2012)

223611
12-05-12

3070119 138138 ROBERTDFND 2012.05020 Robert W. Deutsch Foundatio ROBERTD3

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
	(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	3,064.	
4 Dividends and interest from securities			14	1,161,352.	
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		<181,095.>	14	243,305.	
8 Gain or (loss) from sales of assets other than inventory			18	521,864.	
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)		<181,095.>		1,929,585.	0.
13 Total Add line 12, columns (b), (d), and (e)				13	1,748,490.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee — Date: 1/20/16 — Title: CHIEF OPERATING OFFICER

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Sheila Eichelberger		01/19/16		P00743897
Firm's name ▶ SB & COMPANY, LLC			Firm's EIN ▶ 20-2153727	
Firm's address ▶ 200 INTERNATIONAL CIRCLE, SUITE 5500 HUNT VALLEY, MD 21030			Phone no. (410) 584-0060	

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

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2012

Name of the organization	Employer identification number
Robert W. Deutsch Foundation	52-1758252

Organization type (check one):

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

☐ For a section 501(c)(3) *organization filing* Form 990 *or* 990-EZ that met the 33 1/3% *support test of the regulations under sections* 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

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

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

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

Name of organization	Employer identification number
Robert W. Deutsch Foundation	52-1758252

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	RWD TECHNOLOGIES 5521 RESEARCH PARK DRIVE CATONSVILLE, MD 21228	$ 13,000,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
Robert W. Deutsch Foundation	52-1758252

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
Robert W. Deutsch Foundation	52-1758252

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of $1,000 or less for the year. (Enter this information once) ▶ $

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Acc Dep
11	FURNITURE	090110	200DB	7.00	16	4,378.			4,378.	
12	COMPUTER EQUIPMENT	082310	200DB	5.00	16	5,511.			5,511.	
13	FURNITURE	063011	200DB	7.00	16	10,287.			10,287.	
14	OFFICE EQUIPMENT	063011	200DB	5.00	16	4,366.			4,366.	
	* Total 990-PF Pg 1 Depr					24,542.		0.	24,542.	

228102
05-01-12

(D) - Asset disposed

* ITC, Section 179, Salvage, E

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 TRATED SECURITIES- M&T INVESTMENTS	P		
b	PUBLICLY TRATED SECURITIIES- US BANK	P		
c	TORTOISE CAPITAL K-1'S	P		
d	BROWN ADVISORY K-1'S	P		
e	ACADIAN EMERGING MARKETS EQUITY II FUND, LLC	P		
f	PICTET EMERGING LOCAL CURRENCY	P		
g	THE GRESHAM A + FUND, LLC	P		
h	CAPITAL GAINS DIVIDENS	P		
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	202,669,219.		202,413,385.	255,834.
b	522,938.		472,222.	50,716.
c	1,705.			1,705.
d			10,401.	<10,401.>
e			127,590.	<127,590.>
f	250.			250.
g	172.			172.
h	351,178.			351,178.
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				** 255,834.
b				** 50,716.
c				** 1,705.
d				** <10,401.>
e				** <127,590.>
f				** 250.
g				** 172.
h				** 351,178.
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	521,864.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	521,864.

223591
05-01-12

** (Short-term)

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Baltimore Open Theatre 1315 Northview Road Baltimore, MD 21218		501(C)(3)	GENERAL PURPOSE	100,000.
Baltimore United In Leadership Development (BUILD) 2439 Maryland Avenue Baltimore, MD 21218		501(C)(3)	GENERAL PURPOSE	80,000.
Baltimore Urban Debate League 2601 N Haward Street suite 150 Baltimore, MD 21218		501(C)(3)	GENERAL PURPOSE	10,000.
Central Baltimore Partnership 1800 North Charles Street, Suite 810 Baltimore, MD 21201		501(C)(3)	GENERAL PURPOSE	100,000.
Creative Alliance 3134 Eastern Ave. Baltimore, MD 21224		501(C)(3)	GENERAL PURPOSE	110,000.
Creative Capital Foundation 65 BLEECKER STREET 7TH FLOOR New York, NY 10012		501(C)(3)	GENERAL PURPOSE	100,000.
Foundation for National Progress 222 Sutter Street Suite 600 San Francisco, CA 94108		501(C)(3)	GENERAL PURPOSE	25,000.
Fractured Atlas 248 West 35th Street, 10th Floor New York, NY 10001		501(C)(3)	GENERAL PURPOSE	56,500.
Fusion Partners 1601 Guilford Avenue Baltimore, MD 21202		501(C)(3)	GENERAL PURPOSE	75,000.
Greater Baltimore Cultural Alliance 1800 N Charles Street, Suite 810 Baltimore, MD 21201		501(C)(3)	GENERAL PURPOSE	67,000.
Total from continuation sheets				2,929,215.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Green Media Toolshed 1915 I Street Northwest, Suite 700 Washington, DC 20006		501(C)(3)	GENERAL PURPOSE	383,665.
Homeless Person Representation Project 201 N Charles Street Suite 1104 Baltimore, MD 21201		501(C)(3)	GENERAL PURPOSE	35,000.
Incentive Mentoring Program P.O. Box 1584 Baltimore, MD 21203		501(C)(3)	GENERAL PURPOSE	50,000.
Jacobs Center for Neighborhood Innovation 404 Euclid Avenue San Diego, CA 92114		501(C)(3)	GENERAL PURPOSE	5,000.
Johns Hopkins University 100 Charles Street Suite 316 Baltimore, MD 21201		501(C)(3)	GENERAL PURPOSE	5,000.
Just Vision 1616 P St NW Washington, DC 20036		501(C)(3)	GENERAL PURPOSE	50,000.
Maryland Budget & Tax Policy Institute 1500 Union Avenue, Suite 2200 Baltimore, MD 21211		501(C)(3)	GENERAL PURPOSE	8,000.
Maryland Humanities Council 108 West Centre Street Baltimore, MD 21201		501(C)(3)	GENERAL PURPOSE	20,000.
Maryland Institute College of Art 1300 Mount Royal Avenue Baltimore, MD 21217		501(C)(3)	GENERAL PURPOSE	79,800.
Muse 360 1523 Roundhill Road Baltimore, MD 21218		501(C)(3)	GENERAL PURPOSE	50,000.
Total from continuation sheets				

223631
05-01-12

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
My Sister's Circle P.O. Box 84 Timonium, MD 21094		501(C)(3)	GENERAL PURPOSE	8,000.
New Organization Institute 1133 19th Street NW Suite 850 Washington, DC 20036		501(C)(3)	GENERAL PURPOSE	50,000.
Outpost Journal 460 Harris Avenue Unit 104 Providence, RI 02909		501(C)(3)	GENERAL PURPOSE	2,000.
Peoples Homesteadding Group 410 E North Avenue Baltimore, MD 21202		501(C)(3)	GENERAL PURPOSE	15,000.
Proteus Fund 15 Research Drive Suite B Amherst, MA 01002		501(C)(3)	GENERAL PURPOSE	100,000.
Public Learning Media Laboratory 64 Hampshire Street Cambridge, MA 02139		501(C)(3)	GENERAL PURPOSE	75,000.
Station North Arts & Entertainment 1800 North Charles Street, Suite 810 Baltimore, MD 21201		501(C)(3)	GENERAL PURPOSE	65,000.
Univ. of CA - Santa Barbara Office of Research Santa Barbara, CA 93106		501(C)(3)	GENERAL PURPOSE	250,000.
Univ. of MD Baltimore Foundation 620 W.Lexington St, 2nd Floor Baltimore, MD 21201		501(C)(3)	GENERAL PURPOSE	261,750.
Univ. of MD College Park Foundation 2119 Main Administration Bldg College Park, MD 20742		501(C)(3)	GENERAL PURPOSE	520,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Univ. of MD School of Social Work 225 West Redwood Street Baltimore, MD 21201		501(C)(3)	GENERAL PURPOSE	2,500.
Witness 80 Hanson Place 5th Floor Brooklyn, NY 11217		501(C)(3)	GRANT FOR CAMERAS EVERYWHERE	120,000.
Young Audiences of Maryland 2600 N Howard St #320 Baltimore, MD 21218		501(C)(3)	GENERAL PURPOSE	50,000.
Total from continuation sheets				

orm 990-PF Other Income Statement 1

escription	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
-1 INVESTMENT INCOME	62,210.	62,210.	0.
-1 INVESTMENT INCOME	0.	181,095.	0.
otal to Form 990-PF, Part I, line 11	62,210.	243,305.	0.

orm 990-PF Legal Fees Statement 2

escription	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
EGAL FEES	7,638.	1,910.	0.	5,728.
o Fm 990-PF, Pg 1, ln 16a	7,638.	1,910.	0.	5,728.

orm 990-PF Accounting Fees Statement 3

escription	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
CCOUNTING FEES	9,525.	2,381.	0.	7,144.
o Form 990-PF, Pg 1, ln 16b	9,525.	2,381.	0.	7,144.

orm 990-PF Other Professional Fees Statement 4

escription	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
NVESTMENT FEES	286,815.	286,816.	0.	0.
ONSULTING FEES	152,815.	38,204.	0.	114,611.
o Form 990-PF, Pg 1, ln 16c	439,630.	325,020.	0.	114,611.

orm 990-PF	Taxes			Statement 5
escription	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
AYROLL TAXES	29,983.	5,996.	0.	23,987.
OREIGN TAXES	11,757.	11,757.	0.	0.
XCISE TAX	6,942.	0.	0.	0.
o Form 990-PF, Pg 1, ln 18	48,682.	17,753.	0.	23,987.

orm 990-PF	Other Expenses			Statement 6
escription	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FFICE EXPENSE	12,322.	2,464.	0.	9,858.
AYROLL EXPENSES	1,804.	361.	0.	1,443.
NSURANCE	29,791.	5,958.	0.	23,833.
T EXPENSE	5,531.	1,106.	0.	4,425.
o Form 990-PF, Pg 1, ln 23	49,448.	9,889.	0.	39,559.

orm 990-PF	Depreciation of Assets Not Held for Investment			Statement 7
escription	Cost or Other Basis	Accumulated Depreciation	Book Value	Fair Market Value
URNITURE	4,378.	2,463.	1,915.	1,915.
OMPUTER EQUIPMENT	5,511.	3,924.	1,587.	1,587.
URNITURE	10,287.	3,989.	6,298.	6,298.
FFICE EQUIPMENT	4,366.	2,270.	2,096.	2,096.
o 990-PF, Part II, ln 14	24,542.	12,646.	11,896.	11,896.

orm 990-PF	U.S. and State/City Government Obligations			Statement 8
escription	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
S GOVERNMENT SECURITIES	X		1,491,480.	1,509,384.
TATE & LOCAL GOVERNMENT SECURITIES		X	75,755.	78,279.
otal U.S. Government Obligations			1,491,480.	1,509,384.
otal State and Municipal Government Obligations			75,755.	78,279.
otal to Form 990-PF, Part II, line 10a			1,567,235.	1,587,663.

orm 990-PF	Corporate Stock	Statement 9
escription	Book Value	Fair Market Value
ORPORATE STOCK	41,098,607.	43,655,583.
otal to Form 990-PF, Part II, line 10b	41,098,607.	43,655,583.

orm 990-PF	Corporate Bonds	Statement 10
escription	Book Value	Fair Market Value
ORPORATE BONDS	11,663,461.	11,906,578.
otal to Form 990-PF, Part II, line 10c	11,663,461.	11,906,578.

orm 990-PF	Other Investments		Statement 11
escription	Valuation Method	Book Value	Fair Market Value
THER INVESTMENTS	COST	10,763,007.	10,993,081.
otal to Form 990-PF, Part II, line 13		10,763,007.	10,993,081.

orm 990-PF Other Assets Statement 12

escription	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
NEMPLOYMENT BOND	230.	230.	230.
ECURITY DEPOSIT	3,500.	3,500.	3,500.
o Form 990-PF, Part II, line 15	3,730.	3,730.	3,730.

orm 990-PF Interest and Penalties Statement 13

Tax due from Form 990-PF, Part VI	3,622.
Late payment interest	303.
Late payment penalty	598.
Total Amount Due	4,523.

orm 990-PF Late Payment Penalty Statement 14

escription	Date	Amount	Balance	Months	Penalty
ax due	05/15/13	15,622.	15,622.		
xtension payment	05/15/13	<12,000.>	3,622.	33	598.
ate filed	01/18/16		3,622.		
otal late payment penalty					598.

orm 990-PF Late Payment Interest Statement 15

escription	Date	Amount	Balance	Rate	Days	Interest
ax due	05/15/13	15,622.	15,622.	.0300		
xtension payment	05/15/13	<12,000.>	3,622.	.0300	978	303.
ate filed	01/18/16		3,925.			
otal late payment interest						303.

General Explanation Statement 16

Form/Line Identifier and Description/Return Reference

FORM 990-PF AMENDED - AMENDED RETURN EXPLANATION STATEMENT

Explanation:

Form 990-PF is being amended to report income (loss) from unrelated business activities reported on form 990-T that was inadvertently omitted from the originally filed return. Multiple accounts have therefore changed. The following is a list of various changes:

Form 990-PF Part I, Line 11b:
Other income now includes investment income from K-1 in the amount of $181,095

Form 990-PF Part I, Line 27b:
Net investment income now include investment income from k-1 in the amount of $181,095

Form 990-PF, Part V, Line 6:
1% of net investment income is now changed to $14,748, an increase of $1,811.

Form 990-PF, Part VI, Line 5:
Tax based on investment income increased by $3,622

Form 990-PF, Part VI, Line 6:
Total credits and payments increased by $1,676

Form 990-PF, Part VII-A, Line 4a, 4b:
Both line 4a and 4b changes to Yes

Form 990-PF, Part XI, Line 2:
Tax on investment income increased by $3,622

Form 990-PF, Part XI, Line 7:
Distributable income amount changed to $4,518,779

Form 990-PF, Part XIII, line 6f:
Undistributed income for 2012 changed to $528,881

Form 990-PF, Part XVI-A, Line 8 Colum b:
Gain or (loss) from sales of assets other than inventory now include the gain (loss) from unrelated business income in the amount of $-181,095

Form 990-PF, Part XVI-A, Line 8 Colum d:
Gain or (loss) from sales of assets other than inventory changed to

$243,305

Form 990-PF, Part XVI-A, Line 13:
The total amount changed to $1,748,490

Form 990-PF, Statement 1, Column b:
K-1 investment income increased by $181,095