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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

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

Name of foundation
THE AARON STRAUS & LILLIE STRAUS FOUNDATION INC

A Employer identification number
52-2040073

Number and street (or P O box number if mail is not delivered to street address) Room/suite
2 EAST READ STREET
ROOM/SUITE 100

B Telephone number (see instructions)
(410) 539-8308

City or town, state, and ZIP code
BALTIMORE, MD 21202

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)* ▶$ 63,409,106

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	1,731,290	1,731,290		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,592,349			
	b	Gross sales price for all assets on line 6a 3,062,282				
	7	Capital gain net income (from Part IV, line 2)		1,592,349		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	-13,628	-13,628		
	12	**Total.** Add lines 1 through 11	3,310,011	3,310,011		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	284,586	56,917		227,669
	14	Other employee salaries and wages	21,500			21,500
	15	Pension plans, employee benefits	25,400	5,000		20,400
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	22,773	11,387		11,386
	c	Other professional fees (attach schedule)	666,022	646,022		20,000
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	40,033	37,555		12,207
	19	Depreciation (attach schedule) and depletion	450			
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	120,591	7,971		112,620
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,181,355	764,852		425,782
	25	Contributions, gifts, grants paid	1,019,400			2,791,230
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,200,755	764,852		3,217,012
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	1,109,256			
	b	**Net investment income** (if negative, enter -0-)		2,545,159		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II	Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash—non-interest-bearing	4,837	45	45
2	Savings and temporary cash investments	3,508,063	1,898,606	1,898,606
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 page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶ 77			
	Less allowance for doubtful accounts ▶		77	77
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges	47,596	45,925	45,925
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	7,578,233	8,760,596	8,760,596
c	Investments—corporate bonds (attach schedule)	8,340,628	9,204,575	9,204,575
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	40,196,762	43,419,466	43,419,466
14	Land, buildings, and equipment basis ▶ 51,953			
	Less accumulated depreciation (attach schedule) ▶ 50,153	2,250	1,800	1,800
15	Other assets (describe ▶)	63,600	78,016	78,016
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	59,741,969	63,409,106	63,409,106
Liabilities 17	Accounts payable and accrued expenses	119,339	55,548	
18	Grants payable	2,162,130	392,000	
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	2,281,469	447,548	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶** ☑ **and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted	57,460,500	62,961,558	
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 page 17 of the instructions)	57,460,500	62,961,558	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	59,741,969	63,409,106	

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	57,460,500
2	Enter amount from Part I, line 27a	2	1,109,256
3	Other increases not included in line 2 (itemize) ▶	3	4,391,802
4	Add lines 1, 2, and 3	4	62,961,558
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	62,961,558

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,592,349
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	206,156

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	2,775,441	60,669,552	0 045747
2010	2,846,074	60,308,125	0 047192
2009	3,292,969	53,470,208	0 061585
2008	3,377,655	62,650,118	0 053913
2007	4,672,615	73,823,598	0 063294

2	**Total** of line 1, column (d).	2	0 271731
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 054346
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	60,651,905
5	Multiply line 4 by line 3.	5	3,296,188
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	25,452
7	Add lines 5 and 6.	7	3,321,640
8	Enter qualifying distributions from Part XII, line 4.	8	3,217,012

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 page 18 of the 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	50,903
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	
3	Add lines 1 and 2			3	50,903
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	50,903
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	87,956		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	87,956
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	37,053
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 15,000		**Refunded** ▶	11	22,053

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		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(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		No
	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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

			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		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶WWW STRAUSFOUNDATION ORG

14 The books are in care of ▶JAN RIVITZ Telephone no ▶(410) 539-8308

Located at ▶2 EAST READ STREET BALTIMORE MD ZIP +4 ▶21202

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		No

See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

			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 page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		
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 ▶ 20___, 20___, 20___, 20___			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20___, 20___, 20___, 20___			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ 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)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

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

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

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

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
CAMBRIDGE ASSOCIATES 125 HIGH STREET BOSTON,MA 02110	INVEST ADVISE	95,000
Total number of others receiving over $50,000 for professional services. . . . . ▶		

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	
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 page 24 of the 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	58,750,130
b	Average of monthly cash balances	1b	2,705,775
c	Fair market value of all other assets (see instructions)	1c	119,633
d	**Total** (add lines 1a, b, and c)	1d	61,575,538
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	61,575,538
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	923,633
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	60,651,905
6	**Minimum investment return.** Enter 5% of line 5	6	3,032,595

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	3,032,595
2a	Tax on investment income for 2012 from Part VI, line 5	2a	50,903		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	50,903
3	Distributable amount before adjustments Subtract line 2c from line 1			3	2,981,692
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	2,981,692
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	2,981,692

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	3,217,012
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	3,217,012
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	3,217,012

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				2,981,692
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.				
b Total for prior years 20___ , 20___ , 20___				
3 Excess distributions carryover, if any, to 2012				
a From 2007. 1,053,798				
b From 2008. 261,650				
c From 2009. 719,239				
d From 2010.				
e From 2011.				
f Total of lines 3a through e.	2,034,687			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 3,217,012				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2012 distributable amount.				2,981,692
e Remaining amount distributed out of corpus	235,320			
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	2,270,007			
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .	1,053,798			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,216,209			
10 Analysis of line 9				
a Excess from 2008. . . . 261,650				
b Excess from 2009. . . . 719,239				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . . 235,320				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	
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 organization had $5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

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

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

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

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

JAN RIVITZ
2 EAST READ STREET
SUITE 100
BALTIMORE, MD 21202
(410) 539-8308

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

COMMON GRANT APPLICATION FORM (ABAG FORM)

c Any submission deadlines

APPLICATIONS ARE ACCEPTED YEAR-ROUND

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

NO ENDOWMENTS OR RESTRICTIONS TO INDIVIDUALS

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 ATTACHED SEE ATTACHED SEE ATTACHED, MD 21117		ALL PUBLIC	ALL GENERAL SUPPORT	2,791,230
Total . . . . ▶ **3a**				2,791,230
b *Approved for future payment*				
SEE ATTACHED SEE ATTACHED SEE ATTACHED, MD 21117		ALL PUBLIC	ALL GENERAL SUPPORT	392,000
Total . . . . ▶ **3b**				392,000

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .					1,731,290
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory					1,592,349
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a PASS THROUGH PARTNERSHIP K-1					-13,628
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .					3,310,011

13 **Total.** Add line 12, columns (b), (d), and (e). 13 3,310,011

(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)

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)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2013-10-16	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
NINA I SCHERR CPA	NINA I SCHERR CPA	2013-11-13		

Firm's name ▶ HERTZBACH & COMPANY PA

Firm's EIN ▶

Firm's address ▶ 800 RED BROOK BLVD STE 300 OWING MILLS, MD 21117

Phone no (410) 363-3200

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
ADAGE PASS THROUGH	P		
JOHCM PASS THROUGH	P		
ADAGE PASS THROUGH	P		
HIGHFIELDS PASS THROUGH	P		
BRANDYWINE PASS THROUGH	P		
HIGHFIELDS PASS THROUGH	P		
BRANDYWINE PASS THROUGH	P		
GLOBAL EMERGING PASS THROUGH	P		
GLOBAL EMERGING PASS THROUGH	P		
HICKS MUSE PASS THROUGH	P		
MASTERS OFFSHORE	P		
QUESTMARK PASS THROUGH	P		
SCHWAB - 4267	P		
SCHWAB - 4267	P		
SILCHESTER PASS THROUGH	P		
SILCHESTER PASS THROUGH	P		
SILVERCREEK	P		
JOHCM PASS THROUGH	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
335,762			335,762
		17,914	-17,914
453,755			453,755
11,149			11,149
5,794			5,794
		28,534	-28,534
4,810			4,810
		63,704	-63,704
		56,667	-56,667
206			206
387,373			387,373
4,237			4,237
410,548		361,401	49,147
825,550		582,913	242,637
14,874			14,874
314,261			314,261
293,467		211,934	81,533
		146,866	-146,866

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			335,762
			-17,914
			453,755
			11,149
			5,794
			-28,534
			4,810
			-63,704
			-56,667
			206
			387,373
			4,237
			49,147
			242,637
			14,874
			314,261
			81,533
			-146,866

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
SUSAN LEVITON 500 WEST BALTIMORE STREET BALTIMORE, MD 21201	DIRECTOR 0 50	0	0	0
JAN RIVITZ 2 EAST READ STREET BALTIMORE, MD 21202	PRESIDENT/TR 40 00	284,586	0	0
TERRY UNDERBERG 136 EAST 56TH STREET NEW YORK, NY 10022	SECRETARY 0 50	0	0	0
JANE ABRAHAM 11 SLADE AVENUE PIKESVILLE, MD 21208	DIRECTOR 0 50	0	0	0
STEPHEN H ABRAHAM 1758 PARK ROAD NW WASHINGTON, DC 200102105	DIRECTOR 0 50	0	0	0
SAMUEL HIMMELRICH 3600 CLIPPER MILL ROAD BALTIMORE, MD 212111934	DIRECTOR 0 50	0	0	0
LEE E COPLAN 750 EAST PRATT STREET BALTIMORE, MD 21202	V P /SECRETA 0 50	0	0	0
CHARLES BAUM 2545 WILKENS AVENUE BALTIMORE, MD 21223	DIRECTOR 0 50	0	0	0

TY 2012 Accounting Fees Schedule

Name: THE AARON STRAUS & LILLIE STRAUS FOUNDATION INC

EIN: 52-2040073

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	22,773	11,387		11,386

TY 2012 Compensation Explanation

Name: THE AARON STRAUS & LILLIE STRAUS FOUNDATION INC

EIN: 52-2040073

Person Name	Explanation
SUSAN LEVITON	
JAN RIVITZ	
TERRY UNDERBERG	
JANE ABRAHAM	
STEPHEN H ABRAHAM	
SAMUEL HIMMELRICH	
LEE E COPLAN	
CHARLES BAUM	

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

TY 2012 Depreciation Schedule

Name: THE AARON STRAUS & LILLIE STRAUS FOUNDATION INC

EIN: 52-2040073

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
OFFICE FURNITURE	2001-01-23	13,526	13,526	200DB	7 0000				
SHARP COPIER	2001-12-31	3,865	3,865	200DB	7 0000				
WAITING ROOM FURNITURE	2001-12-31	13,708	13,708	200DB	7 0000				
ARTWORK - JAN'S OFFICE	2001-12-31	1,968	1,968	200DB	7 0000				
TOSHIBA PHONE SYSTEM	2001-12-31	2,448	2,448	200DB	7 0000				
NETWORK WEBSITE	2004-02-26	5,000	5,000	S/L	5 0000				
DESIGN/PRODUCE WEBSITE	2004-10-11	5,000	5,000	S/L	5 0000				
LAPTOP COMPUTER	2005-10-05	1,724	1,724	S/L	5 0000				
DESK CHAIR	2000-06-22	690	690	200DB	7 0000				
JAN AND PAT'S COMPUTER	2005-06-30	1,524	1,524	200DB	5 0000				
VIDEO CONFERENCE EQUIP	2011-08-02	2,500	250	S/L	5 0000	450			

TY 2012 General Explanation Attachment

Name: THE AARON STRAUS & LILLIE STRAUS FOUNDATION INC

EIN: 52-2040073

Identifier	Return Reference	Explanation
GENERAL ELECTIONS		YEAR ENDING DECEMBER 31, 2012 52-2040073 THE AARON STRAUS & LILLIE STRAUS FOUNDATION, INC 2 EAST READ STREET BALTIMORE, MD 21202 NOL CARRYBACK ELECTION UNDER IRC SECTION 172(B)(3), THE TAXPAYER ELECTS TO RELINQUISH THE ENTIRE CARRYBACK PERIOD WITH RESPECT TO ANY REGULAR TAX AND AMT NET OPERATING LOSS INCURRED DURING THE CURRENT TAX YEAR

TY 2012 Investments Corporate Bonds Schedule

Name: THE AARON STRAUS & LILLIE STRAUS FOUNDATION INC

EIN: 52-2040073

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CHARLES SCHWAB - 4729	9,204,575	9,204,575

TY 2012 Investments Corporate Stock Schedule

Name: THE AARON STRAUS & LILLIE STRAUS FOUNDATION INC

EIN: 52-2040073

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CHARLES SCHWAB - 4267	3,346,548	3,346,548
CHARLES SCHWAB 4729	5,414,048	5,414,048

TY 2012 Investments - Other Schedule

Name: THE AARON STRAUS & LILLIE STRAUS FOUNDATION INC

EIN: 52-2040073

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SALOMON SB HICKS MUSE PARTNERS	FMV	79,997	79,997
QUESTMARK PARTNERS	FMV	50,436	50,436
MASTERS OFFSHORE FUND	FMV	666,707	666,707
SILVER CREEK LONG SHORT	FMV	568,657	568,657
THE BALTIMORE FUND	FMV	17,829	17,829
IRONWOOD	FMV	4,351,933	4,351,933
HIGHFIELDS CAPITAL	FMV	5,116,381	5,116,381
BRANDYWINE INVESTMENT TRUST	FMV	2,574,378	2,574,378
SILVER CREEK III	FMV	3,106,561	3,106,561
ADAGE CAPITAL	FMV	11,221,168	11,221,168
CHARLES SCHWAB 4729	FMV	72,634	72,634
THE EMERGING MARKETS COUNTRY FUND	FMV	3,197,582	3,197,582
JOHCM INTERNATIONAL SELECT FUND	FMV	2,467,136	2,467,136
THE SILCHESTER INTERNATIONAL INVEST	FMV	7,365,787	7,365,787
THE WEATHERLOW OFFSHORE FUND	FMV	2,562,280	2,562,280

TY 2012 Land, Etc. Schedule

Name: THE AARON STRAUS & LILLIE STRAUS FOUNDATION INC

EIN: 52-2040073

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
	51,953	50,153	1,800	1,800

TY 2012 Other Assets Schedule

Name: THE AARON STRAUS & LILLIE STRAUS FOUNDATION INC

EIN: 52-2040073

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
EXECUTIVE COMPENSATION PLAN	63,600	78,016	78,016

TY 2012 Other Expenses Schedule

Name: THE AARON STRAUS & LILLIE STRAUS FOUNDATION INC

EIN: 52-2040073

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BANK CHARGES	86			86
BOARD MEETING EXPENSE	1,065			1,065
COMPUTER EXPENSE	750			750
DUES AND SUBSCRIPTIONS	1,416			1,416
HEALTH INSURANCE	56,023	7,971		48,052
INSURANCE	5,580			5,580
INTERNET EXPENSE	429			429
MANAGEMENT FEE	19,507			19,507
MEAL AND ENTERTAINMENT	3,405			3,405
OFFICE SUPPLIES	2,346			2,346
PARKING	2,618			2,618
PAYROLL PROCESSING	1,111			1,111
POSTAGE	673			673
RENT	18,168			18,168
TELEPHONE	3,638			3,638
TRAVEL AND SEMINARS	3,776			3,776

TY 2012 Other Income Schedule

Name: THE AARON STRAUS & LILLIE STRAUS FOUNDATION INC

EIN: 52-2040073

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PASS THROUGH PARTNERSHIP K-1	-13,628	-13,628	

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TY 2012 Other Increases Schedule

Name: THE AARON STRAUS & LILLIE STRAUS FOUNDATION INC

EIN: 52-2040073

Description	Amount
UNREALIZED GAIN	4,391,802

TY 2012 Other Notes/Loans Receivable Short Schedule

Name: THE AARON STRAUS & LILLIE STRAUS FOUNDATION INC

EIN: 52-2040073

Name of 501(c)(3) Organization	Balance Due
LOAN RECEIAVABLE	77

TY 2012 Other Professional Fees Schedule

Name: THE AARON STRAUS & LILLIE STRAUS FOUNDATION INC

EIN: 52-2040073

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONSULTANT	20,000			20,000
INVESTMENT ADVISOR	95,629	95,629		
INVESTMENT EXPENSES	550,393	550,393		

TY 2012 Taxes Schedule

Name: THE AARON STRAUS & LILLIE STRAUS FOUNDATION INC

EIN: 52-2040073

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN AND EXCISE TAXES PAID	25,635	35,364		
PAYROLL TAXES	14,398	2,191		12,207

TY 2012 GeneralDependencySmall

Name: THE AARON STRAUS & LILLIE STRAUS FOUNDATION INC

EIN: 52-2040073

Business Name or Person Name:

Taxpayer Identification Number:

Form, Line or Instruction Reference:

Regulations Reference:

Description: WAIVE NOL CARRYBACK

Attachment Information: YEAR ENDING: DECEMBER 31, 2012 52-2040073 THE AARON STRAUS & LILLIE STRAUS FOUNDATION, INC. 2 EAST READ STREET BALTIMORE, MD 21202 NOL CARRYBACK ELECTION UNDER IRC SECTION 172(B)(3), THE TAXPAYER ELECTS TO RELINQUISH THE ENTIRE CARRYBACK PERIOD WITH RESPECT TO ANY REGULAR TAX AND AMT NET OPERATING LOSS INCURRED DURING THE CURRENT TAX YEAR.

AARON STRAUS AND LILLIE STRAUS FOUNDATION
#52-2040073
ATTACHMENT TO FORM 990PF
PART XV
GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR
2012

ORGANIZATION	AMOUNT
ACLU of Maryland 3600 Clipper Mill Road, Suite 350 Baltimore, Maryland 21211	150,000
Advocates for Children and Youth 8 Market Place, 5th Floor Baltimore, MD 21202	54,000
Association of Baltimore Area Grantmakers 2 E Read Street, 2nd Floor Baltimore, MD 21202	4,700
AUM Center, Inc 4801 Yellowwood Avenue Baltimore, MD 21209	1,500
Baltimore CASH Campaign c/o Job Opportunities Task Force 111 Water Street, Suite 201 Baltimore, Maryland 21202	50,000
Baltimore Chesapeake Bay Outward Bound 1900 Eagle Drive Baltimore, MD 21207	500
Baltimore City Health Department 1001 E Fayette Street Baltimore, MD 21202	25,000
Baltimore Community Foundation 2 E Read Street, 9th Floor Baltimore, MD 21202	25,000
Baltimore Education Research Consortium Johns Hopkins University 2701 N Charles Street, Suite 300 Baltimore, MD 21218	20,000
Baltimore Hebrew Congregation 7401 Park Heights Avenue Baltimore, MD 21208-5448	150

ORGANIZATION	AMOUNT
Baltimore Mental Health Systems 201 East Baltimore Street, Suite 1340 Baltimore, MD 21202	10,000
Baltimore Museum of Art 10 Art Museum Drive Baltimore, MD 21218-3898	3,500
Baltimore School for the Arts Foundation 712 Cathedral Street Baltimore, Maryland 21201	1,500
Camp Airy and Camp Louise Foundation, Inc 5750 Park Heights Avenue Baltimore, MD 21215	600,000
Central Scholarship 1700 Reisterstown Road, Suite 220 Baltimore, MD 21208	153,000
CHANA – Client Financial Assistance Fund The ASSOCIATED Krieger Building 101 West Mount Royal Avenue Baltimore, MD 21201	6,000
CHANA for The Shofar Coalition The ASSOCIATED Krieger Building 101 West Mount Royal Avenue Baltimore, MD 21201	25,000
Chesapeake Bay Foundation Attn Membership Department 6 Herndon Avenue Annapolis, MD 21403	1,000
Children's Inn at NIH 7 West Drive Bethesda, MD 20814-1509	2,500
Children's Museum of the East End 376 Bridgehampton/Sag Harbor Turnpike P O Box 316 Bridgehampton, NY 11932	600

ORGANIZATION	AMOUNT
City Neighbors Foundation 4301 Raspe Avenue Baltimore, MD 21206	30,000
COMPASS Silver Spring, MD 20904	2,000
Defenders of Wildlife P O Box 1553 Merrifield, VA 22116-1553	500
Elev8 Baltimore 1212 North Wolfe Street Baltimore, MD 21213	500
Everyman Theatre 1727 N Charles Street Baltimore, MD 21201	10,000
Family League of Baltimore 2305 N Charles Street, Suite 200 Baltimore, MD 21218	15,000
Federal of Jewish Women's Organizations of MD P O Box 29 Stevenson, MD 21153-0029	36
FH Foundation 1515 Hope Street, Suite 204 South Pasadena, CA 91030	1,000
FONZ P O Box 37012 MRC 5516 Washington, DC 20013-7012	150
Foundation of the National Lipid Association 6816 Southpoint Parkway Suite 1000 Jacksonville, FL 32216	2,000
Foundation for Women's Wellness 1000 South Race Street Denver, CO 80209	400

ORGANIZATION	AMOUNT
FreeState Legal Project, Inc At the GLCCB 241 West Chase Street, Suite 307 Baltimore, Maryland 21201	3,500
Fund for Educational Excellence 12 West Madison Street, 2nd Floor Baltimore, MD 21201	50,000
Fund for Educational Excellence i-3 match – MS STEM Summer Learning 12 West Madison Street, 2nd Floor Baltimore, MD 21201	20,000
Girl Scouts of Central Maryland Attn Fund Development 4806 Seton Drive Baltimore, MD 21215	3,000
Greater Baltimore Medical Center 6701 N Charles Street Towson, MD 21204	200
Green Street Academy Foundation 201 North Bend Road Baltimore, MD 21229	6,000
Harbor City Services, Inc 110 Alco Place Baltimore, MD 21227	10,000
Hole in the Wall Gang Camp 555 Long Wharf Drive New Haven, CT 06511	3,000
Horace Mann School Alumni House and Development Office 231 West 246th Street Bronx, NY 10471	2,000
i3 - Exceptional Coaching for Early Language and Literacy - Enhanced (ExCELL-E) Temple University College of Education 1301 Cecil B Moore Philadelphia, PA 19122	24,000

ORGANIZATION	AMOUNT
Incentive Mentoring Program P O Box 1584 Baltimore, MD 21203	20,000
Institute for Christian and Jewish Studies 956 Dulaney Valley Road Baltimore, MD 21204	2,500
Jewish Museum of Maryland 15 Lloyd Street Baltimore, MD 21202	5,000
Johns Hopkins University 200 N Wolfe Street #2055 Baltimore, MD 21287	75,000
KIPP Baltimore 4701 Greenspring Avenue Baltimore, MD 21209	75,000
Kripalu Center for Yoga and Health Office of Development P O Box 309 Stockbridge, MA 01262	2,000
Leave No Trace P O Box 997 Boulder, CO 80306	250
Life Bridge Health 2401 West Belvedere Avenue Baltimore, MD 21215	108,500
Metro Atlanta Recovery Residences, Inc P O Box 48349 Doraville, GA 30362	4,000
Multicultural Career Intern Program (MCIP) Washington, DC	350
Museum at Eldridge Street 12 Eldridge Street New York, NY 10002	2,000

ORGANIZATION	AMOUNT
National Outdoor Leadership School 284 Lincoln Street Lander, WY 82520-2848	250
National Resources Defense Council 40 W 20th St , New York, NY 10011	4,000
New Leaders Maryland 1500 Union Avenue, Suite 1400 Baltimore, MD 21211	25,000
NYU Center for the Prevention of Cardiovascular Disease, The Leon H Charney Div of Cardiology NYU School of Medicine 530 First Avenue, Skirball 9U New York, NY 10016	1,000
NYU School of Medicine, Division of General Internal Medicine, 550 First Avenue, OBV-619A, New York, NY, 10016	2,500
Open Society Institute – Baltimore 201 North Charles Street, Suite 1300 Baltimore, MD 21201	2,500
PACT 7000 Tudsbury Rd Baltimore, MD 21244	2,000
Paul's Place 1118 Ward Street Baltimore, MD 21230	35,000
Playworks 2601 N Howard Street, Suite 310 Baltimore, MD 21218	25,000
Princeton Center for Leadership Training 911 Commons Way Princeton, NJ 08542	45,000
Reading Partners 106 Linden Street, Suite 202 Oakland, CA 94607	15,000

ORGANIZATION	AMOUNT
Ronald McDonald House Charities, Inc 26345 Network Place Chicago, IL 60673-1263	500
SEEDCO 111 Water Street, Suite 201 Baltimore, Maryland 21202	25,000
Siddha Yoga Mediation Center of Atlanta Wood Lake Office Park, 2531 Briarcliff Road, Suite 101 Atlanta, GA, 30329	2,000
Southwest Baltimore Charter School 1300 Herkimer Street Baltimore, MD 21223	20,000
Station North Arts & Entertainment, Inc 1800 N Charles Street, Suite 810 Baltimore, MD 21201	5,000
Supporting Public Schools of Choice c/o Fund for Educational Excellence 800 North Charles Street, Suite 400 Baltimore, MD 21201	60,000
Tahirih Justice Center 6402 Arlington Blvd , Suite 300 Falls Church, VA 22042	50,000
Teach For America – Baltimore 2601 N Howard Street Baltimore, MD 21218	255,000
The Associated 101 West Mount Royal Avenue Baltimore, MD 21201	525,000
“The Wreckage” c/o International Documentary Association Attention Fiscal Sponsorship Coordinator 1201 West 5th Street, Suite M270 Los Angeles, CA 90017	15,000

ORGANIZATION	**AMOUNT**
True Sisters, Inc , Baltimore 35 7 Slade Ave, Unit 711 Baltimore, MD 21208	130
UMBC Annual Fund Office of Institutional Advancement UMBC 1000 Hilltop Circle 8th Floor Administration Building Baltimore, MD 21250	1,500
Urban Teacher Center 1500 Union Avenue, Suite 2200 Baltimore, MD 21211	50,000
Washington and Lee University 204 W Washington St Development Building Lexington, VA 24450	1,000
Washington Hebrew Congregation 3935 Macomb Street NW Washington, DC 20016	735
Wilderness Leadership & Learning, Inc (WILL) 1758 Park Road, NW Washington, DC 20010	10,779
World Wildlife Fund 1250 Twenty-Fourth Street, N W P O Box 97180 Washington, DC 20090-7180	500
	$2,791,230

AARON STRAUS AND LILLIE STRAUS FOUNDATION
#52-2040073
ATTACHMENT TO FORM 990PF
PART XV
GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT
2012

ORGANIZATION	AMOUNT
Jewish Museum of Maryland 15 Lloyd Street Baltimore, MD 21202	5,000
Urban Teacher Center 1500 Union Avenue, Suite 2200 Baltimore, MD 21211	50,000
Temple University – i3 Temple University College of Education Institute for Schools and Society 1301 Cecil B Moore Avenue Ritter Annex, Suite 460 Philadelphia, PA 19122	72,000
Fund for Educational Excellence – STEM i3 800 N Charles Street, Suite 400 Baltimore, MD 21201	30,000
Paul's Place 1118 Ward Street Baltimore, MD 21230	35,000
Princeton Center for Leadership Training 911 Commons Way Princeton, NJ 08542	40,000
Johns Hopkins University - Pediatrics 200 N Wolfe Street #2055 Baltimore, MD 21287	75,000
Everyman Theatre 1727 N Charles Street Baltimore, MD 21201	10,000
KIPP Baltimore 4701 Greenspring Avenue Baltimore, MD 21209	75,000
Total	$392,000

Form **4562**
Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization
(Including Information on Listed Property)

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

OMB No 1545-0172
2012
Attachment Sequence No **179**

Name(s) shown on return	Business or activity to which this form relates	Identifying number
THE AARON STRAUS & LILLIE STRAUS FOUNDATION INC	INDIRECT DEPRECIATION	52-2040073

Part I Election To Expense Certain Property Under Section 179
Note: *If you have any listed property, complete Part V before you complete Part I.*

1	Maximum amount (see instructions)	1	500,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
6			

7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2013 Add lines 9 and 10, less line 12 ▶	13	

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

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

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

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

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	450
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

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

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

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

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

Part IV Summary (see instructions)

21	Listed property Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	450
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

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

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

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

24a Do you have evidence to support the business/investment use claimed? ☐ **Yes** ☐ **No** | **24b** If "Yes," is the evidence written? ☐ **Yes** ☐ **No**

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation/ deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)						25		
26 Property used more than 50% in a qualified business use								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use								
		%				S/L -		
		%				S/L -		
		%				S/L -		

28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1 . . . **28**

29 Add amounts in column (i), line 26 Enter here and on line 7, page 1 . . . . **29**

Section B—Information on Use of Vehicles

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

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

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

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

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners . . .		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)		
Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles		

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2012 tax year (see instructions)					

43 Amortization of costs that began before your 2012 tax year **43**

44 Total. Add amounts in column (f) See the instructions for where to report **44**