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form 990-PF

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 Open to public Inspection

Department of the Treasury Internal Revenue Service

5 6 Gross rents D Net rental income or (loce) 6 Net gene or (loce) from sale of assets not on line 10 3 77 7, 345 - 7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain 9 Income modifications 10 arcs states less returns 10 ther income 11 Total Add lines 1 through 11 13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16 Legal fees 17 Interest 18 Taxes 17 Interest 18 Taxes 17 Interest 18 Taxes 19 Deprecation and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Penting and publications 23 Other expenses Add lines 13 through 23 25 Contributions, girts, grants paid 26 Total aperating and administrative expenses Add lines 13 through 23 26 Contributions, girts, grants paid 27 Subtract line 26 from line 12 28 Subtract line 26 from line 12 28 Subtract line 26 from line 12 28 Subtract line 26 from line 12 29 Subtract line 26 from line 12 20 Subtract line 26 from line 12 20 Subtract line 26 from line 12 21 Subtract line 26 from line 12 22 Posses of revenue and disbursements. 25 Subtract line 26 from line 12 26 Subtract line 26 from line 12 27 Subtract line 26 from line 12 28 Subtract line 26 from line 12 29 Subtract line 26 from line 12 20 Scales of revenue and disbursements. 20 Subtract line 26 from line 12 20 Subtract line 26 from line 12 21 Subtract line 26 from line 12	For	alen	dar year 2012 or tax year beginnin	g JUL	1, 2012	, and ending	JUN 30, 2013	3
31 SOUTH HARRISON STREET City or town, state, and 2P code EASTON, MD 21001 G Check all that apply Initial return of a former public charity Anneaded return Initial return of a former public charity Initial return of a former public	Nar	ne of	foundation				A Employer identificatio	n number
Address change H. Check all that apply Instal return Instal return of a former public chanty Final return Andress change Instal return Instal ret	F	RE	DERICK W. RICHMO	ND FOUN	DATION, INC.		13-6124582	2
Copy of town, state, and 2/2 code EASTON, MD 21601 G Check as third apply Initial return Initial return of a former public chartly Amended ettern Initial return of a former public chartly Initial return Initial return of a former public chartly Initial return of a former public chart Initial	Nun	nber a	nd street (or P O box number if mail is not	delivered to street	address)	Room/suite		
EASTON, MD 21601 G Check all that apply	3	1 :	SOUTH HARRISON S	TREET			(410)819-6	5961
G Check all that apply							C If exemption application is	pending, check here
Content type of organization Section 501(c)(3) exempt private foundation Section 4947(e)(1) nonexempt characters that the section 501(c)(3) exempt private foundation Section 4947(e)(1) nonexempt characters that the section 501(e)(3) exempt private foundation Section 4947(e)(1) nonexempt characters that the section 501(e)(3) exempt private foundation Section 4947(e)(1) nonexempt characters that the section 501(e)(3) exempt private foundation Section 507(e)(1)(A), check here If a section 507(e)(1)(B), check here If a section 507(e)(1)(B), check here If the foundation status was terminated under section 507(e)(1)(B), check here If the foundation is a 66-ment the maloring index section 507(e)(1)(B), check here If the foundation is a 66-ment the maloring index section 507(e)(1)(B), check here If the section 507(e)(1)(B), check here If the foundation is a 66-ment termination under section 507(e)(1)(B), check here If the section 507(e)(B),			 	ırn	Initial return of a fe	rmer public charity	n 1 Foreign organization	s check hara
Address change	u (HIGUN	F			Times public charity	1. Totolgii organization	o, check hore
B. Check type of organization Section 501(c)(3) seemed private foundation Section 4947(a)(1) nonexempt charactable trust Other taxable private foundation February Section 4947(a)(1) nonexempt charactable trust Other (specify) February Section 597(b)(1)(a), check here February Section 597(b)(a), check here February Section 597(b), check here February Section 597(b)(a), check here February Section 597(b)(a), check here February Section 597(b)(a), check here February Section 597(b), check							2 Foreign organizations m	eeting the 85% test,
Section 4947(a)(1) nonexempt charitable frust	н с	heck					7	
Fair market value of all assets at end of year J Accounting method Cash X Accounting from Part N, Col (c), Nine 16) Other (spectry)						tion	, .	_
Check (Specify) Check here	l Fa						7	
Part Analysis of Revenue and Espenses Cities total or large Cities			· · · · · · · · · · · · · · · · · · ·		-			_
Part II Analysis of Revenue and Expenses for the state of amounts and outcomes (b), (c), and (c) may not necessarily equal the amounts in column (a) 1 Contributions, office, grants, etc, received 2 Check ► [X] grants and expenses 1 demonstration of the state of amounts in column (a) 2 Check ► [X] grants and expenses 3 deserved an away are interesting the state Sch B and the state of the st						pasis)	4	,,,=,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
1 Contributions gifts, grants, etc., received N/A	Pa	irt l	Analysis of Revenue and Expens	es	T		(c) Adjusted net	
2 Check X The foundtions and required to attach Sin B 3 control of the contro	L.Z2		 (The total of amounts in columns (b), (c), 	and (d) may not n (a))				
2 Check Mark Interest to aswings and temporary a least investments 3 Interest on aswings and temporary a least investments 4 Dividends and interest from securities 5a Gross rents 1 Net rental income or (loss) 5b Accounting tees profe for all 377, 345. 7 Capital gain are timement (from Par IN, line 2) 8 Interest in companies and waters and waters are considered as a considered assistance of the following and interest from part interest income from Par IN, line 2) 8 Interest in companies and interest from part interest income from Par IN, line 2) 8 Interest in companies and interest from Par IN, line 2) 8 Interest in companies and interest from Par IN, line 2) 8 Interest in companies and large and interest from Par IN, line 2) 8 Interest in companies and large and lar		1				· · · · · · · · · · · · · · · · · · ·	N/A	
1		2	Check X If the foundation is not require					
4 Dividends and interest from securities 5a Gross rents b Net rental income or (loses) 6a Net gain or (lose) from sale of assets not on lone 10 b assets on line 6a 7a Capital gain net income (from) Part IV, lone 2) 8 Net short-term capital gain 9 Income modifications 10a Gross assets net setures b Less Cest of goods sold c Gross profit or (loss) 11 Other income 12 Total Add lines 1 through 11 13 Compensation of officers, directors, frustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees 17 Interest 18 Taxes 18 Taxes 19 Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Pinting and publications 23 Other expenses Add lines 13 through 23 25 Contributions, gifts, grants paid 26 On the buttons, gifts, grants paid 27 On the buttons, gifts, grants paid 28 Subtract line 26 from line 12 29 Subtract line 26 from line 12 20 Subtract line 26 from line 12 20 Subtract line 26 from line 12 21 Subtract line 26 from line 12 22 Subtract line 26 from line 12 23 Subtract line 26 from line 12 24 Subtract line 26 from line 12 25 Subtract line 26 from line 12 26 Subtract line 26 from line 12 26 Subtract line 26 from line 12 27 Subtract line 26 from line 12 28 Subtract line 26 from line 12 29 Subtract line 26 from line 12 20 Subtract line 26 from line 12 21 Subtract line 26 from line 12		3	Interest on savings and temporary cash investments		4,807.	4,807.	,	STATEMENT 1
b Net rental income or (loss) 88 Net gain or (loss) from sale of assets not on line 10 195, 215.		4		ies	129,790.	129,790.		STATEMENT 2
Section Sect		5a	Gross rents					
### 1988 ### 19		b	Net rental income or (loss)					
No.	o	6a	Net gain or (loss) from sale of assets not of		195,215.	·	DCA	twen
New Short-term capital gain	Ju.	b	Gross sales price for all assets on line 6a	7,345.			NEO	H-14 km/m/
Net short-term capital gain	ě	7	Capital gain net income (from Part IV, fine	2)		195,215.	,	
9 Income modifications 10a Gross sates tess returns 10b Loss Cost of goods sold c Gross profit or (loss) 11 Other income 12 Total Add lines 1 through 11 329,812. 329,812. 13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees STMT 4 3,600. 1,800. 1,800. 17 Interest 18 Taxes STMT 5 2,966. 456. 125 19 Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings 27 Interest 19 Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings 27 Interest 19 Depreciation and depletion 28 Other expenses STMT 6 2,806. 1,477. 1,329 29 Total operating and administrative expenses Add lines 13 through 23 200,065. 200,065 26 Total expenses and disbursements. 28 Add lines 24 and 25 27 Subtract line 26 from line 12 a Recess of revenue over expenses and disbursements 29 Total expenses and disbursements 113,445.	ш	8	Net short-term capital gain				NOV 3	8 2013 9
103 and allowances D. Loss Cost of goods sold C. Gross profit or (loss) 11 Other income 12 Total Add lines 1 through 11 329,812 329,812 329,812 13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees STMT 3 4 30 4 30 4 30 1,80		9	Groce calor loce returns					<u>K</u>
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22 Printing and publications 23 Other expenses STMT 6 2,806. 1,477. 1,329 24 Total operating and administrative expenses Add lines 13 through 23 25 Contributions, gifts, grants paid 200,065. 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12 28 Excess of revenue over expenses and disbursements 113,445.								
22 Printing and publications 23 Other expenses STMT 6 2,806. 1,477. 1,329 24 Total operating and administrative expenses Add lines 13 through 23 25 Contributions, gifts, grants paid 200,065. 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12 28 Excess of revenue over expenses and disbursements 113,445.	ratie	1	_	TMT 5	2,966.	456.	,	125.
22 Printing and publications 23 Other expenses STMT 6 2,806. 1,477. 1,329 24 Total operating and administrative expenses Add lines 13 through 23 25 Contributions, gifts, grants paid 200,065. 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12 28 Excess of revenue over expenses and disbursements 113,445.	ر ist		Depreciation and depletion					
22 Printing and publications 23 Other expenses STMT 6 2,806. 1,477. 1,329 24 Total operating and administrative expenses Add lines 13 through 23 25 Contributions, gifts, grants paid 200,065. 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12 28 Excess of revenue over expenses and disbursements 113,445.	ž į	20	·					
23 Other expenses STMT 6 2,806. 1,477. 1,329 24 Total operating and administrative expenses Add lines 13 through 23 16,302. 7,413. 6,504 25 Contributions, gifts, grants paid 200,065. 200,065 26 Total expenses and disbursements. Add lines 24 and 25 216,367. 7,413. 206,569 27 Subtract line 26 from line 12 a Excess of revenue over expenses and disbursements 113,445.	⊳ Ad	1	•					
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25 Contributions, girts, grants paid 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12 a Excess of revenue over expenses and disbursements 113,445.		23	Other expenses S	TMT 6	2,806.	1,477.		1,329.
25 Contributions, girts, grants paid 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12 a Excess of revenue over expenses and disbursements 113,445.		24						
25 Contributions, girts, grants paid 26 Total expenses and disbursements. Add lines 24 and 25 27 Subtract line 26 from line 12 a Excess of revenue over expenses and disbursements 113,445.	j a		•	3	16,302.	7,413.		6,504.
a Excess of revenue over expenses and disbursements 113,445.		25	• • •		200,065.			200,065.
a Excess of revenue over expenses and disbursements 113,445.		26		S .	216 267	~ 410		206 562
a Excess of revenue over expenses and disbursements 113,445.	<u> </u>	<u> </u>			216,367.	/,413.	· 	206,569.
a Excess of revenue over expenses and disbursements 113,443.	3				112 445			
222 200			· ·		113,445.	222 200		
b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-) N/A						322,399.		-
	2235	01			<u> </u>		IN/A	Form 990-PF (2012)

<u>For</u>	m 99	0-PF(2012) FREDERICK W. RICHMOND FO			6124582 Page 2
P	art	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 o (b) Book Value	(c) Fair Market Value
	2	Cash - non-interest-bearing Savings and temporary cash investments Accounts receivable ►	91,290.	291,930.	291,930.
		Less allowance for doubtful accounts ► Pledges receivable ► Less allowance for doubtful accounts ►			
	5 6	Grants receivable Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable Less allowance for doubtful accounts			
Assets	8 9	Inventories for sale or use Prepaid expenses and deferred charges Investments - U S and state government obligations			
	b	Investments - corporate stock STMT 7 Investments - corporate bonds	2,310,811.	2,225,001.	4,668,408.
		Investments - land, buildings, and equipment basis Less accumulated depreciation Investments - mortgage loans			
	13 14	Investments - other Land, buildings, and equipment basis			
	15	Less accumulated depreciation Other assets (describe ► PREPAID INCOME TAX)	3,368.	983.	983.
	16 17		2,405,469.	2,517,914.	4,961,321.
ties	18 19	Grants payable Deferred revenue	21,000.	20,000.	
Liabilities	20 21 22	Loans from officers, directors, trustees, and other disqualified persons Mortgages and other notes payable Other liabilities (describe)			
_	23	Total liabilities (add lines 17 through 22) Foundations that follow SFAS 117, check here	21,000.	20,000.	
ses	24	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31 Unrestricted	2,384,469.	2,497,914.	
Assets or Fund Balances	25 26	Temporarily restricted Permanently restricted Foundations that do not follow SFAS 117, check here			
ts or Fu	27	and complete lines 27 through 31. Capital stock, trust principal, or current funds			
Net Asse	28 29 30	Paid-in or capital surplus, or land, bldg, and equipment fund Retained earnings, accumulated income, endowment, or other funds Total net assets or fund balances	2,384,469.	2,497,914.	,
	31	Total liabilities and net assets/fund balances	2,405,469.	2,517,914.	
F	art	Analysis of Changes in Net Assets or Fund B	alances		
	(mu	il net assets or fund balances at beginning of year - Part II, column (a), line st agree with end-of-year figure reported on prior year's return)	30	1	2,384,469.
3	Othe	er amount from Part I, line 27a er increases not included in line 2 (itemize) lines 1, 2, and 3		3 4	113,445. 0. 2,497,914.
5 6	Dec	reases not included in line 2 (itemize) il net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	olumn (b), line 30	5 6	0. 2,497,914.
_					Form 990-PF (2012)

orm 990-PF	(2012) FRE	DERICK W	. RICHMO	ND FOUR	NDATION,	I	NC.		13	<u>3-612</u>	4582	Page 3
Part IV	Capital Gains	and Losses	for Tax on In	vestment	Income							
	(a) List and desc 2-story brick wa	ribe the kind(s) of irehouse, or comr	property sold (e g non stock, 200 shs	, real estate, s MLC Co)	:	P	How acqu - Purchas - Donatio	se on	(c) Date a (mo , da	y, yr)	(d) Dat (mo , d	
a BANK	OF AMERIC	A CAPITA	L TRUST	IV			P		05/08			5/12
b BANK	OF AMERIC	A CAPITA	L TRUST	V			P		12/06			5/12
	OF AMERIC	Α		<u></u>			P		10/21			5/12
d IBM							P		10/02	2/92	09/1	3/12
e CAPI	TAL GAINS	DIVIDEND	S	·		L						
(e) G	ross sales price		ition allowed owable)		t or other basis xpense of sale					in or (loss (f) minus		
а	62,500.				62,38							120.
b	50,000.				50,00							0.
C	50,000.				50,00							0.
d	205,865.				19,75	0.						<u>,115.</u>
е	8,980.						_				8	<u>,980.</u>
Complete	e only for assets showir	ng gain in column	(h) and owned by	the foundation	on 12/31/69					ol (h) gain		
(ı) F M	V as of 12/31/69		sted basis 2/31/69		cess of col (i) col (j), if any			col		ot less tha from col		
a												120.
b												0.
C												0.
d	· · · · · · · · · · · · · · · · · · ·										186	,115.
е											8	,980.
2 Capital ga	in net income or (net ca	apital loss)	If gain, also enter If (loss), enter -0			}	2	7.2			195	,215.
3 Net short-	term capital gain or (lo	ss) as defined in s			,)						
	so enter in Part I, line 8, enter -0- in Part I, line 8					P	3			N/A		
Part V	Qualification U		n 4940(e) for	Reduced	Tax on Net	Inv	estme	ent Inc	ome			
Was the foun	40(d)(2) applies, leave t idation liable for the sec oundation does not qua	tion 4942 tax on t	4940(e) Do not co	omplete this pa	<u>rt</u>						Yes	X No
1 Enter the	appropriate amount in	each column for e	each year, see the i	nstructions bet	ore making any e	ntries	<u> </u>				741	
Calendar y	(a) Base period years year (or tax year beginni	ıng ın) Adjı	(b) usted qualifying dis		Net value of no		rıtable-us			Distri col (b) di	(d) bution ratio vided by col	
	2011			3,969.				,140				43903
	2010			0,733.				,268				50375
	2009			2,513.				,434				46822
	2008			4,580.				,711				54939
	2007		19	5,695.		4	<u>,766</u>	,608	•		.0	41055
2 Total of II	ine 1, column (d)								2		• 2	37094
-	distribution ratio for the lation has been in existe	•		on line 2 by 5,	or by the number	of ye	ears		3		.0	47419
	net value of noncharita		•	lino 5					4		4,866	
		DIE-036 455615 TOT	ZOTZ HOIH FAIL A,	ille 3								
5 Multiply li	ine 4 by line 3								5			,756.
6 Enter 1%	of net investment incor	me (1% of Part I, I	ine 27b)						6	<u> </u>		,224.
7 Add lines	5 and 6								7		233	,980.
•	ilitying distributions fro						0.4		8		206	,569.
	s equal to or greater that Part VI instructions	n line 7, check the	DOX IN Part VI, line	e 1b, and comp	ilete that part usin	ig a 1	% tax rat	ie.				

orm			4582		Page 4
Pà	rt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948	see	instru	ctior	ns)
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% ☐		(5,4	48.
	of Part I, line 27b				
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-)				0.
3	Add lines 1 and 2			5,4	48.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)				0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	_	(5,4	<u> 48.</u>
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012 6a 983.				
b	Exempt foreign organizations - tax withheld at source 6b				
C	Tax paid with application for extension of time to file (Form 8868)				
d	Backup withholding erroneously withheld			_	00
	Total credits and payments Add lines 6a through 6d			9	$\frac{83.}{25.}$
	Enter any penalty for underpayment of estimated tax. Check here If Form 2220 is attached 8				25.
	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			5,4	90.
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	-			
	Enter the amount of line 10 to be Credited to 2013 estimated tax ▶ Refunded ▶ 11				
	rt VII-A Statements Regarding Activities				
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in			Yes	
	any political campaign?		1a		<u>X</u>
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?		1b		<u></u>
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published o	r			
	distributed by the foundation in connection with the activities.				v
	Did the foundation file Form 1120-POL for this year?		10		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year				
	(1) On the foundation ► \$ (2) On foundation managers ► \$ 0.				
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation				
_	managers > \$ 0.				Х
Z	Has the foundation engaged in any activities that have not previously been reported to the IRS?		2		. <u></u>
	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		3	i	Х
4.0	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a		X
		N/A	4b		
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5		X
٠	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	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year?		7	X	
	If "Yes," complete Part II, col (c), and Part XV				
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)				
	NY		_		
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	<u> </u>
9	is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calenda	ŕ			
	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

orm	990-PF (2012) FREDERICK W. RICHMOND FOUNDATION, INC. 13-6124	<u>582</u>		Page 5
Pà	rt VII-A Statements Regarding Activities (continued)		. ,	
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of			
	section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		<u>X</u>
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	Х	
	Website address ► N/A			
14	The books are in care of ▶ FREDERICK W RICHMOND FOUNDATION Telephone no ▶ 410-82		<u>676</u>	
	Located at ►C/O TIMOTHY WYMAN, 31 S. HARRISON ST., EASTON, MD ZIP+4 ►21	601		
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		/ <u>A</u>	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank,	,	Yes	No
	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 >	<u> </u>		
P	rt VII-B Statements Regarding Activities for Which Form 4720 May Be Required	· · · · ·		
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
12	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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a-disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X 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)?			
	(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)			
t	ı 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			
(: Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected			v
	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 X No			
	If "Yes," list the years ▶,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			
'				
	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	1	
	statement - see instructions) If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here	20		
,				
3	a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
J	during the year? Yes X No	'		
	o 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	1	
4	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
	Did the foundation invest during the year any amount in a mainter that week people to the distinct people by the could jeopardize its charitable purpose that			
	had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		<u>x</u>

Form 990-PF (2012) FREDERICK W. RICHMOND FO			13-61245	82	Page 6
Part VII-B Statements Regarding Activities for Which F	Form 4720 May B	e Required (contin	ued)		
5a During the year did the foundation pay or incur any amount to		·1	127		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section			es X No		
(2) Influence the outcome of any specific public election (see section 4955), o	er to carry on, directly or in	ndirectly,	▽		
any voter registration drive?			es X No es X No		
(3) Provide a grant to an individual for travel, study, or other similar purposes		T (es LA NO		
(4) Provide a grant to an organization other than a charitable, etc., organization	n described in section	v.	es X No		
509(a)(1), (2), or (3), or section 4940(d)(2)?			ES A NO		
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes,	or for	es X No		
the prevention of cruelty to children or animals?	dar the avecations describ		ES ZZ NU		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify und		ieu iii negulations	N/A	5b	1
section 53 4945 or in a current notice regarding disaster assistance (see instru Organizations relying on a current notice regarding disaster assistance check h			▶	-	
c. If the answer is "Yes" to question 5a(4), does the foundation claim exemption fi		intained			
expenditure responsibility for the grant?	TOTH the tax because it ma	,	es No		
If "Yes," attach the statement required by Regulations section 53 494	5-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	• •				
a personal benefit contract?	hal kraimanna an	Y ₁	es X No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	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 s	shelter transaction?	Y	es X No		
b If "Yes," did the foundation receive any proceeds or have any net income attribu	utable to the transaction?		N/A	7b	
Part VIII Information About Officers, Directors, Trust	ees, Foundation	Managers, Highl	У		
Faid Employees, and Contractors					
1 List all officers, directors, trustees, foundation managers and their	T	(c) Compensation	(d) Contributions to	1 (-)	
(a) Name and address	(b) Title, and average hours per week devote	ed (If not paid,	(d) Contributions to employee benefit plans and deferred	1 4000	Expense ount, other
	to position	enter -0-)	compensation	alle	owances
SEE STATEMENT 8		6,500.	0.		0.
DEE STRIEFIEM 0		0,300.		+	
	-				
	1				
				 	
	-				
	1				
				<u></u>	
2 Compensation of five highest-paid employees (other than those inc	T		(d) o		
(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 deterred compensation	acco	Expense ount, other owances
NONE	develop to position		Compansation		
	1				
				1	
	1				
					 -
				<u> </u>	····
	-				
	<u></u>				
Total number of other employees paid over \$50,000		····			0

FORM 990-PF (2012) FREDERICK W. RICHMOND FOUNDATION		13-6124	582 Page 7
Part VIII Information About Officers, Directors, Trustees, Foundary Paid Employees, and Contractors (continued)		lighly 	
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 statist	ical information such as t	:he	Expenses
number of organizations and other beneficiaries served, conferences convened, research papers prod	uceu, etc		·
1 <u>N/A</u>			
•			
2			
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.
		Fo	rm 990-PF (2012)

Page 8

e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 2 Acquisition indebteness applicable to line 1 assets 3 \$ 4,940,42 4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions) 5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4 6 \$ 4,866,32 6 Minimum investment return. Enter 5% of line 5 Minimum investment return from Part X, line 6 1 \$ 243,33 Part XII Distributable Amount (see instructions) (Section 4942(i)(3) and (i)(5) private operating foundations and certain foreign organizations check here and on complete this part) 1 Minimum investment return from Part X, line 6 2 Tax on investment income for 2012 from Part VI, line 5 2 Tax on investment income for 2012 from Part VI, line 5 2 Tax on investment income for 2012 from Part VI, line 5 3 Cash deemed held for charitable amount before adjustments Subtract line 2c from line 1 3 Cash deemed held for charitable amount before adjustments Subtract line 2c from line 1 3 Cash deemed held for charitable amount (see instructions) 6 Cash details and the set of the set	Pa	Minimum Investment Return (All domestic foundations must complete this part. Foreign	gn foundations, s	ee instructions.)
to Fair market value of all other assets Total (add lines 1a, b, and c) 1d 4,940,42	1 1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
to Fair market value of all other assets Total (add lines 1a, b, and c) 1d 4,940,42	a	Average monthly fair market value of securities	1a	4,513,899.
d Total (add lines 1a, b, and c) e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1c (attach detailed explanation) 1c (attach detailed explanation) 1c (actach detailed exp	b	Average of monthly cash balances	1b	426,529.
Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) A causistion indebtedness applicable to line 1 assets Subtract line 2 from line 1d Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions) Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4 Net value of noncharitable-use assets. Subtract line 3 Enter here and on Part V, line 4 Net value of noncharitable-use assets. Subtract line 6 (a 243 , 33) Tax on investment return from Part X. line 6 Tax on investment income for 2012 from Part VI, line 5 Add lines 2a and 2b Add lines 2a and 2b Add lines 2a and 2b Add lines 3 and 4 Becoveries of amounts treated as qualifying distributions Add lines 3 and 4 Deduction from distributable amount (see instructions) Add lines 3 and 4 Deduction from distributable amount (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes Amounts set aside for specific charitable projects that satisfy the Suttability test (prior IRS approval required) Cash distribution test (attach the required schedule) Qualifying distributions Add lines 1a through 3b Enter here and on Part XIII, line 4	C	Fair market value of all other assets	10	
1c (attach detailed explanation) 2 Acquisition indebtedness applicable to line 1 assets 3 Subtract line 2 from line 1d 4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) 5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4 5 4, 866, 32 6 Minimum investment return. Enter 5% of line 5 6 243, 33 Part XI Distributable Amount (see instructions) (Section 4942(i)(3) and (i)(5) private operating foundations and certain foreign organizations check here	ď	Total (add lines 1a, b, and c)	1d	4,940,428.
2 Acquisition indebtedness applicable to line 1 assets 3 Subtract line 2 from line 1d 4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) 5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4 5 4,866,32 6 Minimum investment return. Enter 5% of line 5 6 243,33 Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and on to complete this part) 1 243,33 2 1 Tax on investment return from Part X, line 6 2 1 Tax on investment return from Part X, line 5 2 1 Tax on investment return from Part X, line 5 2 2 1 Tax on investment income for 2012 (from Part VI, line 5 2 2 1 Tax on investment income for 2012 (from Part VI, line 5 2 3 1 Tax on investment return strom Part VI, line 5 2 4 6,448	е	Reduction claimed for blockage or other factors reported on lines 1a and		
Subtract line 2 from line 1d 4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions) 5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4 5 4 7 8 66 , 32 6 Minimum investment return. Enter 5% of line 5 6 243 , 33 Part XI Distributable Amount (see instructions) (Section 4942(I)(3) and (I)(5) private operating foundations and certain foreign organizations check here and on ot complete this part) 1 Minimum investment return from Part X, line 6 2a Tax on investment income for 2012 from Part VI, line 5 b Income tax for 2012 (This does not include the tax from Part VI) c Add lines 2a and 2b Distributable amount before adjustments Subtract line 2c from line 1 4 Recoveries of amounts treated as qualifying distributions 5 Add lines 3 and 4 5 23 6, 86 Deduction from distributable amount (see instructions) 7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1 7 236 , 86 Part XII Qualifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes a Expenses, contributions, gifts, etc - total from Part I, column (d), line 26 b Program-related investments - total from Part IX-B Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes 3 Amounts set aside for specific charitable projects that satisfy the 3 Suttability test (prior IRS approval required) 4 Cash distribution test (attach the required schedule) 4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 4 Cash deemed held for charitable, etc., purposes 3 Amounts set aside for specific charitable projects that satisfy the 3 Suttability test (prior IRS approval required) 4 Cash deems from line 3 Enter here and on Part V, line 8, and Part XIII, line 4 4 Cash deems from line 1 (1243, 3) 4 (1243, 3) 4 (1243, 3) 4 (1243, 3) 4 (1243,		1c (attach detailed explanation)	0.	_
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) 5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4 5 4, 866, 32 6 Minimum investment return. Enter 5% of line 5 6 243, 31 Part XII 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 2a Tax on investment income for 2012 from Part VI, line 5 2a Tax on investment income for 2012 from Part VI, line 5 2b Distributable amount before adjustments. Subtract line 2c from line 1 3 236, 86 4 Recoveries of amounts treated as qualifying distributions 4 Recoveries of amounts treated as qualifying distributions 5 Add lines 3 and 4 5 Deduction from distributable amount (see instructions) 7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 7 236, 86 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 IX-8 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes 3 Amounts set aside for specific charitable projects that satisfy the 2 suitability test (prior IRS approval required) 4 Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	2 .	Acquisition indebtedness applicable to line 1 assets	2	0.
Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here	3	Subtract line 2 from line 1d	3	4,940,428.
Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here	4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	74,106.
Part XII Distributable Amount (see instructions) (Section 4942())(3) and (i)(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 2a Tax on investment income for 2012 from Part VI, line 5 b income tax for 2012 (This does not include the tax from Part VI) characteristic 2b located lines 2a and 2b characteristic 2b located lines 2b located lines 2b located lines 2b located lines 3 and 4 characteristic 3 characteristic 4 characteristic 3 characteristic 4 characteristic 5 characteristic 6	5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,866,322.
Part XII Distributable Amount (see instructions) (Section 4942(i)(3) and (i)(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 2a Tax on investment income for 2012 from Part VI, line 5 bincome tax for 2012 (This does not include the tax from Part VI) c Add lines 2a and 2b 3 Distributable amount before adjustments Subtract line 2c from line 1 3 236, 86 4 Recoveries of amounts treated as qualifying distributions 4 Add lines 3 and 4 5 236, 86 5 Deduction from distributable amount (see instructions) 7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1 7 236, 86 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 b Program-related investments - total from Part IX-B 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes 3 Amounts set aside for specific charitable projects that satisfy the a Suitability test (prior IRS approval required) b Cash distribution test (attach the required schedule) 4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 4 206, 56			6	243,316.
Tax on investment income for 2012 from Part VI, line 5 b Income tax for 2012 (This does not include the tax from Part VI) c Add lines 2a and 2b 3 Distributable amount before adjustments Subtract line 2c from line 1 4 Recoveries of amounts treated as qualifying distributions 5 Add lines 3 and 4 5 Deduction from distributable amount (see instructions) 7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1 7 236, 86 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 b Program-related investments - total from Part IX-B 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes 2 Amounts set aside for specific charitable projects that satisfy the a Suitability test (prior IRS approval required) b Cash distribution test (attach the required schedule) 4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 4 206, 56		Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations	tions and certain	
b Income tax for 2012 (This does not include the tax from Part VI) c Add lines 2a and 2b 3 Distributable amount before adjustments. Subtract line 2c from line 1 3 2 3 6 , 86 4 Recoveries of amounts treated as qualifying distributions 4 Add lines 3 and 4 5 Deduction from distributable amount (see instructions) 6 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 7 2 3 6 , 86 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 b Program-related investments - total from Part IX-B 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes 2 Amounts set aside for specific charitable projects that satisfy the a Suitability test (prior IRS approval required) b Cash distribution test (attach the required schedule) 4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 4 206 , 56	1	Minimum investment return from Part X, line 6		243,316.
c Add lines 2a and 2b 3 Distributable amount before adjustments Subtract line 2c from line 1 3 236 , 86 4 Recoveries of amounts treated as qualifying distributions 4 Recoveries of amounts treated as qualifying distributions 5 Add lines 3 and 4 6 Deduction from distributable amount (see instructions) 6 Destributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1 7 236 , 86 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 b Program-related investments - total from Part IX-B 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes 3 Amounts set aside for specific charitable projects that satisfy the a Suitability test (prior IRS approval required) b Cash distribution test (attach the required schedule) 4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 4 206 , 56	2a	Tax on investment income for 2012 from Part VI, line 5	48.	
c Add lines 2a and 2b 3 Distributable amount before adjustments Subtract line 2c from line 1 3 236,86 4 Recoveries of amounts treated as qualifying distributions 5 Add lines 3 and 4 5 Deduction from distributable amount (see instructions) 7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1 7 236,86 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 b Program-related investments - total from Part IX-B 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes 3 Amounts set aside for specific charitable projects that satisfy the a Suitability test (prior IRS approval required) b Cash distribution test (attach the required schedule) 4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 2 C 6, 44 2 C 7 C 7 C 7 C 7 C 7 C 7 C 7 C 7 C 7 C	b	Income tax for 2012 (This does not include the tax from Part VI)		
4 Recoveries of amounts treated as qualifying distributions 5 Add lines 3 and 4 6 Deduction from distributable amount (see instructions) 7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1 7 236,86 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 b Program-related investments - total from Part IX-B 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes 3 Amounts set aside for specific charitable projects that satisfy the a Suitability test (prior IRS approval required) b Cash distribution test (attach the required schedule) 4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4			2c	6,448.
5 Add lines 3 and 4 5 6 Deduction from distributable amount (see instructions) 6 6 7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1 7 2 3 6 , 8 6 7 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 206 , 5 6 1b Program-related investments - total from Part IX-B 1b 1b 1b 1c	3	Distributable amount before adjustments. Subtract line 2c from line 1	3	236,868.
Deduction from distributable amount (see instructions) Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1. The state of the subtract line 6 from line 5. Enter here and on Part XIII, line 1. The state of the subtract line 6 from line 5. Enter here and on Part XIII, line 1. The state of the subtract line 6 from line 5. Enter here and on Part XIII, line 1. The state of the subtract line 6 from line 5. Enter here and on Part XIII, line 1. The state of the subtract line 6 from line 5. Enter here and on Part XIII, line 1. The state of the subtract line 6 from line 5. Enter here and on Part XIII, line 1. The state of the subtract line 6 from line 5. Enter here and on Part XIII, line 4. The state of the subtract line 6 from line 5. Enter here and on Part XIII, line 4. The state of the subtract line 6 from line 5. Enter here and on Part XIII, line 4. The state of the subtract line 6 from line 5. Enter here and on Part XIII, line 4. The state of the subtract line 6 from line 5. Enter here and on Part XIII, line 4. The state of the subtract line 6 from line 5. Enter here and on Part XIII, line 4. The state of the subtract line 6 from line 5. Enter here and on Part XIII, line 4. The state of the subtract line 6 from line 5. Enter here and on Part XIII, line 4. The state of the subtract line 6 from line 5. Enter here and on Part XIII, line 4. The state of the subtract line 6 from line 5. Enter here and on Part XIII, line 4. The state of the subtract line 6 from line 5. Enter here and on Part XIII, line 4. The state of the subtract line 6 from line 5. Enter here and on Part XIII, line 4. The state of the subtract line 6 from line 5. Enter here and on Part XIII, line 4. The state of the subtract line 6. The subtract line 6. The state of the subtract line 6. The state of the subtract line 6. The subtract line 6. The subtract line 6. The subtract	4	Recoveries of amounts treated as qualifying distributions	4	0.
7 Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1. 7. 2.36, 86 Part XII Qualifying Distributions (see instructions) 1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes a Expenses, contributions, gifts, etc total from Part I, column (d), line 26. 1a. 2.06, 56. 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. 3a. b. Cash distribution test (attach the required schedule). 3b. 4. Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4. 4. 2.06, 56.	5	Add lines 3 and 4	5	236,868.
Part XII Qualifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes a Expenses, contributions, gifts, etc total from Part I, column (d), line 26 b Program-related investments - total from Part IX-B Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes Amounts set aside for specific charitable projects that satisfy the a Suitability test (prior IRS approval required) b Cash distribution test (attach the required schedule) 4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	Deduction from distributable amount (see instructions)	6	0.
1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes a Expenses, contributions, gifts, etc total from Part I, column (d), line 26 b Program-related investments - total from Part IX-B 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes 3 Amounts set aside for specific charitable projects that satisfy the a Suitability test (prior IRS approval required) b Cash distribution test (attach the required schedule) 4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 4 206, 56	7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	236,868.
a Expenses, contributions, gifts, etc - total from Part I, column (d), line 26 b Program-related investments - total from Part IX-B 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes 3 Amounts set aside for specific charitable projects that satisfy the a Suitability test (prior IRS approval required) b Cash distribution test (attach the required schedule) 4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 4 206, 56	Pa	art XII Qualifying Distributions (see instructions)		
Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes Amounts set aside for specific charitable projects that satisfy the Suitability test (prior IRS approval required) Cash distribution test (attach the required schedule) Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 206,56				206 560
Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes Amounts set aside for specific charitable projects that satisfy the Suitability test (prior IRS approval required) Cash distribution test (attach the required schedule) Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 206,56				200,309.
Amounts set aside for specific charitable projects that satisfy the a Suitability test (prior IRS approval required) b Cash distribution test (attach the required schedule) 4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 4 206, 56		•		<u> </u>
a Suitability test (prior IRS approval required) b Cash distribution test (attach the required schedule) 4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 4 206, 56			2	
b Cash distribution test (attach the required schedule) 4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 4 206, 56		, , , , , , , , , , , , , , , , , , , ,		
4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 206, 56			<u> </u>	
		· · · · · · · · · · · · · · · · · · ·		206 560
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment			4	206,569
		Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		^
Income Enter 1% of Part I, line 27b				206 560
6 Adjusted qualifying distributions. Subtract line 5 from line 4 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	6		L.,	206,569.

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				236,868.
2 Undistributed income, if any, as of the end of 2012	++++++++++++++++++++++++++++++++++++++			-160 100 - 100 - 100 - 100
a Enter amount for 2011 only			203,266.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2012		0.		
a From 2007			1	
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 ► \$ 206,569.				
a Applied to 2011, but not more than line 2a			203,266.	
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				3,303.
e Remaining amount distributed out of corpus	0.		4,,,	
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.		1	
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				000 565
be distributed in 2013				233,565.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by	0			
section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007	0			
not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013.	0			
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			<u> </u>	Form 990-PF (2012)

	CK W. RICHM				L 2 4 5 8 2 Page 10
Part XIV Private Operating F				N/A	
1 a If the foundation has received a ruling of			_		
foundation, and the ruling is effective fo				4040(1)(2) 25 4	042(1)(5)
b Check box to indicate whether the found		ng foundation described	Prior 3 years	4942(J)(3) or4	942(j)(5)
2 a Enter the lesser of the adjusted net	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
income from Part I or the minimum	(4) 2012	(6) 2011	(0) 2010	(4) 2000	(0) / 5.0.
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 Info	ormation (Comple	ete this part only	vif the foundation	had \$5,000 or m	ore in assets
at any time during					
1 Information Regarding Foundation	•				
a List any managers of the foundation w			ntributions received by the	foundation before the clo	ose of any tax
year (but only if they have contributed NONE	more man \$5,000) (See :	Section 507(u)(2))			
b List any managers of the foundation we other entity) of which the foundation has			n (or an equally large porti	on of the ownership of a p	partnership or
NONE		•			
2 Information Regarding Contribu	tion Grant Gift Loan	. Scholarship, etc	Programs:		
Check here ►	only makes contributions	to preselected charitab	e organizations and does i		
a The name, address, and telephone nur	nber or e-mail of the pers	on to whom application	s should be addressed		
FREDERICK W RICHMONI 31 S HARRISON STREET	FOUNDATION	N, 410-820-			
b The form in which applications should NO SPECIFIC FORM IS	be submitted and informa		should include		
c Any submission deadlines					
NONE	de euch es harans and	and a room of the sub-tile & 11	a lundo of matrix trans	athor footors	
d Any restrictions or limitations on award NONE	os, such as by geographic	cai areas, charitable field	S, KINOS OT INSTITUTIONS, OF	OTHER JACTORS	
223601 12-05-12				 	Form 990-PF (2012)

Supplementary Information (continued) 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, show any relationship to any foundation manager or substantial contributor Recipient Purpose of grant or contribution Foundation status of Amount Name and address (home or business) recipient a Paid during the year SEE ATTACHED LIST 200,065. ► <u>3a</u> 200,065. Total b Approved for future payment NONE

٥.

▶ 3b

Total

Part XVI-A **Analysis of Income-Producing Activities**

inter gross amounts unless otherwise indicated	Unrelated t	usiness income		oy section 512, 513, or 514	(e)
	(a) Business	(b) Amount	(C) Exclu- sion	(d) Amount	Related or exempt function income
1 Program service revenue	code		code	Amount	
ā	_				
b		- -			
C					
0					
e	-				······································
g Fees and contracts from government agencies	_	·····			
2 Membership dues and assessments					
3 Interest on savings and temporary cash					
investments			14	4,807.	
4 Dividends and interest from securities			14	129,790.	
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		v -			
8 Gain or (loss) from sales of assets other			1,	105 015	
than inventory			18	195,215.	
9 Net income or (loss) from special events					
O Gross profit or (loss) from sales of inventory		,			
1 Other revenue					
ā	_				
b					
C	1 1			-	-,-,
0	-				
12 Subtotal Add columns (b), (d), and (e)	-		o.	329,812.	0
3 Total Add line 12, columns (b), (d), and (e)	L	. =	 - - - - - - - - - - - - - - - -	13	329,812
(See worksheet in line 13 instructions to verify calculations	•			· · · · · · · · · · · · · · · · · · ·	<u></u>

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)
	N/A
_ 	
	

Page 13 Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable **Exempt Organizations** Yes No 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) 1a(2) (2) Other assets **b** Other transactions (1) Sales of assets to a noncharitable exempt organization 1b(1) 1b(2) (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets 1b(3) 1b(4) (4) Reimbursement arrangements (5) Loans or loan guarantees 1b(5) 1b(6) (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees 10 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 (c) Name of noncharitable exempt organization (a) Line no (b) Amount involved (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 X No Yes in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? b If "Yes," complete the following schedule (a) Name of organization (b) Type of organization (c) Description of relationship N/A Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge return with the preparer shown below (see instr.)? Sign Here X Yes Title Signature of officer or trustee Date PTIN Print/Type preparer's name Date, Check [reparer's signature self-employed JOHN M. STERN, Paid P00000490 C.P.A. Preparer COMPANY Firm's EIN ► 52-1224986 Firm's name ► PKS **Use Only** Firm's address ▶ P.O. BOX 72

SALISBURY, MD 21803-0072

(410)546-5600

Phone no

FORM 990-PF INTEREST ON SAV	INGS A	ND TEM	PORARY C	ASH IN	VESTMENTS	STATEMENT	1	
SOURCE						AMOUNT		
TALBOT CHECKING ACCT WELLS FARGO - CORP BONDS WELLS FARGO - EVERGREEN MMA						4,75	15. 54. 38.	
TOTAL TO FORM 990-PF, PART I	, LINE	3, CO	LUMN A			4,80)7.	
FORM 990-PF DIVIDEN	DS AND	INTER	EST FROM	SECUR	ITIES	STATEMENT	2	
SOURCE		CAPITAL GAIN GROSS AMOUNT DIVIDENDS			COLUMN (A) AMOUNT			
JP MORGAN US EQUITY FUND WELLS FARGO - VARIOUS SECURI	TIES	14,615. 124,155.			8,980.	5,635. 124,155.		
TOTAL TO FM 990-PF, PART I,	LN 4	138,770.		-322	8,980.	129,790.		
FORM 990-PF		LEGAL	FEES			STATEMENT	3	
DESCRIPTION	EXPE	(A) (B) ENSES NET INV BOOKS MENT IN			(C) ADJUSTED NET INCOM			
LEGAL EXPENSES		430.		430.		0.		
TO FM 990-PF, PG 1, LN 16A		430.		430.			0.	
FORM 990-PF		ACCOUNTING FEES			STATEMENT	4		
DESCRIPTION	EXP	(A) ENSES BOOKS	(B) NET INV MENT IN		(C) ADJUSTED NET INCOM			
DESCRIPTION ACCOUNTING	EXP	ENSES	NET INV		ADJUSTED) CHARITAI	ES ——	

FORM 990-PF	TAX	ES		STATEMENT 5			
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTEI NET INCOM				
STATE FILING FEE FEDERAL INCOME TAX FOREIGN TAX	250. 2,385. 331.		•	125. 0. 0.			
TO FORM 990-PF, PG 1, LN 18	2,966.	456	•	125.			
FORM 990-PF	OTHER E	XPENSES		STATEMENT 6			
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTEI NET INCOM				
BANK CHARGES OFFICE SUPPLIES STORAGE COST TELEPHONE	150. 7. 1,620. 1,029.	3	•	0. 4. 810. 515.			
TO FORM 990-PF, PG 1, LN 23	2,806.	1,477	•	1,329.			
FORM 990-PF	CORPORAT	E STOCK		STATEMENT 7			
DESCRIPTION		во	OOK VALUE	FAIR MARKET VALUE			
INVESTMENT-CORPORATE STOCK			2,225,001.	4,668,408.			
TOTAL TO FORM 990-PF, PART II, LINE 10B			2,225,001.	4,668,408.			

ORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS				STATEMENT 8	
NAME AND ADDRESS	TITLE AND AVRG HRS/WK		EMPLOYEE BEN PLAN CONTRIB		
TIMOTHY E. WYMAN 31 S. HARRISON STREET EASTON, MD 21601	TREASURER/CHAI	IRMAN 0.	0.	0.	
JAMES L. MYERS PO BOX 2400 ANNAPOLIS, MD 21404	SECRETARY 1.50	0.	0.	0.	
ELIZABETH WYMAN 31 S. HARRISON STREET EASTON, MD 21601	VICE-PRESIDENT	0.	0.	0.	
ERIN GEYELIN 31 S. HARRISON STREET EASTON, MD 21601	EXECUTIVE DIRE 8.00	ECTOR 6,500.	0.	0.	
KARIN W. MORGAN 2883 LEE HILL ROAD BOULDER, CO 80503	DIRECTOR 1.00	0.	0.	0.	
TOTALS INCLUDED ON 990-PF, PAGE	6, PART VIII	6,500.	0.	0.	

FREDERICK W. RICHMOND FOUNDATION, INC. FEIN: 13-6124582 ATTACHMENT FORM 990-PF, PART XV, 3

SCHEDULE OF GRANTS

YEAR ENDED JUNE 30, 2013

<u>Donee</u>	Purpose	<u>Grants</u>
1782 Society of Washington College	Education	\$ 1,200
Academy Art Museum	Arts	1,390
Adkins Arboretum	Environmental	1,000
American Foundation of Savoy Orders	Health & Welfare	1,000
American Friends of Blerancourt	Arts	1,000
American Jazz Venues	Arts	500
Bard College	Education	3,000
Boulder Community Hospital Foundation	Health & Welfare	5,000
Chesapeake Bay Maritime Museum	Environmental	1,350
Chesapeake Wildlife Heritage	Environmental	250
Community Food Share	Humanitarian	5,000
Court Appointed Special Advocates	Humanitarian	2,000
Cystic Fibrosis Foundation	Health & Welfare	1,000
Delmarva Council Boy Scouts of America	Education	500
Easton Rotary Club Youth & Community	Health & Welfare	500
Easton Volunteer Fire Department	Health & Welfare	500
Foreign Policy Association	Humanitarian	5,000
Friends of BAM	Arts	1,000
Georgetown University	Education	250
Halo's Haven Horse Rescue	Humanitarian	1,000
Historical Society of Talbot County	Education	1,000
Humane Society of Boulder Valley	Humanitarian	5,000
International Friend of the International Lyric Art Festival	Arts	1,000
Indian River Medical Center	Health & Welfare	10,000
Joyce Theatre	Arts	20,000
Julliard	Arts	1,000
Memorial Hospital Foundation	Health & Welfare	1,000
Meridian International	Arts	10,000
Mid-Shore Riverkeeper Conservatory	Environmental	500
National Opera Center of America	Arts	1,000
National Wildlife Federation	Environmental	5,000
National Wildlife Heritage	Environmental	6,250
Navy League of the United States	Education	500

FREDERICK W. RICHMOND FOUNDATION, INC. FEIN: 13-6124582 ATTACHMENT FORM 990-PF, PART XV, 3

SCHEDULE OF GRANTS (CONTINUED)

YEAR ENDED JUNE 30, 2013

<u>Donee</u>	<u>Purpose</u>	Grants
New York City Center	Arts	25,000
Occidental College	Education	4,500
Oldfields	Education	2,000
Pickering Creek Environmental Center	Environmental	5,000
Sir John Sloane's Museum Foundation	Humanitarian	20,000
St. Vincent DePaul Society	Humanitarian	500
Taft School Annual Fund	Education	3,000
Talbot County Fraternal Order of Police	Health & Welfare	575
Talbot Hospice Foundation	Humanitarian	8,000
Talbot Humane Society	Humanitarian	1,000
The Avalon Foundation	Arts	1,500
The Country School	Education	1,000
The Doe Fund	Health & Welfare	2,000
The Lyford Cay Foundation	Education	3,000
The Nature Conservancy	Environmental	10,000
The Trust for the National Mall	Humanitarian	500
Third Street Music School Settlement	Arts	1,000
Thirteen	Arts	2,000
Tru Community Care	Health & Welfare	2,000
United Fund of Talbot County	Health & Welfare	550
Wildfowl Trust Of North America	Environmental	250
YMCA of Talbot County	Education	1,000
Young Concert Artists, Inc.	Arts	3,000
Total		\$ 192,065
Plus accrual for approved grants		 8,000
Total grants incurred for fiscal year 2013		\$ 200,065