Form **990**

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

▶ The organization may have to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0047

2012

Open to Public Inspection

A For the 2012 calendar year, or tax year beginning JUL 1, 2012 and ending JUN 30, 2013

B Check if applicable: ☐ Address change ☐ Name change ☐ Initial return ☐ Terminated ☐ Amended return ☐ Application pending

C Name of organization: MID ATLANTIC ARTS FOUNDATION, INC.

Doing Business As

Number and street (or P O box if mail is not delivered to street address): 201 NORTH CHARLES STREET — Room/suite: 401

City, town, or post office, state, and ZIP code: BALTIMORE, MD 21201-4102

D Employer identification number: 52-1169382

E Telephone number: 410-539-6656

G Gross receipts $ 3,424,958.

F Name and address of principal officer: ALAN W. COOPER
SAME AS C ABOVE

H(a) Is this a group return for affiliates? ☐ Yes ☒ No

H(b) Are all affiliates included? ☐ Yes ☐ No
If "No," attach a list. (see instructions)

H(c) Group exemption number ▶

I Tax-exempt status: ☒ 501(c)(3) ☐ 501(c) ( ) ◀ (insert no) ☐ 4947(a)(1) or ☐ 527

J Website: ▶ WWW.MIDATLANTICARTS.ORG

K Form of organization: ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶

L Year of formation: 1980 **M** State of legal domicile: DE

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities: MID ATLANTIC ARTS FOUNDATION DEVELOPS PARTNERSHIPS AND PROGRAMS THAT REINFORCE ARTISTS' CAPACITY

2 Check this box ▶ ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets.

3	Number of voting members of the governing body (Part VI, line 1a)	3	19
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	19
5	Total number of individuals employed in calendar year 2012 (Part V, line 2a)	5	16
6	Total number of volunteers (estimate if necessary)	6	16
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
b	Net unrelated business taxable income from Form 990-T, line 34	7b	0.

			Prior Year	Current Year
Revenue	8	Contributions and grants (Part VIII, line 1h)	3,919,499.	3,312,980.
	9	Program service revenue (Part VIII, line 2g)	138,500.	98,060.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	13,202.	13,918.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	0.	0.
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	4,071,201.	3,424,958.
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	2,172,895.	2,398,887.
	14	Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	1,438,236.	1,462,865.
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 164,866.		
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	734,999.	634,994.
	18	Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	4,346,130.	4,496,746.
	19	Revenue less expenses. Subtract line 18 from line 12	-274,929.	-1,071,788.
			Beginning of Current Year	**End of Year**
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	6,130,500.	5,219,604.
	21	Total liabilities (Part X, line 26)	1,741,218.	1,902,110.
	22	Net assets or fund balances Subtract line 21 from line 20	4,389,282.	3,317,494.

RECEIVED
MAR 1 2 2014
OGDEN, UT
IRS-OSC
916

SCANNED MAR 20 2014

Part II Signature Block

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

Sign Here

▶ Alan W Cooper — Signature of officer — Date: 3-7-2014

▶ ALAN W. COOPER, EXECUTIVE DIRECTOR — Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
MICHAEL D. SISK, SR CPA	MICHAEL D. SISK, SR	2/28/14		P00175012

Firm's name ▶ MICHAEL D. SISK AND COMPANY PC — Firm's EIN ▶ 52-1857374

Firm's address ▶ 511 HARBORVIEW DRIVE
BALTIMORE, MD 21230 — Phone no (410)339-6464

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

232001 12-10-12 LHA **For Paperwork Reduction Act Notice, see the separate instructions.** Form **990** (2012)

SEE SCHEDULE O FOR ORGANIZATION MISSION STATEMENT CONTINUATION

9-18 11

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III [X]

1 Briefly describe the organization's mission:
MID ATLANTIC ARTS FOUNDATION DEVELOPS PARTNERSHIPS AND PROGRAMS THAT REINFORCE ARTISTS' CAPACITY TO CREATE AND PRESENT WORK, ADVANCE ACCESS TO AND PARTIPATION IN THE ARTS, AND PROMOTE A MORE SUBSTAINABLE ARTS ECOLOGY.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [ ] Yes [X] No
If "Yes," describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [ ] Yes [X] No
If "Yes," describe these changes on Schedule O

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code ______) (Expenses $ 473,569. including grants of $ 283,479.) (Revenue $ 61,952.)
ARTISTS FELLOWSHIPS, PROJECTS AND RESIDENCIES PROGRAMS ALLOW ARTISTS TO EXPLORE, CREATE AND EXHIBIT THEIR WORK WHILE PROVIDING SUPPORT AND SERVICES TO ASSIST IN CAREER DEVELOPMENT. THESE PROGRAMS INCLUDE ARTISTS AND COMMUNITIES, FRENCH-AMERICAN JAZZ EXCHANGE, CREATIVE FELLOWSHIPS, THE JAZZ LIVING LEGACY AWARD, AND STATE FELLOWSHIPS ADMINISTRATION.

4b (Code ______) (Expenses $ 2,905,062. including grants of $ 2,082,778.) (Revenue $ 36,108.)
PRESENTING TOURING AND EXHIBITING PROGRAMS WORK TO STRENGTHEN THE REGION'S PRESENTER NETWORK WHILE PROVIDING COMMUNITIES WITH HIGH QUALITY, VARIED ARTISITIC EXPERIENCES. THE PROGRAMS BUILD AUDIENCES FOR ARTISTS AND PROVIDE OPPORTUNITIES FOR GREATER UNDERSTANDING AND APPRECIATION OF THE ARTS THROUGHOUT THE MID-ATLANTIC REGION.

4c (Code ______) (Expenses $ 183,652. including grants of $ 22,630.) (Revenue $ 0.)
KNOWLEDGE BUILDING PROGRAMS DEVELOP THE CAPACITY OF NATIONAL ARTISTS AND ARTS ORGANIZATIONS AND ENHANCE THEIR PARTICIPANTION IN THE FOUNDATION'S PROGRAMS AND SERVICES.

4d Other program services (Describe in Schedule O.)
(Expenses $ 167,958. including grants of $ 10,000.) (Revenue $ 0.)

4e **Total program service expenses** ▶ 3,730,241.

Part IV Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? *If "Yes," complete Schedule A*	1	X	
2	Is the organization required to complete *Schedule B, Schedule of Contributors*?	2	X	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? *If "Yes," complete Schedule C, Part I*	3		X
4	**Section 501(c)(3) organizations.** Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? *If "Yes," complete Schedule C, Part II*	4		X
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? *If "Yes," complete Schedule C, Part III*	5		X
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? *If "Yes," complete Schedule D, Part I*	6		X
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? *If "Yes," complete Schedule D, Part II*	7		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If "Yes," complete Schedule D, Part III*	8		X
9	Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? *If "Yes," complete Schedule D, Part IV*	9		X
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? *If "Yes," complete Schedule D, Part V*	10		X
11	If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable			
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? *If "Yes," complete Schedule D, Part VI*	11a	X	
b	Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VII*	11b		X
c	Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VIII*	11c		X
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part IX*	11d		X
e	Did the organization report an amount for other liabilities in Part X, line 25? *If "Yes," complete Schedule D, Part X*	11e	X	
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? *If "Yes," complete Schedule D, Part X*	11f		X
12a	Did the organization obtain separate, independent audited financial statements for the tax year? *If "Yes," complete Schedule D, Parts XI and XII*	12a	X	
b	Was the organization included in consolidated, independent audited financial statements for the tax year? *If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional*	12b		X
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If "Yes," complete Schedule E*	13		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		X
b	Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at $100,000 or more? *If "Yes," complete Schedule F, Parts I and IV*	14b	X	
15	Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or assistance to any organization or entity located outside the United States? *If "Yes," complete Schedule F, Parts II and IV*	15	X	
16	Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or assistance to individuals located outside the United States? *If "Yes," complete Schedule F, Parts III and IV*	16		X
17	Did the organization report a total of more than $15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? *If "Yes," complete Schedule G, Part I*	17		X
18	Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? *If "Yes," complete Schedule G, Part II*	18		X
19	Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? *If "Yes," complete Schedule G, Part III*	19		X
20a	Did the organization operate one or more hospital facilities? *If "Yes," complete Schedule H*	20a		X
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b		

232003
12-10-12

Part IV Checklist of Required Schedules *(continued)*

			Yes	No
21	Did the organization report more than $5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? *If "Yes," complete Schedule I, Parts I and II*	21	X	
22	Did the organization report more than $5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? *If "Yes," complete Schedule I, Parts I and III*	22	X	
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? *If "Yes," complete Schedule J*	23	X	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than $100,000 as of the last day of the year, that was issued after December 31, 2002? *If "Yes," answer lines 24b through 24d and complete Schedule K If "No", go to line 25*	24a		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	**Section 501(c)(3) and 501(c)(4) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? *If "Yes," complete Schedule L, Part I*	25a		X
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? *If "Yes," complete Schedule L, Part I*	25b		X
26	Was a loan to or by a current or former officer, director, trustee, key employee, highest compensated employee, or disqualified person outstanding as of the end of the organization's tax year? *If "Yes," complete Schedule L, Part II*	26		X
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? *If "Yes," complete Schedule L, Part III*	27		X
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):			
a	A current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28a		X
b	A family member of a current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28b		X
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? *If "Yes," complete Schedule L, Part IV*	28c		X
29	Did the organization receive more than $25,000 in non-cash contributions? *If "Yes," complete Schedule M*	29		X
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If "Yes," complete Schedule M*	30		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If "Yes," complete Schedule N, Part I*	31		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If "Yes," complete Schedule N, Part II*	32		X
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? *If "Yes," complete Schedule R, Part I*	33		X
34	Was the organization related to any tax-exempt or taxable entity? *If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1*	34		X
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a		X
b	If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? *If "Yes," complete Schedule R, Part V, line 2*	35b		
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If "Yes," complete Schedule R, Part V, line 2*	36		X
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? *If "Yes," complete Schedule R, Part VI*	37		X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? **Note.** All Form 990 filers are required to complete Schedule O	38	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response to any question in this Part V ☐

				Yes	No
1a	Enter the number reported in Box 3 of Form 1096 Enter -0- if not applicable	1a	0		
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c			
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	16		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	2b		X	
	Note. If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file* (see instructions)				
3a	Did the organization have unrelated business gross income of $1,000 or more during the year?	3a			X
b	If "Yes," has it filed a Form 990-T for this year? *If "No," provide an explanation in Schedule O*	3b			
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a			X
b	If "Yes," enter the name of the foreign country: ▶				
	See instructions for filing requirements for Form TD F 90-22 1, Report of Foreign Bank and Financial Accounts				
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a			X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b			X
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?	5c			
6a	Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?	6a			X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b			
7	**Organizations that may receive deductible contributions under section 170(c).**				
a	Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?	7a			X
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b			
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c			X
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d			
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e			X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f			X
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7g			
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7h			
8	**Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.** Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	8			
9	**Sponsoring organizations maintaining donor advised funds.**				
a	Did the organization make any taxable distributions under section 4966?	9a			
b	Did the organization make a distribution to a donor, donor advisor, or related person?	9b			
10	**Section 501(c)(7) organizations.** Enter:				
a	Initiation fees and capital contributions included on Part VIII, line 12	10a			
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b			
11	**Section 501(c)(12) organizations.** Enter.				
a	Gross income from members or shareholders	11a			
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	11b			
12a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?	12a			
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b			
13	**Section 501(c)(29) qualified nonprofit health insurance issuers.**				
a	Is the organization licensed to issue qualified health plans in more than one state?	13a			
	Note. See the instructions for additional information the organization must report on Schedule O				
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b			
c	Enter the amount of reserves on hand	13c			
14a	Did the organization receive any payments for indoor tanning services during the tax year?	14a			X
b	If "Yes," has it filed a Form 720 to report these payments? *If "No," provide an explanation in Schedule O*	14b			

Part VI Governance, Management, and Disclosure *For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O See instructions*

Check if Schedule O contains a response to any question in this Part VI [X]

Section A. Governing Body and Management

				Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year	1a 19			
	If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O				
b	Enter the number of voting members included in line 1a, above, who are independent	1b 19			
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		2		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		3		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		4		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		5		X
6	Did the organization have members or stockholders?		6		X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		7a		X
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		7b		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following				
a	The governing body?		8a	X	
b	Each committee with authority to act on behalf of the governing body?		8b	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? *If "Yes," provide the names and addresses in Schedule O*		9		X

Section B. Policies *(This Section B requests information about policies not required by the Internal Revenue Code)*

			Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	10a		X
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b		
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	X	
b	Describe in Schedule O the process, if any, used by the organization to review this Form 990.			
12a	Did the organization have a written conflict of interest policy? *If "No," go to line 13*	12a	X	
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	X	
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? *If "Yes," describe in Schedule O how this was done*	12c	X	
13	Did the organization have a written whistleblower policy?	13	X	
14	Did the organization have a written document retention and destruction policy?	14	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?			
a	The organization's CEO, Executive Director, or top management official	15a	X	
b	Other officers or key employees of the organization	15b		X
	If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).			
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a		X
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	16b		

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ▶DC,MD,NJ,NY,VA,VI,WV,PA

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.

[ ] Own website [X] Another's website [ ] Upon request [ ] Other *(explain in Schedule O)*

19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization ▶

WIL NEUMEYER - 410-539-6656

201 NORTH CHARLES STREET, SUITE 401, BALTIMORE, MD 21201

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response to any question in this Part VII ☐

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed Report compensation for the calendar year ending with or within the organization's tax year

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee "
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than $100,000 from the organization and any related organizations
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than $100,000 of reportable compensation from the organization and any related organizations
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than $10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order individual trustees or directors; institutional trustees; officers; key employees, highest compensated employees, and former such persons.

☐ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position: Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
(1) STEVEN D. SPIESS CHAIRMAN	2.00	X		X				0.	0.	0.
(2) CAROL ANN HERBERT VICE CHAIR	2.00	X		X				0.	0.	0.
(3) PHILIP LI TREASURER	2.00	X		X				0.	0.	0.
(4) E. SCOTT JOHNSON SECRETARY	2.00	X		X				0.	0.	0.
(5) DOROTHY PIERCE MCSWEENY DIRECTOR/IMMEDIATE PAST CHAIR	2.00	X						0.	0.	0.
(6) LAURA L. ASWAD DIRECTOR	1.00	X						0.	0.	0.
(7) BARBARA BERSHON DIRECTOR	1.00	X						0.	0.	0.
(8) STEWART R. CADES DIRECTOR	1.00	X						0.	0.	0.
(9) WILLIAM W. CARTER DIRECTOR	1.00	X						0.	0.	0.
(10) CHRISTOPHER B. COWAN DIRECTOR	1.00	X						0.	0.	0.
(11) VERNON A. FINCH DIRECTOR	1.00	X						0.	0.	0.
(12) PHILIP HORN DIRECTOR	1.00	X						0.	0.	0.
(13) VIJAY IYER DIRECTOR	1.00	X						0.	0.	0.
(14) SUSAN S. LANDIS DIRECTOR	1.00	X						0.	0.	0.
(15) CHARLENE W. (SUNNY) MONK DIRECTOR	1.00	X						0.	0.	0.
(16) NATALYE PAQUIN, ESQ. DIRECTOR	1.00	X						0.	0.	0.
(17) HAL REAL DIRECTOR	1.00	X						0.	0.	0.

Part VII **Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees** *(continued)*

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position: Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
(18) PAUL WEAGRAFF DIRECTOR	1.00	X						0.	0.	0.
(19) LAVINIA R. WOHLFARTH DIRECTOR	1.00	X						0.	0.	0.
(20) ALAN W. COOPER EXECUTIVE DIRECTOR	35.00					X		198,204.	0.	25,337.
(21) ADAM BERNSTEIN DEPUTY DIRECTOR OF PROGRAMS	35.00					X		104,300.	0.	12,834.
(22) THOMAS J. GAENG DIRECTOR OF OPERATIONS	35.00					X		103,217.	0.	13,187.
1b Sub-total ▶								405,721.	0.	51,358.
c Total from continuation sheets to Part VII, Section A ▶								0.	0.	0.
d Total (add lines 1b and 1c) ▶								405,721.	0.	51,358.

2 Total number of individuals (including but not limited to those listed above) who received more than $100,000 of reportable compensation from the organization ▶ 3

		Yes	No
3 Did the organization list any **former** officer, director, or trustee, key employee, or highest compensated employee on line 1a? *If "Yes," complete Schedule J for such individual*	3		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than $150,000? *If "Yes," complete Schedule J for such individual*	4	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? *If "Yes," complete Schedule J for such person*	5		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than $100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address NONE	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than $100,000 of compensation from the organization ▶ 0

Part VIII Statement of Revenue

Check if Schedule O contains a response to any question in this Part VIII ☐

Section	Line	Description			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, Gifts, Grants and Other Similar Amounts	1 a	Federated campaigns	1a					
	b	Membership dues	1b					
	c	Fundraising events	1c					
	d	Related organizations	1d					
	e	Government grants (contributions)	1e	2,723,901.				
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	589,079.				
	g	Noncash contributions included in lines 1a-1f $						
	h	**Total.** Add lines 1a-1f ▶			3,312,980.			
Program Service Revenue				Business Code				
	2 a	CONTRACTED SERVICES		900099	45,527.	45,527.		
	b	OTHERS RECEIPTS		900099	36,108.	36,108.		
	c	SPONSORSHIP		900099	15,000.	15,000.		
	d	SPECIAL EVENT		900099	1,425.	1,425.		
	e							
	f	All other program service revenue						
	g	**Total.** Add lines 2a-2f ▶			98,060.			
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts) ▶			13,918.	13,918.		
	4	Income from investment of tax-exempt bond proceeds ▶						
	5	Royalties ▶						
			(i) Real	(ii) Personal				
	6 a	Gross rents						
	b	Less: rental expenses						
	c	Rental income or (loss)						
	d	Net rental income or (loss) ▶						
			(i) Securities	(ii) Other				
	7 a	Gross amount from sales of assets other than inventory						
	b	Less: cost or other basis and sales expenses						
	c	Gain or (loss)						
	d	Net gain or (loss) ▶						
	8 a	Gross income from fundraising events (not including $ ______ of contributions reported on line 1c). See Part IV, line 18	a					
	b	Less: direct expenses	b					
	c	Net income or (loss) from fundraising events ▶						
	9 a	Gross income from gaming activities. See Part IV, line 19	a					
	b	Less: direct expenses	b					
	c	Net income or (loss) from gaming activities ▶						
	10 a	Gross sales of inventory, less returns and allowances	a					
	b	Less: cost of goods sold	b					
	c	Net income or (loss) from sales of inventory ▶						
		Miscellaneous Revenue		Business Code				
	11 a							
	b							
	c							
	d	All other revenue						
	e	**Total.** Add lines 11a-11d ▶						
	12	**Total revenue.** See instructions ▶			3,424,958.	111,978.	0.	0.

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns All other organizations must complete column (A)

Check if Schedule O contains a response to any question in this Part IX ☐

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States See Part IV, line 21	2,033,944.	2,033,944.		
2 Grants and other assistance to individuals in the United States See Part IV, line 22	346,543.	346,543.		
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16	18,400.	18,400.		
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	201,513.	76,467.	85,651.	39,395.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	915,972.	610,597.	220,398.	84,977.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	56,370.	30,976.	20,983.	4,411.
9 Other employee benefits	208,247.	122,427.	61,847.	23,973.
10 Payroll taxes	80,763.	60,539.	14,127.	6,097.
11 Fees for services (non-employees)				
a Management				
b Legal	1,195.		1,195.	
c Accounting	16,171.		16,171.	
d Lobbying				
e Professional fundraising services See Part IV, line 17				
f Investment management fees				
g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O)	166,349.	138,648.	27,691.	10.
12 Advertising and promotion				
13 Office expenses	55,391.	32,902.	21,043.	1,446.
14 Information technology	3,891.	3,891.		
15 Royalties				
16 Occupancy	115,824.	46,619.	68,005.	1,200.
17 Travel	36,954.	27,496.	9,458.	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	144,440.	123,842.	20,598.	
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	17,296.		17,296.	
23 Insurance	9,321.	2,841.	6,480.	
24 Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24e If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O)				
a PRINTING AND PUBLISHING	39,873.	37,629.	462.	1,782.
b SUBSCRIPTIONS AND DUES	19,798.	13,412.	6,281.	105.
c MAINTENANCE	2,748.	458.	2,290.	
d INTERNS	2,000.	2,000.		
e All other expenses	3,743.	610.	1,663.	1,470.
25 **Total functional expenses** Add lines 1 through 24e	4,496,746.	3,730,241.	601,639.	164,866.
26 **Joint costs.** Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation Check here ▶ ☐ if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

Check if Schedule O contains a response to any question in this Part X ☐

Section	Line	Description		(A) Beginning of year	Line	(B) End of year
Assets	1	Cash - non-interest-bearing		2,488,522.	1	1,075,743.
	2	Savings and temporary cash investments			2	1,733,947.
	3	Pledges and grants receivable, net		3,415,967.	3	2,257,302.
	4	Accounts receivable, net		102,681.	4	11,753.
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L			5	
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L			6	
	7	Notes and loans receivable, net			7	
	8	Inventories for sale or use			8	
	9	Prepaid expenses and deferred charges		28,496.	9	48,646.
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 221,914.			
	b	Less accumulated depreciation	10b 195,218.	37,961.	10c	26,696.
	11	Investments - publicly traded securities			11	
	12	Investments - other securities See Part IV, line 11			12	
	13	Investments - program-related. See Part IV, line 11			13	
	14	Intangible assets			14	
	15	Other assets See Part IV, line 11		56,873.	15	65,517.
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)		6,130,500.	16	5,219,604.
Liabilities	17	Accounts payable and accrued expenses		161,378.	17	170,457.
	18	Grants payable		1,378,774.	18	1,540,072.
	19	Deferred revenue		187,607.	19	179,847.
	20	Tax-exempt bond liabilities			20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D			21	
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L			22	
	23	Secured mortgages and notes payable to unrelated third parties			23	
	24	Unsecured notes and loans payable to unrelated third parties			24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D		13,459.	25	11,734.
	26	**Total liabilities.** Add lines 17 through 25		1,741,218.	26	1,902,110.
Net Assets or Fund Balances		**Organizations that follow SFAS 117 (ASC 958), check here ▶ [X] and complete lines 27 through 29, and lines 33 and 34.**				
	27	Unrestricted net assets		965,364.	27	1,069,733.
	28	Temporarily restricted net assets		3,423,918.	28	2,247,761.
	29	Permanently restricted net assets			29	
		Organizations that do not follow SFAS 117 (ASC 958), check here ▶ ☐ and complete lines 30 through 34.				
	30	Capital stock or trust principal, or current funds			30	
	31	Paid-in or capital surplus, or land, building, or equipment fund			31	
	32	Retained earnings, endowment, accumulated income, or other funds			32	
	33	Total net assets or fund balances		4,389,282.	33	3,317,494.
	34	Total liabilities and net assets/fund balances		6,130,500.	34	5,219,604.

232011
12-10-12

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI ☐

1	Total revenue (must equal Part VIII, column (A), line 12)	1	3,424,958.
2	Total expenses (must equal Part IX, column (A), line 25)	2	4,496,746.
3	Revenue less expenses Subtract line 2 from line 1	3	-1,071,788.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	4,389,282.
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	3,317,494.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII ☐

			Yes	No
1	Accounting method used to prepare the Form 990. ☐ Cash ☒ Accrual ☐ Other If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: ☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis	2a		X
b	Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both. ☒ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis	2b	X	
c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	2c	X	
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a	X	
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	3b	X	

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.
▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047
2012
Open to Public Inspection

Name of the organization
MID ATLANTIC ARTS FOUNDATION, INC.

Employer identification number
52-1169382

Part I **Reason for Public Charity Status** (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E)
3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state: ____
5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)
6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
7 [X] An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II)
9 ☐ An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III)
10 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.
a ☐ Type I b ☐ Type II c ☐ Type III - Functionally integrated d ☐ Type III - Non-functionally integrated
e ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box ☐
g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

		Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?	11g(i)		
(ii) A family member of a person described in (i) above?	11g(ii)		
(iii) A 35% controlled entity of a person described in (i) or (ii) above?	11g(iii)		

h Provide the following information about the supported organization(s)

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the US?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
Total									

Part II **Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants ")	7,001,016.	3,919,904.	4,967,360.	3,919,499.	3,364,502.	23,172,281.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 **Total.** Add lines 1 through 3	7,001,016.	3,919,904.	4,967,360.	3,919,499.	3,364,502.	23,172,281.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 **Public support.** Subtract line 5 from line 4						23,172,281.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7 Amounts from line 4	7,001,016.	3,919,904.	4,967,360.	3,919,499.	3,364,502.	23,172,281.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	58,594.	26,902.	19,934.	13,202.	13,918.	132,550.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)	106,202.	103,911.	159,383.	138,500.	58,841.	566,837.
11 **Total support.** Add lines 7 through 10						23,871,668.

12 Gross receipts from related activities, etc. (see instructions) | 12 |

13 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ▶ ☐

Section C. Computation of Public Support Percentage

14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f)) | 14 | 97.07 %

15 Public support percentage from 2011 Schedule A, Part II, line 14 | 15 | 97.15 %

16a **33 1/3% support test - 2012.** If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ [X]

b **33 1/3% support test - 2011.** If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

17a **10% -facts-and-circumstances test - 2012.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ ☐

b **10% -facts-and-circumstances test - 2011.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization ▶ ☐

18 **Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶ ☐

Part III **Support Schedule for Organizations Described in Section 509(a)(2)**

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II If the organization fails to qualify under the tests listed below, please complete Part II)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants ")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 **Total.** Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of $5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 **Public support** (Subtract line 7c from line 6)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
13 **Total support** (Add lines 9, 10c, 11, and 12)						

14 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ▶ ☐

Section C. Computation of Public Support Percentage

15 Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2011 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for **2012** (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from **2011** Schedule A, Part III, line 17	18	%

19a **33 1/3% support tests - 2012.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

b **33 1/3% support tests - 2011.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

20 **Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ▶ ☐

Part IV **Supplemental Information.** Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b, and Part III, line 12. Also complete this part for any additional information (See instructions)

SCHEDULE A, PART II, LINE 10, EXPLANATION FOR OTHER INCOME:

PUBLICATIONS

2008 AMOUNT: $ 1,385.

2009 AMOUNT: $ 515.

2010 AMOUNT: $ 191.

2011 AMOUNT: $ 0.

2012 AMOUNT: $ 0.

SPONSORSHIP

2008 AMOUNT: $ 18,500.

2009 AMOUNT: $ 12,500.

2010 AMOUNT: $ 12,500.

2011 AMOUNT: $ 12,500.

2012 AMOUNT: $ 15,000.

SPECIAL EVENT

2008 AMOUNT: $ 15,867.

2009 AMOUNT: $ 2,900.

2010 AMOUNT: $ 3,530.

2011 AMOUNT: $ 3,735.

2012 AMOUNT: $ 1,425.

OTHER MISCELLANEOUS

2008 AMOUNT: $ 70,450.

2009 AMOUNT: $ 87,996.

2010 AMOUNT: $ 143,162.

2011 AMOUNT: $ 122,265.

2012 AMOUNT: $ 42,416.

Part IV **Supplemental Information.** Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b, and Part III, line 12. Also complete this part for any additional information. (See instructions)

SCHEDULE D (Form 990) Department of the Treasury Internal Revenue Service	**Supplemental Financial Statements** ▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b. ▶ Attach to Form 990. ▶ See separate instructions.	OMB No 1545-0047 **2012** Open to Public Inspection

Name of the organization	Employer identification number
MID ATLANTIC ARTS FOUNDATION, INC.	52-1169382

Part I **Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.** Complete if the organization answered "Yes" to Form 990, Part IV, line 6

		(a) Donor advised funds	(b) Funds and other accounts
1	Total number at end of year		
2	Aggregate contributions to (during year)		
3	Aggregate grants from (during year)		
4	Aggregate value at end of year		

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? ☐ Yes ☐ No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? ☐ Yes ☐ No

Part II **Conservation Easements.** Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).
- ☐ Preservation of land for public use (e.g., recreation or education)
- ☐ Preservation of an historically important land area
- ☐ Protection of natural habitat
- ☐ Preservation of a certified historic structure
- ☐ Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

			Held at the End of the Tax Year
a	Total number of conservation easements	2a	
b	Total acreage restricted by conservation easements	2b	
c	Number of conservation easements on a certified historic structure included in (a)	2c	
d	Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d	

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ ______

4 Number of states where property subject to conservation easement is located ▶ ______

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ ______

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ $ ______

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III **Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.** Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1 ▶ $ ______

(ii) Assets included in Form 990, Part X ▶ $ ______

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items.

a Revenues included in Form 990, Part VIII, line 1 ▶ $ ______

b Assets included in Form 990, Part X ▶ $ ______

Part III **Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets** *(continued)*

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

a ☐ Public exhibition
b ☐ Scholarly research
c ☐ Preservation for future generations
d ☐ Loan or exchange programs
e ☐ Other ____________

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☐ No

Part IV **Escrow and Custodial Arrangements.** Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIII and complete the following table.

			Amount
c	Beginning balance	1c	
d	Additions during the year	1d	
e	Distributions during the year	1e	
f	Ending balance	1f	

2a Did the organization include an amount on Form 990, Part X, line 21? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII ☐

Part V **Endowment Funds.** Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as

a Board designated or quasi-endowment ▶ ________ %

b Permanent endowment ▶ ________ %

c Temporarily restricted endowment ▶ ________ %

The percentages in lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

		Yes	No
(i) unrelated organizations	3a(i)		
(ii) related organizations	3a(ii)		
b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?	3b		

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI **Land, Buildings, and Equipment.** See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment		221,914.	195,218.	26,696.
e Other				
Total. Add lines 1a through 1e *(Column (d) must equal Form 990, Part X, column (B), line 10(c).)* ▶				26,696.

Part VII Investments - Other Securities. See Form 990, Part X, line 12

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation. Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		
Total. (Col (b) must equal Form 990, Part X, col (B) line 12.) ▶		

Part VIII Investments - Program Related. See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation. Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Col (b) must equal Form 990, Part X, col (B) line 13.) ▶		

Part IX Other Assets. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. *(Column (b) must equal Form 990, Part X, col. (B) line 15.)* ▶	

Part X Other Liabilities. See Form 990, Part X, line 25

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) DEFERRED RENT LIABILITIES	11,734.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. *(Column (b) must equal Form 990, Part X, col. (B) line 25.)* ▶	11,734.

2. FIN 48 (ASC 740) Footnote. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII [X]

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements			1	3,437,261.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12				
a	Net unrealized gains on investments	2a			
b	Donated services and use of facilities	2b	12,303.		
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIII.)	2d			
e	Add lines **2a** through **2d**			2e	12,303.
3	Subtract line **2e** from line **1**			3	3,424,958.
4	Amounts included on Form 990, Part VIII, line 12, but not on line **1**:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIII.)	4b			
c	Add lines **4a** and **4b**			4c	0.
5	Total revenue. Add lines **3** and **4c**. *(This must equal Form 990, Part I, line 12.)*			5	3,424,958.

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements			1	4,509,049.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25				
a	Donated services and use of facilities	2a	12,303.		
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIII.)	2d			
e	Add lines **2a** through **2d**			2e	12,303.
3	Subtract line **2e** from line **1**			3	4,496,746.
4	Amounts included on Form 990, Part IX, line 25, but not on line **1**:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIII.)	4b			
c	Add lines **4a** and **4b**			4c	0.
5	Total expenses. Add lines **3** and **4c**. *(This must equal Form 990, Part I, line 18.)*			5	4,496,746.

Part XIII Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

PART X, LINE 2: THE FOUNDATION HAS BEEN RECOGNIZED BY THE INTERNAL REVENUE SERVICE AS TAX-EXEMPT PURSUANT TO INTERNAL REVENUE CODE 501(C)(3) AND IS EXEMPT FROM FEDERAL INCOME TAXES AND IS NOT CONSIDERED TO BE A PRIVATE FOUNDATION.

THE ACCOUNTING STANDARD ON ACCOUNTING FOR UNCERTAINTY IN INCOME TAXES ADDRESSES THE DETERMINATION OF WHETHER TAX BENEFITS CLAIMED OR EXPECTED TO BE CLAIMED ON A TAX RETURN SHOULD BE RECORDED IN THE FINANCIAL STATEMENTS.

Part XIII Supplemental Information *(continued)*

UNDER THAT GUIDANCE, THE FOUNDATION MAY RECOGNIZE THE TAX BENEFIT FROM AN UNCERTAIN TAX POSITION ONLY IF IT IS MORE LIKELY THAN NOT THAT THE TAX POSITION WILL BE SUSTAINED ON EXAMINATION BY TAXING AUTHORITIES BASED ON THE TECHNICAL MERITS OF THE POSITION. THERE WERE NO UNRECOGNIZED TAX BENEFITS IDENTIFIED OR RECORDED AS LIABILITIES FOR FISCAL YEARS 2013 AND 2012. THE FOUNDATION IS GENERALLY NO LONGER SUBJECT TO EXAMINATION BY THE MAJOR TAX AUTHORITY FOR YEARS BEFORE 2010.

SCHEDULE F (Form 990)

Department of the Treasury
Internal Revenue Service

Statement of Activities Outside the United States

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 14b, 15, or 16.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2012

Open to Public Inspection

Name of the organization: MID ATLANTIC ARTS FOUNDATION, INC.

Employer identification number: 52-1169382

Part I **General Information on Activities Outside the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 14b.

1 **For grantmakers.** Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? [X] Yes [ ] No

2 **For grantmakers.** Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States

3 Activities per Region (The following Part I, line 3 table can be duplicated if additional space is needed)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in region	(d) Activities conducted in region (by type) (e.g., fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for and investments in region
EUROPE	0	0	GRANT MAKING	NA	18,400.
3 a Sub-total	0	0			18,400.
b Total from continuation sheets to Part I	0	0			0.
c Totals (add lines 3a and 3b)	0	0			18,400.

Part II **Grants and Other Assistance to Organizations or Entities Outside the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 15, for any recipient who received more than $5,000. Part II can be duplicated if additional space is needed.

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		EUROPE (INCLUDING ICELAND & GREENLAND)	ART EXHIBIT	18,400.	WIRE TRANSFER	0.		

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter ▶ 1

3 Enter total number of other organizations or entities ▶

232072
12-10-12

Part III Grants and Other Assistance to Individuals Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 16

Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of non-cash assistance	(g) Description of non-cash assistance	(h) Method of valuation (book, FMV, appraisal, other)

232073
12-10-12

Part IV Foreign Forms

1 Was the organization a U S. transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U S Transferor of Property to a Foreign Corporation (see Instructions for Form 926)* [ ] Yes [X] No

2 Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to file Form 3520, Annual Return to Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U S Owner (see Instructions for Forms 3520 and 3520-A)* [ ] Yes [X] No

3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U S Persons With Respect To Certain Foreign Corporations (see Instructions for Form 5471)* [ ] Yes [X] No

4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund (see Instructions for Form 8621)* [ ] Yes [X] No

5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S Persons With Respect To Certain Foreign Partnerships. (see Instructions for Form 8865)* [ ] Yes [X] No

6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to file Form 5713, International Boycott Report (see Instructions for Form 5713)* [ ] Yes [X] No

232074
12-10-12

Part V Supplemental Information

Complete this part to provide the information required by Part I, line 2 (monitoring of funds), Part I, line 3, column (f) (accounting method, amounts of investments vs. expenditures per region); Part II, line 1 (accounting method), Part III (accounting method), and Part III, column (c) (estimated number of recipients), as applicable Also complete this part to provide any additional information

SCHEDULE F, PART I, LINE 2: APPLICANT IS REQUIRED TO SUBMIT DETAILED APPLICATION REQUESTING GRANT FUNDS FOR A SPECIFIC PROJECT. APPLICATION INCLUDES A PROJECT BUDGET. AT THE CONCLUSION OF THE PROJECT GRANTEE IS REQUIRED TO SUBMIT A DETAILED NARRATIVE AND FINANCIAL REPORT ON THE PROJECT AND USE OF GRANT FUNDS. REPORT INCLUDES SPECIFIC DOCUMENTAION AND IS CERTIFIED BY AN OFFICER OF THE GRANTEE.

SCHEDULE I
(Form 990)

Department of the Treasury
Internal Revenue Service

Grants and Other Assistance to Organizations, Governments, and Individuals in the United States

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.

OMB No 1545-0047
2012
Open to Public Inspection

Name of the organization: MID ATLANTIC ARTS FOUNDATION, INC.
Employer identification number 52-1169382

Part I **General Information on Grants and Assistance**

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? [X] Yes [ ] No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II **Grants and Other Assistance to Governments and Organizations in the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than $5,000. Part II can be duplicated if additional space is needed

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
SCHEDULE ATTACHED NA NA, MD 21201			0.	0.			SCHEDULE ATTACHED

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ▶ 134.

3 Enter total number of other organizations listed in the line 1 table ▶ 2.

Part III **Grants and Other Assistance to Individuals in the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 22. Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
ARTISIT EXCHANGE	5	21,710.	0.		
ARTISIT RESIDENCY	13	23,912.	0.		
AWARD OF RECOGNITION	1	10,000.	0.		
INDIVIDUAL ARTIST FELLOWSHIP	43	181,460.	0.		
PERFORMING ARTS TOURING	33	109,461.	0.		

Part IV **Supplemental Information.** Complete this part to provide the information required in Part I, line 2, Part III, column (b), and any other additional information

SCHEDULE I, PART I, LINE 2: SEE USAI PANELIST HANDBOOK ATTACHED.

SEE USAI PANELIST HANDBOOK ATTACHED.

SCHEDULE J (Form 990)	Compensation Information	OMB No 1545-0047
Department of the Treasury Internal Revenue Service	For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees ▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 23. ▶ Attach to Form 990. ▶ See separate instructions.	**2012** Open to Public Inspection

Name of the organization: MID ATLANTIC ARTS FOUNDATION, INC.

Employer identification number: 52-1169382

Part I Questions Regarding Compensation

			Yes	No
1a	Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a Complete Part III to provide any relevant information regarding these items. ☐ First-class or charter travel ☐ Housing allowance or residence for personal use ☐ Travel for companions ☐ Payments for business use of personal residence ☐ Tax indemnification and gross-up payments ☐ Health or social club dues or initiation fees ☐ Discretionary spending account ☐ Personal services (e g , maid, chauffeur, chef)			
b	If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain	1b		
2	Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?	2		
3	Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III [X] Compensation committee [X] Written employment contract ☐ Independent compensation consultant [X] Compensation survey or study [X] Form 990 of other organizations [X] Approval by the board or compensation committee			
4	During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:			
a	Receive a severance payment or change-of-control payment?	4a		X
b	Participate in, or receive payment from, a supplemental nonqualified retirement plan?	4b	X	
c	Participate in, or receive payment from, an equity-based compensation arrangement?	4c		X
	If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.			
	Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.			
5	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:			
a	The organization?	5a		X
b	Any related organization?	5b		X
	If "Yes" to line 5a or 5b, describe in Part III			
6	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of			
a	The organization?	6a		X
b	Any related organization?	6b		X
	If "Yes" to line 6a or 6b, describe in Part III.			
7	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III	7		X
8	Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53 4958-4(a)(3)? If "Yes," describe in Part III	8		X
9	If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?	9		

Part II **Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees.** Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1) ALAN W. COOPER	(i)	189,704.	8,500.	0.	7,500.	8,448.	214,152.	7,500.
EXECUTIVE DIRECTOR	(ii)	0.	0.	0.	0.	0.	0.	0.
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							

Part III | Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

ALAN COOPER PARTICIPATES IN A NON-QUALIFIED DEFFERED
COMPENSATION PLAN. ANNUAL CONTRIBUTIONS TO THE PLAN ARE $7,500.00

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on Form 990 or 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.

OMB No 1545-0047
2012
Open to Public Inspection

Name of the organization	Employer identification number
MID ATLANTIC ARTS FOUNDATION, INC.	52-1169382

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

TO CREATE AND PRESENT WORK, ADVANCE ACCESS TO AND PARTIPATION IN THE ARTS, AND PROMOTE A MORE SUBSTAINABLE ARTS ECOLOGY.

FORM 990, PART III, LINE 4D, OTHER PROGRAM SERVICES:

THE FOUNDATION SUPPORTS SPECIAL PROJECTS INTIATED BY THE NATIONAL ENDOWMENT FOR THE ARTS AND OTHER OPPORTUNITIES THAT MAY NOT FIT INTO A PARTICULAR PROGRAM BUT HELP TO FURTHER MID ATLANTIC ARTS FOUNDATION'S MISSION.

EXPENSES $ 167,958.   INCLUDING GRANTS OF $ 10,000.   REVENUE $ 0.

FORM 990, PART VI, SECTION B, LINE 11: THE DIRECTOR OF OPERATIONS AND THE EXECUTIVE DIRECTOR PRESENT THE DRAFT FORM 990 TO THE OFFICERS OF THE CORPORATION FOR THEIR REVIEW AND ACCEPTANCE. UPON ITS ACCEPTANCE, THE OFFICERS CAUSE THE EXECUTIVE DIRECTOR TO SIGN THE FORM 990 TAX RETURN ON BEHALF OF THE FOUNDATION. PRIOR TO SUBMISSION, A COPY OF THE TAX FORM 990 IS MADE AVAILABLE TO THE BOARD FOR INFORMATION PUPOSES.

FORM 990, PART VI, SECTION B, LINE 12C: ANNUALLY THE ORGANIZATION OBTAINS A CONFLICT OF INTEREST STATEMENT FROM EACH BOARD MEMBER. CONFLICTS OF INTEREST ARE MONITORED ON AN AS NEEDED BASIS.

FORM 990, PART VI, SECTION B, LINE 15A: ON BEHALF OF THE BOARD, THE CHAIRPERSON, TREASURER, AND AT LEAST ONE OTHER MEMBER OF THE EXECUTIVE COMMITTEE NEGOTIATE THE TERMS OF EMPLOYMENT, AND PERIODICALLY, AT LEAST ANNUALLY, CONDUCT PERFORMANCE REVIEWS OF THE EXECUTIVE DIRECTOR. THE

Name of the organization	Employer identification number
MID ATLANTIC ARTS FOUNDATION, INC.	52-1169382

CHAIRPERSON COMMUNICATES RECOMMENDATIONS FOR ACTION REGARDING THE EMPLOYMENT OF THE EXECUTIVE DIRECTOR TO THE EXECUTIVE COMMITTEE FOR REVIEW AND APPROVAL AND INSURES THAT CONTRACTS OR OTHER DOCUMENTS RELATING TO THE EMPLOYMENT OF THE EXECUTIVE DIRECTOR ARE CURRENT AND IN PLACE. SALARY SURVEYS OF LIKE POSITIONS IN COMPARABLE ORGANIZATIONS ARE USED IN THE PROCESS FOR ESTABLISHING COMPENSATION PACKAGES. DOCUMENTATION OF CHANGES IN COMPENSATION IS COMMUNICATED IN WRITING BY THE CHAIRPERSON TO THE EXECUTIVE DIRECTOR. THIS PROCESS WAS LAST UNDERTAKEN IN 2010.

FORM 990, PART VI, SECTION C, LINE 19: GOVERNING DOCUMENTS ARE NOT MADE AVAILABLE. FINANCIAL STATEMENTS AND CONFLICT OF INTEREST POLICY IS MADE AVAILABLE, UPON REQUEST. ADDITIONALLY, THE ORGANIZATION'S HISTORICAL FINANCIAL INFORMATION AND FORM 990 IS AVAILABLE ON GUIDESTAR.

Form **8868**
(Rev January 2013)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file).* You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	MID ATLANTIC ARTS FOUNDATION, INC.	52-1169382
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions 201 NORTH CHARLES STREET, NO. 401	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions BALTIMORE, MD 21201-4102	

Enter the Return code for the return that this application is for (file a separate application for each return) [0][1]

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ WIL NEUMEYER - 201 NORTH CHARLES STREET, SUITE 401 - BALTIMORE, MD 21201

  Telephone No ▶ 410-539-6656 FAX No ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until FEBRUARY 15, 2014 , to file the exempt organization return for the organization named above The extension is for the organization's return for

▶ [ ] calendar year ______ or

▶ [X] tax year beginning JUL 1, 2012 , and ending JUN 30, 2013

2 If the tax year entered in line 1 is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 0.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$ 0.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

Schedule I (Form 990)

Part II Grants and Other Assistance to Governments and Organizations in the United States.

1 (a) Name and Address of organization or government	(b) EIN	(c) IRC section if	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation	(g) Description of non-cash	(h) Purpose of grant or assistance
Algonquin Arts, A New Jersey Non-Profit Corporation 173 Main Street Suite 202 Manasquan, NJ 08736-3544	22-3195260	501(c)(3)	$13,860				Performing Arts Presenting and Touring
Allentown Symphony Association 23 North 6th Street Allentown, PA 18101-1431	23-6272140	501(c)(3)	$9,840				Performing Arts Presenting and Touring
American Dance Institute 1570 Jefferson Street Rockville, MD 20852-1501	52-2158599	501(c)(3)	$8,700				Performing Arts Presenting and Touring
Ananya Dance Theatre 500 21st Ave S Minneapolis, MN 55455-0417	20-4261878	501(c)(3)	$9,000				Performing Arts Presenting and Touring
Artistic New Directions, Inc 250 West 90th Street #15-G New York, NY 10024-1143	13-3210952	501(c)(3)	$6,330				Performing Arts Presenting and Touring
Arts for Art, Inc. 107 Suffolk Street #3 5 New York, NY 10002-3300	13-3991848	501(c)(3)	$18,192				Artist Exchange Performing Arts Presenting and Touring
ArtsLink, Inc 141 Main Street C/O Wvncc New Martinsville, WV 26155-1211	55-0783904	501(c)(3)	$11,820				Performing Arts Presenting and Touring
Asia Society 725 Park Avenue New York, NY 10021-5025	13-3234632	501(c)(3)	$10,000				Performing Arts Presenting and Touring
Atlas Performing Arts Center 1333 H Street, NE Washington, DC 20002-4446	52-2358563	501(c)(3)	$11,693				Performing Arts Presenting and Touring
Aubin Pictures 225 West 34th St Suite 1800 New York, NY 10122	13-3912334	501(c)(3)	$5,500				Performing Arts Presenting and Touring
Automata Arts 504 Chung King Court Los Angeles, CA 90012-1709	30-0259101	501(c)(3)	$7,540				Performing Arts Presenting and Touring
Avokado Artists, Inc 25 Juniper Road Placitas, NM 87043-9125	27-1186623	501(c)(3)	$13,500				Performing Arts Presenting and Touring
Axis Dance Company 1428 Alice Street Suite 200 Oakland, CA 94612-4067	94-3124377	501(c)(3)	$8,360				Performing Arts Presenting and Touring

Part II Grants and Other Assistance to Governments and Organizations in the United States.

1 (a) Name and Address of organization or government	(b) EIN	(c) IRC section if	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation	(g) Description of non-cash	(h) Purpose of grant or assistance
Ballet Memphis 7950 Trinity Road Cordova, TN 38018-6297	62-1018942	501(c)(3)	$9,690				Performing Arts Presenting and Touring
Baltimore Festival of the Arts, Inc 10 E Baltimore Street 10th Floor Baltimore, MD 21202-1630	52-1559145	501(c)(3)	$10,400				Performing Arts Presenting and Touring
Bang on a Can, Inc 80 Hanson Place Suite 701 Brooklyn, NY 11217-1506	13-3392963	501(c)(3)	$10,500				Performing Arts Presenting and Touring
Beckley Concert Association P. O. Box 2083 Beckley, WV 25802-2083	55-6019164	501(c)(3)	$8,000				Performing Arts Presenting and Touring
Black Pearl Chamber Orchestra 6757 Greene Street Suite 130 Philadelphia, PA 19119	83-0499281	501(c)(3)	$5,000				Performing Arts Presenting and Touring
Bloomsburg University of Pennsylvania Celebrity Artist Series 400 E 2nd Street Bloomsburg, PA 17815-1301	23-2738930	Pennsylvania	$7,608				Performing Arts Presenting and Touring
Blue Ridge Community College Box 80 1 College Lane Weyers Cave, VA 24486-2205	54-1268283	Virginia	$20,520				Performing Arts Presenting and Touring
Bucknell University Weis Center for the Performing Arts One Dent Drive Lewisburg, PA 17837-2005	24-0772407	501(c)(3)	$36,986				Performing Arts Presenting and Touring
Cappella Romana 3131 NE Glisan St Portland, OR 97232-2501	93-1124501	501(c)(3)	$7,695				Performing Arts Presenting and Touring
The Carnegie Hall Society, Inc. 881 Seventh Avenue, 7th Floor New York, NY 10019-3293	13-6136259	501(c)(3)	$6,800				Performing Arts Presenting and Touring
Carnegie Hall, Inc 105 Church Street Lewisburg, WV 24901-1303	55-0639668	501(c)(3)	$14,178				Performing Arts Presenting and Touring
Charles H Taylor Arts Center Foundation Hampton Arts Foundation 4205 Victoria Boulevard Hampton, VA 23669-4243	54-1736369	501(c)(3)	$20,860				Performing Arts Presenting and Touring
Charles T "Chuck" Mathena II Foundation, Inc 2 Stafford Commons Princeton, WV 24740-2571	55-0718341	501(c)(3)	$12,120				Performing Arts Presenting and Touring

Schedule I (Form 990)

Part II Grants and Other Assistance to Governments and Organizations in the United States.

1 (a) Name and Address of organization or government	(b) EIN	(c) IRC section if	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation	(g) Description of non-cash	(h) Purpose of grant or assistance
Chenango County Council of the Arts 27 West Main Street Norwich, NY 13815-1611	22-2187522	501(c)(3)	$6,700				Performing Arts Presenting and Touring
Chez Bushwick, Inc 304 Boerum Street, #23 Brooklyn, NY 11206-3542	56-2630951	501(c)(3)	$10,840				Performing Arts Presenting and Touring
Chicago Shakespeare Theater 800 East Grand Avenue on Navy Pier Chicago, IL 60611-5461	36-3467607	501(c)(3)	$10,500				Performing Arts Presenting and Touring
Chicago Symphony Orchestra 220 South Michigan Avenue Chicago, IL 60604-2559	36-2167823	501(c)(3)	$10,170				Performing Arts Presenting and Touring
City of Frederick Weinberg Center for the Arts 20 West Patrick Street Frederick, MD 21701-6952	52-6000789	City of Frederick	$12,750				Performing Arts Presenting and Touring
Clay Center for the Arts & Sciences of West Virginia, Inc. #1 Clay Square Charleston, WV 25301-2424	55-0702401	501(c)(3)	$5,770				Performing Arts Presenting and Touring
Cleveland Festival of Art and Technology, Inc Tower Press Building 1900 Superior Avenue, Suite 104 Cleveland, OH 44114-2142	20-2031718	501(c)(3)	$8,610				Performing Arts Presenting and Touring
Colleges of the Seneca Hobart and William Smith Colleges Dance Department 300 Pulteney Street Geneva, NY 14456-3304	16-0743040	501(c)(3)	$7,600				Performing Arts Presenting and Touring
Columbia Festival, Inc 5575 Sterrett Place Suite 280 Columbia, MD 21044-2648	52-1599803	501(c)(3)	$5,232				Performing Arts Presenting and Touring
Community Theater Project Corporation 5530 Penn Avenue Suite A Pittsburgh, PA 15206-3562	31-1692848	501(c)(3)	$26,740				Performing Arts Presenting and Touring
Contemporary Dance Theater, Inc 744 Betula Ave Cincinnati, OH 45224-2928	23-7431573	501(c)(3)	$8,100				Performing Arts Presenting and Touring
Cumberland County College P O Box 1500 3322 College Drive Vineland, NJ 08360-6926	22-1779135	Cumberland County	$28,487				Performing Arts Presenting and Touring
Cuyahoga Community College Foundation 700 Carnegie Avenue Cleveland, OH 44115-2833	23-7320719	501(c)(3)	$8,000				Performing Arts Presenting and Touring

Schedule I (Form 990)

Part II Grants and Other Assistance to Governments and Organizations in the United States.

1 (a) Name and Address of organization or government	(b) EIN	(c) IRC section if	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation	(g) Description of non-cash	(h) Purpose of grant or assistance
D.C. Wheel Productions, Inc. 3225 8th Street, NE Washington, DC 20017-3502	52-1118504	501(c)(3)	$29,420				Performing Arts Presenting and Touring
Dance Theatre of Harlem, Inc. 466 West 152nd Street New York, NY 10031-1896	13-2642091	501(c)(3)	$9,450				Performing Arts Presenting and Touring
DC Commission on the Arts and Humanities 200 I Street, SE Washington, DC 20003-3317	52-6001131	District of Columbia	$5,000				Performing Arts Presenting and Touring
Del Sol Performing Arts Organization 754 46th Avenue San Francisco, CA 94121-3202	20-1748898	501(c)(3)	$10,190				Performing Arts Presenting and Touring
Discalced, Inc 3 Lafayette Avenue Brooklyn, NY 11217-1415	13-3577394	501(c)(3)	$10,800				Performing Arts Presenting and Touring
Double Edge Theatre Productions 948 Conway Road Ashfield, MA 01330-9772	04-2972334	501(c)(3)	$9,000				Performing Arts Presenting and Touring
Elaine Summers Experimental Intermedia Foundation, Inc 224 Centre Street at Grand, Third Floor New York, NY 10013-3619	13-6271586	501(c)(3)	$7,560				Performing Arts Presenting and Touring
Emelin Theatre of the Performing Arts P.O Box 736 Mamaroneck, NY 10543-3639	13-3601485	501(c)(3)	$11,830				Performing Arts Presenting and Touring
ETHEL's Foundation for the Arts 331 W 57 Street #494 New York, NY 10019-3101	13-4198925	501(c)(3)	$10,500				Performing Arts Presenting and Touring
Faculty-Student Association of Westchester Community College, Inc. FSA of Westchester Community College 75 Grasslands Rd Valhalla, NY 10595-1698	13-1691711	501(c)(3)	$7,271				Performing Arts Presenting and Touring
Fairfield University 1073 North Benson Road Fairfield, CT 06824-4554	06-0646623	501(c)(3)	$15,010				Performing Arts Presenting and Touring
Festival of New Trumpet Music P.O. Box 31 Croton On Hudson, NY 10520-0031	20-8308397	501(c)(3)	$7,420				Performing Arts Presenting and Touring
Festivals DC Ltd 2550 M Street, NW 9th Floor Washington, DC 20037-1301	20-1799842	501(c)(3)	$7,059				Performing Arts Presenting and Touring
Flagstaff Cultural Partners P O Box 296 Flagstaff, AZ 86002-0296	86-0488006	501(c)(3)	$22,500				Performing Arts Presenting and Touring

Part II Grants and Other Assistance to Governments and Organizations in the United States.

1 (a) Name and Address of organization or government	(b) EIN	(c) IRC section if	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation	(g) Description of non-cash	(h) Purpose of grant or assistance
Foundation for Indiana University of Pennsylvania 202 Performing Arts Center Indiana University of Pennsylvania Indiana, PA 15705-1008	25-6087074	501(c)(3)	$13,310				Performing Arts Presenting and Touring
Foundation of the State University of New York at Binghamton, Inc. Binghamton University, Anderson Center for the Performing Arts P O Box 6000 Binghamton, NY 13902-6000	16-6053710	501(c)(3)	$7,478				Performing Arts Presenting and Touring
Fractured Atlas Productions, Inc 248 West 35th St 10th Floor New York, NY 10001-2505	11-3451703	501(c)(3)	$19,579				Performing Arts Presenting and Touring
Frostburg State University 101 Braddock Road Lane University Center Frostburg, MD 21532-2303	52-6002033	Maryland	$32,519				Performing Arts Presenting and Touring
GALA, Inc Groupo de Artistas Latinoamericanos 2437 15th St NW Josephine Butler Center Washington, DC 20009-4101	52-1064097	501(c)(3)	$24,000				Performing Arts Presenting and Touring
George Mason University Foundation, Inc. Center for the Arts 4400 University Drive, MS 4C1 Fairfax, VA 22030-4444	54-1603842	Virginia	$7,550				Performing Arts Presenting and Touring
Germantown Cultural Arts Center Inc 12901 Town Commons Drive Germantown, MD 20874-9120	52-2010744	501(c)(3)	$14,150				Performing Arts Presenting and Touring
Globalfest, Inc 331 Park Place Brooklyn, NY 11238-3905	27-3612523	501(c)(3)	$5,000				Artist Exchange
Grand Opera House, Inc. 818 North Market Street Wilmington, DE 19801-3087	51-0116569	501(c)(3)	$12,650				Performing Arts Presenting and Touring
Grand Performances 350 S Grand Avenue, Suite A-4 Los Angeles, CA 90071-2461	95-4576761	501(c)(3)	$22,500				Performing Arts Presenting and Touring
Harrisburg Area Community College One HACC Drive Harrisburg, PA 17110-2999	23-1639151	Pennsylvania	$11,620				Performing Arts Presenting and Touring
Harvestworks, Inc 596 Broadway, Suite 602 New York, NY 10012-3396	13-2891159	501(c)(3)	$8,410				Performing Arts Presenting and Touring
Helena Presents 15 N Ewing Helena, MT 59601-0004	51-0185430	501(c)(3)	$5,000				Performing Arts Presenting and Touring

Part II Grants and Other Assistance to Governments and Organizations in the United States.

1 (a) Name and Address of organization or government	(b) EIN	(c) IRC section if	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation	(g) Description of non-cash	(h) Purpose of grant or assistance
Huntington Arts Council 213 Main Street Huntington, NY 11743-6907	11-2205617	501(c)(3)	$6,600				Performing Arts Presenting and Touring
International Contemporary Ensemble Foundation, Inc 4306 3rd Ave 4th Floor Brooklyn, NY 11232-3604	13-4192400	501(c)(3)	$10,500				Performing Arts Presenting and Touring
Japan Society, Inc. 333 East 47th Street New York, NY 10017-2313	13-1675082	501(c)(3)	$9,590				Performing Arts Presenting and Touring
The Jazz Gallery P O Box 20198 Greenly Square Station New York, NY 10001	13-3948717	501(c)(3)	$6,495				Performing Arts Presenting and Touring
Jefferson Center Foundation, Ltd. 541 Luck Ave , Suite 221 Roanoke, VA 24016-5055	62-1392982	501(c)(3)	$12,550				Performing Arts Presenting and Touring
Jimpu Kai USA 776 Luakaha St. Honolulu, HI 96816-4535	94-3144103	501(c)(3)	$6,210				Performing Arts Presenting and Touring
The Joshua M Freeman Foundation 31556 Winterberry Parkway Selbyville, DE 19975-4043	20-8592383	501(c)(3)	$34,405				Performing Arts Presenting and Touring
Kitka, Inc 1201 Martin Luther King Jr Way Suite 103 Oakland, CA 94612-1297	94-2740963	501(c)(3)	$9,450				Performing Arts Presenting and Touring
Kronos Performing Arts Association 1242 9th Avenue San Francisco, CA 94122-2307	23-7444956	501(c)(3)	$8,880				Performing Arts Presenting and Touring
Lafayette College Williams Center for the Arts 730 High Street Easton, PA 18042-1761	24-0795686	501(c)(3)	$18,690				Performing Arts Presenting and Touring
Latino International Theater Festival of New York, Inc 142 East 27th Street Suite 1A New York, NY 10016-9057	51-0548694	501(c)(3)	$24,310				Performing Arts Presenting and Touring
Laurie Foundation for the Performing Arts 547 West 26th Street New York, NY 10001-5521	27-3493939	501(c)(3)	$12,000				Performing Arts Presenting and Touring
Lebanon County Community Concert Association P O Box 782 Lebanon, PA 17042-0782	23-6398803	501(c)(3)	$5,400				Performing Arts Presenting and Touring

Schedule I (Form 990)

Part II Grants and Other Assistance to Governments and Organizations in the United States.

1 (a) Name and Address of organization or government	(b) EIN	(c) IRC section if	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation	(g) Description of non-cash	(h) Purpose of grant or assistance
Lincoln Center for the Performing Arts 70 Lincoln Center Plaza, 9th Floor New York, NY 10023-6548	13-1847137	501(c)(3)	$22,800				Performing Arts Presenting and Touring
The Maryland-National Capital Park and Planning Commission Prince Georges Publick Playhouse 5445 Landover Road Cheverly, MD 20784-1225	52-6001550	Prince George's County	$7,970				Performing Arts Presenting and Touring
Minas, Brazilian Music P O Box 176 Lansdowne, PA 19050-0176	23-2589316		$7,015				Performing Arts Presenting and Touring
Montclair State University Foundation Inc Alexander Kasser Theater One Normal Avenue Montclair, NJ 07043-1624	22-6017209	501(c)(3)	$8,600				Performing Arts Presenting and Touring
Montgomery County Community College 340 DeKalb Pike Blue Bell, PA 19422-1412	23-1670325	Montgomery County	$9,940				Performing Arts Presenting and Touring
Music Maker Relief and Recording Foundation, Inc 224 West Corbin Street P.O Box 1358 Hillsborough, NC 27278-2111	13-3782018	501(c)(3)	$10,220				Performing Arts Presenting and Touring
Musical Traditions, Inc. 333 Valencia Street Suite 301 San Francisco, CA 94103-3552	52-1055738	501(c)(3)	$11,270				Performing Arts Presenting and Touring
Napa Valley Opera House 1040 Main St Suite 110 Napa, CA 94559-2090	68-0051718	501(c)(3)	$15,470				Performing Arts Presenting and Touring
Nelson A Rockefeller Empire State Plaza Performing Arts Center Corporation P O Box 2065 Albany, NY 12220-0065	14-1614327	501(c)(3)	$9,700				Performing Arts Presenting and Touring
The New 42nd Street, Inc. 229 West 42nd Street 42nd Floor New York, NY 10036-7299	13-3584032	501(c)(3)	$20,000				Performing Arts Presenting and Touring
New York Live Arts, Inc 219 West 19th Street New York, NY 10011-4001	13-6206608	501(c)(3)	$10,500				Performing Arts Presenting and Touring
New York Shakespeare Festival 425 Lafayette Street New York, NY 10003-7087	13-1844852	501(c)(3)	$20,120				Performing Arts Presenting and Touring
Northlight Theatre, Inc 9501 Skokie Boulevard Skokie, IL 60077-1314	23-7390464	501(c)(3)	$6,750				Performing Arts Presenting and Touring

Schedule I (Form 990)

Part II Grants and Other Assistance to Governments and Organizations in the United States.

1 (a) Name and Address of organization or government	(b) EIN	(c) IRC section if	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation	(g) Description of non-cash	(h) Purpose of grant or assistance
On the Boards P O Box 19515 Seattle, WA 98109-1515	91-1081983	501(c)(3)	$22,500				Performing Arts Presenting and Touring
Orchestra 2001 26 South 20th Street Philadelphia, PA 19103-3312	23-2545727	501(c)(3)	$12,980				Performing Arts Presenting and Touring
Oswego College Foundation, Inc. 105 Mahar Hall Suny Oswego - ARTSwego Oswego, NY 13126-3501	15-0543477	501(c)(3)	$9,696				Performing Arts Presenting and Touring
Painted Bride Art Center, Inc 230 Vine Street Philadelphia, PA 19106-1213	23-1946391	501(c)(3)	$6,130				Performing Arts Presenting and Touring
The Pennsylvania State University 4951 College Dr 0170 Irvin Kochel Center Erie, PA 16563-1501	24-6000376	Pennsylvania	$9,930				Performing Arts Presenting and Touring
Performance Zone, Inc. 75 Maiden Lane Suite 906 New York, NY 10038-4614	13-3357408	501(c)(3)	$14,000				Performing Arts Presenting and Touring
The Philadelphia Dance Company 9 North Preston Street Philadanco Way Philadelphia, PA 19104-2210	23-7161084	501(c)(3)	$7,992				Performing Arts Presenting and Touring
Philadelphia Fringe Festival PO Box 30393 Philadelphia, PA 19103-8393	23-2936188	501(c)(3)	$9,100				Performing Arts Presenting and Touring
Pig Iron Theatre Company, Inc 1417 North 2nd Street Philadelphia, PA 19122-3801	13-3874192	501(c)(3)	$12,130				Performing Arts Presenting and Touring
Pittsburgh Ballet Theatre 2900 Liberty Avenue Pittsburgh, PA 15201-1500	23-7101094	501(c)(3)	$5,000				Performing Arts Presenting and Touring
Portland Institute for Contemporary Art 415 SW 10th Avenue, Suite 300 Portland, OR 97205-2813	93-1177971	501(c)(3)	$5,400				Performing Arts Presenting and Touring
PRISM Quartet 257 West Harvey Street Philadelphia, PA 19144-3320	26-4210673	501(c)(3)	$9,450				Performing Arts Presenting and Touring
Queens College Foundation, Inc Kupferberg Center for the Arts 65-30 Kissena Blvd Flushing, NY 11367-1597	11-6080521	501(c)(3)	$17,930				Performing Arts Presenting and Touring

Schedule I (Form 990)

Part II Grants and Other Assistance to Governments and Organizations in the United States.

1 (a) Name and Address of organization or government	(b) EIN	(c) IRC section if	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation	(g) Description of non-cash	(h) Purpose of grant or assistance
Randolph County Community Arts Council P O Box 3111 2 Park Street Elkins, WV 26241-3915	26-0041912	501(c)(3)	$6,370				Performing Arts Presenting and Touring
Raritan Valley Community College P.O Box 3300 Somerville, NJ 08876-3300	22-1815636	501(c)(3)	$8,417				Performing Arts Presenting and Touring
Reading Area Community College 10 South Second Street P O Box 1706 Reading, PA 19603-1706	23-1745816	Berks County	$13,590				Performing Arts Presenting and Touring
Rensselaer Polytechnic Institute EMPAC 110 8th Street Troy, NY 12180-3522	14-1340095	501(c)(3)	$5,900				Performing Arts Presenting and Touring
The Rodney Mack Philadelphia Big Brass 1930 Chestnut Sreet Apt 19A Philadelphia, PA 19103-4504	41-2205655		$11,800				Performing Arts Presenting and Touring
The Rose Ensemble 314 Landmark Center 75 W 5th Street Saint Paul, MN 55102-1423	41-1844157	501(c)(3)	$9,660				Performing Arts Presenting and Touring
Roulette Intermedium, Inc 30 Third Avenue Suite 208 Brooklyn, NY 11217-2385	36-3046751	501(c)(3)	$7,770				Performing Arts Presenting and Touring
Saint Louis Symphony Orchestra 718 N Grand Blvd Saint Louis, MO 63103-1011	43-0666769	501(c)(3)	$12,000				Performing Arts Presenting and Touring
Salisbury University 267 Holloway Hall 1101 Camden Avenue Salisbury, MD 21801-6837	52-6002033	Maryland	$6,000				Performing Arts Presenting and Touring
San Francisco Symphony Davies Symphony Hall 201 Van Ness Avenue San Francisco, CA 94102-4585	94-1156284	501(c)(3)	$10,500				Performing Arts Presenting and Touring
Search and Restore 16 St Francis Place Brooklyn, NY 11216-4111	27-0573340	501(c)(3)	$8,100				Performing Arts Presenting and Touring
Shepherd University P O. Box 5000 101 Student Center Shepherdstown, WV 25443-5000	55-6000999	West Virginia	$11,380				Performing Arts Presenting and Touring

Schedule I (Form 990)

Part II Grants and Other Assistance to Governments and Organizations in the United States.

1 (a) Name and Address of organization or government	(b) EIN	(c) IRC section if	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation	(g) Description of non-cash	(h) Purpose of grant or assistance
Shera Foundation, Inc P.O Box 32164 Washington, DC 20007	20-5765120	501(c)(3)	$9,000				Performing Arts Presenting and Touring
Silvermine Guild of Artists, Inc. 1037 Silvermine Road New Canaan, CT 06840-4337	06-0674168	501(c)(3)	$11,250				Performing Arts Presenting and Touring
So Percussion, Inc. 233 Norman Ave #309 Brooklyn, NY 11222-6428	20-4485651	501(c)(3)	$6,189				Performing Arts Presenting and Touring
Squonk Opera, Inc 315 Castlegate Road Pittsburgh, PA 15221	25-1875780	501(c)(3)	$5,000				Performing Arts Presenting and Touring
State of Delaware 121 Martin Luther King Jr Boulevard North Dover, DE 19901-3638	51-6000279	Delaware	$9,840				Performing Arts Presenting and Touring
Step Afrika! 1333 H Street NE Washington, DC 20002-4446	52-2118391	501(c)(3)	$7,875				Performing Arts Presenting and Touring
STREB, Inc 51 North 1st Street Brooklyn, NY 11211-3939	13-3268549	501(c)(3)	$12,000				Performing Arts Presenting and Touring
Swarthmore College 500 College Avenue Swarthmore, PA 19081-1306	23-1352683	501(c)(3)	$7,500				Performing Arts Presenting and Touring
Synetic Theater, Inc 2611 Jefferson Davis Hwy, Suite 103 Arlington, VA 22202-4016	52-2001215	501(c)(3)	$9,000				Performing Arts Presenting and Touring
Syracuse University 113 Bowne Hall Syracuse, NY 13244-1200	15-0532081	501(c)(3)	$9,000				Performing Arts Presenting and Touring
Tillett Foundation, Inc. Tillett Gardens 4126 Anna's Retreat St Thomas, VI 00802-1760	66-0393767	501(c)(3)	$7,797				Performing Arts Presenting and Touring
Trisha Brown Company, Inc 465 Greenwich Street New York, NY 10013-1763	51-0173127	501(c)(3)	$7,494				Performing Arts Presenting and Touring
Tsunami on the Square P.O Box 2570 Prescott, AZ 86302-2570	86-0969518	501(c)(3)	$22,500				Performing Arts Presenting and Touring
University of Maryland College Park Foundation, Inc Clarice Smith Performing Arts Center Suite 3800 College Park, MD 20742-1625	52-2197313	501(c)(3)	$36,450				Performing Arts Presenting and Touring

Part II Grants and Other Assistance to Governments and Organizations in the United States.

1 (a) Name and Address of organization or government	(b) EIN	(c) IRC section if	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation	(g) Description of non-cash	(h) Purpose of grant or assistance
University of Richmond Modlin Center for the Arts 28 Westhampton Way, T 107 A Richmond, VA 23173-0002	54-0505965	501(c)(3)	$26,827				Performing Arts Presenting and Touring
Virginia Commonwealth University 800 East Leigh Street, Suite 113 P O. Box 980568 Richmond, VA 23298-1539	54-6001758	Virginia	$5,710				Performing Arts Presenting and Touring
Voloshky Ukrainian Dance Ensemble 700 Cedar Road Jenkintown, PA 19046-4109	23-2174452	501(c)(3)	$5,000				Performing Arts Presenting and Touring
West Virginia University at Parkersburg 300 Campus Drive Parkersburg, WV 26104-8647	55-0522810	West Virginia	$7,800				Performing Arts Presenting and Touring
The Wooster Group Box 654 Canal Street Station New York, NY 10013-2295	23-7022729	501(c)(3)	$12,000				Performing Arts Presenting and Touring

Total number of section 501(c)(3) and government organizations **134**

Total number of other organizations **2**

Part III Grants and Other Assistance to Individuals in the United States.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation	(f) Description of non-cash assistance
Artist Exchange	**5**	**$21,710**			
Artist Residency	**13**	**$23,912**			
Award of Recognition	**1**	**$10,000**			
Individual Artist Fellowship	**43**	**$181,460**			
Performing Arts Touring	**33**	**$109,461**			

MID ATLANTIC
ARTS FOUNDATION

USArtists INTERNATIONAL

PANELIST HANDBOOK

MID ATLANTIC
ARTS FOUNDATION

Dear US Artists International Panelist:

On behalf of Mid Atlantic Arts Foundation, I would like to express our appreciation for the invaluable assistance that you are providing by serving as a panelist for the USArtists International grant program. We rely on the expertise and objectivity which you bring to this review process and value your recommendations highly.

The programs of Mid Atlantic Arts Foundation have grown remarkably over the past few years. These programs continue to expand as we work to serve artists and audiences. The most important elements of our work include support for artists, providing access to the arts, and public involvement in the creative process. USArtists International enhances the creative and professional development of performing artists through support for American dance, music, and theatre ensembles and soloists to perform at international festivals and engagements that represent extraordinary career opportunities anywhere in the world outside of the United States and its territories. The program displays the richness and diversity of the performing arts in the United States to a global audience.

This publication has been designed to provide you with all of the information that you will need for your service. Please review it carefully. If you have any questions, please do not hesitate to contact me, or Adam Bernstein, Deputy Director, Programs

I hope that you enjoy your experience, and we look forward to working with you.

Sincerely,

Alan Cooper

Alan Cooper
Executive Director

ABOUT MID ATLANTIC ARTS FOUNDATION

Mid Atlantic Arts Foundation ("Foundation") is one of six regional arts organizations in the United States. The organization was founded in 1979 to serve a nine-state and jurisdictional region composed of Delaware, the District of Columbia, Maryland, New Jersey, New York, Pennsylvania, U.S Virgin Islands, Virginia, and West Virginia. Over the past 30 years, the Foundation has addressed its interests through three core program areas Presenting, Touring, and Exhibiting; Artist Support, Projects and Residencies, and Knowledge Building. Each of these areas is designed to support excellence, enhance access to the arts of the region, nation, and world, and broaden the reach of artists and arts organizations The Foundation works regionally, nationally, and internationally, and its programs serve a diverse range of artists, organizations and audiences in the literary, performing and visual arts Support for the Foundation comes from its nine state arts agency partners in the mid-Atlantic region, the National Endowment for the Arts, private foundations, corporations, and individuals.

Please visit the MAAF website at www midatlanticarts org for details on the Foundation's mission and programs.

ABOUT USARTISTS INTERNATIONAL

USArtists International ("USAI") is committed to ensuring that the impressive range of expression and creativity of the performing arts in the United States is represented at international festivals and engagements that represent extraordinary career opportunities abroad The program also seeks to strengthen the creative and professional development of American artists by providing opportunities for cultural exchange and access to new audiences and the global marketplace.

USAI supports American dance, music, and theatre ensembles and solo artists invited to perform at international festivals anywhere in the world outside of the United States and its territories of American Samoa, Guam, Northern Mariana Islands, Puerto Rico, and the U.S. Virgin Islands. Under special circumstances, the program also provides funding for performance engagements abroad outside of a festival framework that provide artists with extraordinary career opportunities Grant funds may support travel and per diem, international communications, shipping, and artists,' agents' and fiscal sponsors' fees related to participation in the proposed engagements.

The Foundation conducts three grant rounds per year for USAI in April, September and December.

The program continues the important tradition in the United States of public and private sectors working collaboratively to support the arts. USAI is a program of Mid Atlantic Arts Foundation in partnership with the National Endowment for the Arts and the Andrew W. Mellon Foundation.

HOW MAAF SELECTS PANELISTS

Foundation staff conducts extensive research throughout the year to further develop the panelist data base. Panel members are chosen for their broad knowledge and expertise in the arts, and must have a thorough understanding of the artistic disciplines to be reviewed.

Panelists are chosen to reflect the profile of the each respective applicant pool Panelists are selected from both within and outside of the mid-Atlantic region and composed to reflect the aesthetic, ethnic, gender and geographic diversity of the United States.

Potential panelists are informed of the scope of their work including the amount of preparatory time that will be required in advance of the meeting The potential panelists are asked to accept their appointment only if they can work within the philosophical and procedural guidelines of the program and can devote sufficient time to carrying out their duties.

PANELIST ROLES & RESPONSIBILITIES

Introduction
This guide is provided so that panelists gain a clear understanding of their role in the application review process and of the expectations of the Foundation. Each panelist must approach the review process with the same basic assumptions in order to ensure fairness to all applicants. It is important that panelists review this guide and the USArtists International guidelines prior to reviewing the applications and participating in the panel meeting

Responsibilities
Panelists review applications based on specific program goals and evaluation criteria, and are expected to have a thorough familiarity with those materials before the meeting takes place. The following are sent to panelists prior to the application review meeting:

- copies of applications (a PDF version found in the *GoodReader* application on the iPad labeled **USAI Round 3 Dance/Theater Panel Book**)
- copies of all work samples (provided on iTunes playlist on the iPad labeled **USAI Round 3 FY13 Dance/Theater**)
- the program's guidelines (a PDF version found in the *GoodReader* application on the iPad labeled **USAI Guidelines**)
- panelist handbook with explanations of the review policies and procedures (a PDF version found in the *GoodReader* application on the iPad labeled **Guide for Dance Theater Panelists**)
- panelist scoring sheets

Panelists are instructed to contact Foundation staff if additional information is needed for a particular application.

Panelists are expected to make recommendations consistent with the program's goals and review criteria.

All Foundation grant application review panels are advisory and make recommendations for funding to the Foundation's Board of Directors and/or contract Agency, which has final authority for grant awards Panelists may also be asked for advice concerning policy issues including program development, guideline revision, program procedures, and application process

Conflict of Interest
It is essential to the business of the Foundation that it maintains high standards of integrity and impartiality in its decision-making processes. Pursuant to this goal, enclosed in these materials is a copy of the Foundation's "Standards of Conduct and Conflict of Interest" policy. Panelists are required to review this policy and sign it prior to the commencement of the panel meeting, affirming their willingness to abide by the standards

Any relationship that prevents a panelist from evaluating an applicant objectively is considered a conflict of interest Typically, this includes financial involvement with an applicant, a role in the work being evaluated or a familial relationship. Panelists should take into consideration how other applicants in the pool would perceive their voting on a person or organization that they know or are involved with

At the beginning of each panel meeting, panelists are asked to discuss any potential conflicts of interest with applications under review. Panelists are also instructed to immediately make known any conflicts of interest that are discovered during the course of the meeting

If a panelist believes that he or she has a conflict of interest with an applicant, the panelist is asked to abstain from discussing the applicant with fellow panelists, scoring the applicant and otherwise participating in the review process for that applicant. Should a panelist believe a conflict of interest exists with any of his or her assigned applications, the panelist should contact Foundation staff as soon as possible so lead reader responsibilities can be re-assigned prior to the panel meeting

THE REVIEW PROCESS

Criteria for Review
The role of the panel is to provide the Foundation with an expert evaluation of the applications by reviewing each application consistently and objectively against the program criteria Panelists are urged to subordinate personal preferences for particular styles, formats, issues or subjects to an objective review of the work.

The criteria for review for USArtists International applications shall serve as a sole basis for evaluating the applications. The criteria are as follows:

ARTISTIC EXCELLENCE

- As demonstrated by the work samples submitted;
- The artists' record of professional activity, including awards, grants and other forms of special recognition provided in the written application materials, and your knowledge of the artists.

ARTISTIC MERIT

- Significance of the applicant's presence at the festival as it relates to their professional development, i e
  - Will this festival provide opportunities to develop new audiences and access markets through exposure to presenters, curators, artist managers/agents who may be attending the engagement, or through media coverage,
  - Will the engagement provide opportunities to exchange ideas and practice with other artists and individuals from other countries?
- Significance of the festival locally and internationally; i.e :
  - Does the festival attract artists of excellence and importance within their fields,
  - Are the festivals considered important platforms for the promotion of their art forms or areas of interest,
  - Do the engagements attract audiences and media attention within their locales, regions, and beyond?
- Quality of the proposed engagement including evidence of reasonable financial support from the festival given the context of the local economic situation. (Please use the letters of invitation from the festivals rather than the application budgets to assess the financial support from the festival.)

The following are not criteria and should not be taken into consideration

- Activities in addition to the performances are not review criteria. Whether these activities, such as residencies, workshops, master classes, lecture demonstrations, etc take place or not should not factor into your scoring
- Need is *not* a criteria

Prior to the Meeting
Panelists receive copies of the applications prior to the panel meeting Each panelist is expected to review and be familiar with all the applications In addition, each panelist will be assigned as a "lead reader" for a number of applications. Panelists are responsible for reviewing all the

applications prior to the meeting. The lead reader will be responsible for providing a brief analysis of their respective applications at the panel meeting, focusing on the strengths and weaknesses of the application as it directly relates to the review criteria.

Scoring

Scoring is on a 1-to-5 scale, with 1 being low and 5 being high Panelists are asked to utilize this scale to its fullest extent, in order to achieve the greatest distinction between applicants It is important to refrain from overly relying on the median rating of 3 Panelists should employ a consistent rationale for assigning scores.

Please note. the score sheets that have been provided ahead of the meeting are meant as a tool to assist in reviewing the applications, but final scores will not be assigned until each application has been reviewed by the full panel at the meeting. Panelists may also take notes directly on the iPad through the *Good Reader* Application.

The Meeting

After a brief welcome and introductions, Foundation staff will review the program guidelines and confirm the panelists' understanding of the process and their responsibilities The majority of the meeting will entail review of work samples and applications. Panelists are expected to attend the entire meeting and to participate in all discussions and recommendations.

Application Review

Foundation staff will introduce the application, and then present the artists' work samples

The lead reader will then present the merits of the application as it relates to the evaluation criteria. Lead readers should not provide a summary or description of the application, as each panelist will have already read the application. The discussion will then be opened up to all panelists to provide any additional critique of the application After discussion is concluded, panelists will be asked to assign scores to the application Panelists will be given the opportunity to adjust their final scores, if necessary, prior to making final recommendations

Once scoring for all applications has been completed, staff will collect and average the scores. The panel will be given the opportunity to review the applications in score order, from highest to lowest (applications with tie scores are presented in alphabetical order)

Panelists will be asked to determine a cut-off point in the scoring, above which applications would be eligible for funding, and below which applications would not be supported. The panel will then review the applications collectively to determine that there is consensus on the applications above and below this line,

The staff will use these recommendations to allocate the available funds These recommendations will be forwarded to the Foundation's Board of Directors and the National Endowment for the Arts for approval

Role of Staff/Observers

Foundation staff is responsible for promoting USArtists International and providing applicants with assistance. Once proposals are received, staff review them for eligibility and completeness, and prepare application materials for panel review Foundation staff also handles all panel meeting logistics and work closely with panelists on travel and lodging arrangements

Panel Facilitator

A Foundation staff member normally serves as facilitator of the grant review panels The primary duty of the panel facilitator is to keep the discussion clearly focused on the evaluation criteria, and ensures that evaluation of all applicants is conducted in a fair and consistent manner

Panel facilitators have a thorough knowledge of the applications being reviewed and are charged with addressing questions about the applications, the program, or the review process. Detailed notes on the discussion of each application are taken for the official record, and to share constructive comments with the applicants after the panel review The meeting is also recorded in accordance with National Endowment for the Arts requirements.

Panel facilitators do not make recommendations to the panel, rank applications during the review process, or make comments on the quality of the applications Their primary responsibility is to conduct the meeting, which includes:

- ensuring that the panel members understand, and follow the goals and objectives of the program;
- ensuring that the panel review policies, criteria and procedures are followed,
- explaining the funding policy for the program in question,
- ensuring that the conflict of interest policy is understood by panelists and followed;
- reviewing the applications in a timely manner;
- resolving any issues or disputes that arise during the review process

Once the panel meeting has been completed, staff is responsible for compiling the panel's recommendations for approval by the Foundation Board and the National Endowment for the Arts.

The panel meeting is not open to the public, but from time to time, additional Foundation staff, Board members or funding partners' representatives may attend the meeting.

Feedback
Staff provides feedback to applicants after awards have been made if requested Comments are not attributed to specific panelists.

ADDITIONAL PROCEDURES

Policy Recommendations
After discussion and deliberation of the applicants has come to a close, panelists will be asked to provide feedback regarding the process, the program and on general policy issues. The feedback of the panel is highly valued and each year shapes the future direction of the program, including needs of the field, discipline/field issues, development and revision of guidelines and the development of new directions and initiatives

Confidentiality
Panel meetings for most programs are not open to the public. Panelists remain anonymous until grant award decisions are made and announced At that time, the panelists' names and credentials are made public. It is essential that panelists observe confidentiality and not discuss the panel proceedings with anyone, even after funding is announced Please refer all inquiries to Foundation staff.

Panelists are requested to refrain from identifying themselves as panelists until a press release has been issued by the Foundation announcing the grants

Referrals
If panelists have recommendations of fellow artists or professional colleagues they feel would be appropriate and qualified future panelists, they are encouraged to provide their names and contact information to Foundation staff.

MEETING LOGISTICS

MAKING YOUR TRAVEL ARRANGEMENTS

General
All travel arrangements must be made with the Foundation's travel agency. Panelists should contact Inglewood Travel, at 1-800-873-6446, to arrange for travel Any of their representatives are prepared to assist you, and know to directly bill the Foundation for your travel

Recognizing that the Foundation is a nonprofit agency, you are requested to travel under the most cost-effective means, and to reserve your travel as soon as possible to take advantage of the best rates. Reservations must be made by the date indicated on the panelist confirmation letter. Any additional charges as a result of arrangements made after this date will be the responsibility of the panelist The Foundation will not authorize first class, business class, or Acela travel.

The panel meeting will be held on the following days.

Tuesday	June 4, 2013	1:00 p.m to 6:00 p m
Wednesday	June 5, 2013	9 00 a.m. to 5 00 p m. (breakfast and lunch provided)

Please keep in mind the intended adjournment time of the meeting in scheduling your return travel and allow adequate time to travel to the airport or train station, check in and complete any enhanced security requirements. Please be ready to start promptly as the review of applications cannot begin until all panelists are present.

Additional Travel Expenses
The Foundation will reimburse panelists for any additional travel expenses (i e parking, taxis, tolls, mileage, etc). In order to receive reimbursement for additional travel expenses, panelists must complete a reimbursement request form and submit it within five days of the panel meeting Please retain and attach copies of all original receipts itemized on the reimbursement request form. Payment should be made within 30 days of submitting the reimbursement request.

Travel by Plane
For panelists arriving by plane, the most convenient airport is Baltimore-Washington International Airport ("BWI") BWI is approximately 20-35 minutes away by taxi, and the cost of a taxi is approximately $35 each way. Inglewood Travel will issue an electronic ticket for air travel, and will send a copy of the flight itinerary. Please be advised of increased security regulations and recommended arrival times for check-in

Travel by Train
Panelists traveling from the mid-Atlantic states are expected to utilize train service The most convenient point of arrival is Baltimore-Penn Station. The Foundation's offices and the hotel are about a five-minute cab ride from this station Inglewood Travel will e-mail confirmation of train bookings that should be printed for pick-up at Quik-Trak ticket kiosks prior to boarding Please note Amtrak's new security regulations regarding provision of identification with ticket and carry-on baggage limitations.

Travel by Car
If you instead choose to drive, you will be reimbursed by the Foundation at a rate of $0 56 per mile Hotel parking can be added to your room bill and charged directly to the Foundation. Alternatively, there is a parking garage across Charles Street from the Foundation; the rate is approximately $12 for a day. Please consult the driving directions provided in Appendix I.

Personal Travel
If personal travel is combined with official travel to/from the meeting, the panelist is responsible for paying the difference between the official and personal travel costs It is highly recommended that such travel be planned in conjunction with the booking of the official ticket, because any change fees (typically $100 and up) associated with the addition of personal travel shall also be the responsibility of the panelist In addition, the panelist may be required to reimburse the Foundation for any costs, such as transaction fees, that are charged. If the total ticket price for combined official and personal travel is for any reason less than the official travel ticket, the panelist is not entitled to the difference.

HOTEL ACCOMODATIONS

Rooms are reserved by the Foundation staff, and are billed directly to the Foundation. Panelists are responsible for any additional charges made to the basic room rate, such as telephone calls, room service, etc

Check out is on the morning of your departure day. Panelists are asked to complete check out procedures before arriving at the office for the panel meeting Panelists may choose to check their bags with the hotel reservation desk for the remainder of the day, or to bring them to the meeting. If a panelist has a tight travel schedule, it is recommended that they choose the latter option

DIETARY RESTRICTIONS

A continental breakfast and catered lunch will be provided on the full day of the panel meeting If you have any dietary restrictions, please contact Alyson Jacques at 410-539-6656 x120 as soon as possible to arrange alternatives Please be aware that accommodations may not be possible if not notified in advance, so be sure to contact Alyson Jacques if you have any questions

PANELISTS WITH DISABILITIES

If you are in need of any special accommodations, please contact Alyson Jacques at 410-539-6656 x120 as soon as possible so that arrangements can be made.

PAYMENTS

Panelists receive an honorarium for their service. The honorarium is expected to cover any incidentals and meals outside of the panel meeting. Should any room service or other additional hotel charges (excluding parking fees) be billed to the Foundation, it will be deducted from the panelist's honorarium. Reimbursement requests will be honored for travel costs only

The cost of lodging and train and air tickets will be billed directly to the Foundation Any other travel costs are paid on a reimbursement basis Panelists should submit the travel reimbursement form within five days of the meeting, with appropriate copies of receipts attached Payment of the honorarium as well as reimbursement of any additional travel costs will be made within 30 days of the Foundation's receipt of the travel reimbursement request.

The Foundation contracts with individuals for service on its panels Therefore, payments will be issued in the individual panelists' names only, not to organizations, trust accounts, investment accounts, etc

APPENDIX I:
DIRECTIONS TO MID ATLANTIC ARTS FOUNDATION

DRIVING DIRECTIONS

The Foundation is located at 201 North Charles Street in downtown Baltimore, just a short walk from the Inner Harbor and its attractions

From South of Baltimore.
If you are driving on 95 North towards Baltimore, exit onto the 395/"Downtown" ramp. Stay to the left on the exit ramp until after the split (right hand lanes go to Martin Luther King Boulevard), then move into the right hand lane to turn right onto Conway Street at the bottom of the ramp Turn left onto Charles Street. As you cross Lexington Street, you will see our building on your right (Bank of America on the corner). Immediately after our building on your left there is an underground-parking garage (ramp goes down – Note: no vans, low ceilings) If this is full (or you are driving a van), turn next left onto Saratoga Street and follow signs for parking.

From North of Baltimore·
Take 95 South towards Baltimore to 695 West. Follow 695 to I-83 South (Jones Falls Expressway). Proceed with the following directions from I-83 below

From I-83
Follow I-83 South to the St Paul Street exit. Merge onto St Paul Street (one way going south). St. Paul Street splits around St Paul's Place; you can take any lane as the road joins up again almost immediately Turn right on Lexington Street, then right on Charles Street. Our building is on the corner on your right (Bank of America building). Immediately after our building on your left there is an underground-parking garage (ramp goes down – Note no vans, low ceilings) If this is full (or you are driving a van), turn next left on Saratoga Street and follow signs for parking.

From BWI Airport:
Follow the airport exit to route 195. Stay on 195 until you see an exit for Baltimore 295 North (which will also be Baltimore-Washington Parkway). Take 295 directly into Baltimore City (you will pass two stadiums) Make a right turn on Pratt Street Get in the left lane then make a left on to Charles Street As you cross Lexington Street, you will see our building on your right (Bank of America on the corner). Immediately after our building on your left there is an underground-parking garage (ramp goes down – Note· no vans, low ceilings) If this is full (or you are driving a van), turn next left on Saratoga Street and follow signs for parking.

PANELIST CHECKLIST

Prior to the Panel Meeting:

- ☐ Contact Travel Agent to Make Reservations
- ☐ Have a Copy of Travel Itinerary/Tickets from Travel Agent
- ☐ Contact Foundation to discuss any Dietary Needs/Accessibility Concerns
- ☐ Review Application Guidelines and Materials

Panel Meeting Day:

- ☐ Bring Signed Code of Conduct/Conflict of Interest Statement
- ☐ Bring Signed W-9 Form for Honorarium Payment
- ☐ Bring iPad and Case
- ☐ Check Out of Hotel Before the Start of the Meeting (on the morning of the last day of panel service)

Post Panel Meeting:

- ☐ Save a Copy of the Reimbursement Request Form, for your records
- ☐ Save a Copy of Receipts for All Additional Travel Expenses, for your records
- ☐ Mail Original Reimbursement Form with Copies of Receipts to:

  Mid Atlantic Arts Foundation
  Attn: Alyson Jacques
  201 North Charles Street, Suite 401
  Baltimore, MD 21201