Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052
2012
Open to public inspection

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

Name of foundation
HOWARD AND GERALDINE POLINGER
FAMILY FOUNDATION

A Employer identification number
52-6078041

Number and street (or P O box number if mail is not delivered to street address) 5530 WISCONSIN AVE.
Room/suite 1000

B Telephone number
301-657-3600

City or town, state, and ZIP code
CHEVY CHASE, MD 20815

C If exemption application is pending, check here ☐

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

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 41,414,540.

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	476,124.	476,124.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	290,186.			
	b Gross sales price for all assets on line 6a 2,329,990.				
	7 Capital gain net income (from Part IV, line 2)		290,186.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	750,085.	750,085.		STATEMENT 2
	12 Total. Add lines 1 through 11	1,516,395.	1,516,395.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	147,381.	0.		147,381.
	14 Other employee salaries and wages	7,950.	0.		7,950.
	15 Pension plans, employee benefits	16,297.	0.		16,297.
	16a Legal fees				
	b Accounting fees STMT 3	5,978.	299.		6,277.
	c Other professional fees STMT 4	270,428.	170,839.		99,589.
	17 Interest				
	18 Taxes STMT 5	14,950.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	12,857.	0.		12,857.
	22 Printing and publications				
	23 Other expenses STMT 6	3,564.	40.		3,524.
	24 Total operating and administrative expenses. Add lines 13 through 23	479,405.	171,178.		293,875.
	25 Contributions, gifts, grants paid	1,626,000.			1,626,000.
	26 Total expenses and disbursements. Add lines 24 and 25	2,105,405.	171,178.		1,919,875.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<589,010.>			
	b Net investment income (if negative, enter -0-)		1,345,217.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	148,856.		
	2 Savings and temporary cash investments	90,417.	<45,596.>	<45,596.>
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 7	36,858,144.	36,554,003.	41,460,136.
	14 Land, buildings, and equipment: basis ▶ Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	37,097,417.	36,508,407.	41,414,540.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	37,097,417.	36,508,407.	
	30 **Total net assets or fund balances**	37,097,417.	36,508,407.	
	31 **Total liabilities and net assets/fund balances**	37,097,417.	36,508,407.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	37,097,417.
2	Enter amount from Part I, line 27a	2	<589,010.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	36,508,407.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	36,508,407.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES	P		
b	INVESTMENTS IN K-1			
c	CAPITAL GAINS DIVIDENDS			
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	2,327,272.		2,198,251.	129,021.
b				158,447.
c	2,718.			2,718.
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				129,021.
b				158,447.
c				2,718.
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } **2** 290,186.

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

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	1,692,944.	39,369,362.	.043002
2010	1,364,911.	38,650,134.	.035315
2009	1,353,275.	34,425,673.	.039310
2008	1,064,738.	16,096,315.	.066148
2007	1,006,383.	22,048,961.	.045643

2	**Total** of line 1, column (d)	2	.229418
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.045884
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	40,521,471.
5	Multiply line 4 by line 3	5	1,859,287.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	13,452.
7	Add lines 5 and 6	7	1,872,739.
8	Enter qualifying distributions from Part XII, line 4	8	1,919,875.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	13,452.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	13,452.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	13,452.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a 9,850.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 7,100.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	16,950.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached		8	47.
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	3,451.
11 Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 3,451. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MD			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ THE FOUNDATION Telephone no. ▶ 301-657-3600

Located at ▶ 5530 WISCONSIN AVE. #1000, CHEVY CHASE, MD ZIP+4 ▶ 20815

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

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

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

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A — 5b

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? — 6b: No X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A — 7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		147,381.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
MAGERY TABANKIN & ASSOCIATES - 2800 28TH ST. SUITE 105, SANTA MONICA, CA 90405	CONSULTING	91,089.

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	40,951,667.
b	Average of monthly cash balances	1b	186,882.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	41,138,549.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	41,138,549.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	617,078.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	40,521,471.
6	**Minimum investment return.** Enter 5% of line 5	6	2,026,074.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	2,026,074.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	13,452.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	2,638.		
c	Add lines 2a and 2b			2c	16,090.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	2,009,984.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	2,009,984.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	2,009,984.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,919,875.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,919,875.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	13,452.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,906,423.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				2,009,984.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			1,788,339.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 1,919,875.				
a Applied to 2011, but not more than line 2a			1,788,339.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				131,536.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				1,878,448.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

LORRE POLINGER
5530 WISCONSIN AVE. SUITE 1000, CHEVY CHASE, MD 20815

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

SUBMISSIONS SHOULD INCLUDE DESCRIPTION, PROGRAM MISSION,AND/OR GOALS.

c Any submission deadlines:

VARIOUS DEADLINES THROUGH COURSE OF THE YEAR.

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED STATEMENT	NONE			1,626,000.
Total			▶ 3a	1,626,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2012)

223611
12-05-12

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	476,124.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	750,085.	
8 Gain or (loss) from sales of assets other than inventory			18	290,186.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		1,516,395.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 1,516,395.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee: [signature] Date: 1/29/14 Title: Treasurer

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
FRANK H. SMITH	Frank H. Smith	01/21/14		P00639053
Firm's name ▶ FRANK H. SMITH			Firm's EIN ▶ 52-1511275	
Firm's address ▶ 1899 L STREET #900 WASHINGTON, DC 20036			Phone no. 202-822-5000	

Form **990-PF** (2012)

223622
12-05-12

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ALTERNATIVE INVESTMENTS	32,843.	0.	32,843.
CORE CAPITAL K-1	6,379.	0.	6,379.
PERCEVAL INVESTMENT K-1	28,472.	0.	28,472.
PNC INVESTMENTS	399,474.	0.	399,474.
VERITABLE REGIMENT K-1	11,674.	2,718.	8,956.
TOTAL TO FM 990-PF, PART I, LN 4	478,842.	2,718.	476,124.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	3,894.	3,894.	
NOTE RECEIVABLE INTEREST	746,191.	746,191.	
TOTAL TO FORM 990-PF, PART I, LINE 11	750,085.	750,085.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	5,978.	299.		6,277.
TO FORM 990-PF, PG 1, LN 16B	5,978.	299.		6,277.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES(K-1)	89,018.	89,018.		0.
INVESTMENT FEES	81,821.	81,821.		0.
CONSULTING	99,589.	0.		99,589.
TO FORM 990-PF, PG 1, LN 16C	270,428.	170,839.		99,589.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	14,950.	0.		0.
TO FORM 990-PF, PG 1, LN 18	14,950.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	40.	40.		0.
OFFICE EXPENSE	201.	0.		201.
PAYROLL FEES	2,023.	0.		2,023.
EDUCATION	400.	0.		400.
INSURANCE	91.	0.		91.
COMPUTERS	809.	0.		809.
TO FORM 990-PF, PG 1, LN 23	3,564.	40.		3,524.

FORM 990-PF OTHER INVESTMENTS STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
EFJ CROSSOVER AND LONG/SHORT EQUITY FUNDS	COST	954,627.	433,391.
CORE CAPITAL PARTNERS II	COST	350,583.	494,360.
PNC INVESTMENTS (SEE ATTACHED)	COST	13,154,328.	17,018,586.
ALTERNATIVE INVESTMENTS (SEE ATTACHED)	COST	7,389,943.	8,809,277.
NOTE RECEIVABLE - LLC	COST	14,704,522.	14,704,522.
TOTAL TO FORM 990-PF, PART II, LINE 13		36,554,003.	41,460,136.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 8

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
LORRE BETH POLINGER 5530 WISCONSIN AVE. #1000 CHEVY CHASE, MD 20815	PRESIDENT 10.00	74,881.	0.	0.
ARNOLD LEE POLINGER 5530 WISCONSIN AVE. #1000 CHEVY CHASE, MD 20815	VICE-PRES.-FINANCE 1.00	0.	0.	0.
JAN POLINGER 5530 WISCONSIN AVE. #1000 CHEVY CHASE, MD 20815	VICE-PRES.-GRANTS 1.00	0.	0.	0.
DAVID MARC POLINGER 5530 WISCONSIN AVE. #1000 CHEVY CHASE, MD 20815	TREASURER 1.00	0.	0.	0.
ERICA PRESSMAN 5530 WISCONSIN AVE. #1000 CHEVY CHASE, MD 20815	SECRETARY/ASSOC.DIR. 40.00	72,500.	0.	0.
GERALDINE H. POLINGER 5530 WISCONSIN AVE. #1000 CHEVY CHASE, MD 20815	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		147,381.	0.	0.

PORTFOLIO APPRAISAL

Howard & Geraldine Polinger Family Foundation
PNC Account #12-35-044-8263121
June 30, 2013

Quantity	Security	Unit Cost	Tax Cost	Current Price	Current Value	Annual Income	Yield
CASH AND EQUIVALENTS							
	BlackRock US Treasury MM - Inst		540,199		540,199	0	0.00
			540,199		540,199	0	0 00
US GOVERNMENT BONDS							
100,000	US Treasury Note NC Ratings. AA+ / Aaa Due 11-30-14 2.125%	102.14	102,141	102.66	102,660	2,125	0 25 m
	Accrued Interest				174		
			102,141		102,834	2,125	0 25
MUNICIPAL BONDS							
75,000	LA Parish Home Mtg Auth Single Family AMT (GNMA/FNMA) Rev Collateralized Ratings NR / Aa1 Call 06-01-15 @ 101 Sink 09-21-26 @ 100 Due 06-01-36 5.550%	88.00	66,000	102.43	76,820	4,163	4.72 c
30,000	NH St HFA Single Family Mtg AMT Rev No Insurer Ratings NR / Aa3 Call 07-01-17 @ 100 Sink 10-26-30 @ 100 Due 07-01-39 5.875%	92 61	27,782	105.21	31,562	1,763	4 44 c
	Accrued Interest				1,212		
			93,782		109,593	5,925	4.64
TAXABLE MUNICIPAL BONDS							
50,000	KS Johnson Cnty USD No 229 GO NC Ratings. AA / Aaa Due 10-01-16 4.200%	107 51	53,754	109.59	54,795	2,100	1 19 m
	Accrued Interest				519		
			53,754		55,314	2,100	1.19
CORPORATE BONDS							
50,000	Wal-Mart Stores NC Ratings. AA / Aa2 Due 07-01-15 4 500%	108 92	54,458	107 63	53,817	2,250	0 66 m
50,000	Procter & Gamble NC Ratings. AA- / Aa3 Due 11-15-15 1.800%	98.89	49,446	102.57	51,286	900	0 71 m
50,000	Coca-Cola Co NC Ratings AA- / Aa3 Due 11-15-17 5.350%	113 68	56,838	114 69	57,347	2,675	1.84 m

PORTFOLIO APPRAISAL

Howard & Geraldıne Polınger Famıly Foundatıon
PNC Account #12-35-044-8263121
June 30, 2013

Quantıty	Securıty	Unıt Cost	Tax Cost	Current Prıce	Current Value	Annual Income	Yıeld
50,000	General Electrıc Co. NC Ratıngs· AA+ / Aa3 Due 12-06-17 5.250%	110 61	55,307	112 92	56,458	2,625	2 18 m
	Accrued Interest				1,741		
			216,047		220,648	8,450	1.37
CONVERTIBLE BOND FUNDS							
12,602	Putnam Convertıble Income-Growth Trust - Y	20.33	256,192	21.94	276,480	7,863	2 84
			256,192		276,480	7,863	2.84
OTHER ASSETS							
26,548	AQR Managed Futures Strategy Fund	9.49	251,969	10 11	268,401	23	0.01
			251,969		268,401	23	0.01
LARGE CAP STOCK							
25,086	AMEX Fınancıal Select Sector SPDR	12.14	304,419	19.45	487,797	7,742	1.59
1,498	Faırholme Fund	33.38	50,000	36.18	54,194	1,360	2 51
23,686	S&P 500 Deposıtory Receıpts	96.34	2,282,023	160.42	3,799,708	79,502	2.09
			2,636,441		4,341,700	88,604	2.04
HIGH DIVIDEND EQUITIES							
3,970	I-Shares S&P Global Telecom Index Fund	61.18	242,903	59 39	235,778	10,682	4 53
4,522	ıShares DJ Select Dıvıdend Index Fund	55.91	252,842	64.01	289,453	9,711	3.36
4,505	SPDR S&P Dıvıdend ETF	53.98	243,200	66 30	298,682	7,513	2 52
5,450	Vanguard Hıgh Dıvıdend Yıeld ETF	44.63	243,233	56 37	307,217	9,134	2.97
			982,178		1,131,130	37,040	3 27
MID CAP STOCK							
17,388	SPDR S&P Mıd-Cap 400 ETF Trust	117 45	2,042,215	210 10	3,653,219	51,190	1.40
			2,042,215		3,653,219	51,190	1 40
SMALL CAP STOCK							
17,618	Baron Small Cap Fund - I	23.68	417,198	30 33	534,351	0	0.00
20,688	DFA US Mıcro Cap Portfolıo	8.91	184,232	17.13	354,379	1,490	0 42
14,503	DFA US Small Cap Portfolıo	13.42	194,565	26 50	384,318	3,539	0.92
2,031 6,199.34	JER Investors Trust Inc RESTRICTED	79.40	161,261	0 03	61	3,790	
			957,257		1,273,109	8,818	0 69
ALTERNATIVE INVESTMENTS							
11,618	Gateway Fund Y Shares	25 28	293,719	27.89	324,038	5,633	1 74
38,946	Merger Fund	15.80	615,365	15 88	618,465	10,099	1.63
			909,084		942,503	15,731	1 67

PORTFOLIO APPRAISAL

Howard & Geraldine Polinger Family Foundation
PNC Account #12-35-044-8263121
June 30, 2013

Quantity	Security	Unit Cost	Tax Cost	Current Price	Current Value	Annual Income	Yield
ENERGY RELATED STOCK							
3,307	AMEX Energy Select Sector SPDR	75.13	248,464	78.30	258,938	4,952	1.91
9,938	Vanguard Energy Fund - Admiral	104.17	1,035,262	114.52	1,138,078	2,872	0.25
			1,283,726		1,397,016	7,824	0.56
COMMODITY FUNDS							
186,380	PIMCO Commodity RR Strat-Ins	7.51	1,399,150	5.53	1,030,683	29,374	2.85
			1,399,150		1,030,683	29,374	2 85
INTERNATIONAL STOCK							
26,005	DFA Emerging Markets Portfolio	26.03	676,855	24 48	636,591	20,804	3 27
66,408	DFA International Core Equity	8.62	572,602	10 78	715,880	45,423	6 35
44,510	DFA Large Cap International	16 20	720,936	19.40	863,488	54,302	6.29
			1,970,393		2,215,959	120,529	5.44
TOTAL PORTFOLIO			13,694,527		17,558,785	385,596	2.14

PORTFOLIO APPRAISAL

Howard & Geraldine Polinger Family Foundation
Limited Partnership Interests
June 30, 2013

Quantity	Security	Unit Cost	Tax Cost	Current Price	Current Value	Annual Income	Yield
CASH AND EQUIVALENTS							
	Accounts Receivable		6,500		6,500	0	0.00
			6,500		6,500	0	0 00
HIGH YIELD LP							
4,801	Veritable Regiment Partners L P. Series B	145.62	699,089	159 30	764,761	0	0.00
			699,089		764,761	0	0 00
CORE EQUITY LP							
1,754,784	Perceval Investment Partners L P.	1.27	2,236,611	1.67	2,928,999	0	0.00
			2,236,611		2,928,999	0	0.00
SMALL STOCK LP							
353	Pleiades Offshore Ltd	1,416 80	500,000	1,813 13	639,869	0	0 00
			500,000		639,869	0	0.00
INTERNATIONAL STOCK LP							
1,804	Vittoria Offshore Ltd	2,192 18	3,954,243	2,481 24	4,475,648	0	0 00
			3,954,243		4,475,648	0	0.00
TOTAL PORTFOLIO			**7,396,443**		**8,815,777**	**0**	**0.00**

Howard and Geraldine Polinger Family Foundation
Form 990-PF, Part XV- Grants and Contributions Paid during the year
Year ended June 30, 2013 **52-6078041**

GRANTEE	AMOUNT	PURPOSE/PROGRAM
Bend the Arc 330 Seventh Avenue, 19th Floor New York, NY 10001	$50,000	$25,000 General Operating $25,000 Selah Leadership Program
Boston Jewish Music Festival 123 Gould Street Needham, MA 02494	$50,000	General Operating and Program Support
Centropa 1131 Loxford Terrace Silver Spring, MD 20901	$60,000	Training for European Teachers
Children's National Medical Center 111 Michigan Avenue, NW Washington, DC 20010	$100,000	Early Childhood Mental Health in Primary Care Project
Dance Place 3225 8th Street, NE Washington, DC 20017	$100,000	$75,000 Moving Forward Capital Campaign $25,000 General Operations (1st of 4 year commitment)
DC JCC - Jewish Music Festival 1529 Q Street, NW Washington, DC 20036	$75,000	Washington Jewish Music Festival
Flamboyan 1730 Massachusetts Avenue, NW Washington, DC 10036	$100,000	Family Engagement Partnership in Early Childhood
Foundation for Jewish Culture 330 Seventh Avenue, 21st Floor New York, NY 10001	$50,000	New Jewish Culture Network
From the Top 294 Huntington Avenue, Suite 201 Boston, MA 02115	$60,000	Take it Beyond the Concert Hall Initiative

Goucher College 1021 Dulaney Valley Road Baltimore, MD 21204	$20,000	Polinger Endowment for the Visual and Performing Arts
American Jewish Joint Distribution Committee 711 Third Avenue New York, NY 10017	$43,000	$33,000 Romanian Family Camps $10,000 Jewish Service Corps Support
Jewish Federation of Greater Washington 6101 Montrose Road Rockville, MD 20852	$150,000	General Operations
Jewish Federation of Greater Washington 6101 Montrose Road Rockville, MD 20852	$100,000	PJ Library launch
Jewish Outreach Institute 1270 Broadway, Suite 609 New York, NY 10001	$35,000	Hand-On Hanukkah
Jewish Social Services Agency 200 Wood Hill Road Rockville, MD 20852	$60,000	General Operations
Montgomery County Collaboration Council 12320 Parklawn Drive Rockville, MD 20852	$65,000	OST Youth Workforce Development System
New Center for Arts and Culture 20 Ashburton Place, Floor 2, Suite 1 Boston, MA 02108	$15,000	New Center NOW program
Peabody Institute 1 East Mount Vernon Place Baltimore, MD 21202	$50,000	Polinger Foundation Endowed Piano Scholarship
Reboot 44 West 28th Street, 8th Floor New York, NY 10001	$25,000	Beyond Bubbie program

Shalom Sesame 1900 Broadway New York, NY 10023	$100,000	Conversion of Content to mobile-compatible platform
Sitar Arts Center 1700 Kalorama Road, NW Suite 101 Washington, DC 20009	$25,000	General Operations
Sixth & I Historic Synagogue 600 I Street, NW Washington, DC 20001	$52,000	$50,000 for 6th in The City programming (1st of 2 year commitment) $2,000 General Operations
Start Me Up! c/o Valley Beit Midrash 4645 E Marilyn Road Phoenix, AZ 85032	$50,000	$40,000 Start me Up! Venture Fund $10,000 General Operations
Building Bridges Across the River/THE ARC 1901 Mississippi Avenue, SE Washington, DC 20020	$50,000	The Arts Fund at THEARC
Capital Area Food Bank 645 Taylor Street, NE Washington, DC 20017	$3,000	General Operations
US Holocaust Memorial Museum 100 Raoul Wallenberg Place, SW Washington, DC 20024	$2,500	General Operations
WETA/The 2691 Club P O. Box 2626 Washington, DC 20013	$2,000	General Operations
Hebrew Home of Greater Washington 6121 Montrose Road Rockville, MD 20852	$10,000	General Operatons
Miami City Ballet 2200 Liberty Avenue Miami Beach, FL 33139	$4,000	General Operations

Kravis Center for the Performing Arts 701 Okeechobee Boulevard West Palm Beach, FL 33401	$2,500	General Operations
American Israel Cultural Foundation 51 East 42nd Street Suite 400 New York, NY 10017	$2,000	General Operations
Yeshiva of Greater Washington 2010 Linden Lane Silver Spring, MD 20910	$10,000	General Operations
Jewish Community Center of Greater Washington 1529 16th Street, NW Washington, DC 20036	$5,000	General Operations
Hasbara-Jerusalem Fellowships 520 8th Avenue, 20th Floor New York, NY 10018	$2,500	General Operations
Imagination Stage 4908 Auburn Avenue Bethesda, MD 20814	$2,500	General Operations
Levine School of Music 2801 Upton Street, NW Washington, DC 20008	$5,000	General Operations
CAMERA 214 Lincoln Street Allston, MA 02134	$3,000	General Operations
Friends of Israeli Defense Forces 8177 Glades Road, #208 Boca Raton, FL 33432	$8,000	General Operations
Jewish Coalition Against Domestic Abuse P O. Box 2266 Rockville, MD 20847	$4,000	General Operations

Action for Boston Community Development 178 Tremont Street Boston, MA 02111	$10,000	Youth Violence Prevention Collaborative in Boston
Martha's Vineyard Community Services 111Edgartown Road Vineyard Haven, MA 02568	$2,500	General Operations
Abraham Fund 9 East 45th Street, 7th Floor New York, NY 10017	$8,000	General Operations
Botson Jewish Community Women's Fund 126 High Street Boston, MA 02110	$2,500	General Operations
B'nai Tzedek 10621 South Glen Road Potomac, MD 20854	$5,000	General Operations
The Israel Project 2020 K Street, NW Washington, DC 20006	$10,000	General Operations
Lab School of Washington 4759 Reservoir Road, NW Washington, DC 20007	$5,000	General Operations
Phoenix Art Museum 1625 N Central Avenue Phoenix, AZ 85004	$5,000	General Operations
Valley Beit Midrash 4645 E Marilyn Road Phoenix, AZ 85032	$2,500	General Operations
Free Arts for Abused Children of Arizona 103 West Highland Avenue Phoenix, AZ 85013	$2,500	$1,250 Pilot Light Conference $1,250 General Operations

Washington Humane Society 7319 Georgia Avenue, NW Washington, DC 20012	$3,000	Various programs and funds for medical treatment, canine companion fund, etc
Save the Chimps 16891 Carole Noon Lane Fort Pierce, FL 34945	$1,000	General Operations
American Society for the Prevention of Cruelty to Animals 424 E 92nd Street New York, NY 10128-6804	$2,000	General Operations
Alzheimer's Association 225 N Michigan Avenue, Floor 17 Chicago, IL 60601-7633	$2,000	Research Support
Tomchei Passaic 242 High Street Passaic, NJ 07055	$2,000	Tomchei Shabbos program
Partners in Torah 228 Aycrigg Avenue Passaic, NJ 07055	$1,000	General Operations
Jewish Family Service 999 Scoles Avenue Clifton, NJ 07012	$2,000	Someach Achim program
Safe Shores 429 O Street, NW Washington, DC 20001	$4,500	General Operations
Southern Poverty Law Center 400 Washington Avenue Montgomery, AL 36104	$4,500	Teaching Tolerance Program
TOTAL GRANTS PAID	**$1,626,000**	