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 9/1/2012 **, and ending** 8/31/2013

Name of foundation: BROWN ADVISORY CHARITABLE FOUNDATION INC

A Employer identification number: 01-0912891

Number and street (or P O box number if mail is not delivered to street address): 901 BOND ST — Room/suite: 400

B Telephone number (see instructions)

City or town, state, and ZIP code: BALTIMORE MD 21231

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 8,803

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

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

	Line		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	745,000			
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities				
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10				
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)				
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	745,000	0	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	4,118			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	1,750			
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	414			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	25			
	24	**Total operating and administrative expenses.** Add lines 13 through 23	6,307	0	0	0
	25	Contributions, gifts, grants paid	733,630			733,630
	26	**Total expenses and disbursements.** Add lines 24 and 25	739,937	0	0	733,630
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	5,063			
	b	**Net investment income** (if negative, enter -0-)		0		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	3,739	8,803	8,803
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	3,739	8,803	8,803
Liabilities	17	Accounts payable and accrued expenses	65	66	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	65	66	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted	3,674	8,737	
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	3,674	8,737	
	31	**Total liabilities and net assets/fund balances** (see instructions)	3,739	8,803	

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	3,674
2	Enter amount from Part I, line 27a	2	5,063
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	8,737
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	8,737

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

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

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	550,058	0	0 000000
2010			0 000000
2009			0 000000
2008			0 000000
2007			0 000000

2	**Total** of line 1, column (d)	2	0 000000
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 000000
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	0
7	Add lines 5 and 6	7	0
8	Enter qualifying distributions from Part XII, line 4	8	0

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)

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

Part VII-A Statements Regarding Activities

			Yes	No
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in 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 the 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 ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *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
4 a	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	N/A	
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	
8 a	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 ▶ NO WEBSITE

14 The books are in care of ▶ ALISA STESCH Telephone no ▶ (410) 537-5503
Located at ▶ 901 BOND STREET BALTIMORE MD ZIP+4 ▶ 21231

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		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	N/A	
	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 ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*	3b	N/A	
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)? (see instructions) ☐ Yes ☒ No

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

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: 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? **7b** N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ALISA STESCH 901 BOND STREET BALTIMORE, MD 21231	SECRETARY 4 00	4,118		

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
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	
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	0
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	0
6	**Minimum investment return.** Enter 5% of line 5	6	0

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

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	733,630
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	733,630
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	733,630

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	Undistributed income, if any, as of the end of 2012					
a	Enter amount for 2011 only				0	
b	Total for prior years 20 ____, 20 ____, 20 ____					
3	Excess distributions carryover, if any, to 2012					
a	From 2007					
b	From 2008					
c	From 2009	377,943				
d	From 2010	388,869				
e	From 2011	550,058				
f	Total of lines 3a through e		1,316,870			
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 733,630					
a	Applied to 2011, but not more than line 2a					
b	Applied to undistributed income of prior years (Election required—see instructions)					
c	Treated as distributions out of corpus (Election required—see instructions)					
d	Applied to 2012 distributable amount					
e	Remaining amount distributed out of corpus		733,630			
5	Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a))*					
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5		2,050,500			
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					
d	Subtract line 6c from line 6b Taxable amount—see instructions					
e	Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f	Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013					0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)					
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		2,050,500			
10	Analysis of line 9					
a	Excess from 2008					
b	Excess from 2009	377,943				
c	Excess from 2010	388,869				
d	Excess from 2011	550,058				
e	Excess from 2012	733,630				

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					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter. (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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))

BROWN ADVISORY LLC

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

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

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

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

ALISA STESCH 901 BOND STREET BALTIMORE, MD 21231 (410) 537-5503

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

NAME, ADDRESS AND PURPOSE FOR WHICH FUNDS ARE REQUESTED

c Any submission deadlines

NONE

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

GEOGRAPHICAL

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 LIST				733,630
Total			▶ **3a**	733,630
b *Approved for future payment*				
Total			▶ **3b**	0

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 (See instructions)
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					
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
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		0	0

13 **Total.** Add line 12, columns (b), (d), and (e) . 13 0

(See worksheet in line 13 instructions to verify calculations)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Thos Schweizer 1/7/14 Trustee

Signature of officer or trustee Thomas Schweizer, Jr. Date Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
WILSON BOUNDS		12/2/2013		P01596675
Firm's name ▶ BOUNDS ACCOUNTING AND TAX SERVICES, LLC			Firm's EIN ▶ 45-4030117	
Firm's address ▶ 441 E BALTIMORE ST, TANEYTOWN, MD 21787			Phone no 410-756-6305	

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

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization

BROWN ADVISORY CHARITABLE FOUNDATION INC

Employer identification number

01-0912891

Organization type (check one)

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

Check if your organization is covered by the **General Rule** or a **Special Rule.**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

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

Special Rules

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

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

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

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

Name of organization	Employer identification number
BROWN ADVISORY CHARITABLE FOUNDATION INC	01-0912891

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	BROWN ADVISORY SECURITIES 901 SOUTH BOND STREET BALTIMORE MD 21231 Foreign State or Province Foreign Country	$ 745,000	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
	Foreign State or Province Foreign Country	$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
	Foreign State or Province Foreign Country	$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
	Foreign State or Province Foreign Country.	$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
	Foreign State or Province Foreign Country	$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
	Foreign State or Province Foreign Country	$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
BROWN ADVISORY CHARITABLE FOUNDATION INC	01-0912891

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

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

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

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

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

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

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

Name of organization	Employer identification number
BROWN ADVISORY CHARITABLE FOUNDATION INC	01-0912891

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations total more than $1,000 for the year.** Complete columns **(a)** through **(e)** and the following line entry
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $ 0
Use duplicate copies of Part III if additional space is needed

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

Brown Advisory Charitable Foundation

September 1, 2012 to August 31, 2013

	Date of Gift	Check Number	Company Name	Amount of Gift	Balance
1	10-Sep-12	419247	Susan G. Komen for the Cure	2,500.00	2,500.00
2	19-Sep-12	419325	GB Charities Inc.	500.00	3,000.00
3	01-Oct-12	419390	Catholic Charities	5,500.00	8,500.00
4	01-Oct-12	419396	Cranberry Cup Charitable Association	1,000.00	9,500.00
5	01-Oct-12	419393	Ducks Unlimited	1,500.00	11,000.00
6	01-Oct-12	419400	Gilchrist Hospice Care	5,000.00	16,000.00
7	01-Oct-12	419398	Harford Day School	1,450.00	17,450.00
8	01-Oct-12	419401	Kennedy Krieger Institute	5,000.00	22,450.00
9	01-Oct-12	419394	National Sporting Library and Museum	5,000.00	27,450.00
10	01-Oct-12	419392	The Community Foundation for The National Capital Region	2,500.00	29,950.00
11	01-Oct-12	419391	The James Wah Fund for Johns Hopkins	4,100.00	34,050.00
12	01-Oct-12	419395	UMBC Foundation	2,500.00	36,550.00
13	01-Oct-12	419397	United Way of Central Maryland	2,500.00	39,050.00
14	01-Oct-12	419399	Washington Area Women's Foundation	5,000.00	44,050.00
15	09-Oct-12	*WIRE*	Henry Van Straubenzee Memorial fund - ad in London	489.24	44,539.24
16	12-Oct-12	419477	Matt Stover Foundation	2,500.00	47,039.24
17	12-Oct-12	419478	SCALE	500.00	47,539.24
18	16-Oct-12	419503	The Journey Home	10,000.00	57,539.24
19	17-Oct-12	419505	Baltimore Area Council, BSA	500.00	58,039.24
20	18-Oct-12	419526	Masonic Charities of Maryland	3,000.00	61,039.24
21	18-Oct-12	419520	Methodist Home for Children Foundation	3,000.00	64,039.24
22	18-Oct-12	419525	The Washington Home & Community Hospices	5,000.00	69,039.24
23	24-Oct-12	419553	Back On My Feet	3,600.00	72,639.24
24	24-Oct-12	419554	Institute for Christian & Jewish Studies	5,000.00	77,639.24
25	14-Nov-12	419653	KIPP Baltimore	12,500.00	90,139.24
26	15-Nov-12	419668	Association of Baltimore Grantmakers	500.00	90,639.24
27	26-Nov-12	419701	Maryland SPCA	500.00	91,139.24
28	05-Dec-12	419793	Family & Children's Services of Central Maryland	2,500.00	93,639.24
29	05-Dec-12	419794	HopeWell Cancer Support	500.00	94,139.24
30	05-Dec-12	419795	Maryland Volunteer Lawyer Services	1,000.00	95,139.24

31	10-Dec-12	419808	Sheppard and Enoch Pratt Foundation	1,000.00	96,139.24
32	14-Dec-12	419870	St. James School	150.00	96,289.24
33	17-Jan-13	420141	House of Ruth	5,000.00	101,289.24
34	17-Jan-13	420142	National Kidney Foundation of Maryland	5,000.00	106,289.24
35	17-Jan-13	420139	St. Patrick's Center	1,000.00	107,289.24
36	18-Jan-13	420145	George Washington University	5,000.00	112,289.24
37	18-Jan-13	420144	Palisades Parks Conservancy, Inc.	500.00	112,789.24
38	18-Jan-13	420148	Parks & People Foundation	10,000.00	122,789.24
39	18-Jan-13	420147	Star Spangled Banner Flag House	1,000.00	123,789.24
40	18-Jan-13	420143	Upper Chesapeake Health Foundation, Inc.	800.00	124,589.24
41	22-Jan-13	420156	Alex's Lemonade Stand Foundation	1,000.00	125,589.24
42	22-Jan-13	420159	Baltimore School for the Arts	10,000.00	135,589.24
43	22-Jan-13	420152	Charm City Youth Lacrosse	3,750.00	139,339.24
44	22-Jan-13	420157	Christ's Reformed Church	250.00	139,589.24
45	22-Jan-13	420160	Johns Hopkins Bayview Medical Center	7,000.00	146,589.24
46	22-Jan-13	420158	Johns Hopkins University	8,334.00	154,923.24
47	22-Jan-13	420153	NAMI Metropolitan Baltimore	500.00	155,423.24
48	22-Jan-13	420154	Paul's Place, Inc.	10,000.00	165,423.24
49	22-Jan-13	420155	York County Heritage Trust	4,000.00	169,423.24
50	25-Jan-13	420199	National Museum of Racing Inc.	1,000.00	170,423.24
51	25-Jan-13	420193	The Packard Center	5,000.00	175,423.24
52	28-Jan-13	420208	Big Brothers Big Sisters	7,500.00	182,923.24
53	28-Jan-13	420200	Central Scholarship Bureau Inc.	5,000.00	187,923.24
54	28-Jan-13	420201	GBMC Foundation	7,500.00	195,423.24
55	28-Jan-13	420202	St. Jude Children's Research Hospital	2,500.00	197,923.24
56	28-Jan-13	420203	Teach for America	15,000.00	212,923.24
57	30-Jan-13	420222	Creative Alliance	1,250.00	214,173.24
58	30-Jan-13	420220	Green Acres School	750.00	214,923.24
59	30-Jan-13	420219	United Way of Central MD	180.00	215,103.24
60	30-Jan-13	420218	Women's Board of Johns Hopkins Hospital	2,000.00	217,103.24
61	05-Feb-13	420252	St. Paul's School	500.00	217,603.24
62	06-Feb-13	420257	Baltimore Heritage	500.00	218,103.24
63	06-Feb-13	420258	Caroline Center	1,000.00	219,103.24

64	06-Feb-13	420258	CenterStage	5,000.00	224,103.24
65	06-Feb-13	420263	FCA	1,500.00	225,603.24
66	06-Feb-13	420259	Maryland Family Network	3,000.00	228,603.24
67	07-Feb-13	420270	Living Classrooms Foundation	8,000.00	236,603.24
68	08-Feb-13	420277	American Heart Association	35,000.00	271,603.24
69	08-Feb-13	420278	Civic Works, Inc.	500.00	272,103.24
70	11-Feb-13	420285	The Ellington Fund	5,000.00	277,103.24
71	15-Feb-13	420307	Georgetown Visitation	5,000.00	282,103.24
72	15-Feb-13	420304	St. Agnes Foundation	5,000.00	287,103.24
73	15-Feb-13	420305	The Jemicy School, Inc.	2,500.00	289,603.24
74	26-Feb-13	420342	Canine Partners for Life	2,500.00	292,103.24
75	26-Feb-13	420343	Port Discovery Children's Museum	2,000.00	294,103.24
76	26-Feb-13	420341	Youth for Christ	1,000.00	295,103.24
77	07-Mar-13	420390	ACT for Alexandria	1,750.00	296,853.24
78	07-Mar-13	420383	Institute of Notre Dame	1,000.00	297,853.24
79	07-Mar-13	420380	Learning Inc.	1,000.00	298,853.24
80	07-Mar-13	420379	Mission Helpers of the Sacred Heart	1,000.00	299,853.24
81	07-Mar-13	420388	Palisades Parks Conservancy, Inc.	500.00	300,353.24
82	07-Mar-13	420381	Stella Maris	10,000.00	310,353.24
83	07-Mar-13	420387	Teen Challenge of Baltimore	500.00	310,853.24
84	07-Mar-13	420382	United Jewish Appeal of Greater MetroWest NJ	1,000.00	311,853.24
85	07-Mar-13	420389	US Lacrosse Foundation	2,500.00	314,353.24
86	08-Mar-13	420394	Johns Hopkins Children's Center	5,000.00	319,353.24
87	03-Apr-13	420581	Justine Mee Liff Fund for the Emerald Necklace	2,500.00	321,853.24
88	03-Apr-13	420583	Outward Bound Baltimore	5,000.00	326,853.24
89	03-Apr-13	420582	The Trust for the National Mall	10,000.00	336,853.24
90	04-Apr-13	420629	1199SEIU Bill Michelson Home Care Education Fund	3,500.00	340,353.24
91	04-Apr-13	420632	ACY (Advocates for Children & Youth)	1,500.00	341,853.24
92	04-Apr-13	420627	BAC, BSA (Boy Scouts)	2,500.00	344,353.24
93	04-Apr-13	420639	Baltimore Chamber Orchestra	1,500.00	345,853.24
94	04-Apr-13	420619	Boys Hope Girls Hope	1,750.00	347,603.24
95	04-Apr-13	420620	Chesapeake Bay Foundation	3,000.00	350,603.24
96	04-Apr-13	420633	EAMC (Meyerberg Senior Center)	1,200.00	351,803.24

97	04-Apr-13	420625	Enoch Pratt Free Library	5,000.00	356,803.24
98	04-Apr-13	420628	Good Samaritan Hospital Foundation	1,500.00	358,303.24
99	04-Apr-13	420623	Hillwood Estate, Museum & Gardens	10,000.00	368,303.24
100	04-Apr-13	420626	JHPiego	5,000.00	373,303.24
101	04-Apr-13	420636	Krieger Schechter Day School	500.00	373,803.24
102	04-Apr-13	420638	Maryland Zoo	1,000.00	374,803.24
103	04-Apr-13	420630	Michigan Masonic Charitable Foundation	250.00	375,053.24
104	04-Apr-13	420622	National Wildlife Federation	4,000.00	379,053.24
105	04-Apr-13	420635	Race for Hope - DC	500.00	379,553.24
106	04-Apr-13	420634	Rett Syndrome Research Trust	1,750.00	381,303.24
107	04-Apr-13	420621	STA of Baltimore Charity Legacy, Inc.	5,000.00	386,303.24
108	04-Apr-13	420637	The U.S. Fund for UNICEF	5,000.00	391,303.24
109	04-Apr-13	420618	Tudor Place Foundation	3,000.00	394,303.24
110	04-Apr-13	420624	UMMS Foundation / Shock Trauma Gala	6,000.00	400,303.24
111	04-Apr-13	420617	Walters Art Museum	3,250.00	403,553.24
112	10-Apr-13	420697	B&O Railroad Museum	8,334.00	411,887.24
113	10-Apr-13	420699	de Cordova Sculpture Park and Museum	2,500.00	414,387.24
114	10-Apr-13	420698	Mercy Health Foundation	10,000.00	424,387.24
115	10-Apr-13	420696	MHEI/Who Will Care?	5,000.00	429,387.24
116	16-Apr-13	420759	Baltimore School for the Arts	40,000.00	469,387.24
117	16-Apr-13	420757	Chesapeake Bay Foundation	25,000.00	494,387.24
118	16-Apr-13	420758	KIPP Baltimore	12,500.00	506,887.24
119	17-Apr-13	420771	Enoch Pratt Free Library	2,500.00	509,387.24
120	17-Apr-13	420769	Goodwill Industries of the Chesapeake, Inc.	1,250.00	510,637.24
121	17-Apr-13	420770	National Trust for Historic Preservation	10,000.00	520,637.24
122	23-Apr-13	420794	Children's Hearing & Speech	1,000.00	521,637.24
123	23-Apr-13	420797	Cystic Fibrosis Foundation, Maryland Chapter	10,000.00	531,637.24
124	23-Apr-13	420795	Dana Farber Cancer Institute	1,500.00	533,137.24
125	23-Apr-13	420807	UHAA - Ted Bauer Golf Tournament	2,500.00	535,637.24
126	26-Apr-13	420820	Beth Tfiloh Dahan Community School	25,000.00	560,637.24
127	29-Apr-13	420819	Associated Black Charities	2,500.00	563,137.24
128	29-Apr-13	420821	Jobs Housing & Recovery	2,500.00	565,637.24
129	01-May-13	420832	St. Michael's School & Nursery	2,500.00	568,137.24

130	09-May-13	420874	Seabury Resources for Aging	5,000.00	573,137.24
131	14-May-13	420893	Community Concerts at Second	427.50	573,564.74
132	14-May-13	420894	Living Classrooms Foundation	5,000.00	578,564.74
133	17-May-13	420925	Appalachian Trail Conservancy	5,000.00	583,564.74
134	17-May-13	420921	JDRF	1,750.00	585,314.74
135	17-May-13	420926	Johns Hopkins University School of Nursing	5,000.00	590,314.74
136	21-May-13	420932	Teach for America	10,000.00	600,314.74
137	22-May-13	420942	Catholic Development Foundation	400.00	600,714.74
138	22-May-13	420946	Valleys Planning Council	5,000.00	605,714.74
139	23-May-13	420950	Baltimore Efficiency & Economy Foundation	2,500.00	608,214.74
140	23-May-13	420951	Concord Museum	2,500.00	610,714.74
141	30-May-13	420977	Keystone Partnership	1,250.00	611,964.74
142	30-May-13	420987	Teach for America - Baltimore	10,000.00	621,964.74
143	30-May-13	420978	The Fund for Educational Excellence	825.00	622,789.74
144	03-Jun-13	420994	Hockey Fights MS	250.00	623,039.74
145	03-Jun-13	420993	Mercy Health Foundation	1,250.00	624,289.74
146	12-Jun-13	421047	BAC, BSA (Boy Scouts)	100.00	624,389.74
147	13-Jun-13	421057	Miles River Yacht Club Foundation	2,500.00	626,889.74
148	14-Jun-13	421074	Shriver Hall Concert Series	590.00	627,479.74
149	19-Jun-13	421091	Eastern Shore Land Conservancy	2,500.00	629,979.74
150	20-Jun-13	421093	Maryland Zoo in Baltimore	5,000.00	634,979.74
151	21-Jun-13	421110	Abundant Life Church	500.00	635,479.74
152	21-Jun-13	421111	Sisters of St. Francis	1,250.00	636,729.74
153	08-Jul-13	421187	Maryland Association of Nonpublic Special Education Facilities	2,000.00	638,729.74
154	08-Jul-13	421188	Ronald McDonald House	3,700.00	642,429.74
155	18-Jul-13	421248	Melanoma Research Foundation	450.00	642,879.74
156	18-Jul-13	421243	Washington Jesuit Academy	1,500.00	644,379.74
157	24-Jul-13	421276	Believe Big	2,500.00	646,879.74
158	29-Jul-13	421296	The James Wah Fund for Johns Hopkins	4,000.00	650,879.74
159	30-Jul-13	421302	Cystic Fibrosis Foundation, Maryland Chapter	1,000.00	651,879.74
160	30-Jul-13	421306	Mikva Challenge Grant Foundation	250.00	652,129.74
161	30-Jul-13	421305	The Friends of the Helen F. Graham Cancer Center	1,000.00	653,129.74
162	01-Aug-13	421318	John S. Lyons Foundation	100.00	653,229.74

163	01-Aug-13	421320	Preservation Maryland	500.00	653,729.74
164	01-Aug-13	421319	Resident Services, Inc.	400.00	654,129.74
165	01-Aug-13	421314	St. Elizabeth School	1,600.00	655,729.74
166	02-Aug-13	421328	Thoroughbred Retirement Foundation	1,000.00	656,729.74
167	06-Aug-13	421343	Oxford Community Center	2,500.00	659,229.74
168	08-Aug-13	421363	Harvard University	500.00	659,729.74
169	14-Aug-13	421378	Catholic Charities (DC)	4,000.00	663,729.74
170	14-Aug-13	421385	Children's National Medical Center	5,000.00	668,729.74
171	14-Aug-13	421388	Everyman Theatre	5,000.00	673,729.74
172	14-Aug-13	421380	Fair Chance	10,000.00	683,729.74
173	14-Aug-13	421387	FreeState Legal Project	1,000.00	684,729.74
174	14-Aug-13	421386	Life with Cancer	6,000.00	690,729.74
175	14-Aug-13	421381	Mount Vernon Place Conservancy	12,500.00	703,229.74
176	14-Aug-13	421379	The Leadership	5,000.00	708,229.74
177	16-Aug-13	421409	Board of Child Care	2,500.00	710,729.74
178	16-Aug-13	421411	Children's Scholarship Fund Baltimore	15,000.00	725,729.74
179	29-Aug-13	421470	Ducks Unlimited	2,500.00	728,229.74
180	29-Aug-13	421472	Hagley Museum and Library	1,000.00	729,229.74
181	29-Aug-13	421473	The SEED School	1,000.00	730,229.74
182	29-Aug-13	421474	Theological College, Inc.	3,000.00	733,229.74
183	29-Aug-13	421473	Washington Inner City Lacrosse Foundation	400.00	733,629.74
TOTAL				**733,629.74**	

Part I, Line 16b (990-PF) - Accounting Fees

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
		1,750	0	0
1	BOUNDS ACCOUNTING & TAX SERVICES	1,750		

Part I, Line 16b (990-PF) - Accounting Fees

	Disbursements for Charitable Purposes (Cash Basis Only)
	0
1	

Part I, Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
		414	0	0
1	Real estate tax not included in line 20			
2	Tax on investment income			
3	PERSONAL PROPERTY TAX	100		
4	PAYROLL TAXES	314		

Part I, Line 18 (990-PF) - Taxes

	Disbursements for Charitable Purposes
	0
1	
2	
3	
4	

Part I, Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
		25	0	0
1	Fund Raising			
2	BANK CHARGES	25		

Part I, Line 23 (990-PF) - Other Expenses

0

	Disbursements for Charitable Purposes
1	
2	

Part VII-A, Line 8b (990-PF) - Copy of Form 990-PF to Attorney General

NOT REQUIRED TO FILE WITH THEN ATTORNEY GENERAL OF MARYLAND AS ASSETS ARE BELOW MINIMUM FILING REQUIREMENT

BROWN ADVISORY CHARITABLE FOUNDATION INC 01-0912891

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

										4,118	0	0
	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	ALISA STESCH		901 BOND STREET	BALTIMORE	MD	21231		SECRETARY	4 00	4,118		