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# Return of Private Foundation

## or Section 4947(a)(1) Nonexempt Charitable Trust

### Treated as a Private Foundation

OMB No 1545-0052

**2012**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2012 or tax year beginning

10/01, 2012, and ending

09/30, 2013

Name of foundation <b>THE HERB BLOCK FOUNDATION</b>		<b>A</b> Employer identification number 26-0008276
Number and street (or P O box number if mail is not delivered to street address) <b>1730 M STREET, NW</b>	Room/suite <b>901</b>	<b>B</b> Telephone number (see instructions) (202) 223-8801
City or town, state, and ZIP code <b>WASHINGTON, DC 20036</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<b>D</b> 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation	<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust	<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 53,421,175.</b>	<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)					
<b>2</b> Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
<b>3</b> Interest on savings and temporary cash investments		1,059.	1,059.		ATCH 1
<b>4</b> Dividends and interest from securities		685,182.	685,182.		ATCH 2
<b>5a</b> Gross rents					
<b>b</b> Net rental income or (loss)					
<b>6a</b> Net gain or (loss) from sale of assets not on line 10		1,062,730.			
<b>b</b> Gross sales price for all assets on line 6a <b>5,870,656.</b>					
<b>7</b> Capital gain net income (from Part IV, line 2)			1,062,730.		
<b>8</b> Net short-term capital gain					
<b>9</b> Income modifications					
<b>10a</b> Gross sales less returns and allowances					
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule) ATCH 3		30,902.			
<b>12</b> Total. Add lines 1 through 11		1,779,873.	1,748,971.		
<b>13</b> Compensation of officers, directors, trustees, etc.		328,500.			328,500.
<b>14</b> Other employee salaries and wages		42,000.			42,000.
<b>15</b> Pension plans, employee benefits		50,851.			50,851.
<b>16a</b> Legal fees (attach schedule)		38,915.			38,915.
<b>b</b> Accounting fees (attach schedule)		16,524.			11,524.
<b>c</b> Other professional fees (attach schedule) *		257,332.	176,698.		80,634.
<b>17</b> Interest					
<b>18</b> Taxes (attach schedule) (see instructions) ATCH 5		38,397.			36,571.
<b>19</b> Depreciation (attach schedule) and depletion		110,653.			
<b>20</b> Occupancy		108,897.			108,897.
<b>21</b> Travel, conferences, and meetings		92,710.			92,710.
<b>22</b> Printing and publications		18,691.			18,691.
<b>23</b> Other expenses (attach schedule) ATCH 6		217,940.	1,926.		216,014.
<b>24</b> Total operating and administrative expenses. Add lines 13 through 23		1,321,410.	183,624.		1,025,307.
<b>25</b> Contributions, gifts, grants paid		1,554,500.			1,554,500.
<b>26</b> Total expenses and disbursements. Add lines 24 and 25		2,875,910.	183,624.		2,579,807.
<b>27</b> Subtract line 26 from line 12					
<b>a</b> Excess of revenue over expenses and disbursements		-1,096,037.			
<b>b</b> Net investment income (if negative, enter -0-)			1,565,347.		
<b>c</b> Adjusted net income (if negative, enter -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 . . . . .		-30,200.	280,047.	280,047.
	2	Savings and temporary cash investments . . . . .		2,844,441.	659.	659.
	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) . . . . .	ATCH 7	47,009,900.	51,560,072.	51,560,072.	
14	Land, buildings, and equipment basis . . . . .	581,184.				
	Less: accumulated depreciation (attach schedule) ▶ . . . . .	329,182.	302,708.	252,002.	252,002.	
15	Other assets (describe ▶ . . . . .)	ATCH 9	1,156,291.	1,328,395.	1,328,395.	
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .		51,283,140.	53,421,175.	53,421,175.	
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 (attach schedule) . . . . .				
	22	Other liabilities (describe ▶ . . . . .)				
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		0	0		
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/></b> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted . . . . .		51,283,140.	53,421,175.	
	25	Temporarily restricted . . . . .				
	26	Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/></b>					
	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	<b>Total net assets or fund balances</b> (see instructions) . . . . .		51,283,140.	53,421,175.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .		51,283,140.	53,421,175.		

**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	51,283,140.
2	Enter amount from Part I, line 27a . . . . .	2	-1,096,037.
3	Other increases not included in line 2 (itemize) ▶ ATCH 10 . . . . .	3	3,234,072.
4	Add lines 1, 2, and 3 . . . . .	4	53,421,175.
5	Decreases not included in line 2 (itemize) ▶ . . . . .	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	53,421,175.

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**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)
<b>1a</b> SEE PART IV SCHEDULE				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				

  

(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)
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

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))
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

<b>2</b> Capital gain net income or (net capital loss)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;">           If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7         </div> </div>	<b>2</b>	1,062,730.
<b>3</b> 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	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;">           If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8         </div> </div>	<b>3</b>	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	2,782,113.	44,549,145.	0.062450
2010	2,875,084.	52,887,820.	0.054362
2009	2,522,323.	49,263,423.	0.051201
2008	3,185,312.	48,557,602.	0.065599
2007	4,407,360.	65,215,382.	0.067582

  

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.301194
<b>3</b> 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	<b>3</b>	0.060239
<b>4</b> Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	<b>4</b>	47,328,568.
<b>5</b> Multiply line 4 by line 3	<b>5</b>	2,851,026.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	15,653.
<b>7</b> Add lines 5 and 6	<b>7</b>	2,866,679.
<b>8</b> Enter qualifying distributions from Part XII, line 4 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	<b>8</b>	2,579,807.

**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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	31,307.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .		2	
3 Add lines 1 and 2 . . . . .		3	31,307.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .		4	0
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	31,307.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012 . . . . .	6a	16,000.	
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	16,000.	
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached . . . . .	8	274.	
9 <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9	15,581.	
10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10		
11 Enter the amount of line 10 to be <b>Credited to 2013 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/> . . . . .	11		

**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? . . . . .		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . . 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		X
c Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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.		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 . . . . .		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		X
b If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T		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? . . . . .	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	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> . . . . .		
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 . . . . .		
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 . . . . .		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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? Website address <b>HERBBLOCKFOUNDATION.ORG</b>	13	X	
14	The books are in care of <b>THE HERB BLOCK FOUNDATION</b> Telephone no <b>202-223-8801</b> Located at <b>1730 M STREET, NW SUITE 901 WASHINGTON, DC</b> ZIP+4 <b>20036</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <b>15</b>			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country	16	Yes X	No

**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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
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? <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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

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**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)?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? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**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
ATCH 11		328,500.	0	0

**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 ☐

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**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
ATCH 12		468,106.

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 N/A	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 . . . . . ▶	

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**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	44,810,849.
b	Average of monthly cash balances	1b	1,658,062.
c	Fair market value of all other assets (see instructions)	1c	1,580,397.
d	<b>Total</b> (add lines 1a, b, and c)	1d	48,049,308.
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	48,049,308.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	720,740.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	47,328,568.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	2,366,428.

**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	2,366,428.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	31,307.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	31,307.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	2,335,121.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,335,121.
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	2,335,121.

**Part XII Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	2,579,807.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,579,807.
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	0
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	2,579,807.

**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
<b>1</b> Distributable amount for 2012 from Part XI, line 7				2,335,121.
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only				
<b>b</b> Total for prior years 20 <u>10</u> , 20 <u>09</u> , 20 <u>08</u>				
<b>3</b> Excess distributions carryover, if any, to 2012:				
<b>a</b> From 2007	1,227,125.			
<b>b</b> From 2008	814,972.			
<b>c</b> From 2009	71,205.			
<b>d</b> From 2010	256,457.			
<b>e</b> From 2011	582,310.			
<b>f</b> Total of lines 3a through e	2,952,069.			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>2,579,807.</u>				
<b>a</b> Applied to 2011, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)				
<b>d</b> Applied to 2012 distributable amount				2,335,121.
<b>e</b> Remaining amount distributed out of corpus	244,686.			
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,196,755.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b				
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions				
<b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	1,227,125.			
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,969,630.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008	814,972.			
<b>b</b> Excess from 2009	71,205.			
<b>c</b> Excess from 2010	256,457.			
<b>d</b> Excess from 2011	582,310.			
<b>e</b> Excess from 2012	244,686.			

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

NOT APPLICABLE

**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(1)(3) or

4942(1)(5)

**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

Tax year

Prior 3 years

(a) 2012

(b) 2011

(c) 2010

(d) 2009

**(e) Total**

**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 invest-  
ment 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 (1)(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

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

c Any submission deadlines.

**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
<b>a</b> Paid during the year SEE STATEMENT 14-25				1,554,500.
<b>Total</b> . . . . .			▶ <b>3a</b>	1,554,500.
<b>b</b> Approved for future payment				
<b>Total</b> . . . . .			▶ <b>3b</b>	

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

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	ATCH 13					30,902.
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	686,241.	
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			18	1,062,730.	
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 (c) . . . . .				1,748,971.	30,902.
13	Total. Add line 12, columns (b), (d), and (e) . . . . .				1,779,873.	

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

[illegible]



**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					362,273.	
2,182,328.		STATE ST NON-LEND GOVT CR 1,979,337.					202,991.	
232,672.		STATE ST S&P 500 TOB 174,319.					58,353.	
1,536,567.		WELLINGTON STRAT ASSET 1,290,543.					246,024.	
75,000.		LONG LEAF 76,102.					-1,102.	
231,816.		1607 CAPITAL PTNERS					231,816.	
1,000,000.		T ROWE PRICE 1,093,945.					-93,945.	
250,000.		BRIDGEWAY 193,680.					56,320.	
TOTAL GAIN (LOSS) .....							<u>1,062,730.</u>	

FEDERAL CAPITAL GAIN DIVIDENDSLONG-TERM CAPITAL GAIN DIVIDENDS

## 15% RATE CAPITAL GAIN DIVIDENDS

LONGLEAF

276,280.

VANGUARD ST INV GRADE

14,369.

T ROWE PRICE

71,624.

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

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362,273.

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

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362,273.



ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
WELLS FARGO	1,059.	1,059.
TOTAL	<u>1,059.</u>	<u>1,059.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
CITIGROUP SMITH BARNEY	93.	93.
DELAWARE	165,153.	165,153.
WELLINGTON	61,039.	61,039.
LONGLEAF	43,439.	43,439.
VANGUARD	142,451.	142,451.
1607 CAPITAL	102,149.	102,149.
T ROWE PRICE	55,473.	55,473.
BRIDGEWAY	96,612.	96,612.
NORTHERN TRUST	18,773.	18,773.
TOTAL	<u>685,182.</u>	<u>685,182.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
CARTOON REPRINT SALES	25,830.
ROYALTIES-CARTOONS	72.
VOIDED GRANT FROM PRIOR YEAR	5,000.
TOTALS	<u>30,902.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT MANAGEMENT FEES	176,698.	176,698.	
PAYROLL FEES	5,012.		5,012.
COMPUTER CONSULTING	8,746.		8,746.
SCHOLARSHIP ADMIN	54,209.		54,209.
OTHER CONSULTANTS	12,667.		12,667.
TOTALS	<u>257,332.</u>	<u>176,698.</u>	<u>80,634.</u>

ATTACHMENT 5

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
PAYROLL	28,174.	28,174.
REAL ESTATE	7,969.	7,969.
OTHER	428.	428.
EXCISE	1,826.	
TOTALS	<u>38,397.</u>	<u>36,571.</u>

ATTACHMENT 6FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
BANK FEES	1,926.	1,926.	14,185.
DUES & SUBSCRIPTIONS	14,185.		10,292.
INSURANCE	10,292.		105,884.
AWARDS & PRIZES	105,884.		17,423.
OFFICE & ADMIN EXPS	17,423.		37,698.
MEALS & ENTERTAINMENT	37,698.		30,532.
MARKETING/ADVERTISING	30,532.		
TOTALS	217,940.	1,926.	216,014.

ATTACHMENT 7FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
STATE STREET TRUST CO	9,280,054.	7,975,103.	7,975,103.
WELLINGTON TRUST CO	4,961,074.	3,250,822.	3,250,822.
LONGLEAF PARTNERS FUND	2,112,072.	3,095,134.	3,095,134.
DELAWARE INV	3,930,447.	4,691,968.	4,691,968.
VANGUARD	4,972,778.	6,003,086.	6,003,086.
1607 CAPITAL	4,352,758.	5,057,742.	5,057,742.
T ROWE PRICE	3,071,380.	2,328,132.	2,328,132.
BRIDGEWAY FUNDS	3,497,389.	3,832,306.	3,832,306.
NORTHERN TRUST	1,300,259.	1,389,155.	1,389,155.
FORESTER DIV	9,531,689.	13,146,041.	13,146,041.
CARAVEL		790,583.	790,583.
TOTALS	<u>47,009,900.</u>	<u>51,560,072.</u>	<u>51,560,072.</u>

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENTATTACHMENT 8

## FIXED ASSET DETAIL      ACCUMULATED DEPRECIATION DETAIL

ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
FURNITURE & FIXTS	SL	6,387.			6,387.	6,387.			6,387.
CANNON COPIER	SL	700			700.	700.			700.
CONDOMINIUM	SL	330,000.			330,000.	80,437	8,250		88,687.
FURNITURE & FIXTS	SL	38,992			38,992.	38,992.			38,992.
CONDO-TRANE RTU	SL	9,602.			9,602.	5,360.	960.		6,320.
DELL COMPUTER	SL	1,147.			1,147.	1,147.			1,147
2 DELL COMPUTERS	SL	3,165.			3,165.	3,165.			3,165.
COMPUTER	SL	1,880.			1,880.	1,571.	309.		1,880.
DELL COMP & EQUIP	SL	3,472.			3,472.	2,834	638.		3,472.
SERVER	SL	756			756.	604.	151.		755.
MICROEDGE SOFTWARE	SL	2,241.			2,241.	1,743.	498		2,241.
TRAV EXHIBIT SET 1	SL	46,638.			46,638.	46,638.			46,638.
TRAV EXHIBIT 2-4	SL	76,708.			76,708.	55,400.	21,308.		76,708.
VIDEO	SL	198,705.			198,705.	59,613.	19,871.		79,484.
WEBSITE	SL	35,800.			35,800.	14,320.	7,160.		21,480.
TRAV EXHIBIT SET 5	SL	58,495.			58,495.	32,497	19,498		51,995.
TV & BLU RAY	SL		1,001.		1,001.		95.		95.
DOCUMENTARY FILM	SL		1,000,000.		1,000,000.		20,833.		20,833.

ATTACHMENT 8

MHS075 M175

V 12-7.12



LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENTATTACHMENT 8 (CONT'D)

## FIXED ASSET DETAIL

## ACCUMULATED DEPRECIATION DETAIL

ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING			ENDING			BEGINNING			ENDING		
		BALANCE	ADDITIONS	DISPOSALS	BALANCE	BALANCE	ADDITIONS	DISPOSALS	BALANCE	ADDITIONS	DISPOSALS	BALANCE	
DVD PROD-EXHIBITS	SL		221,649.		221,649.		11,082.					11,082.	
TOTALS		<u>814,688.</u>			<u>2,037,338.</u>	<u>351,408.</u>			<u>462,061.</u>				

ATTACHMENT 9FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SECURITY DEPOSIT	5,120.	5,120.	5,120.
VIDEO PRODUCTION, NET	139,092.	119,221.	119,221.
DOCUMENTARY FILM, NET	800,000.	979,167.	979,167.
WEBSITE, NET	21,480.	14,320.	14,320.
DVD PRODUCTION, NET	190,599.	210,567.	210,567.
TOTALS	<u>1,156,291.</u>	<u>1,328,395.</u>	<u>1,328,395.</u>

ATTACHMENT 10FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED GAIN ON INVESTMENTS	3,234,072.
TOTAL	<u>3,234,072.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 11

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>
JEAN J. RICKARD 1730 M STREET, NW 901 WASHINGTON, DC 20036	EXEC DIR EMERITA & VP 38.00	103,750. 0 0
ROBIN MESZOLY 1730 M STREET, NW 901 WASHINGTON, DC 20036	TREASURER 1.00	0 0 0
MARCELA BRANE 1730 M STREET, NW 901 WASHINGTON, DC 20036	PRESIDENT 40.00	115,250. 0 0
SARAH ARMSTRONG ALEX 1730 M STREET, NW 901 WASHINGTON, DC 20036	EXEC DIR & SECY OF BOARD 40.00	109,500. 0 0
ATHELIA KNIGHT 1730 M STREET, NW 901 WASHINGTON, DC 20036	CHAIRMAN OF THE BOARD 1.00	0 0 0

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 11 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>
ROBERT ASHER 1730 M STREET, NW 901 WASHINGTON, DC 20036	BOARD MEMBER 1.00	0 0 0
JANE ASHER 1730 M STREET, NW 901 WASHINGTON, DC 20036	BOARD MEMBER 1.00	0 0 0
JILL HAMMER STANLEY 1730 M STREET, NW 901 WASHINGTON, DC 20036	BOARD MEMBER 1.00	0 0 0
DONNA CANZANO MCNULTY 1730 M STREET, NW 901 WASHINGTON, DC 20036	BOARD MEMBER 1.00	0 0 0
LAURIE STRAYER 1730 M STREET, NW 901 WASHINGTON, DC 20036	BOARD MEMBER 1.00	0 0 0

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 11 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>
ROGER WILKINS 1730 M STREET, NW 901 WASHINGTON, DC 20036	BOARD MEMBER 1.00	0 0 0
CLARENCE PAGE 1730 M STREET, NW 901 WASHINGTON, DC 20036	BOARD MEMBER 1.00	0 0 0
LAURA HUTCHISON 1730 M STREET, NW 901 WASHINGTON, DC 20036	BOARD MEMBER 1.00	0 0 0
RAYMOND BONIESKIE 1730 M STREET, NW 901 WASHINGTON, DC 20036	BOARD MEMBER 1.00	0 0 0
LYNDA BONIESKIE 1730 M STREET, NW 901 WASHINGTON, DC 20036	BOARD MEMBER 1.00	0 0 0
GRAND TOTALS		<u>328,500.</u>

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 12

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
CAMBRIDGE ASSOCIATES LLC PO BOX 83232 CHICAGO, IL 60691-0232 INVESTMENT MANAGER	INVESTMENT MGR	94,979.
EDUCATION TESTING SERVICE 4897 COLLECTION CENTER DRIVE CHICAGO, IL 60693 PROCESS SCHOLARSHIPS - ABOVE AMOUNT INCLUDES SCHOLARSHIP FUNDS	PROCESS SCHOLARSHIPS	53,065.
ELY INC 4110 FORESTVILLE ROAD FORESTVILLE, MD 20747 MANUFACTURES AND MAINTAINS DISPLAYS	DISPLAYS	61,582.
RAZME INC 140 CAMERON STREET ALEXANDRIA, VA 22304 ORGANIZES SPECIAL EVENTS	SPECIAL EVENTS	58,480.
THE STEVENS COMPANY INC 12400 WILSHIRE BLVD #1275 LOS ANGELES, CA 90025 FILM PRODUCTION	FILM PRODUCTION	200,000.
TOTAL COMPENSATION		<u>468,106.</u>

FORM 990-PF, PART XVI-A - ANALYSIS OF PROGRAM SERVICE REVENUE

ATTACHMENT 13

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
CARTOON REPRINT SALES & ROYALTIES					25,902.
GRANT PAID PRIOR YEAR VOIDED					5,000.
TOTALS					30,902.



# Requests

Approval Date is any date between 10/1/2012 and 10/1/2013 (150 items)

1/30/2014

Organization	Project Title	Paid Amount
A.M.E. Capital Endowment Trust 1518 M Street, NW Washington, DC 20005-1771	Restoration Project of the church building	\$5,000
Africa America Institute 420 Lexington Avenue Suite 1706 New York, NY 10170	Discretionary 2013 Roger Wilkins	\$5,000
Alexandria Seaport Foundation PO Box 25036 Alexandria, VA 22313	wages/stipends for their apprentices in the boat building program	\$10,000
DC SCORES 1224 M Street, NW Suite 200 Washington, DC 20005	general operating	\$15,000
Association of American Editorial Cartoonists 3899 N. Front Street Harrisburg, PA 17110	AAEC/Salt Lake City convention	\$15,000
American Civil Liberties Union Foundation 125 Broad Street 18th Floor New York, NY 10004-2400	campaign to end the use of religion to discriminate	\$20,000
American Institute for Stuttering 27 West 20th Street Suite 1203 New York, NY 10011	Discretionary Fund 2013 Clarence Page	\$5,000
American Red Cross National Disaster Relief Fund P.O. Box 97089 Washington, DC 20090-7089	Discretionary Fund 2013 Donna McNulty	\$2,000
American Red Cross P.O. Box 4002018 Des Moines, IA 50340-2018	Colorado Flooding relief	\$25,000
American Red Cross National Disaster Relief Fund P.O. Box 97089 Washington, DC 20090-7089	discretionary Sarah Alex 2013	\$1,000
American Red Cross National Disaster Relief Fund P.O. Box 97089 Washington, DC 20090-7089	Discretionary 2013 Jean Rickard	\$2,500
America's Second Harvest of the Big Bend 110 Four Points Way Tallahassee, FL 32305	Discretionary Fund 2013 Donna McNulty	\$2,500

STMT 14

Organization	Project Title	Paid Amount
Asian Pacific American Legal Resource Center (APALRC) 1012 14th Street NW Suite 450 Washington, DC 20005	Reaching the Dream Project	\$25,000
AYUDA, Inc. 6925B Willow Street, NW Washington, DC 20012	general operating	\$15,000
AYUDA, Inc. 6925B Willow Street, NW Washington, DC 20012	Discretionary Fund 2013 Sarah Alex	\$1,000
Barboursville Ruritians 5259 Community Center Road Barboursville, VA 22923	2013 discretionary Ray Bonieskie	\$5,000
Brave New Foundation 10510 Culver Blvd. Culver City, CA 90232	Beyond Bars project	\$15,000
Brennan Center for Justice 1730 M Street, NW Suite 413 Washington, DC 20036	Liberty and National Security Project	\$15,000
Capital Area Food Bank 4900 Puerto Rico Avenue NE Washington, DC 20017	general operating	\$1,000
Capital Area Food Bank 4900 Puerto Rico Avenue NE Washington, DC 20017	Discretionary Fund 2013 Sarah Alex	\$2,000
Capital Hospice 2900 Telestar Court Falls Church, VA 22042	general operating	\$500
Capital Partners for Education 1413 K street, NW 2nd Floor Washington, DC 20005	general operating support	\$15,000
Cartoonists Rights Network International No. 7272 Fairfax Station, VA 22039-7272	Discretionary grant for Courage in Cartooning Award 2013	\$3,000
The Center for Victims of Torture 649 Dayton Avenue St. Paul, MN 55104	public policy and advocacy work	\$15,000
Children of Mine 1450 Howard Road, SE Washington, DC 20020	Settlement Fund	\$5,000
Children's Home Society of Florida North Central Division 1801 Miccosukee Commons Drive Tallahassee, FL 32308	Discretionary Fund 2013 Donna McNulty	\$2,000

STMT 15

Organization	Project Title	Paid Amount
Children's Rights 330 Seventh Avenue 4th Floor New York, NY 10001	general operating support	\$25,000
Chinese Children Adoption International Headquarters/Service Center 6920 South Holly Circle Centennial, CO 80112	Discretionary 2013 Donna McNulty	\$1,000
Citizens for Responsibility and Ethics in Washington (CREW) 1400 Eye Street, NW Suite 450 Washington, DC 20005	general operating support	\$20,000
City Year Washington DC 1875 Connecticut Ave. NW 11th Floor, Suite 1130 Washington, DC 20009	DC Whole School, Whole Child program	\$15,000
National Juvenile Justice Network 1319 F Street NW Suite 402 Washington, DC 20004	general operating	\$15,000
Concerns of Police Survivors PO Box 3199 3096 Old South 5 Camdenton, MO 65020	Discretionary 2013 Ray Bonieskie	\$4,500
Corporation for Educational Radio and Television 1520 York Avenue Suite 7A New York, NY 10028	Discretionary Fund 2013 Clarence Page	\$5,000
Council for Court Excellence 1111 14th Street, NW Suite 500 Washington, DC 20005	general operating support	\$15,000
Court Appointed Special Advocates (CASA) Program of Montgomery County 1010 Grandin Avenue Room B-3 Rockville, MD 20815	general operating support	\$5,000
Critical Exposure 1816 12th Street, NW 3rd Floor Washington, DC 20009	general operating support	\$10,000
Crittenton Services of Greater Washington 815 Silver Spring Avenue Silver Spring, MD 20910	general operating	\$10,000
Cystic Fibrosis Foundation 6939 Arlington Road Suite B Bethesda, MD 20814	Discretionary Fund 2013 Robin Meszoly	\$7,500

STMT 16

Organization	Project Title	Paid Amount
Cystic Fibrosis Foundation 6939 Arlington Road Suite B Bethesda, MD 20814	Discretionary Fund 2013 Robin Meszoly	\$2,500
Cystic Fibrosis Foundation 6939 Arlington Road Suite B Bethesda, MD 20814	Martin Miller's Xtreme Hike	\$2,000
Cystic Fibrosis Foundation 6939 Arlington Road Suite B Bethesda, MD 20814	Martin Millers Xtreme Hike	\$2,000
Turning Anger into Change: DC Rape Crisis Center PO Box 34125 Washington, DC 20043	Sister Action Sister Strength Clubs	\$10,000
Goodwill of Greater Washington 2200 South Dakota Avenue, NE Washington, DC 20018	Workforce Development Program	\$10,000
DC Appleseed Center for Law and Justice, Inc. 1111 14th Street, NW Suite 510 Washington, DC 20005	DC Voting Rights	\$15,000
D.C. Central Kitchen 425 Second Street, NW Washington, DC 20001	Culinary Jobs Training Program	\$25,000
Demos: A Network for Ideas and Action 220 Fifth Avenue 2nd Floor New York, NY 10001	general operating support	\$20,000
DREDF 3075 Adeline Street Suite 210 Berkeley, CA 94703	Foster Youth Resources for Education (FYRE) program	\$20,000
	[Had trouble getting their letter to them, gave them until December 24 to submit proposal.]	
Disability Rights Legal Center 800 S. Figueroa Street Suite 1120 Los Angeles, CA 90017	educational rights of youth imprisoned in California and federal prisons	\$15,000
Empower DC 1419 V Street, NW Washington, DC 20009	Affordable Housing Project	\$15,000

STMT 17

Organization	Project Title	Paid Amount
Donors Choose 213 West 35th Street 2nd Floor East New York, NY 10001	Discretionary Fund 2013 Laurie Strayer	\$2,000
Doorways for Women and Families PO Box 100185 Arlington, VA 22210	Financial Independence Track (FIT)	\$15,000
ECHO Tallahassee 702 West Madison Street Tallahassee, FL 32304	Discretionary Fund 2013 Donna McNulty	\$2,500
Equal Justice Initiative 122 Commerce Street Montgomery, AL 36104	confronting the death penalty and children sentenced to life without parole	\$15,000
Fair Chance 2001 S Street, NW Suite 310 Washington, DC 20009	general operating support	\$20,000
FAIR Elections Legal Network/ New Venture Fund 1825 K Street, NW Suite 450 Washington, DC 20006	Campus Vote Project	\$15,000
Family Equality Council P.O. Box 206 Boston, MA 02133	Outspoken Generation and Breakthrough Conversations projects	\$15,000
Campaign for Migrant Farmworker Justice 1221 Broadway Street Toledo, OH 43609	Campaign for Tobacco Workers	\$15,000
For Love of Children 1763 Columbia Road, NW Washington, DC 20009	Neighboring Tutoring program	\$10,000
Free Minds Book Club & Writing Workshop 2201 P Street, NW Washington, DC 20037	general operating	\$15,000
Friends of Conservation 700 Commerce Drive Suite 500 Oak Brook, IL 60523	general operating	\$4,000
Friends of Guest House 1 East Luray Avenue Alexandria, VA 22301	general operating support	\$10,000
Friendship Place 4713 Wisconsin Avenue NW, Washington, DC 20016	AimHire	\$15,000

STMT 18

Organization	Project Title	Paid Amount
The Fund for Investigative Journalism 529 14th Street NW 13th Floor Washington, DC 20045	general operating support	\$10,000
Generation Citizen 175 Varick St, 5th Floor New York, NY 10014	general operating support	\$15,000
Government Accountability Project (GAP) 1612 K Street, NW Suite 1100 Washington, DC 20006	general operating support	\$20,000
Growing Together 9023 Flower Avenue Silver Spring, MD 20901	general operating	\$5,000
Higher Achievement Program 317 8th Street, NE Washington, DC 20002-6107	general operating	\$25,000
Hillside Work-Scholarship Connection 6305 Ivy Lane Suite 420 Greenbelt, MD 20770	HW-SC in Prince George's County	\$15,000
Homeless Children's Playtime Project 1525 Newton Street NW Washington, DC 20010	Teen Program	\$10,000
Hope for Children U.S. 5801 Searl terrace Bethesda, MD 20816	general operating	\$2,000
Hope House PO Box 60682 Washington, DC 20039	Father Child Reading Program	\$10,000
Horton's Kids 110 Maryland Avenue, SE Suite 207 Washington, DC 20002	general operating support for older youth	\$15,000
House of Ruth 5 Thomas Circle, NW Washington, DC 20005	general operating	\$500
Howard County Food Bank c/o Howard County Community Action Council 6751 Columbia Gateway Drive Columbia, MD 21046	Discretionary Fund 2013 Lynda Bonieskie	\$5,000
Ida Barbour Early Learning Center Annual Fund Drive 1400 Camden Avenue Portsmouth, VA 23704	general operating	\$3,000
Intercambio de Comunidades 4735 Walnut Street Suite B Boulder, CO 80301	general operating support	\$15,000

STMT 19

Organization	Project Title	Paid Amount
International Rescue Committee 8719 Colesville Rd., 3rd Floor Silver Spring, MD 20910	Discretionary 2013 Laurie Strayer	\$5,000
International Rescue Committee 8719 Colesville Rd., 3rd Floor Silver Spring, MD 20910	supplemental employment services	\$15,000
Just Neighbors Immigrant Ministry, Inc. 5827 Columbia Pike Suite 320 Falls Church, VA 22041	general operating	\$20,000
Kid Power-DC Inc. 755 8th Street, NW Washington, DC 20001	The Citizenship Project	\$15,000
Latino Economic Development Corporation 2316 18th Street, NW Washington, DC 20009	Affordable Housing preservation Program	\$10,000
Latino Union of Chicago 3416 West Bryn Mawr Avenue Chicago, IL 60659	Women Workers' Project	\$25,000
Legal Aid Justice Center 6400 Arlington Blvd. Suite 600 Falls Church, VA 22042	Virginia Immigrant Youth Initiative	\$20,000
Liberty's Promise 2900A Jefferson Davis Hwy. Alexandria, VA 22305-3023	civics and citizenship	\$10,000
LIFT 1620 I street, NW Suite 820 Washington, DC 20006	Job Skills and Job Placement program	\$10,000
Literacy Council of Northern Virginia 2855 Annandale Road Falls Church, VA 22042	general operating support	\$10,000
Loudoun Interfaith Relief 750 Miller Drive Suite A-1 Leesburg, VA 20175	Discretionary fund 2013 Ray Bonieskie	\$500
Loudoun Interfaith Relief 750 Miller Drive Suite A-1 Leesburg, VA 20175	general operating	\$1,000
Make A Wish Foundation Gift Processing center PO Box 97104 Washington, DC 20090-7104	general operating	\$500
Measures for Justice 2 Brunswick Street Rochester, NY 14607	general operating	\$10,000

Sept 20

Organization	Project Title	Paid Amount
Men Can Stop Rape 1130 6th Street NW Suite 100 Washington, DC 20001	Men of Strength Clubs	\$10,000
Mentoring to Manhood 3262 Superior Lane #225 Bowie, MD 20715	general operating	\$10,000
Mentoring Today 4202 Benning Road, N.E. #2 Washington, DC 20019	mentoring program and the FREE project	\$15,000
Mentors of Minorities in Education's Total Learning Cis-Team PO Box 75481 Washington, DC 20013	After School Program	\$10,000
Miriam's Kitchen 2401 Virginia Avenue, NW Washington, DC 20037	Case Management Program	\$7,500
Motor City Blight Busters 17405 Lahser Road Detroit, MI 48219	Discretionary Fund 2013 Laurie Strayer	\$3,000
Multicultural Career Intern Program Bell Multicultural High School 3101 16th Street, NW Washington, DC 20010	New Mentoring Program for Black and Latino young men	\$10,000
NAACP Legal Defense Fund 40 Rector Street 5th Floor New York, NY 10006	Discretionary Fund 2013 Roger Wilkins	\$5,000
National Coalition Against Censorship 19 Fulton Street, Suite 407 New York, NY 10038	Youth Free Expression Project and Arts Advocacy Project	\$15,000
National Health Law Program 1444 I Street, NW Suite 1105 Washington, DC 20005	Enforcing the Rights of Low-Income People to to Health Care	\$15,000
National Housing Law Project 703 Market Street Suite 2000 San Francisco, CA 94103	general operating support	\$15,000
Interfaith Worker Justice 1020 West Bryn Mawr 4th Floor Chicago, IL 60660-4627	Pathway to Citizenship Project	\$10,000
National Marfan Foundation 22 Manhasset Avenue Port Washington, NY 11050	general operating	\$3,000

STMT 21



Organization	Project Title	Paid Amount
New Futures 805 15th Street, NW Suite 100 Washington, DC 20005	Career Guide "Promising Careers that do not Require Four years of College"	\$10,000
New Leaders 1432 K Street NW 2nd floor Washington, DC 20005	general operating support	\$15,000
One World Education 1800 Kenyon Street, NW Washington, DC 20010	general operating	\$15,000
Our Daily Bread 4080 Chain Bridge Road Fairfax, VA 22030	general operating	\$1,000
Pathways to Housing DC 101 Q Street, NE Suite G Washington, DC 20002	Supported Employment program	\$5,000
Princeton University Alumni and Donor Records PO Box 5357 Princeton, NJ 08543-5357	Discretionary fund 2013 Athelia Knight	\$1,000
ProCon.org 233 Wilshire Boulevard Suite 200 Santa Monica, CA 90401	Video on Felon Voting	\$10,000
Project Mercy 7011 Ardmore Avenue Fort Wayne, IN 46809	general operating	\$8,000
Project Vote 805 15th Street, NW Suite #250 Washington, DC 20005	general operating support	\$25,000
Reading Partners 600 New Hampshire Ave., NW Washington, DC 20037	general operating	\$10,000
Resources for Inner City Children 1431 Howard Road SE Washington, DC 20020	Discretionary Fund 2013 Sarah Alex	\$1,000
Resources for Inner City Children 1431 Howard Road SE Washington, DC 20020	general operating	\$7,000
Rocunited Restaurant Opportunities Centers United 350 7th Ave. Suite 1504 New York, NY 10001	Tipped Minimum Wage and National Workplace Justice Campaign	\$15,000

STMT 22

Organization	Project Title	Paid Amount
Robin Toner Endowed Fund Attn: Dean's Office Newhouse School/ Syracuse University 215 University Place Syracuse, NY 13244-2100		\$20,000
Ronald McDonald House of Northern Virginia 3312 Gallows Road Falls Church, VA 22042	general operating	\$500
SOME 71 O Street, NW Washington, DC 20001	general operating	\$1,000
Some Gave All Memorial Foundation c/o Rick and Jane Frazier 10411 Springwood Drive Spotsylvania, VA 22553	Discretionary 2013 Laura Hutchison	\$5,000
Street Sense 1317 G Street, NW Washington, DC 20005	general operating	\$1,000
StreetWise Partners 1201 Connecticut Avenue, NW 12th Floor Washington, DC 20036	general operating support	\$15,000
Tahirih Justice Center 6402 Arlington Blvd. Suite 300 Falls Church, VA 22042	general operating support	\$25,000
Academy of Hope 601 Edgewood Street, NE, Suite 25 Washington, DC 20017	general operating	\$20,000
The Campaign for the Fair Sentencing of Youth 1090 Vermont Ave., N.W. Suite 400 Washington, DC 20005	general operating	\$15,000
The Child and Family Network Centers 3701-A Mount Vernon Ave. Alexandria, VA 22305-2408	general operating support for the preschool program	\$10,000
The Constitution Project 1200 18th Street, NW Suite 1000 Washington, DC 20036	general operating	\$15,000
The Family Place 3309 16th Street, NW Washington, DC 20010	Child Development Associate training program	\$10,000
The Foundation for Seminole County Public Schools - FIT 1801 Tuskawilla Road Oviedo, Florida 32765	Seminole County families in Transition	\$5,000

STMT 23

Organization	Project Title	Paid Amount
Chicago Appleseed Fund for Justice 750 North Lake Shore Drive Fourth Floor Chicago, IL 60611	VoteForJudges.org campaign	\$15,000
The Gentle Barn Foundation 15825 Sierra Highway Santa Clarita, CA 91390	Discretionary Fund 2013 Laura Hutchison	\$5,000
The Patricia M. Sitar Center for the Arts 1700 Kalorama Road, NW Suite 101 Washington, DC 20009	Arts for Teens Initiative	\$10,000
The PEN/Faulkner Foundation 201 East Capitol Street, SE Washington, DC 20003	Writers in Schools	\$10,000
The Reading Connection 4001 N. 9th Street Suite 226 Arlington, VA 22203	general operating support	\$10,000
The Reporters Committee for Freedom of the Press 1101 Wilson Blvd., Suite 1100 Arlington, VA 22209-2211	general operating support	\$10,000
The Student Conservation Association 4245 North Fairfax Drive Suite 825 Arlington, VA 22203	National Capital Region Community Programs	\$10,000
TrueChild - Gender Public Advocacy Coalition 1434 T Street, N.W. Washington, DC 20009	general operating support	\$15,000
Turning the Page 1625 K Street NW, Suite 102 Washington, DC 20036	general operating support	\$10,000
UMCP Foundation Samuel Riggs IV Alumni Center University of Maryland College Park, MD 20742	Discretionary 2013 Jean Rickard For Haynes Johnson Scholarship Fund	\$1,500
UMCP Foundation Samuel Riggs IV Alumni Center University of Maryland College Park, MD 20742	Discretionary 2013 Jill Stanley for Haynes Johnson Scholarship Fund	\$1,000
UMCP Foundation Samuel Riggs IV Alumni Center University of Maryland College Park, MD 20742	Discretionary Fund 2013 Sarah Alex	\$5,000
Violence Policy Center 1730 Rhode Island Avenue Suite 1014 Washington, DC 20036	general operating support	\$25,000

SMT 24

Organization	Project Title	Paid Amount
Washington Association of Black Journalists PO Box 77130 Washington, DC 20013	Discretionary Fund 2013 Athelia Knight	\$1,000
Washington English Center (Formerly Language ETC) 2200 California Street, NW Washington, DC 20008	general operating support	\$15,000
Washington Tennis & Education Foundation The William H.G. Fitzgerald Tennis Center 16th and Kennedy streets, NW Washington, DC 20011	general operating	\$15,000
Wilderness Leadership and Learning 1758 Park Road, NW Washington, DC 20010-2105	general operating support for Youth leadership and civic engagement	\$10,000
Witness to Innocence 1501 Cherry Street Philadelphia, PA 19102	general operating	\$4,000
Wounded Warrior Project PO Box 758517 Topeka, KS 66675	Discretionary Fund 2013 Lynda Bonieskie	\$5,000
Year Up 1560 Wilson Boulevard Suite 200 Arlington, VA 22209	general operating, National Capital Area	\$15,000
YWCA Tulsa 1503 South Denver Avenue Tulsa, OK 74119	Project Citizenship	\$15,000
<b>Grand Totals (150 items)</b>		<b>\$1,554,500</b>

STMT 25