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Return of Private Foundation

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation

Do not enter Social Security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation WALTER A. BLOEDORN FOUNDATION		A Employer identification number 52-0846147
Number and street (or P.O. box number if mail is not delivered to street address) C/O ROBERT DAVIS, 888 17TH STREET NW,		B Telephone number (202) 879-2926
City or town, state or province, country, and ZIP or foreign postal code WASHINGTON, DC 20006		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☐ Section 501(c)(3) exempt private foundation ☒ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 7,366,631.	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
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		121,949.	121,949.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		429,422.			
b Gross sales price for all assets on line 6a 3,808,165.					
7 Capital gain net income (from Part IV, line 2)			429,422.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		939.	939.		STATEMENT 2
12 Total. Add lines 1 through 11		552,310.	552,310.		
13 Compensation of officers, directors, trustees, etc		38,000.	12,449.		25,551.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		10,500.	3,440.		7,060.
c Other professional fees STMT 4		58,102.	57,430.		672.
17 Interest					
18 Taxes		10,732.	0.		0.
19 Depreciation and depletion					
20 Occupancy		2,000.	655.		1,345.
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		2,444.	800.		1,644.
24 Total operating and administrative expenses. Add lines 13 through 23		121,778.	74,774.		36,272.
25 Contributions, gifts, grants paid		307,000.			307,000.
26 Total expenses and disbursements. Add lines 24 and 25		428,778.	74,774.		343,272.
27 Subtract line 26 from line 12		123,532.			
a Excess of revenue over expenses and disbursements			477,536.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		7,104.	7,951.	7,951.
	2	Savings and temporary cash investments		448,720.	301,659.	301,659.
	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				
	7	Other notes and loans receivable				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 7	155,227.	356,013.	357,145.	
	b	Investments - corporate stock STMT 8	2,302,767.	1,641,477.	2,489,660.	
	c	Investments - corporate bonds STMT 9	165,809.	24,982.	25,768.	
	Liabilities	11	Investments - land, buildings, and equipment basis			
		Less: accumulated depreciation				
12		Investments - mortgage loans				
13		Investments - other STMT 10	2,908,929.	3,778,351.	4,184,448.	
14		Land, buildings, and equipment, basis				
		Less: accumulated depreciation				
15		Other assets (describe)				
16		Total assets (to be completed by all filers - see the instructions Also, see page 1, item 1)	5,988,556.	6,110,433.	7,366,631.	
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe STATEMENT 11)	3,526.	1,871.		
23	Total liabilities (add lines 17 through 22)	3,526.	1,871.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ☒ and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	0.	0.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.		
	29	Retained earnings, accumulated income, endowment, or other funds	5,985,030.	6,108,562.		
	30	Total net assets or fund balances	5,985,030.	6,108,562.		
	31	Total liabilities and net assets/fund balances	5,988,556.	6,110,433.		

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	5,985,030.
2	Enter amount from Part I, line 27a	2	123,532.
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	6,108,562.
5	Decreases not included in line 2 (itemize)	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,108,562.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a PUBLICLY TRADED SECURITIES	P		
b CAPITAL GAINS DIVIDENDS			
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 3,740,809.		3,378,743.	362,066.
b 67,356.			67,356.
c			
d			
e			

(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			362,066.
b			67,356.
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	429,422.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) { If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8 }	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	380,223.	6,541,814.	.058122
2011	428,654.	6,727,658.	.063715
2010	395,528.	6,457,488.	.061251
2009	312,893.	5,945,350.	.052628
2008	396,860.	6,862,680.	.057829

2 Total of line 1, column (d)	2	.293545
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	.058709
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	6,908,720.
5 Multiply line 4 by line 3	5	405,604.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,775.
7 Add lines 5 and 6	7	410,379.
8 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	8	343,272.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	9,551.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	9,551.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	9,551.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	7,680.	
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	7,680.	
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	1,871.	✓
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2014 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b 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
1c Did the foundation file Form 1120-POL 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 ☐ \$ 0. (2) On foundation managers ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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
4a 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 Form 990-T for this year?		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.		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	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ NONE		
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		X
SEE STATEMENT 12		
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 2013 or the taxable year beginning in 2013 (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 ► N/A	13	X	
14	The books are in care of ► ANNE SPRATT Located at ► THE FOUNDATION'S ADDRESS, WASHINGTON, DC Telephone no ► (202) 879-2926 ZIP+4 ► 20006			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2013, 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	No X

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)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	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 2013?	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2013 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 2013.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	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)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

6b

X

If "Yes" to 6b, file Form 8870.

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

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		38,000.	0.	0.

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

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

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

0

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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. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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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	6,613,949.
b	Average of monthly cash balances	1b	399,980.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	7,013,929.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	7,013,929.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	105,209.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,908,720.
6	Minimum investment return. Enter 5% of line 5	6	345,436.

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

1	Minimum investment return from Part X, line 6	1	345,436.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	9,551.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	9,551.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	335,885.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	335,885.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	335,885.

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	343,272.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	343,272.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	343,272.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				335,885.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			17,953.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 343,272.				
a Applied to 2012, but not more than line 2a			17,953.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				325,319.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				10,566.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9.				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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				
AMERICAN RED CROSS OF THE NATIONAL CAPITAL AREA 8550 ARLINGTON BLVD. FAIRFAX, VA 22031	NONE	501(C)(3)	EMERGENCY SERVICES FOR FAMILIES IN THE DC AREA	10,000.
IMAGINATION STAGE 4908 AUBURN AVENUE BETHESDA, MD 20814	NONE	501(C)(3)	THEATER AND ARTS EDUCATION PROGRAMS FOR CHILDREN	2,500.
A WIDER CIRCLE 4808 MOORLAND LANE #802 BETHESDA, MD 20814	NONE	501(C)(3)	FURNISHING EMPTY HOMES FOR FAMILIES	2,000.
BARKER FOUNDATION 7979 OLD GEORGETOWN ROAD BETHESDA, MD 20814	NONE	501(C)(3)	PROJECT WAIT NO LONGER - ADOPTIONS OF OLDER DC FOSTER CHILDREN	10,000.
BOYS & GIRLS CLUBS OF GREATER WASHINGTON 4103 BENNING ROAD, NE WASHINGTON, DC 20019	NONE	501(C)(3)	GENERAL SUPPORT	5,000.
Total	SEE CONTINUATION SHEET(S)			3a 307,000.
b Approved for future payment				
NONE				
Total				3b 0.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
CHESAPEAKE BAY FOUNDATION 6 HERNDON AVENUE ANNAPOLIS, MD 21403	NONE	501(C)(3)	ENVIROMENTAL EDUCATION PROGRAMS IN DC ON THE RIVER	10,000.
DANCE PLACE 3225 8TH STREET, SE WASHINGTON, DC 20006	NONE	501(C)(3)	ENERGIZERS YOUTH PROGRAMS	10,000.
DC CENTRAL KITCHEN 425 2ND STREET, NW WASHINGTON, DC 20001	NONE	501(C)(3)	CULINARY JOB TRAINING PROGRAM	5,000.
FIRST COLONY FOUNDATION 1501 COLE MILL ROAD DURHAM, NC 27705	NONE	501(C)(3)	ARCHAEOLOGICAL RESEARCH AND EXCAVATION IN FINDING SIR WALTER RALEIGH'S LOST COLONY NEAR	10,000.
FRIENDS OF PORT DUPONT ICE ARENA, INC. 3779 ELY PLACE, SE WASHINGTON, DC 20019	NONE	501(C)(3)	KIDS ON ICE PROGRAM	20,000.
GEORGE WASHINGTON UNIVERSITY 2300 EYE STREET, NW, SUITE 615 WASHINGTON, DC 20037	NONE	501(C)(3)	HEART AND VASCULAR INSTITUTE-WOMEN'S HEART CENTER	10,000.
GOODWILL OF GREATER WASHINGTON 2200 SOUTH DAKOTA AVENUE, NE WASHINGTON, DC 20018	NONE	501(C)(3)	JOB TRAINING FOR UNEMPLOYED AND UNSKILLED DC RESIDENTS	5,000.
HEIFETZ INTERNATIONAL MUSIC INSTITUTE, INC. BOX 2447, 230 E. FREDERICK ST. STAUNTON, MD 24402	NONE	501(C)(3)	GENERAL SUPPORT	5,000.
HEROES, INC. 1200 29TH STREET, NW WASHINGTON, DC 20007	NONE	501(C)(3)	SUPPORT OF FALLEN DC FIREMEN'S AND POLICEMEN'S FAMILIES	10,000.
INNER CITY - INNER CHILD EARLY LEARNING LITERACY PROGRAM 3133 DUMBARTON STREET, NW WASHINGTON, DC 20007	NONE	501(C)(3)	DANCING WITH BOOKS PROGRAM FOR AT RISK DC CHILDCARE CENTERS	5,000.
Total from continuation sheets				277,500.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
IVYMOUNT SCHOOL 11614 SEVEN LOCKS ROAD ROCKVILLE, MD 20854	NONE	501(C)(3)	SCHOOL TO WORK PROGRAM FOR CHALLENGED CHILDREN	15,000.
KATHARINE POLLARD MADDUX MEMORIAL MENTAL HEALTH FOUNDATION 2813 DUMBARTON AVENUE, NW WASHINGTON, DC 20007	NONE	501(C)(3)	PROGRAM DEVELOPMENT	10,000.
KREEGER MUSEUM 2401 FOXHALL ROAD, NW WASHINGTON, DC 20007	NONE	501(C)(3)	CONVESTATIONS AT THE KREEGER	15,000.
NATIONAL GEOGRAPHIC SOCIETY - EDUCATION FOUNDATION 1145 17TH STREET, NW WASHINGTON, DC 200364688	NONE	501(C)(3)	DEVELOPING ON-LINE EDUCATION MATERIAL FOR TEACHERS AS PART OF THE INTEGRATED NATION WIDE EFFORT FOR COMMON	35,000.
PROJECT CREATE 2401 VIRGINIA AVENUE, NW WASHINGTON, DC 20037	NONE	501(C)(3)	GENERAL SUPPORT	2,500.
SAINT JAMES SCHOOL ST. JAMES, MD 21781	NONE	501(C)(3)	STUDENT SCHOLARSHIPS FOR DC RESIDENTS	5,000.
SIBLEY MEMORIAL HOSPITAL 5255 LOUGHBORO ROAD, NW WASHINGTON, DC 20016	NONE	501(C)(3)	MAGNEET RECOGNITION PROGRAM FOR NURSE CERTIFICATION IN ACCORDANCE WITH THE AMERICAN NURSES	30,000.
ST. ANN'S CENTER FOR CHILDREN, YOUTH AND FAMILIES 4901 EASTERN AVENUE HYATTSVILLE, MD 20782	NONE	501(C)(3)	TEEN MOTHER BABY PROGRAM	5,000.
TRAGEDY ASSISTANCE PROGRAM FOR SURVIVORS (TAPS) 1777 F STREET, NW, #100 WASHINGTON, DC 20005	NONE	501(C)(3)	GRIEF COUNSELING FOR MILITARY FAMILY SURVIVORS	15,000.
URBAN NATION, INC. 4200 WISCONSIN AVENUE, NW SUITE 210 WASHINGTON, DC 20016	NONE	501(C)(3)	HIP HOP SUMMER CAMP	5,000.
Total from continuation sheets				

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

Part XV Supplementary Information**3a** Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - FIRST COLONY FOUNDATION

ARCHAEOLOGICAL RESEARCH AND EXCAVATION IN FINDING SIR WALTER RALEIGH'S
LOST COLONY NEAR ROANOKE ISLAND, NC

NAME OF RECIPIENT - NATIONAL GEOGRAPHIC SOCIETY - EDUCATION FOUNDATION

DEVELOPING ON-LINE EDUCATION MATERIAL FOR TEACHERS AS PART OF THE
INTEGRATED NATION WIDE EFFORT FOR COMMON CORE VALUES IN EACH DISCIPLINE

NAME OF RECIPIENT - SIBLEY MEMORIAL HOSPITAL

MAGNET RECOGNITION PROGRAM FOR NURSE CERTIFICATION IN ACCORDANCE WITH
THE AMERICAN NURSES CREDENTIALING CENTER.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CORPORATE OBLIGATIONS	5,842.	0.	5,842.	5,842.	
CORPORATE STOCKS	44,251.	0.	44,251.	44,251.	
DWS INVESTOR CASH					
TREASURY PT	39.	0.	39.	39.	
MUNICIPAL BONDS	823.	0.	823.	823.	
MUTUAL FUNDS	135,278.	67,356.	67,922.	67,922.	
U.S. GOVERNMENT OBLIGATIONS	3,072.	0.	3,072.	3,072.	
TO PART I, LINE 4	189,305.	67,356.	121,949.	121,949.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENTS	939.	939.	
TOTAL TO FORM 990-PF, PART I, LINE 11	939.	939.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	10,500.	3,440.		7,060.
TO FORM 990-PF, PG 1, LN 16B	10,500.	3,440.		7,060.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
CUSTODIAL FEES	56,244.	56,244.		0.	
MANAGEMENT FEES	858.	858.		0.	
CONSULTING	1,000.	328.		672.	
TO FORM 990-PF, PG 1, LN 16C	58,102.	57,430.		672.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
I.R.S. EXCISE TAX	9,551.	0.		0.	
FOREIGN TAXES WITHHELD	1,181.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	10,732.	0.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OFFICE AND MISCELLANEOUS	2,444.	800.		1,644.	
TO FORM 990-PF, PG 1, LN 23	2,444.	800.		1,644.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. GOVERNMENT OBLIGATIONS	X		40,483.	40,194.
MUNICIPAL BONDS		X	315,530.	316,951.
TOTAL U.S. GOVERNMENT OBLIGATIONS			40,483.	40,194.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			315,530.	316,951.
TOTAL TO FORM 990-PF, PART II, LINE 10A			356,013.	357,145.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS	1,641,477.	2,489,660.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,641,477.	2,489,660.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE OBLIGATIONS	24,982.	25,768.
TOTAL TO FORM 990-PF, PART II, LINE 10C	24,982.	25,768.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LIQUIDATING TRUST	COST	354.	0.
MUTUAL FUNDS	COST	3,498,259.	3,909,709.
OTHER INVESTMENTS	COST	279,738.	274,739.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,778,351.	4,184,448.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 11
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
EXCISE TAXES PAYABLE	3,526.	1,871.
TOTAL TO FORM 990-PF, PART II, LINE 22	3,526.	1,871.

FORM 990-PF	EXPLANATION CONCERNING PART VII-A, LINE 8B	STATEMENT 12
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EXPLANATION

THE DISTRICT OF COLUMBIA OFFICE OF TAX AND REVENUE (OTR) ELIMINATED THE IRS FORM 990-PF FILING OBLIGATION EFFECTIVE DECEMBER 12, 2008. THE INFORMATION ON THE FORM 990-PF IS AVAILABLE TO OTR FROM OTHER SOURCES.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 13
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ANNE D. SPRATT 888 17TH STREET, NW, #210 WASHINGTON, DC 20006	SECRETARY, DIRECTOR 7.00	17,000.	0.	0.
JOHN A. SARGENT 888 17TH STREET, NW, #210 WASHINGTON, DC 20006	DIRECTOR 0.20	1,000.	0.	0.
H. GREGORY PLATTS 888 17TH STREET, NW, #210 WASHINGTON, DC 20006	DIRECTOR 0.20	1,000.	0.	0.
JOHN A. SARGENT, JR. 888 17TH STREET, NW, #210 WASHINGTON, DC 20006	DIRECTOR 0.20	1,000.	0.	0.
ROBERT E. DAVIS 888 17TH STREET, NW, #210 WASHINGTON, DC 20006	PRESIDENT, TREASURER, DIR 3.00	18,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		38,000.	0.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 14

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ROBERT DAVIS, WALTER A. BLOEDORN FOUNDATION
888 17TH STREET, N.W.
WASHINGTON, DC 20006

TELEPHONE NUMBER

(202) 879-8926

FORM AND CONTENT OF APPLICATIONS

REQUEST MAY BE MADE BY LETTER AND SHOULD INCLUDE SUFFICIENT INFORMATION TO
EVALUATE THE PROGRAM AND TAX-EXEMPT STATUS OF DONEE.

ANY SUBMISSION DEADLINES

GENERALLY, REQUESTS SHOULD BE RECEIVED BY DECEMBER 31, TO BE CONSIDERED AT
THE APRIL BOARD MEETING.

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTS NORMALLY RANGE FROM \$2,000 TO \$35,000. PREFERENTIAL CONSIDERATION IS
GIVEN TO APPLICANTS IN THE METROPOLITAN WASHINGTON, D.C. AREA.