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DLN: 93491114001094

OMB No 1545-0052

Department of the Treasury Internal Revenue Service

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

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► Information about Form 990-PF and its instructions is at <u>www.irs.gov/form990pf</u>.

Open to Public Inspection

For	cale	ndar year 2013, or tax year beginning 01-	01-2013 , and	deno	ling 12-31-	2013		
	Name of foundation THE RICHARD A HENSON FOUNDATION INC					entification numbe	er	
IH	EKICHA	ARD A HENSON FOUNDATION INC			52-1642558			
Num	ber and	street (or P O box number if mail is not delivered to street address	s) Room/suite		B Telephone nu	mber (see ınstructior	ıs)	
PO	BOX 15	1			(410) 742-7057	,		
City	or town,	, state or province, country, and ZIP or foreign postal code			C If exemption	application is pending	g, check here 🕨 🗀	
SALI	SBURY, İ	MD 21803					•	
	heck a	Il that apply	f a former public chai	rıtv	D 1 . Foreian oi	ganizations, check he	ere 🕨 🗀	
_		Final return A mended retu		,	_	rganizations meeting	·	
		Address change Name change				e and attach computa Indation status was t	ation	
		pe of organization Section 501(c)(3) exempt private 4947(a)(1) nonexempt charitable trust Other taxa		_		n 507(b)(1)(A), chec		
		et value of all assets at end J Accounting method			F If the found:	ation is in a 60-month	n termination	
of	year <i>(fi</i>	rom Part II, col. (c),				n 507(b)(1)(B), chec		
		\$ 36,319,004 (Part I, column (d) mus	t be on cash basıs.)					
Ра	rt I	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions)	(a) Revenue and expenses per books	(b) N	Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)	
	1	Contributions, gifts, grants, etc , received (attach						
	2	schedule) Check Fr If the foundation is not required to attach						
	3	Sch B Interest on savings and temporary cash investments	48		48			
	4	Dividends and interest from securities	732,574		732,574			
	5a	Gross rents						
	ь	Net rental income or (loss)						
<u>Φ</u>	6a	Net gain or (loss) from sale of assets not on line 10	733,077					
Revenue	ь	Gross sales price for all assets on line 6a						
à	7	2,017,090 Capital gain net income (from Part IV, line 2)			0			
	1	Net short-term capital gain						
		Income modifications						
	10a	Gross sales less returns and allowances						
	b	Less Cost of goods sold						
	c	Gross profit or (loss) (attach schedule) \dots						
	11	Other income (attach schedule)			0	57,035		
	12	Total. Add lines 1 through 11			732,622	57,035		
	13	Compensation of officers, directors, trustees, etc	58,188		14,547	0	43,641	
ø	14 15	O ther employee salaries and wages					_	
35		Legal fees (attach schedule)						
Expenses		Accounting fees (attach schedule)			10,764	0	1,196	
Ã	c	Other professional fees (attach schedule)	9 45,456		45,456	0	0	
and Administrative	17	Interest						
stra	18	Taxes (attach schedule) (see instructions)	14,385		1,143	0	3,429	
<u>=</u>	19	Depreciation (attach schedule) and depletion $\ . \ . \ .$	25,074		450	24,624		
틀	20	Occupancy			0	51,242	0	
4		Travel, conferences, and meetings			0	0	138	
	22	Printing and publications			20,846	1,943	5,100	
Operating	23	Total operating and administrative expenses.	27,009		20,040	1,943	3,100	
9		Add lines 13 through 23	234,332		93,206	77,809	53,504	
ð	25	Contributions, gifts, grants paid	·		•		1,496,177	
	26	Total expenses and disbursements. Add lines 24 and	1,730,509		93,206	77,809	1,549,681	
		25						
	27	Subtract line 26 from line 12 Excess of revenue over expenses and disbursements	-207,775					
	a b	Net investment income (if negative, enter -0-)	-201,173		639,416			
	c	Adjusted net income (if negative, enter -0-)			, -	0		

Pa	rt II	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	(a) Book Value	(b) Boo		(c) F	aır Market Value
	1	Cash—non-interest-bearing	12,756	<u> </u>	16,90		16,907
	2	Savings and temporary cash investments	118,587		192,60	+	192,608
			110,507		172,00	╬—	
	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 ▶					
v.	8	Inventories for sale or use					
sets	9	Prepaid expenses and deferred charges					
А۶	10a	Investments—U S and state government obligations (attach schedule)					
	ь	Investments—corporate stock (attach schedule)	28,391,925	1	28,127,54	2	34,017,317
	С	Investments—corporate bonds (attach schedule)				+	
		Investments—land, buildings, and equipment basis					
		Less accumulated depreciation (attach schedule)					
	12	Investments—mortgage loans				+	
		Investments—other (attach schedule)				+	
		Land, buildings, and equipment basis - 711,289				+	
	14	Less accumulated depreciation (attach schedule) > 500,960	225,894	। এইন	210,32	٥	210,329
	4-		1,567,717		1,561,88		1,881,843
	15	Other assets (describe)	1,307,717	729	1,301,66	729	
	16	Total assets (to be completed by all filers—see the	20.216.070		20 100 27		26 210 004
		instructions Also, see page 1, item I)	30,316,879		30,109,27		36,319,004
	17	Accounts payable and accrued expenses	2,057		2,22	4	
	18	Grants payable				4	
Ittes	19	Deferred revenue				4	
≝		Loans from officers, directors, trustees, and other disqualified persons				_	
abi	21	Mortgages and other notes payable (attach schedule)				_	
_	22	Other liabilities (describe)				4	
	22	Tabel Habitaine (add lynna 17 Abyrrych 22)	2,057		2,22	4	
	23	Total liabilities (add lines 17 through 22)	2,037		2,22	7	
		,					
Ş		and complete lines 24 through 26 and lines 30 and 31.	20.655.676		20 447 00		
ЭCE	24	Unrestricted	28,655,676		28,447,90	_	
ilai	25	Temporarily restricted	1,659,146		1,659,14	-	
ä	26	Permanently restricted				4	
Fund Balances		Foundations that do not follow SFAS 117, check here					
E		and complete lines 27 through 31.					
ō	27	Capital stock, trust principal, or current funds				4	
Assets	28	Paid-in or capital surplus, or land, bldg , and equipment fund				_	
S S4	29	Retained earnings, accumulated income, endowment, or other funds				_	
t A	30	Total net assets or fund balances (see page 17 of the					
Net		ınstructions)	30,314,822		30,107,04	7	
	31	Total liabilities and net assets/fund balances (see page 17 of					
		the instructions)	30,316,879		30,109,27	1	
Pa	rt II	Analysis of Changes in Net Assets or Fund Balances					
1		Total net assets or fund balances at beginning of year—Part II, column	ı (a), lıne 30 (must a	gree			
		with end-of-year figure reported on prior year's return)		=	1		30,314,822
2		Enter amount from Part I, line 27a			2		-207,775
3		Other increases not included in line 2 (itemize)			3		0
4		Add lines 1, 2, and 3		_	4		30,107,047
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)—l		— ine 30 .	6		30,107,047
		·					

	the kind(s) of property sold (e g , renouse, or common stock, 200 shs M	' I P—Piirch	ase (c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a					
(e) Gross sales price	(f) Deprectation allowe (or allowable)	d (g) Cost or other bas			or (loss)
a	(or allowable)	plus expelise of sai	e	(e) plus (i)	mınus (g)
b					
С					
d					
е					
Complete only for assets	showing gain in column (h) and owne			(I) Gains (Col	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (over col (j), if any		col (k), but not Losses (fr	ess than -0-) o i om col (h))
<u>a</u>					
b					
d d					
e					
		If gain, also enter in Part I, line	2 7 Ì		
2 Capital gain net inco	me or (net capital loss)	If (loss), enter -0 - in Part I, lir		2	
3 Net short-term capit	ت al gaın or (loss) as defined in sectio:	ns 1222(5) and (6)			
•	Part I, line 8, column (c) (see instru		- 1 l		
in Part I, line 8	• • • • • • • • • • • • • • • • • • •		}	3	
Part V Qualification	Under Section 4940(e) for R	educed Tay on Net Inve	stmen:	<u> </u>	
"Yes," the foundation does r	ne section 4942 tax on the distributa not qualify under section 4940(e) Do	o not complete this part			┌ Yes ┌ No
	ount in each column for each year, so	ee page 18 of the instructions b	efore ma		
(a) Base penod years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use asse	ts	(d) Distributior (col (b) divided	
2012	1,231,269	30,540,2			0 04031
2011	1,134,849	30,000,3			0 03782
2010	1,025,090 2,118,901	27,545,8 24,634,5			0 03721
2008	1,901,645	30,668,9			0 06200
2 Total of line 1, colun	nn (d)		. 2		0 26337
·	ratio for the 5-year base period—div		"		
the number of years	the foundation has been in existence	e if less than 5 years	. 3		0 05267
4 Enter the net value of	of noncharitable-use assets for 2013	3 from Part X, line 5	. 4		33,647,5
5 Multiply line 4 by lin	e 3		. 5		1,772,3
6 Enter 1% of net inve	estment income (1% of Part I, line 2	7b)	. 6		6,3
7 Add lines 5 and 6.			. 7		1,778,7
8 Enter qualifying dist	ributions from Part XII, line 4		. 8		1,549,68
If line 8 is equal to o the Part VI instruction	r greater than line 7, check the box	ın Part VI, lıne 1b, and complet	e that pa	ırt usıng a 1% tax	rate See

	990-PF (2013) Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the inst	ructio		age 4
1a		ructio	ns)	
14	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		17	2,788
	here ► Tand 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-)			0
3	Add lines 1 and 2		12	2,788
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			0
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0		12	2,788
6	Credits/Payments			
а	2013 estimated tax payments and 2012 overpayment credited to 2013 6a 13,614			
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		13	,614
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached.			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10			826
11	Enter the amount of line 10 to be Credited to 2014 estimated tax 826 Refunded 11			0
	t VII-A Statements Regarding Activities	<u> </u>		
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did	_	Yes	No
	It participate or intervene in any political campaign?	1a		No
Ь	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials	10		110
	published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
	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?	2		No
	If "Yes," attach a detailed description of the activities.			
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	. з		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			
	By language in the governing instrument, or			
	By state legislation that effectively amends the governing instrument so that no mandatory directions			
	that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) MD			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney			
	General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	8b	Yes	
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	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.	10		No

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the			
	meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
	Website address ►RICHARDHENSONFOUNDATION ORG			
14	The books are in care of ▶DONNA ALTVATER Telephone no ▶(410)	742-	7057	
	Located at ►200 WEST MAIN STREET SALISBURY MD ZIP+4 ►21801			
4.5				
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			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over		Yes	No
	a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the			
	foreign country 🕨			
Pai	t 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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes V No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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)?			
	(6) A gree 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)			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations			
U	section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts,			
Ī	that were not corrected before the first day of the tax year beginning in 2013?	1c		No
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))			
а	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?			
	If "Yes," list the years 🕨 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2)			
	(relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2)			
	to all years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here			
	▶ 20, 20, 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at			
	any time during the year?			
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.).	3b		<u> </u>
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

Pai	rt VII-B	Statements Rega	rdii	ng Activities for	Wh	ich Form 4720	May	Be Required <i>(cont</i>	inue	d)	·	
5a	During the	e year did the foundation	рау	or incurany amoun	t to							
	(1) Carry	on propaganda, or other	WISE	attempt to influenc	e leg	ıslatıon (sectıon 49	45(e)) [?]	√ No			
(2) Influence the outcome of any specific public election (section 4955), or to	carı	ry				
on, directly or indirectly, any voter registration drive?							\ Yes \	√ No				
	(3) Provid	de a grant to an individua	al fo	travel, study, or oth	ners	ımılar purposes?		┌ Yes ि	√ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described											
	ın sec	tion 509(a)(1), (2), or (3), o	r section 4940(d)(2)? (s	ee instructions)		\ \ Yes \	√ No			
	(5) Provid	de for any purpose other	thar	n religious, charitabl	e, sc	ientific, literary, or						
	educa	tional purposes, or for t	he pi	revention of cruelty	to ch	ıldren or anımals?.		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											
С	If the ans	wer is "Yes" to question	5a(4), does the foundat	ion c	laım exemption fron	n the					
	tax becau	se it maintained expend	liture	responsibility for th	ne gr	ant?		 Yes	- No			
	If "Yes," a	ttach the statement requi	ired i	by Regulations sectio	n 53.	4945-5(d).						
6a	Did the fo	undation, during the yea	r, re	ceive any funds, dire	ectly	or indirectly, to pay	prer	niums on				
	a persona	I benefit contract?	٠.					\ \ Yes \	- No			
ь	Did the fo	undation, during the yea	r, pa	y premiums, directl	yorı	ndirectly, on a perso	onal I	benefit contract?		6b		No
		6b, file Form 8870.	•		•	,, ,						
7a		ne during the tax year, w	as t	he foundation a part	v to a	a prohibited tax shel	ter tı	ransaction? TYes	- No			
								the transaction?		7b		
								n Managers, Highly		Emp	love	es.
Pai	3 38 74 8 8 8	and Contractors		•		,				•		
1	List all off	icers, directors, trustees	s, fo	undation managers a	nd t	heir compensation (see i	nstructions).				
	(-) N		(b)	Title, and average		c) Compensation		(d) Contributions to	(e) E	xpens	se acc	ount,
	(a) Nai	ne and address	l de	hours per week evoted to position	(.	(f not paid, enter -0-)		mployee benefit plans deferred compensation			owanc	
See	A ddıtıonal	Data Table				- ,						
			ł									
2	Compensat	ion of five highest-paid	em	oloyees (other than	thos	e included on line 1-	-see	instructions). If none, e	nter "I	NONE.	•	
(a)	Name and	address of each employ	/ee	(b) Title, and aver	_			(d) Contributions to employee benefit	(e) i	ynen	se acc	ount
(u)		nore than \$50,000		hours per week		(c) Compensation	on	plans and deferred			owanc	
				devoted to positi	on			compensation				
DON	INA ALTVA	ATOR		EXECUTIVE		58	,187	0				0
	WEST MAI			DIRECTOR 35 00								
SAL	ISBURY, M	D 21801		33 00								
				1								
				1								
Tota	I number of	other employees paid o	ver	\$50,000 	. .			· · · · · >				0

Form 990-PF (2013)		Page /
Part VIII Information About Officers, Directors, True and Contractors (continued)	stees, Foundation Managers, Highly	Paid Employees,
3 Five highest-paid independent contractors for professional service	es (see instructions). If none, enter "NONE".	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional service	s	0
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year Include		Expenses
organizations and other beneficiaries served, conferences convened, research papers p	roduced, etc	Expenses
1		
2		
3		
Part IX-B Summary of Program-Related Investments	e (caa instructions)	
Describe the two largest program-related investments made by the foundation duri	-	A mount
1	,	
2		
All other program-related investments See page 24 of the instruction	ons	
3		
Total. Add lines 1 through 3		0

Form	n 990-PF (2013)	Page 8
Pa	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	
а	Average monthly fair market value of securities	3,685,825

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc ,		
_	purposes Average monthly fair market value of securities	1a	22 605 025
a	Average of monthly cash balances	1b	33,685,825 255,966
b	Fair market value of all other assets (see instructions)	1c	218,112
C	Total (add lines 1a, b, and c)		
d	Reduction claimed for blockage or other factors reported on lines 1a and	1d	34,159,903
е	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	34,159,903
			34,159,903
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see	4	E12 200
_	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	512,399
5			33,647,504
6	Minimum investment return. Enter 5% of line 5	6 atund	1,682,375
Par	certain foreign organizations check here F and do not complete this part.)	ating	iouiluations and
1	Minimum investment return from Part X, line 6	1	1,682,375
_ 2a	Tax on investment income for 2013 from Part VI, line 5 2a 12,788		
ь	Income tax for 2013 (This does not include the tax from Part VI) 2b		
c	Add lines 2a and 2b.	2c	12,788
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,669,587
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	1,669,587
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	1,669,587
			1,000,001
Par	Qualifying Distributions (see instructions)		
1	A mounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
а	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	1,549,681
b	Program-related investments—total from Part IX-B	1b	0
2	A mounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc ,		
	purposes	2	
3	A mounts set aside for specific charitable projects that satisfy the		
а	Suitability test (prior IRS approval required)	За	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,549,681
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		
	ıncome Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,549,681
	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating wheth the section 4940(e) reduction of tax in those years	ner the	foundation qualifies for

Distributed Income (see instructions) (a) (b) (c) (d)	For	m 990-PF (2013)				Page 9
Corpus Years pnor to 2012 2012 2013	P	art XIII Undistributed Income (see instru	uctions)			
1 Distributable amount for 2013 from Part XI, Inne 7 2 Undistributed income, if any, as of the end of 2013 6 Enter amount for 2012 only. 0 Total for prior years 20						
2 Undistributed income, if any, as of the end of 2013 a Enter amount for 2012 only. b Total for prory years 20 20 20 3 Excess distributions carryver, if any, to 2013 a From 2009. 5 From 2009. 5 From 2019. 6 From 2010. 7 Fordal of lines 3 a through e	1	Distributable amount for 2013 from Part XI, line 7	Corpus	rears prior to 2012	2012	
a Enter amount for 2012 only		· •				_,,
b Total for pnor years 20 20 20 3					0	
3 Excess distributions carryover, if any, to 2013 a From 2008. b From 2009. c From 2010. d From 2011. e From 2012. 7 Ford a fines 3 a through e. 315,860 3 Applied to 2012, but not more than line 2 a Applied to 2012, but not more than line 2 a Applied to 2012, but not more than line 2 a Applied to 2012, but not more than line 2 a Applied to 2013 distributions of corpus (Election required—see instructions). c Treated as distributions out of corpus (Election required—see instructions). d Applied to 2013 distributibate amount. e Remaining amount distributed out of corpus D Excess distributions curvivore applied to 2013 (If an amount appears in column (g), the same amount must be eshown in column (g). E Enter the net total of each column as inclicated below: a Corpus Add lines 3f, 4c, and 4e Subtract line 5 D Pronzy vers' undistributed income Subtract line 4b from line 2b. c Enter the amount of prony vers' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. d Subtract line 6c from line 6 Traxible amount—see instructions. d Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions. d Undistributed income for 2013 Subtract line 4a from line 2 a Taxable amount—see instructions. d Undistributed income for 2013 Subtract line 4a from line 2 a Taxable amount—see instructions. d Undistributed income for 2013 Subtract line 4a from line 2 a Tixable amount—see instructions. d Undistributed income for 2013 Subtract line 4a from line 2 a Tixable amount—see instructions. d Undistributed income for 2013 Subtract line 4a from line 1 This amount must be distributed in carryover from 2008 not applied on line 5 or line 7 (see instructions). d Excess from 2010. d Excess from 2010. d Excess from 2010. d Excess from 2010. d Excess from 2011. d Excess from 2011.				0		
a From 2009						
b From 2009	a	· ; ; · · · · .				
c From 2010	b					
d From 2011	6					
From 2012	d					
### Total of lines 3 at through e	e					
4 Qualifying distributions for 2013 from Part XII, Inte A ► \$ 1,590,681 a Applied to 2012, but not more than line 2a b Applied to undistributed income of prior years (Election required—see instructions). c Treated as distributions out of corpus (Election required—see instructions). d Applied to 2013 distributable amount. e Remaining amount distributed out of corpus 5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a),) 6 Enter the net total of each column as indicated below: a Corpus Add lines 3f, 4c, and 4e Subtract line 5 b Prior years' undistributed uncome Subtract line 4b from line 2b. C Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. d Subtract line 6c from line 61 Taxable amount —see instructions. d Undistributed income for 2013 Subtract line 4a from line 21 Taxable amount —see instructions. d Undistributed income for 2013 Subtract line 4a from line 21 Taxable amount see instructions. d Undistributed income for 2013 Subtract line 4a from line 21 Taxable amount see instructions. d Undistributed income for 2013 Subtract line 4a from line 21 Taxable amount see instructions. d Undistributed income for 2013 Subtract line 4a from line 21 Taxable amount see instructions. d Undistributed income for 2013 Subtract line 4a from line 21 Taxable amount see instructions. d Undistributed income for 2013 Subtract line 4a from line 21 Taxable amount see instructions. d Undistributed income for 2013 Subtract line 4a from line 21 Taxable amount see instructions. d Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount see instructions. d Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount see instructions. d Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount see in structions. d Undistributed income for 2013 Subtract line 2a from line 3b from line			315,860			
XII, line 4 \$\insert \frac{1}{2}\$ a Applied to 2012, but not more than line 2 a b Applied to undistributed income of prior years (Election required—see instructions). c Treated as distributions out of corpus (Election required—see instructions). d Applied to 2013 distributable amount. e Remaining amount distributed out of corpus 5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).) 6 Enter the net total of each column as indicated below: a Corpus Add lines 3f, 4c, and 4e Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b. c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. d Subtract line 6c from line 6b Taxable amount —see instructions. e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions. f Undistributed income for 2013 Subtract line 4a from line 2 a Taxable amount—see instructions. f Undistributed income for 2013 Subtract line 4a from line 6 Taxable amount—see instructions. f Undistributed income for 2013 Subtract line 4a from line 1. This amount must be distributed in 2014. 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170 (b)(1)(F) or 4942(g)(3) (see instructions). 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). 9 Excess from 2010. c Excess from 2010. c Excess from 2010. c Excess from 2011. c Excess from 2011. d Excess from 2012.						
a Applied to 2012, but not more than line 2a b Applied to undistributed income of prior years (Election required—see instructions)	-					
b Applied to undistributed income of prior years (Election required—see instructions). c Treated as distributions out of corpus (Election required—see instructions). d Applied to 2013 distributable amount. e Remaining amount distributed out of corpus 5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).) 6 Enter the net total of each column as indicated below: a Corpus Add lines 3f, 4c, and 4e Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b. c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. d Subtract line 6c from line 6b Taxable amount—see instructions. e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions. f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014. 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 17(b)(f)(F) or 4942(g)(3) (see instructions). 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6s. 10 Analysis of line 9 Excess from 2010. c Excess from 2011. d Excess from 2011.	а				0	
(Election required—see instructions). 0						
c Treated as distributions out of corpus (Election required—see instructions)	_			0		
A Applied to 2013 distributable amount.	c					
e Remaining amount distributed out of corpus 5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a),) 6 Enter the net total of each column as indicated below: a Corpus Add lines 3f, 4c, and 4e Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b		required—see instructions)	0			
Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a), b Enter the net total of each column as indicated below: a Corpus Add lines 3f, 4c, and 4e Subtract line 5 b Priory ears' undistributed income Subtract line 4b from line 2b. c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. d Subtract line 6c from line 6b Taxable amount—see instructions. e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions. f Undistributed income for 2013 Subtract lines 4a dand 5 from line 1 This amount must be distributed in 2014. 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(a)(3) (see instructions). 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). 9 Excess distributions carryover from 2014. Subtract lines 7 and 8 from line 6a. 10 Analysis of line 9 a Excess from 2010. c Excess from 2010. d Excess from 2011. d Excess from 2011.	d	Applied to 2013 distributable amount				1,549,681
(If an amount appears in column (d), the same amount must be shown in column (a).) 6 Enter the net total of each column as indicated below: a Corpus Add lines 3f, 4c, and 4e Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b. c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. d Subtract line 6c from line 6b Taxable amount—see instructions. e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions. f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014. 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). 9 Excess distributions carryover from 2014. Subtract lines 7 and 8 from line 6a. 10 Analysis of line 9 a Excess from 2009. 11 Excess from 2010. 12 Excess from 2011. 13 Excess from 2011. 14 Excess from 2012.	е	Remaining amount distributed out of corpus	0			
same amount must be shown in column (a).) 6 Enter the net total of each column as indicated below: a Corpus Add lines 3f, 4c, and 4e Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b	5	Excess distributions carryover applied to 2013	119,906			119,906
6 Enter the net total of each column as indicated below: a Corpus Add lines 3f, 4c, and 4e Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b		(If an amount appears in column (d), the				
indicated below: a Corpus Add lines 3f, 4c, and 4e Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b						
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b	6	Enter the net total of each column as				
b Prior years' undistributed income Subtract line 4b from line 2b						
line 4b from line 2b	а	Corpus Add lines 3f, 4c, and 4e Subtract line 5	195,954			
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	b	'				
income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				0		
been issued, or on which the section 4942(a) tax has been previously assessed	C					
tax has been previously assessed						
d Subtract line 6c from line 6b Taxable amount —see instructions				0		
— See Instructions	d	· · · · · · · · · · · · · · · · · · ·				
4a from line 2a Taxable amount—see instructions		—see instructions		0		
Instructions	е	Undistributed income for 2012 Subtract line				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014					0	
Innes 4d and 5 from line 1 This amount must be distributed in 2014	_	1			0	
be distributed in 2014	f					
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)						0
corpus to satisfy requirements imposed by section 170 (b)(1)(F) or 4942(g)(3) (see instructions)	7	,				
Instructions)	-					
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9 a Excess from 2009 195,954 b Excess from 2010 c Excess from 2011 d Excess from 2012		section 170(b)(1)(F) or 4942(g)(3) (see	0			
applied on line 5 or line 7 (see instructions)			0			
9 Excess distributions carryover to 2014. 195,954 Subtract lines 7 and 8 from line 6a 195,954 10 Analysis of line 9 Excess from 2009 195,954 b Excess from 2010 Excess from 2011 195,954 c Excess from 2011 195,954 195,954	8	, , , , , , , , , , , , , , , , , , ,	0			
Subtract lines 7 and 8 from line 6a	_	· · ·	-			
10 Analysis of line 9 a Excess from 2009 195,954 b Excess from 2011	9	,	195,954			
a Excess from 2009	10		,			
b Excess from 2010		· · · · · · · · · · · · · · · · · · ·				
c Excess from 2011 d Excess from 2012						
d Excess from 2012						

_P	art XIV Private Operating Four	ndations (see ır	nstructions and P	art VII-A, questic	on 9)	
a	If the foundation has received a ruling or d		•		-	
	foundation, and the ruling is effective for 2	•	_			
	Check box to indicate whether the organization		perating foundation		n l 4942(j)(3) c	r 4942(j)(5)
2a	Enter the lesser of the adjusted net income from Part I or the minimum	Tax year		Prior 3 years		(e) Total
	investment return from Part X for each	(a) 2013	(b) 2012	(c) 2011	(d) 2010	. ,
	yearlisted					
	85% of line 2a					
С	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					
а	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3					
	of minimum investment return shown in Part X, line 6 for each year listed					
C	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest,					
	dividends, rents, payments					
	on securities loans (section					
	512(a)(5)), or royalties) (2) Support from general public					
	and 5 or more exempt					
	organizations as provided in					
	section 4942(j)(3)(B)(iii) (3) Largest amount of support					
	from an exempt organization					
	(4) Gross investment income					
Pa	rt XV Supplementary Information		•	the organization	on had \$5,000 o	or more in
	assets at any time during Information Regarding Foundation Manage	•	instructions.)			
а	List any managers of the foundation who ha		re than 2% of the t	total contributions re	eceived by the foun	dation
	before the close of any tax year (but only i	f they have contrib	uted more than \$5,	,000) (See section	507(d)(2))	
b	List any managers of the foundation who ov	vn 10% or more of	the stock of a corn	poration (or an equal	ly large portion of t	he
	ownership of a partnership or other entity)				. •	
	Information Regarding Contribution, Grant	Gift Loan Schol	arshin etc Progra	me:		
	Check here I if the foundation only male				and door not accou	^+
	unsolicited requests for funds. If the found	ation makes gifts,	grants, etc (see in	structions) to indivi	duals or organization	ons under
	other conditions, complete items 2a, b, c,	- :	•	•	-	
a	The name, address, and telephone number	or e-mail address	of the person to w	hom applications sh	ould be addressed	
	DONNA ALTVATER PO BOX 151					
	SALISBURY, MD 21803					
	(410) 742-7057					
b	The form in which applications should be s			-	de	
_	· · · · · · · · · · · · · · · · · · ·	OULD INCLUDE S	JOHNAKT OF SCO	I L/ACTS		
	Any submission deadlines NONE					
d	Any restrictions or limitations on awards,	such as by geogra	phical areas, charit	table fields, kinds of	institutions, or oth	er
	factors					
	NO					

Part XV Supplementary Inform 3 Grants and Contributions Paid	l During the Year or An	roved for E	uture Payment	
	If recipient is an individual,			
Recipient Name and address (home or business)	show any relationship to any foundation manager	Foundation status of recipient	Purpose of grant or contribution	A mount
a Paid during the year	or substantial contributor			
See Additional Data Table				
Takal			b. 20	1 406 17
Total	<u> </u>	<u></u>	▶ 3a	1,496,17
	1			
		1	h- 21-	+

Form 990-PF	(2013) Analysis of Income-Produci	na Activitio				Page 1 2
	mounts unless otherwise indicated		usiness income	Excluded by sectio	n 512, 513, or 514	(e)
-	ervice revenue	(a) Business code	(b) A mount	(c) Exclusion code	(d) A mount	Related or exempt function income (See instructions)
b						
f						
2 Membersh 3 Interest of	d contracts from government agencies hip dues and assessments. on savings and temporary cash ents			14	48	
5 Net rental	and interest from securities l I income or (loss) from real estate anced property			14	732,574	
6 Net renta	t-financed property l I income or (loss) from personal					
8 Gain or (lo	estment income					733,07
10 Gross pro	ne or (loss) from special events fit or (loss) from sales of inventory.					
	enue a FACILITIES COST REIMB NEOUS					56,757 278
c d						
13 Total. Add	Add columns (b), (d), and (e) d line 12, columns (b), (d), and (e)			:	732,622 13	
	Relationship of Activities to		plishment of E	xempt Purpos	es	
Line No.	Explain below how each activity for whice the accomplishment of the foundation's instructions)	h income is re	ported ın column ((e) of Part XVI-A c	ontributed importa	
	HE FOUNDATION PROVIDES OFFICE ELOW THE CURRENT FAIR MARKET VA				T A MINIMAL CO	ST WHICH IS

Form 99	90-PF	(2013)									Рa	ge 1 3
Part	XVII	Information R Noncharitable				ınsa	ctions	and R	elationships With			
sec	tion 5	01(c) of the Code (oth			in any of the following 01(c)(3) organizations						Yes	No
_	anızat											
		• -			:harıtable exempt orgaı					1-(1)		No
										1a(1) 1a(2)	1	No
		nsactions								14(2)		140
			aritable exe	mpt o	rganization.					16(1)		No
												No
					· -							No
										1b(4)		No
										1b(5)		No
												No
			-		-							No
d If th	ne ans	wer to any of the above	e ıs "Yes,"	compl	ete the following sched	dule C	Column (b) sho	uld always show the fair ma eceived less than fair mark	arket va		
									assets, or services receiv		=	
(a) Line	No	(b) Amount involved	(c) Name	of nonc	harıtable exempt organızatıd	on _	(d) Des	cription	of transfers, transactions, and sh	arıng arra	ingeme	nts
			<u> </u>			+						
	-+		 			+						
						+						
						+						
			<u> </u>			\bot						
	_					+						
			<u> </u>			+						
	\dashv		+			+						
			 			+						
			<u> </u>			\dashv						
des	cribed		he Code (of schedule		with, or related to, one on an section 501(c)(3)) (b) Type of organ	orın	section!				es F	7 _{No}
Sign Here	the bas		and belief, i	ıt ıs tr	ue, correct, and comple	ete D			panying schedules and sta eparer (other than taxpaye May the		ıcıary)	IS
		Signature of officer or t	 trustee		Date		- 🕨 ㅠ	tle	with the	preparer s	hown belo	ow
	'	Print/Type preparer's		Prens	arer's Signature		ate		Check if self- PTIN	•	·	<u> </u>
Paid Prepa	arer	JOHN M STERN CF							employed ▶ P	00000	490	
Use Only		Firm's name ▶	PKS &	сом	PANY PA				Firm's EIN ► 52-122498	6		
Cilly		Fırm's address ▶	РО ВО	X 72	SALISBURY, MD 21	8030	072		Phone no (410) 546-56	00		

Form 990PF Part VIII Line 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
GORDON D GLADDEN	TRUSTEE	0	0	0
200 WEST MAIN STREET SALISBURY,MD 21801	0 00			
STEVEN R FARROW	TRUSTEE	0	0	0
200 WEST MAIN STREET SALISBURY,MD 21801	0 00			
THOMAS L TRICE IV	VICE	0	0	0
200 WEST MAIN STREET SALISBURY,MD 21801	CHAIRMAN/TREASURER 0 00			
JON P SHERWELL	TRUSTEE	0	0	0
200 WEST MAIN STREET SALISBURY,MD 21801	0 00			
THOMAS H EVANS	SECRETARY	0	0	0
200 WEST MAIN STREET SALISBURY,MD 21801	0 00			
VICTOR H LAWS III	TRUSTEE	0	0	0
200 WEST MAIN STREET SALISBURY,MD 21801	0 00			
GREGORY J OLINDE	CHAIRMAN	0	0	0
200 WEST MAIN STREET SALISBURY, MD 21801	0 00			

Form 990PF Part XV Line 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	Foundation status of recipient	Purpose of grant or contribution	A mount
· · · · · · · · · · · · · · · · · · ·	or substantial contributor			
a Paid during the year				
COMMUNITY PLAYERS OF SALISBURY 5109 NUTTERS CROSS ROAD SALISBURY, MD 21804			OPERATING EXPENSES	150,000
BIG BROTHERSBIG SISTERS 1915 N SALISBURY BLVD SALISBURY,MD 21801			OPERATING EXPENSES	10,000
DELMARVA COUNCIL BOY SCOUTS OF AMERICA 31976 RUSHMORE DRIVE PARSONSBURG,MD 21849			SUSTAINING MEMBERSHIP	73,241
HABITAT FOR HUMANITY 609 SHILOH ST SALISBURY,MD 21804			OPERATING EXPENSES	10,000
JUNIOR ACHIEVEMENT OF THE EASTERN SHORE 200 W MAIN STREET SALISBURY, MD 21801			OPERATING EXPENSES	20,453
OTHER VARIOUS SALISBURY,MD 21801			OPERATING EXPENSES	9,850
PENINSULA REGIONAL MEDICAL CENTER 100 E CARROLL STREET SALISBURY, MD 21801			CAPITAL CONTRIBUTION	250,000
SALISBURY JUNIOR CHAMBER OF COMMERCE PO BOX 404 SALISBURY,MD 21801			OPERATING EXPENSES	1,000
SALISBURY UNIVERSITY FOUNDATION 1308 CAMDEN AVENUE SALISBURY,MD 21801			CAPITAL CONTRIBUTION	200,000
SALISBURY ZOOLOGICAL PARK 755 SOUTH PARK DRIVE SALISBURY,MD 21802			OPERATING EXPENSES	75,000
SNOW HILL CHRISTIAN NURSERY SCHOOL PO BOX 112 SNOW HILL,MD 21863			OPERATING EXPENSES	1,000
UNITED WAY OF THE EASTERN SHORE 213 W MAIN STREET SALISBURY, MD 21801			ANNUAL CAMPAIGN	1,000
UNIVERSITY SYSTEM OF MARYLAND FOUNDATION INC (FBO UMES) UMES BOULEVARD PRINCESS ANNE, MD 21853			SCHOLARSHIP FUND	2,000
WOR WIC COMMUNITY COLLEGE FOUNDATION 32000 CAMPUS DRIVE SALISBURY, MD 21804			CAPITAL CONTRIBUTION	200,000
CAL RIPKEN SR FOUNDATION 1427 CLARKVIEW ROAD SUITE 100 BALTIMORE,MD 21209			OPERATING EXPENSES	25,000
Total				1,496,177

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	A mount
Name and address (home or business)	any foundation manager or substantial contributor	recipient		
a Paid during the year				
LOWER SHORE CLINIC 505 EAST MAIN STREET SALISBURY, MD 21804			CAPITAL EXPENSES	150,000
MAC SENIOR CENTER 4767 SNOW HILL ROAD SALISBURY,MD 21804			OPERATING EXPENSE	25,000
MARYLAND FOOD BANK 28500 OWENS BRANCH ROAD SALISBURY, MD 21801			OPERATING EXPENSES	12,500
YMCA OF THE CHESAPEAKE PO BOX 3296 SALISBURY,MD 218023296			CAPITAL CAMPAIGN	260,000
COMMUNITY FOUNDATION OF THE EASTERN SHORE 1324 BELMONT AVE SALISBURY, MD 21804			OPERATING EXPENSES	5,133
VILLAGE OF HOPE 1001 LAKE STREET SALISBURY,MD 21804			OPERATING EXPENSES	5,000
CHESAPEAKE HOUSING 30754 FOXCHASE DR SALISBURY,MD 21801			OPERATING EXPENSES	10,000
Total				1,496,177

efile GRAPHIC print - DO NOT PROCESS | As Filed Data -DLN: 93491114001094 **Depreciation and Amortization** (Including Information on Listed Property)

Department of the Treasury Internal Revenue Service (99) OMB No 1545-0172

Attachment Sequence No **179**

► See separate instructions. ► Attach to your tax return.

	ne(s) shown on return RICHARD A HENSON	N FOUNDATION	NINC		or activity to w 0-PF PAGE 1	hich this forn	n relates		Identifying number
									52-1642558
Pa		To Expense (
		ou have any li				ore you con	plete Part I.	l .	
1	Maximum amount (se	•						1	500,000
2								2	
3	Threshold cost of se		-		-	tructions)		3	2,000,000
4	Reduction in limitation	n Subtract line	3 from line 2	If zero or le	ss, enter -0-			4	
5	Dollar limitation for t	•			-		ed		
	filing separately, see	instructions	· · · · ·		· · · · ·		<u> </u>	5	
6	(a) [Description of pr	operty		(b) Cost (bu		(c) Elected	cost	
7	Listed property Enter	the amount from	ılıne 29 🔒			. 7			
8	Total elected cost of	section 179 pro	operty Add am	nounts ın co	lumn (c), lınes	6 and 7 •		8	
9	Tentative deduction	Enter the small	er of line 5 or l	ıne 8 · ·				9	
10	Carryover of disallow	ed deduction fro	om line 13 of y	our 2012 Fo	orm 4562 •			10	
11	Business income lim	itation Enter the	e smaller of bu	siness inco	me (not less th	nan zero) or lı	ne 5 (see		
	ınstructions) •							11	
12	Section 179 expense	e deduction Add	d lines 9 and 1	0, but do no	t enter more th	nan line 11		12	
	Carryover of disallowed					.▶ 13			
	e: Do not use Part .					se Part V.			
							include listed	proper	ty) (See instructions)
14	Special depreciation	allowance for qu	ualified propert	y (other tha	n listed proper	ty) placed ın	service during		
	the tax year (see ins	tructions) •						14	
15	Property subject to s	ection 168(f)(1) election					15	
16	O ther depreciation (i	ncluding ACRS)						16	24,085
	· · · · · · · · · · · · · · · · · · ·	preciation (I							,
	<u> </u>			Sec	ction A		•		
17	MACRS deductions f	or assets placed	d in service in	tax years be	eginning before	2013		17	524
18	If you are electing to	group any asse	ts placed in se	rvice during	g the tax year i	nto one or mo	re general		
	asset accounts, chec	ckhere					▶□		
	Section B—Asse	ets Placed in	Service Du	ıring 201	3 Tax Year	Using the	General De	preci	ation System
(a) Classification of property	(b) Month and year placed in service	(business/in use	ation vestment	(d) Recovery period	(e) Convent	ion (f) Meth	nod	(g)Depreciation deduction
10-	2 .uanr n======		only—see ins	tructions)		-			
	3-year property 5-year property			+					
	7-year property		See A	dd'I Data					
	10-year property		300 /4	uu i Dutu					
	15-year property								
f	20-year property								
g	25-year property				25 yrs		S/L		
h	Residential rental				27 5 yrs	ММ	S/L		
	property				27 5 yrs	ММ	S/L		
Ιi	Nonresidential real				39 yrs	ММ	S/L		
	property					MM	S/L		
		n C—Assets Plac	ced in Service I	During 2013	Tax Year Using	the Alterna		on Syst	tem
	Class life						S/L		
	12-year				12 yrs		S/L		
	40-year	. (600	tions \		40 yrs	MM	S/L		
		y (see instruc						34	
	_isted property Enter a							21	
22	Fotal. Add amounts fro								<u> </u>
	here and on the appro						ructions • •	22	25,075
	For assets shown abov portion of the basis att				year, enter the	. 23			

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A—Depre	ciation a	<u>nd Other I</u>	<u>nforma</u>	tion (C	aution	: See	the i	<u>instruc</u>	tions i	for lim	nits i	or pa	isseng	er au	tomol	oiles.)
24a Doyou have evider	nce to support	the business/in	vestment ι	ise claime	d? F Yes	Гио		2	4b If "Y	es," is t	the ev	ıdence	written?	Гүе	s F N	0
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	Cost o	i) r other sıs	(busines	(e) r depreca ss/investr e only)		(f) Recover period	y Me	(g) thod/ /ention		(h Deprec dedu	iation/		(i) Electe section cost	179
25 Special depreciation allo 50% in a qualified busi	•		erty placed	in service (during the	tax year	and u	ısed mor	e than	25						
6 Property used more	e than 50%	ın a qualıfıed	business	use						-				<u> </u>		
		%														
		% %									+					
7 Property used 50%	orless in a		siness us	<u> </u>	<u>I</u>			l			<u> </u>					
' '		%							S/L -							
		% %							S/L - S/L -		+					
28 Add amounts in co	l olumn (h), lır	,,,	jh 27 En	ter here a	and on li	ne 21,	page	1	28							
29 Add amounts in co	olumn (ı), lın	e 26 Enterh	ere and c	n line 7,	page 1								29			
			ction B									•				
complete this section														o vobic	loc	
you provided vehicles to					a)		пеес а b)	Пехсер	(c)	ompieun 	ig triis (C		_	e)		f)
30 Total business/inv year (do not inclu			ring the •	Vehi	•	Vehi		V	ehicle	3 \	V ehi	-	Vehi	-		icle 6
31 Total commuting i	mıles drıven	during the ye	ear .													
32 Total other persor	nal(noncomn	nuting) miles	drıven													
33 Total miles driven	during the y	ear Add line	s 30													
34 Was the vehicle a	vailable for r	ersonal use	•	Yes	No	Yes	No	Yes	s N	lo Y	es	No	Yes	No	Yes	No
during off-duty ho					1	1	1	+							1	+
35 Was the vehicle up owner or related p	sed primarily	by a more t	han 5%													
36 Is another vehicle		r personal us	se? .													1
Section	on C—Que	stions for	Emplo	yers W	ho Pro	vide \	Vehi	cles 1	or Us	e by	The	ir Er	nploy	ees		
nswer these questio % owners or related				eption to	comple	tıng Se	ction	B for v	ehicles	s used	by e	mploy	ees wh	o are 1	not mo	re thar
37 Do you maintain a employees?	written poli	y statement	that prof	nibits all	personal	use of	vehi	cles, ın	cluding	comn	nutın	g, by	your	Y	es	No
														<u> </u>		
38 Do you maintain a employees? See t												your •				
39 Do you treat all us	se of vehicle	s by employe	es as pe	rsonal us	e?											
40 Do you provide movehicles, and reta				oyees, ol	btaın ınfo	ormatio	n froi	m your	employ	ees al	bout	the us	se of			
41 Do you meet the r				automobi	le demor	nstratio	n us	e? (See	ınstru	ctions) .					
Note: If your answ	ver to 37.38	.39.40.or4	I1 ıs "Ye	s." do no	t comple	te Sect	tion E	· 3 for the	cover	ed veh	ncles	5				
	rtization	<u>, , , , , , , , , , , , , , , , , , , </u>		<u>, </u>	•											
		(b)			-\			(4)		(e)				(f)		
(a) Description of c	costs	Date amortizatio begins	n	A mort amo	ızable			(d) Code ection		nortiza period ercenta	or			rtızatı hıs ye		
42 A mortization of co	sts that bec	ins during yo	ur 2013	tax year	(see ins	truction	ns)									
	T	3,7-		•	<u> </u>	T	•									
									-							
43 Amortization of co	sts that bec	an before yo	ur 2013 1	tax year							43					
44 Total Add amoun	_	•		-	ere to re	nort				<u> </u>	44					

Additional Data

Software ID: Software Version:

EIN: 52-1642558

Name: THE RICHARD A HENSON FOUNDATION INC

Form 4562, Part III, Line 19, Section B—Assets Placed in Service During 2013 Tax Year Using the General Depreciation System:

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g)Depreciation deduction
c 7-year property		8,276	7 0	HY	200 DB	296
c 7-year property		1,587	7 0	HY	200 DB	170

TY 2013 Accounting Fees Schedule

Name: THE RICHARD A HENSON FOUNDATION INC

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	11,960	10,764	0	1,196

DLN: 93491114001094

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Depreciation Schedule

Name: THE RICHARD A HENSON FOUNDATION INC

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
STOVE	2003-10-07	520	520	200DB	7 00000000000	0	0	0'	
PHONE SYSTEM	2013-11-25	8,276		200DB	7 00000000000	296	0	99	
STOVE	2013-07-16	1,587		200DB	7 00000000000	170	0	94	
FURNITURE AND FIXTURES	2012-12-31	117,281	117,023	200DB	7 000000000000	74	0	258	
LEASEHOLD IMPROVEMENTS	1992-12-31	479,701	311,558	SL	31 5000000000000	15,229	0	15,229	
LEASEHOLD IMPROVEMENTS	2012-12-31	26,249	11,228	SL	15 000000000000	1,750	0	1,750	
LEASEHOLD IMPROVEMENTS	2012-12-31	74,367	33,587	SL	10 000000000000	7,106	0	7,106	
DELL FINANCIAL SERVICES	2003-04-02	1,139	1,139	200DB	5 000000000000	0	0	0	
ADVANCED MICROCOMPUTER	2005-08-31	1,322	1,322	200DB	5 000000000000	0	0	0	
COMPUTER HILYARDS	2012-04-05	1,367	205	200DB	5 00000000000	273	0	273	
OFFICE EQUIPMENT	2012-12-31	9,530	9,001	200DB	5 00000000000	177	0	177	

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DLN: 93491114001094

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Gain/Loss from Sale of Other Assets Schedule

Name: THE RICHARD A HENSON FOUNDATION INC

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
VANGUARD	2012-04	PURCHASED	2013-02		10,000	9,115		0	885	
VANGUARD		PURCHASED			1,675,919	1,274,898		0	401,021	
VANGUARD - CAPITAL GAIN DISTRIBUTIONS		PURCHASED			331,171			0	331,171	

TY 2013 Investments Corporate Stock Schedule

Name: THE RICHARD A HENSON FOUNDATION INC

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VANGUARD	28,058,686	33,948,461
MISC PARTNERSHIPS	68,856	68,856

TY 2013 Land, Etc. Schedule

Name: THE RICHARD A HENSON FOUNDATION INC

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
PHONE SYSTEM	8,276	296	7,980	
STOVE	1,587	170	1,417	
FURNITURE AND FIXTURES	117,281	117,097	184	
LEASEHOLD IMPROVEMENTS	479,701	326,787	152,914	
LEASEHOLD IMPROVEMENTS	26,249	12,978	13,271	
LEASEHOLD IMPROVEMENTS	74,367	40,693	33,674	
DELL FINANCIAL SERVICES	1,139	1,139	0	
ADVANCED MICROCOMPUTER	1,322	1,322	0	
COMPUTER HILYARDS	1,367	478	889	

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TY 2013 Other Assets Schedule

Name: THE RICHARD A HENSON FOUNDATION INC

Description	Beginning of Year -	End of Year - Book	End of Year - Fair
	Book Value	Value	Market Value
BOY SCOUT ENDOWMENT FUND	1,567,717	1,561,885	1,881,843

TY 2013 Other Expenses Schedule

Name: THE RICHARD A HENSON FOUNDATION INC

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SUPPLIES	2,948	251	1,943	754
MISCELLANEOUS	3,517	879	0	2,638
TELEPHONE AND FAX	708	531	0	177
POSTAGE AND PRINTING	2,069	538	0	1,531
REPAIRS AND MAINTENANCE	18,647	18,647	0	0

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TY 2013 Other Income Schedule

Name: THE RICHARD A HENSON FOUNDATION INC

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FACILITIES COST REIMB	56,757		56,757
MISCELLANEOUS	278		278

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TY 2013 Other Professional Fees Schedule

Name: THE RICHARD A HENSON FOUNDATION INC

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	45,456	45,456	0	0

TY 2013 Taxes Schedule

Name: THE RICHARD A HENSON FOUNDATION INC

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	9,813	0	0	0
PAYROLL TAXES	4,572	1,143	0	3,429