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Form 990-PF



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 www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation MEAD FAMILY FOUNDATION C/O INTENTIONAL PHILANTHROPY LLC		A Employer identification number 52-1646030	
Number and street (or P O box number if mail is not delivered to street address) 3 BETHESDA METRO CENTER NO 350		B Telephone number (see instructions) (301) 761-4433	
City or town, state or province, country, and ZIP or foreign postal code BETHESDA, MD 20814		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ 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 (<i>from Part II, col. (c), line 16</i>)▶\$ 21,297,601		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (<i>Part I, column (d) must be on cash basis.</i>)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	1,400,000			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	98	98		
	4 Dividends and interest from securities.	390,973	390,973		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	917,157			
	b Gross sales price for all assets on line 6a 4,753,361				
	7 Capital gain net income (from Part IV, line 2) . . .		917,157		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	 49,853	49,853		
	12 Total. Add lines 1 through 11	2,758,081	1,358,081		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	 3,840	1,920		1,920
	c Other professional fees (attach schedule)	 179,406	67,409		111,997
	17 Interest	138	138		0
	18 Taxes (attach schedule) (see instructions)	 13,269	7,533		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy	240	0		240
	21 Travel, conferences, and meetings	26,979	0		26,979
	22 Printing and publications				
	23 Other expenses (attach schedule).	 31,815	27,475		4,340
	24 Total operating and administrative expenses. Add lines 13 through 23	255,687	104,475		145,476
	25 Contributions, gifts, grants paid	737,000			737,000
	26 Total expenses and disbursements. Add lines 24 and 25	992,687	104,475		882,476
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	1,765,394			
	b Net investment income (if negative, enter -0-)		1,253,606		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		63,500	63,500
	2	Savings and temporary cash investments	1,206,454	953,375	953,375
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	1,405,839	 1,417,337	1,420,109
	b	Investments—corporate stock (attach schedule)	12,846,554	 14,892,419	17,089,618
	c	Investments—corporate bonds (attach schedule).	0	 53,474	56,664
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,439,033	 467,925	879,329
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)	 12,281	 835,006	 835,006
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	16,910,161	18,683,036	21,297,601
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
Net Assets or Fund Balances	22	Other liabilities (describe ▶ _____)	 0	 7,527	
	23	Total liabilities (add lines 17 through 22)	0	7,527	
		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	16,910,161	18,675,509	
	30	Total net assets or fund balances (see page 17 of the instructions)	16,910,161	18,675,509	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	16,910,161	18,683,036	

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	16,910,161
2	Enter amount from Part I, line 27a	2	1,765,394
3	Other increases not included in line 2 (itemize) ▶ 	3	21
4	Add lines 1, 2, and 3	4	18,675,576
5	Decreases not included in line 2 (itemize) ▶ 	5	67
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	18,675,509

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)
1 a	SCHWAB #2635 LONG-TERM SALES			
b	SCHWAB #6608 SHORT-TERM SALES			
c	SCHWAB #6608 LONG-TERM SALES			
d	PRINCETON FUTURES FUND LP - LOSS ON FINAL DISPOSITON	P		
e	CAPITAL GAINS DIVIDENDS	P		

(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 253,850		245,578	8,272
b 694,035		700,077	-6,042
c 3,657,937		2,890,406	767,531
d		143	-143
e 147,539			147,539

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			8,272
b			-6,042
c			767,531
d			-143
e			147,539

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	917,157
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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 page 18 of 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	905,949	17,520,478	0 051708
2011	861,916	17,793,747	0 048439
2010	894,070	16,945,480	0 052762
2009	561,651	15,117,666	0 037152
2008	1,104,942	18,863,966	0 058574

2	Total of line 1, column (d).	2	0 248635
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 049727
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	19,396,361
5	Multiply line 4 by line 3.	5	964,523
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	12,536
7	Add lines 5 and 6.	7	977,059
8	Enter qualifying distributions from Part XII, line 4.	8	882,476

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

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	25,072
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	25,072
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	25,072
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	10,500
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	30,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	40,500
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.	8	25
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	15,403
11	Enter the amount of line 10 to be Credited to 2014 estimated tax 15,403 Refunded	11	0

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b	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
	<i>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.</i>			
c	Did the foundation file Form 1120-POL for this year?	1c		No
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?	2		No
	<i>If "Yes," attach a detailed description of the activities.</i>			
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	Yes	
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
	<i>If "Yes," attach the statement required by General Instruction T.</i>			
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? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	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? <i>If "No," attach explanation.</i>	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)? <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i> 	10	Yes	

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		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 N/A				
14	The books are in care of INTENTIONAL PHILANTHROPY LLC Telephone no (301) 761-4433 Located at 3 BETHESDA METRO CENTER SUITE 350 BETHESDA MD ZIP+4 20814			
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 a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (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? (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) 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).			
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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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		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))			
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? 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 , 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		
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

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1)

Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

Yes

No

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

Yes

No

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

Yes

No

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).

Yes

No

(5)

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

Yes

No

b

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

5b

Organizations relying on a current notice regarding disaster assistance check here.

c

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

Yes

No

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

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes

No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

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

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes

No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII

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

1

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

2

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

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

Total

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

0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
INTENTIONAL PHILANTHROPY LLC	FOUNDATION MGMT	111,997
3 BETHESDA METRO 350 BETHESDA,MD 20814		
HIGHLINE WEALTH MANAGEMENT	INVESTMENT ADVISOR	67,409
ONE PRESERVE PARKWAY 610 ROCKVILLE,MD 20852		
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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3	0

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	17,552,929
b	Average of monthly cash balances.	1b	413,546
c	Fair market value of all other assets (see instructions).	1c	1,725,262
d	Total (add lines 1a, b, and c).	1d	19,691,737
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	19,691,737
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	295,376
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	19,396,361
6	Minimum investment return. Enter 5% of line 5.	6	969,818

Part XI

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

1	Minimum investment return from Part X, line 6.	1	969,818
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	25,072
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	25,072
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	944,746
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	944,746
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	944,746

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	882,476
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	882,476
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	882,476
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				944,746
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			0	
b Total for prior years 20__ , 20__ , 20__		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.	180,025			
b From 2009.				
c From 2010.	61,113			
d From 2011.				
e From 2012.	49,165			
f Total of lines 3a through e.	290,303			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 882,476				
a Applied to 2012, but not more than line 2a			0	
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.				882,476
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).)	62,270			62,270
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	228,033			
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 instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . .	117,755			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	110,278			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .	61,113			
c Excess from 2011. . . .				
d Excess from 2012. . . .	49,165			
e Excess from 2013. . . .				

Part XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2013	(b) 2012	(c) 2011	(d) 2010	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed.					
d	Amounts included in line 2c not used directly for active conduct of exempt activities.					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3	Complete 3a, b, or c for the alternative test relied upon.					
a	"Assets" alternative test—enter					
	(1) Value of all assets.					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization.					
	(4) Gross investment income.					

Part XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

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

MEAD FAMILY FOUNDATION
3 BETHESDA METRO CENTER 350
BETHESDA, MD 20814
(301) 761-4433

b

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

PLEASE CONTACT ORGANIZATION AT ABOVE ADDRESS FOR "GUIDELINES FOR PROPOSALS" FOR MORE INFORMATION

c

Any submission deadlines

PROPOSALS BY MARCH 15TH

d

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

PLEASE CONTACT ORGANIZATION AT ABOVE ADDRESS FOR "GUIDELINES FOR PROPOSALS" FOR MORE INFORMATION
OTHER SOLICITED GRANTS ARE AWARDED THROUGH A THIRD GENERATION BOARD DEVELOPMENT PROGRAM

Part XV

Supplementary Information (continued)

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

Recipient	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	737,000
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

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
ELIZABETH MEAD	PRESIDENT/TREASURER 2 00	0	0	0
3 BETHESDA METRO CENTER 350 BETHESDA, MD 20814				
DIANA MEAD	VICE PRES/SECRETARY 2 00	0	0	0
3 BETHESDA METRO CENTER 350 BETHESDA, MD 20814				
MARILYN MEAD	DIRECTOR 0 00	0	0	0
3 BETHESDA METRO CENTER 350 BETHESDA, MD 20814				
RITA BERG	DIRECTOR 0 00	0	0	0
3 BETHESDA METRO CENTER 350 BETHESDA, MD 20814				
CHRISTELLE SIOHAN	DIRECTOR 0 00	0	0	0
3 BETHESDA METRO CENTER 350 BETHESDA, MD 20814				
JONATHAN STAUB	DIRECTOR 0 00	0	0	0
3 BETHESDA METRO CENTER 350 BETHESDA, MD 20814				
WANDA STAUB	DIRECTOR 0 00	0	0	0
3 BETHESDA METRO CENTER 350 BETHESDA, MD 20814				
WILLIAM TUEGEL	DIRECTOR 0 00	0	0	0
3 BETHESDA METRO CENTER 350 BETHESDA, MD 20814				

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 any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ASSOCIATION OF ARTISTS AND CRAFTSMEN OF PORTER COUNTY 115 S 4TH STREET CHESTERTON,IN 46304	NONE		DISCRETIONARY GRANT TO SUPPORT DEVELOPMENT AND FUNDRAISING ACTIVITIES OF THE ASSOCIATION OF ARTISTS AND CRAFTSMEN OF PORTER COUNTY	10,000
BALTIMORE SAFE AND SOUND CAMPAIGN 2 EAST READ STREET THIRD FLOOR BALTIMORE,MD 21202	NONE		TO SUPPORT THE MD OUT OF SCHOOL TIME NETWORK TO HELP PROMOTE HEALTHY LIFESTYLES THROUGH AFTER-SCHOOL AND SUMMER OPPORTUNITIES FOR ALL YOUNG PEOPLE	25,000
CHILD'S PLAY 8040 161ST AVENUE NE PMB 418 REDMOND,WA 98052	NONE		DISCRETIONARY GRANT TO SUPPORT CHILD'S PLAY MISSION TO IMPROVE THE LIVES OF CHILDREN IN HOSPITALS AROUND THE WORLD THROUGH THE KINDNESS AND GENEROSITY OF THE VIDEO GAME INDUSTRY AND THE POWER OF PLAY	10,000
CHILDREN'S INN AT NIH 7 WEST DRIVE BETHESDA,MD 20814	NONE		TO SUPPORT PEDIATRIC PATIENTS AND THEIR FAMILIES WHO ARE RECEIVING TREATMENTS FOR SERIOUS AND LIFE-THREATENING ILLNESSESTO SUPPORT THE MISSION OF CHILDREN'S INN AND THEIR NUTRITION PROGRAM SERVING PATIENTS AND THEIR CAREGIVERS	20,000
CLARKSBURG SPORTS ASSOCIATION PO BOX 145 CLARKSBURG,MD 20871	NONE		ADJUNCT BOARD GRANT TO SUPPORT CREATING A FUND USED FOR REGISTRATION FEES AND SPORTS EQUIPMENT PURCHASES FOR LOW-INCOME FAMILIES OR THOSE THAT FIND THE COST OF PARTICIPATING TO BE PROHIBITIVE	5,000
COMMUNITIES IN SCHOOLS OF DURHAM 3412 WESTGATE DRIVE SUITE 301 DURHAM,NC 27707	NONE		TO SUPPORT PROGRAMS EMPOWERING STUDENTS TO STAY IN SCHOOL AND ACHIEVE IN LIFE	30,000
COMMUNITY FOUNDATION FOR MONTGOMERY COUNTY 8720 GEORGIA AVENUE SUITE 202 SILVER SPRING,MD 20910	NONE		TO THE NON-PROFIT ADVANCEMENT FUND'S SUPPORT OF THE FINANCIAL MANAGEMENT & REPORTING INSTITUTE (FIRM),TO SUPPORT THE MONTGOMERY COUNTY FOOD COUNCIL SERVING THE COMMUNITY BY CREATING A SUSTAINABLE LOCAL FOOD SYSTEM, TO SUPPORT THE SHARING MONTGOMERY SUMMER YOUTH FUND SERVING YOUTH BY PROVIDING SUMMER PROGRAMS	55,000
COMPASS CENTER FOR WOMEN & FAMILIES PO BOX 1057 CHAPEL HILL,NC 27514	NONE		TO SUPPORT EFFORTS TO PREVENT AND END DOMESTIC VIOLENCE THROUGH DIRECT SERVICES AND COMMUNITY EDUCATION	30,000
EARTH ECHO INTERNATIONAL 2101 L STREET NW SUITE 800 WASHINGTON,DC 20037	NONE		TO SUPPORT EMPOWERMENT OF YOUTH TO TAKE ACTION IN RESTORING AND PROTECTING OUR WATER PLANET	10,000
EAST DURHAM CHILDREN'S INITIATIVE 107 N DRIVER ST 3RD FLOOR DURHAM,NC 27703	NONE		TO SUPPORT PROGRAMS SERVING CHILDREN AND FAMILIES IN THE EAST DURHAM AREA	30,000
EL CENTRO 201 WEST MAIN ST SUITE 100 DURHAM,NC 27701	NONE		TO SUPPORT PROGRAMS TO STRENGTHEN THE LATINO COMMUNITY AND IMPROVE THE QUALITY OF LIFE OF LATINO RESIDENTS IN DURHAM AND ORANGE COUNTY	20,000
ENVIRONMENTAL WORKING GROUP 1436 U STREET NW SUITE 100 WASHINGTON,DC 20009	NONE		DISCRETIONARY GRANT TO SUPPORT EWG'S MISSION TO CONDUCT ORIGINAL, GAME-CHANGING RESEARCH THAT INSPIRES PEOPLE, BUSINESSES AND GOVERNMENTS TO TAKE ACTION TO PROTECT HUMAN HEALTH AND THE ENVIRONMENT	5,000
FOOD RECOVERY NETWORK 806 MAPLEWOOD AVENUE TAKOMA PARK,MD 20912	NONE		HONORARY SPEAKER GRANT	1,000
FOOD RECOVERY NETWORK 806 MAPLEWOOD AVENUE TAKOMA PARK,MD 20912	NONE		DISCRETIONARY GRANT RESTRICTED TO SUPPORT THE SALARY OF A FOOD RECOVERY FELLOW TO EXPAND THE CAMPUS FOOD RECOVERY MOVEMENT IN MARYLAND AND DC	10,000
HOSPICE CARING 518 SOUTH FREDERICK AVENUE GAITHERSBURG,MD 20877	NONE		TO SUPPORT SERVICES FOR THOSE FACING LIFE THREATENING ILLNESSES OR GRIEVING THE DEATH OF A FAMILY MEMBER OR LOVED ONE	15,000
Total  3a				737,000

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 any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
IDENTITY 414 EAST DIAMOND AVE GAITHERSBURG,MD 20877	NONE		TO SUPPORT PROGRAMS AND SERVICES FOR DISADVANTAGED LATINO YOUTH AND FAMILIES IN MONTGOMERY COUNTY, MD	25,000
INTER-FAITH FOOD SHUTTLE PO BOX 14638 RALEIGH,NC 27620	NONE		TO SUPPORT PROGRAMS THAT PROVIDE SOLUTIONS DESIGNED TO END HUNGER IN NORTH CAROLINA COMMUNITIES	20,000
INTERFAITH WORKS 114 W MONTGOMERY AVENUE ROCKVILLE,MD 20850	NONE		TO SUPPORT SERVICES AND PROGRAMS ENGAGING FAITH BASED COMMUNITIES THAT HELP THE POOR THROUGH SERVICE EDUCATION AND ADVOCACY	20,000
KABOOM 4455 CONNECTICUT AVE NW SUITE 8100 WASHINGTON,DC 20008	NONE		TO SUPPORT THE WORK OF THEIR MISSION TO CREATE GREAT PLAYSPACES THROUGH PARTICIPATION AND LEADERSHIP OF COMMUNITIES	15,000
KID MUSEUM 7979 OLD GEORGETOWN ROAD 10TH FLOOR BETHESDA,MD 20814	NONE		TO SUPPORT CULTIVATION OF CREATIVITY, CURIOSITY AND COMPASSION IN CHILDREN THROUGH PLAYFUL EXPLORATION OF THE WORLD	10,000
KIDZNOTES 120 MORRIS ST DURHAM,NC 27701	NONE		TO SUPPORT FREE-OF-CHARGE, CLASSICAL ORCHESTRAL INSTRUCTION FOR YOUTH IN DURHAM, NORTH CAROLINA	30,000
KIDZNOTES 120 MORRIS ST DURHAM,NC 27701	NONE		HONORARY SPEAKER GRANT	1,000
LATIN AMERICAN YOUTH CENTER 1419 COLUMBIA RD NW WASHINGTON,DC 20009	NONE		TO SUPPORT THE YOUTH WORKFORCE DEVELOPMENT INTERNSHIP PROGRAM IN MONTGOMERY COUNTY	20,000
MANNA FOOD CENTER 9311 GAITHER ROAD GAITHERSBURG,MD 20877	NONE		TO SUPPORT THE ELIMINATION OF HUNGER IN MONTGOMERY COUNTY THROUGH FOOD DISTRIBUTION, EDUCATION, AND ADVOCACY	25,000
MAP INTERNATIONAL 4700 GLYNCO PARKWAY BRUNSWICK,GA 31525	NONE		DISCRETIONARY GRANT TO SUPPORT MAP'S MISSION TO HELP PEOPLE IN THE WORLD'S POOREST COMMUNITIES BY PROVIDING ESSENTIAL MEDICINE, PROMOTING COMMUNITY HEALTH DEVELOPMENT, AND PREVENTING AND MITIGATING DISEASE, DISASTER, AND OTHER HEALTH THREATS	10,000
MARYLAND STATE GUARD FOUNDATION INC C/O D S THALER AND ASSOC INC BOX 47428 BALTIMORE,MD 21244	NONE		DISCRETIONARY GRANT TO SUPPORT THE MISSION OF THE MARYLAND STATE GUARD FOUNDATION	5,000
MENTAL HEALTH ASSOCIATION OF MONTGOMERY COUNTY 1000 TWINBROOK PARKWAY ROCKVILLE,MD 20851	NONE		TO SUPPORT ADVOCACY, EDUCATION AND COMMUNITY SERVICE PROGRAMS SUPPORTING MENTAL WELLNESS,TO SUPPORT THE SERVING TOGETHER PROJECT	55,000
MONTGOMERY COUNTY DEPARTMENT OF HEALTH AND HUMAN SERVICES 401 HUNGERFORD DRIVE 7TH FLOOR ROCKVILLE,MD 20850	NONE		TO SUPPORT A SCHOOL HEALTH SERVICES PILOT PROGRAM TO PREVENT CHILDHOOD OBESITY	20,000
NATIONAL CENTER FOR CHILDREN AND FAMILIES 6301 GREENTREE ROAD BETHESDA,MD 20817	NONE		TO SUPPORT FOUR SOCIAL SERVICE DIVISIONS THAT CREATE HEALTHY LIVING ENVIRONMENTS FOR VULNERABLE CHILDREN, YOUTH AND FAMILIES	20,000
NATIONAL FAMILY RESILIENCY CENTER 2000 CENTURY PLAZA SUITE 121 COLUMBIA,MD 21044	NONE		TO SUPPORT PROGRAMS AND SERVICES THAT HELP BUILD HEALTHY RELATIONSHIPS ACROSS THE LIFE CYCLE OF A FAMILY'S DEVELOPMENT	15,000
Total  3a				737,000

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 any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NICK'S PLACE 4604 W CAROLINE AVE BELTSVILLE, MD 20705	NONE		TO SUPPORT THEIR MISSION OF PROVIDING A CLEAN, SAFE, SOBER, SUPERVISED AND STRUCTURED HOME TO YOUNG MEN 20-26 YEARS OF AGE IN WHICH TO BEGIN THE RECOVERY FROM THE DISEASE OF ADDICTION	10,000
NORTH CAROLINA ARTS IN ACTION PO BOX 51277 DURHAM, NC 27717	NONE		TO SUPPORT ARTS EDUCATION FOR YOUTH IN NORTH CAROLINA	15,000
NORTH CAROLINA COMMUNITY FOUNDATION 4601 SIX FORKS ROAD SUITE 524 RALEIGH, NC 27609	NONE		TO SUPPORT THE CHAPEL HILL-CARRBORO YOUTH FORWARD INITIATIVE SERVING LOCAL YOUTH AND THEIR FAMILIES	10,000
OUR HOUSE 19715 ZION ROAD BROOKEVILLE, MD 20833	NONE		TO SUPPORT THE GREEN DORMITORY PROJECT WHICH WOULD ALLOW THE ORGANIZATION TO EXPAND THE NUMBER OF ADOLESCENTS SERVED BY THE EDUCATION AND JOB TRAINING AT OUR HOUSE	20,000
RED WIGGLER COMMUNITY FARM PO BOX 968 CLARKSBURG, MD 20876	NONE		TO SUPPORT RED WIGGLER'S ACTIVE PEOPLE AND HEALTHY PROGRAM	25,000
SOUTH EASTERN EFFORTS DEVELOPING SUSTAINABLE SPACES 706 GILBERT ST DURHAM, NC 27701	NONE		TO SUPPORT GARDEN BASED EDUCATION PROGRAMS FOR YOUTH IN NORTH CAROLINA	15,000
THE CENTER FOR ADOPTION SUPPORT AND EDUCATION 4000 BLACKBURN LANE SUITE 260 BURTONSVILLE, MD 20866	NONE		TO SUPPORT THE LEAP PROGRAM SERVING ADOPTED MIDDLE SCHOOL YOUTH	30,000
THROUGH THE KITCHEN DOOR 3305 PAULINE DRIVE CHEVY CHASE, MD 20815	NONE		TO SUPPORT HEALTHY EATING EDUCATION FOR YOUTH AND FAMILIES	15,000
TURN ABOUT INC OF TALLAHASSEE 2771 MICCOSUKEE ROAD TALLAHASSEE, FL 32308	NONE		DISCRETIONARY GRANT TO SUPPORT TURN ABOUT'S MISSION TO EMPOWER YOUTH AND THEIR FAMILIES TO EFFECTIVELY MANAGE ISSUES WITH SUBSTANCE ABUSE, VIOLENCE, MENTAL HEALTH AND BEHAVIOR	30,000
Total  3a				737,000

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

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Name of the organization MEAD FAMILY FOUNDATION C/O INTENTIONAL PHILANTHROPY LLC	Employer identification number 52-1646030
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Organization type (check one)

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

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

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

Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization MEAD FAMILY FOUNDATION C/O INTENTIONAL PHILANTHROPY LLC	Employer identification number 52-1646030
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Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

TY 2013 Accounting Fees Schedule**Name:** MEAD FAMILY FOUNDATION

C/O INTENTIONAL PHILANTHROPY LLC

EIN: 52-1646030

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	3,840	1,920		1,920

TY 2013 General Explanation Attachment**Name:** MEAD FAMILY FOUNDATION

C/O INTENTIONAL PHILANTHROPY LLC

EIN: 52-1646030

Identifier	Return Reference	Explanation
	FORM 990 PF - PART IV LINE 1 CAPITAL GAINS & LOSSES	DETAILED SCHEDULE OF REALIZED GAINS & LOSSES AVAILABLE UPON REQUEST

**TY 2013 Investments Corporate
Bonds Schedule**

Name: MEAD FAMILY FOUNDATION
C/O INTENTIONAL PHILANTHROPY LLC
EIN: 52-1646030

Name of Bond	End of Year Book Value	End of Year Fair Market Value
HIGHLINE SECURITIES 2635	53,474	56,664

TY 2013 Investments Corporate Stock Schedule

Name: MEAD FAMILY FOUNDATION

C/O INTENTIONAL PHILANTHROPY LLC

EIN: 52-1646030

Name of Stock	End of Year Book Value	End of Year Fair Market Value
FOREIGN TAXES PAYABLE	0	0
HIGHLINE SECURITIES 6608	14,892,419	17,089,618

TY 2013 Investments Government Obligations Schedule

Name: MEAD FAMILY FOUNDATION
C/O INTENTIONAL PHILANTHROPY LLC

EIN: 52-1646030

US Government Securities - End of Year Book Value:	338,747
US Government Securities - End of Year Fair Market Value:	331,362
State & Local Government Securities - End of Year Book Value:	1,078,590
State & Local Government Securities - End of Year Fair Market Value:	1,088,747

TY 2013 Investments - Other Schedule**Name:** MEAD FAMILY FOUNDATION

C/O INTENTIONAL PHILANTHROPY LLC

EIN: 52-1646030

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
CITI PRIVATE SELECTION FUND I LLC	AT COST	17,399	17,399
HAMILTON LANE PRIVATE EQUITY	AT COST	107,108	150,088
PRINCETON FUTURES FUND LP	AT COST	0	0
SSB MASTER FUND II OFFSHORE	AT COST	0	251,945
STEPSTONE MASTERS IV OFF TE A1	AT COST	343,418	459,897

TY 2013 Other Assets Schedule**Name:** MEAD FAMILY FOUNDATION

C/O INTENTIONAL PHILANTHROPY LLC

EIN: 52-1646030

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INVESTMENT INCOME RECEIVABLE	12,281	7,527	7,527
DISTRIBUTIONS RECEIVABLE	0	827,479	827,479

TY 2013 Other Decreases Schedule

Name: MEAD FAMILY FOUNDATION
C/O INTENTIONAL PHILANTHROPY LLC
EIN: 52-1646030

Description	Amount
NON-DEDUCTIBLE EXPENSES	67

TY 2013 Other Expenses Schedule**Name:** MEAD FAMILY FOUNDATION

C/O INTENTIONAL PHILANTHROPY LLC

EIN: 52-1646030

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	750	0		750
DEDUCTIONS RELATED TO PORTFOLIO INCOME	20,980	20,980		0
DUES & MEMBERSHIPS	3,490	0		3,490
AMORTIZATION OF BOND PREMIUMS	6,495	6,495		0
MISCELLANEOUS EXPENSES	100	0		100

TY 2013 Other Income Schedule**Name:** MEAD FAMILY FOUNDATION

C/O INTENTIONAL PHILANTHROPY LLC

EIN: 52-1646030

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PRINCETON FUTURES FUND LP	-18,345	-18,345	-18,345
MASTERS FUND II - DISTRIBUTION IN EXCESS OF BASIS	80,618	80,618	80,618
PRIVATE SELECTION FUND II, LP	167	167	167
PRIVATE SELECTION FUND II, LP	4	4	4
PRINCETON FUTURES FUND LP	-12,591	-12,591	-12,591

TY 2013 Other Increases Schedule

Name: MEAD FAMILY FOUNDATION
C/O INTENTIONAL PHILANTHROPY LLC
EIN: 52-1646030

Description	Amount
BOOK/TAX ADJUSTMENTS	21

TY 2013 Other Liabilities Schedule

Name: MEAD FAMILY FOUNDATION

C/O INTENTIONAL PHILANTHROPY LLC

EIN: 52-1646030

Description	Beginning of Year - Book Value	End of Year - Book Value
FOREIGN TAXES PAYABLE	0	7,527

TY 2013 Other Professional Fees Schedule**Name:** MEAD FAMILY FOUNDATION

C/O INTENTIONAL PHILANTHROPY LLC

EIN: 52-1646030

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	67,409	67,409		0
INTENTIONAL PHILANTHROPY	111,997	0		111,997

TY 2013 Substantial Contributors Schedule

Name: MEAD FAMILY FOUNDATION

C/O INTENTIONAL PHILANTHROPY LLC

EIN: 52-1646030

Name	Address
THE JAYLEE MEAD 2008 CLAT	2220 DELAWARE AVENUE 14TH FLOOR WILMINGTON,DE 198011621

TY 2013 Taxes Schedule**Name:** MEAD FAMILY FOUNDATION

C/O INTENTIONAL PHILANTHROPY LLC

EIN: 52-1646030

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES ON INVESTMENTS	7,533	7,533		0
FEDERAL EXCISE TAXES	5,736	0		0