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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

▶ Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.

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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 THE JOSEPH MEYERHOFF FUND INC		<b>A Employer identification number</b>  52-6035997	
Number and street (or P O box number if mail is not delivered to street address) 1 SOUTH STREET NO 1000		<b>B Telephone number</b> (see instructions)  (410) 727-3200	
City or town, state or province, country, and ZIP or foreign postal code BALTIMORE, MD 21202		<b>C</b> If exemption application is pending, check here ▶ <input type="checkbox"/>	
<b>G</b> Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		<b>D 1.</b> Foreign organizations, check here ▶ <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation ▶ <input type="checkbox"/>	
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here ▶ <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year ( <i>from Part II, col. (c), line 16</i> )▶\$ 79,180,657		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ <input type="checkbox"/>	
<b>J</b> Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) <u>Modified Cash</u> ( <i>Part I, column (d) must be on cash basis.</i> )			

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	<b>1</b> Contributions, gifts, grants, etc , received (attach schedule)				
	<b>2</b> Check ▶ <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments				
	<b>4</b> Dividends and interest from securities. . . . .	857,875	857,875		
	<b>5a</b> Gross rents . . . . .				
	<b>b</b> Net rental income or (loss) _____				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	624,040			
	<b>b</b> Gross sales price for all assets on line 6a 1,200,320				
	<b>7</b> Capital gain net income (from Part IV, line 2) . . .		624,040		
	<b>8</b> Net short-term capital gain . . . . .				
	<b>9</b> Income modifications . . . . .				
	<b>10a</b> Gross sales less returns and allowances				
Operating and Administrative Expenses	<b>b</b> Less Cost of goods sold . . . . .				
	<b>c</b> Gross profit or (loss) (attach schedule) . . . . .				
	<b>11</b> Other income (attach schedule) . . . . .	416,974	416,974		
	<b>12 Total.</b> Add lines 1 through 11 . . . . .	1,898,889	1,898,889		
	<b>13</b> Compensation of officers, directors, trustees, etc	113,470	35,867		77,603
	<b>14</b> Other employee salaries and wages . . . . .				
	<b>15</b> Pension plans, employee benefits . . . . .	15,044	3,761		11,283
	<b>16a</b> Legal fees (attach schedule) . . . . .	8,187	6,550		1,637
	<b>b</b> Accounting fees (attach schedule) . . . . .	55,538	44,430		11,108
	<b>c</b> Other professional fees (attach schedule) . . . . .	314,865	314,865		0
	<b>17</b> Interest . . . . .	285	285		0
	<b>18</b> Taxes (attach schedule) (see instructions)	105,193	15,659		0
	<b>19</b> Depreciation (attach schedule) and depletion . . .				
	<b>20</b> Occupancy . . . . .				
	<b>21</b> Travel, conferences, and meetings . . . . .				
	<b>22</b> Printing and publications . . . . .				
	<b>23</b> Other expenses (attach schedule) . . . . .	262,682	153,722		108,960
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	875,264	575,139		210,591
	<b>25</b> Contributions, gifts, grants paid . . . . .	2,573,209			2,573,209
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	3,448,473	575,139		2,783,800
	<b>27</b> Subtract line 26 from line 12				
	<b>a Excess of revenue over expenses and disbursements</b>	-1,549,584			
	<b>b Net investment income</b> (if negative, enter -0-)		1,323,750		
	<b>c Adjusted net income</b> (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 . . . . .	61,885	255,060	255,060
	2	Savings and temporary cash investments . . . . .	11,899,288	3,281,553	3,281,553
	3	Accounts receivable ▶ 29,299			
		Less allowance for doubtful accounts ▶	29,239	29,299	29,299
	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)			
	b	Investments—corporate stock (attach schedule) . . . . .	5,460,524	2,699,313	2,270,092
	c	Investments—corporate bonds (attach schedule). . . . .	125,000	125,000	125,000
	11	Investments—land, buildings, and equipment basis ▶			
Liabilities		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .	38,652,695	48,288,822	73,219,653
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	56,228,631	54,679,047	79,180,657
	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22) . . . . .	0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶			
		and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
		Foundations that do not follow SFAS 117, check here ▶			
		and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds . . . . .	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	56,228,631	54,679,047	
	30	Total net assets or fund balances (see page 17 of the instructions) . . . . .	56,228,631	54,679,047	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	56,228,631	54,679,047	

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	56,228,631
2	Enter amount from Part I, line 27a . . . . .	2	-1,549,584
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3 . . . . .	4	54,679,047
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)—Part II, column (b), line 30 .	6	54,679,047

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
a	See Additional Data Table		
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	624,040
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	3,016,395	66,893,186	0 045093
2011	2,987,732	66,158,151	0 045160
2010	3,080,441	66,704,512	0 046180
2009	2,940,765	60,383,817	0 048701
2008	3,655,400	72,433,969	0 050465

2	Total of line 1, column (d). . . . .	2	0 235599
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 047120
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5. . . . .	4	73,548,652
5	Multiply line 4 by line 3. . . . .	5	3,465,612
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	13,238
7	Add lines 5 and 6. . . . .	7	3,478,850
8	Enter qualifying distributions from Part XII, line 4. . . . .  If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	2,783,800

<b>Part VI    Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)</b>		
<b>1a</b> Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
<b>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	26,475
<b>c</b> All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b> Add lines 1 and 2. . . . .	<b>3</b>	26,475
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<b>5</b> <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	26,475
<b>6</b> Credits/Payments		
<b>a</b> 2013 estimated tax payments and 2012 overpayment credited to 2013	<b>6a</b>	75,000
<b>b</b> Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b> Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	80,000
<b>d</b> Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b> Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	155,000
<b>8</b> Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	224
<b>9</b> <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	
<b>10</b> <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	128,301
<b>11</b> Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> 80,000 <b>Refunded</b>	<b>11</b>	48,301

<b>Part VII-A    Statements Regarding Activities</b>			
<b>1a</b> 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? . . . . .	<b>1a</b>	<b>Yes</b>	<b>No</b>
<b>b</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)? . . . . . <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>	<b>1b</b>		<b>No</b>
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?. . . . .	<b>1c</b>		<b>No</b>
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year <b>(1)</b> On the foundation <input type="checkbox"/> \$ 0 <b>(2)</b> On foundation managers <input type="checkbox"/> \$ 0			
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0			
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities.</i>	<b>2</b>		<b>No</b>
<b>3</b> 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> . . . . .	<b>3</b>		<b>No</b>
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?. . . . .	<b>4a</b>		<b>No</b>
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?. . . . .	<b>4b</b>		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i>	<b>5</b>		<b>No</b>
<b>6</b> 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? . . . . .	<b>6</b>	<b>Yes</b>	
<b>7</b> 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>	<b>7</b>	<b>Yes</b>	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MD			
<b>b</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>	<b>8b</b>	<b>Yes</b>	
<b>9</b> 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> . . . . .	<b>9</b>		<b>No</b>
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	<b>10</b>		<b>No</b>

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 DONNA FINDLAY Telephone no (410) 727-3200 Located at 1 SOUTH STREET SUITE 1000 BALTIMORE MD ZIP+4 21202			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see 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?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.).	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))?

YesNo

(2)

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

YesNo

(3)

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

YesNo

(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).

YesNo

(5)

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

YesNo

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?

YesNo

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?

YesNo

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?

YesNo

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

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Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. . . . .		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
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	72,869,433
b	Average of monthly cash balances. . . . .	1b	1,799,249
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	74,668,682
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	74,668,682
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	1,120,030
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	73,548,652
6	Minimum investment return. Enter 5% of line 5. . . . .	6	3,677,433

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	3,677,433
2a	Tax on investment income for 2013 from Part VI, line 5. . . . .	2a	26,475
b	Income tax for 2013 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	26,475
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	3,650,958
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	3,650,958
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	3,650,958

Part XII

Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	1a	2,783,800
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	2,783,800
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	2,783,800
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				3,650,958
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only. . . . .			517,537	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008. . . . .				
b From 2009. . . . .				
c From 2010. . . . .				
d From 2011. . . . .				
e From 2012. . . . .				
f Total of lines 3a through e. . . . .	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 2,783,800				
a Applied to 2012, but not more than line 2a			517,537	
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. . . . .				2,266,263
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
d Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				1,384,695
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). . . .	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	0			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

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. . . . ▶

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

**Part XV** **Supplementary 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:

■ 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) )

• 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 of the person to whom applications should be addressed

See Additional Data Table

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

See Additional Data Table

**c** Any submission deadlines

See Additional Data Table

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

See Additional Data Table

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	2,573,209
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)

Part XVII

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

1

Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

Yes

No

a

Transfers from the reporting foundation to a noncharitable exempt organization of

1a(1)

No

1a(2)

No

b

Other transactions

1b(1)

No

1b(2)

No

1b(3)

No

1b(4)

No

1b(5)

No

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

No

d

If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a

Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes

No

b

If "Yes," complete the following schedule.

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

Sign Here

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

\*\*\*\*\*

2014-11-13

\*\*\*\*\*

Signature of officer or trustee

Date

Title

May the IRS discuss this return with the preparer shown below (see instr.)?

Yes

No

Paid Preparer Use Only

Print/Type preparer's name  
SUSAN KELLER

Preparer's Signature

Date

Check if self-employed

PTIN  
P00245169

Firm's name

ELLIN & TUCKER CHARTERED

Firm's EIN

52-0959934

Firm's address

400 EAST PRATT ST SUITE 200 BALTIMORE, MD 21202

Phone no

(410) 727-5735

Form 990-PF (2013)

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
25307 PARTNERSHIP - SHORT TERM	P		2013-12-31
25307 PARTNERSHIP - LONG TERM	P		2013-12-31
27001 PARTNERSHIP - LONG TERM	P		2013-12-31
25310 PARTNERSHIP - STRALEM - SHORT TERM	P		2013-12-31
25310 PARTNERSHIP - STRALEM - LONG TERM	P		2013-12-31
25310 PARTNERSHIP - STRALEM - LONG TERM DISTRIBUTIONS IN EXCESS	P		2013-12-31
27004 PARTNERSHIP - DISCIPLINED - LONG TERM	P		2013-12-31
M&T - LONG TERM	P		2013-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
		83,576	-83,576
151,945			151,945
663			663
59,082			59,082
874,965			874,965
15,505			15,505
98,160			98,160
		492,704	-492,704



Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			-83,576
			151,945
			663
			59,082
			874,965
			15,505
			98,160
			-492,704

**Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation**

<b>(a)</b> Name and address	<b>(b)</b> Title, and average hours per week devoted to position	<b>(c)</b> Compensation <b>(If not paid, enter -0-)</b>	<b>(d)</b> Contributions to employee benefit plans and deferred compensation	<b>(e)</b> Expense account, other allowances
JILL M HIERONIMUS 1 SOUTH STREET SUITE 1000 BALTIMORE,MD 21202	PRESIDENT 2 00	0	0	0
ELIZABETH MINKIN 1 SOUTH STREET SUITE 1000 BALTIMORE,MD 21202	ASST VICE PRESIDENT 25 00	52,530	0	3,329
TERRY M RUBENSTEIN 1 SOUTH STREET SUITE 1000 BALTIMORE,MD 21202	V P & SECRETARY 2 00	5,500	1,200	707
JOSEPH MEYERHOFF II 1 SOUTH STREET SUITE 1000 BALTIMORE,MD 21202	V P & TREASURER 3 00	10,000	0	0
MISTY GIBSON 1 SOUTH STREET SUITE 1000 BALTIMORE,MD 21202	ASST SECRETARY 20 00	37,040	599	3,668
PHIL HUBER 1 SOUTH STREET SUITE 1000 BALTIMORE,MD 21202	ASST TREASURER 2 00	8,400	0	0

**Form 990PF Part XV Line 2a - 2d - Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

**a** The name, address, and telephone number of the person to whom applications should be addressed

MISTY GIBSON  
1 SOUTH STREET SUITE 1000  
BALTIMORE, MD 21202  
(410) 727-3200

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

LETTER OF INQUIRY/ GRANT APPLICATION/ GRANT REQUEST SUMMARY TO INCLUDE DESCRIPTION OF INSTITUTION (OVERVIEW, MISSION STATEMENT, POPULATION SERVED), DESCRIPTION OF PROGRAM, FINANCIAL INFORMATION (BUDGET, SOURCES OF FUNDS, MAJOR CONTRIBUTIONS AND AMOUNTS, FINANCIAL STATEMENTS, ETC ) EVIDENCE OF 501C(3) STATUS AND LIST OF TRUSTEES/BOARD MEMBERS AND OCCUPATIONS

**c** Any submission deadlines

NONE

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

NONE

**a** The name, address, and telephone number of the person to whom applications should be addressed

TERRY RUBENSTEIN  
1 SOUTH STREET SUITE 1000  
BALTIMORE, MD 21202  
(410) 727-3200

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

LETTER OF INQUIRY/ GRANT APPLICATION/ GRANT REQUEST SUMMARY TO INCLUDE DESCRIPTION OF INSTITUTION (OVERVIEW, MISSION STATEMENT, POPULATION SERVED), DESCRIPTION OF PROGRAM, FINANCIAL INFORMATION (BUDGET, SOURCES OF FUNDS, MAJOR CONTRIBUTIONS AND AMOUNTS, FINANCIAL STATEMENTS, ETC ) EVIDENCE OF 501C(3) STATUS AND LIST OF TRUSTEES/BOARD MEMBERS AND OCCUPATIONS


**c** Any submission deadlines

NONE


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

NONE


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)				
<b>a</b> <i>Paid during the year</i>				
ACHARAI THE SHOSHANA S CARDIN LEADERSHIP DEVELOPMENT INSTITUTE 5806 PARK HEIGHTS AVENUE BALTIMORE,MD 21215	NONE	PUBLIC	UNRESTRICTED	5,000
ADVANCING WOMEN PROFESSIONALS AND THE JEWISH COMMUNITY INC 520 EIGHTH AVENUE 4TH FLOOR NEW YORK,NY 10018	NONE	PUBLIC	UNRESTRICTED	25,000
ALLIANCE FOR MIDDLE EAST PEACE (ALLMEP) 1725 I STREET NW SUITE 300 WASHINGTON,DC 20006	NONE	PUBLIC	UNRESTRICTED	10,000
AMERICA ISRAEL CULTURAL FOUNDATION INC 1140 BROADWAY SUITE 304 NEW YORK,NY 10001	NONE	PUBLIC	UNRESTRICTED	15,000
AMERICAN ASSOCIATES BEN GURION UNIVERSITY OF THE NEGEV 1000 1001 AVENUE OF THE AMERICAS 19TH FLOOR NEW YORK,NY 10018	NONE	PUBLIC	UNRESTRICTED	125,000
AMERICAN ASSOCIATES BEN GURION UNIVERSITY OF THE NEGEV 1001 AVENUE OF THE AMERICAS 19TH FLOOR NEW YORK,NY 10018	NONE	PUBLIC	UNRESTRICTED	25,000
AMERICAN COMMITTEE FOR THE WEIZMANN INSTITUTE OF SCIENCE 633 THIRD AVENUE 20TH FLOOR NEW YORK,NY 10017	NONE	PUBLIC	UNRESTRICTED	25,000
AMERICAN FRIENDS OF MELITZ CENTER FOR JEWISH EDUCATION 5708 PARK HEIGHTS AVE BALTIMORE,MD 21215	NONE	PUBLIC	UNRESTRICTED	33,000
AMERICAN FRIENDS OF THE HEBREW UNIVERSITY 1 BATTERY PARK PLAZA 25TH FLOOR NEW YORK,NY 10004	NONE	PUBLIC	UNRESTRICTED	25,000
AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE 711 THIRD AVENUE - 10TH FLOOR NEW YORK,NY 10017	NONE	PUBLIC	UNRESTRICTED	25,000
AMERICAN JEWISH WORLD SERVICE 45 WEST 36TH STREET NEW YORK,NY 100187904	NONE	PUBLIC	UNRESTRICTED	25,000
AMERICAN PARDES FOUNDATION INC 5 WEST 37TH STREET 802 NEW YORK,NY 10018	NONE	PUBLIC	UNRESTRICTED	25,000
AMERICAN TECHNION SOCIETY 55 EAST 59TH STREET NEW YORK,NY 10022	NONE	PUBLIC	UNRESTRICTED	25,000
AMERICAN-ISRAELI COOPERATIVE ENTERPRISE (AICE) 2810 BLAINE DRIVE CHEVY CHASE,MD 20815	NONE	PUBLIC	UNRESTRICTED	25,000
ARCHDIOCESE OF BALTIMORE 320 CATHEDRAL STREET 4TH FLOOR BALTIMORE,MD 21201	NONE	PUBLIC	UNRESTRICTED	9,500
<b>Total . . . . .</b>  <b>3a</b>				2,573,209

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)				
<b>a</b> Paid during the year				
ASSOCIATION OF BALTIMORE AREA GRANTMAKERS 2 EAST READ STREET 2ND FLOOR BALTIMORE,MD 21202	NONE	PUBLIC	UNRESTRICTED	2,000
BACH CONCERT SERIES 701 S CHARLES ST BALTIMORE,MD 21230	NONE	PUBLIC	UNRESTRICTED	5,000
BALTIMORE AREA REFORM JEWISH EDUCATIONAL CORPORATION 909 BERRYMANS LANE REISTERSTOWN,MD 21136	NONE	PUBLIC	UNRESTRICTED	15,000
BALTIMORE CITY FOUNDATION 10 NORTH CALVERT STREET SUITE 915 BALTIMORE,MD 21202	NONE	PUBLIC	UNRESTRICTED	2,500
BALTIMORE COMMUNITY FOUNDATION 2 EAST READ STREET 9 BALTIMORE,MD 21202	NONE	PUBLIC	UNRESTRICTED	2,500
BALTIMORE COUNCIL ON FOREIGN AFFAIRS WORLD TRADE CENTER 401 EAST PRATT STREET SUITE 1611 BALTIMORE,MD 212023006	NONE	PUBLIC	UNRESTRICTED	5,000
BALTIMORE CURRICULUM PROJECT INC 2707 E FAYETTE STREET BALTIMORE,MD 21224	NONE	PUBLIC	UNRESTRICTED	5,000
BALTIMORE MUSEUM OF ART 10 ART MUSEUM DRIVE BALTIMORE,MD 212183898	NONE	PUBLIC	UNRESTRICTED	50,000
BALTIMORE OFFICE OF PROMOTION AND THE ARTS 10 E BALTIMORE STREET 10TH FLOOR BALTIMORE,MD 21202	NONE	PUBLIC	UNRESTRICTED	25,000
BALTIMORE SCHOOL FOR THE ARTS FOUNDATION 712 CATHEDRAL STREET BALTIMORE,MD 21201	NONE	PUBLIC	UNRESTRICTED	10,000
BALTIMORE SYMPHONY ORCHESTRA 1212 CATHEDRAL STREET BALTIMORE,MD 21201	NONE	PUBLIC	UNRESTRICTED	240,000
BENT ON LEARNING BOL BENEFIT OFFICE 377 5TH ST BROOKLYN,NY 11215	NONE	PUBLIC	UNRESTRICTED	2,500
BETH EL CONGREGATION 8101 PARK HEIGHTS AVENUE BALTIMORE,MD 21208	NONE	PUBLIC	UNRESTRICTED	5,000
BEYOND PESTICIDES 701 E STREET SE SUITE 200 WASHINGTON,DC 20003	NONE	PUBLIC	UNRESTRICTED	10,000
B'NAI B'RITH YOUTH ORGANIZATION 800 EIGHTH STREET NW WASHINGTON,DC 20001	NONE	PUBLIC	UNRESTRICTED	25,000
<b>Total . . . . .</b>  <b>3a</b>				2,573,209

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)				
<b>a</b> Paid during the year				
CAPE COD CHILD DEVELOPMENT PROGRAM 83 PEARL STREET HYANNIS,MA 02601	NONE	PUBLIC	UNRESTRICTED	2,500
CENTER STAGE 700 NORTH CALVERT STREET BALTIMORE,MD 212023686	NONE	PUBLIC	UNRESTRICTED	10,000
CITIZEN SCHOOLS 308 CONGRESS STREET BOSTON,MA 02210	NONE	PUBLIC	UNRESTRICTED	2,500
CITY NEIGHBORS FOUNDATION 4301 RASPE AVE BALTIMORE,MD 21206	NONE	PUBLIC	UNRESTRICTED	3,750
CIVIC WORKS 2701 ST LO DRIVE BALTIMORE,MD 21213	NONE	PUBLIC	UNRESTRICTED	15,000
CLAL - THE NATIONAL JEWISH CENTER FOR LEARNING & LEADERSHIP 440 PARK AVENUE SOUTH 4TH FLOOR NEWYORK,NY 100168012	NONE	PUBLIC	UNRESTRICTED	50,000
COMMUNITY CONFERENCING CENTER 1500 UNION AVE SUITE 2700 BALTIMORE,MD 21211	NONE	PUBLIC	UNRESTRICTED	45,000
COUNCIL OF AMERICAN JEWISH MUSEUMS P O BOX 12025 C/O INSTITUTE FOR SOUTHERN JEWISH LIFE JACKSON,MS 392362025	NONE	PUBLIC	UNRESTRICTED	5,000
DOWNTOWN BALTIMORE FAMILY ALLIANCE PO BOX 38917 BALTIMORE,MD 21231	NONE	PUBLIC	UNRESTRICTED	30,000
EVERGREEN HEALTH COOPERATIVE 3000 FALLS ROAD SUITE 1 BALTIMORE,MD 21211	NONE	PUBLIC	UNRESTRICTED	30,000
EVERYMAN THEATRE 315 W FAYETTE STREET BALTIMORE,MD 21201	NONE	PUBLIC	UNRESTRICTED	10,000
FEDERATION OF JEWISH MEN'S CLUBS INC 475 RIVERSIDE DRIVE SUITE 832 NEWYORK,NY 101150022	NONE	PUBLIC	UNRESTRICTED	10,000
FELLS POINT CREATIVE ALLIANCE INC 3134 EASTERN AVE BALTIMORE,MD 21224	NONE	PUBLIC	UNRESTRICTED	20,000
FJC 520 EIGHTH AVENUE 20TH FLOOR NEWYORK,NY 10018	NONE	PUBLIC	UNRESTRICTED	17,500
FOUNDATION FOR JEWISH CAMPUS LIFE (HILLEL) 800 8TH STREET NW WASHINGTON,DC 200013724	NONE	PUBLIC	UNRESTRICTED	22,000
<b>Total . . . . .</b>  <b>3a</b>				2,573,209

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)				
<b>a</b> Paid during the year				
FOUNDATION FOR JEWISH CULTURE PO BOX 489 NEWYORK,NY 10113	NONE	PUBLIC	UNRESTRICTED	20,000
FOUNDATION FOR MORRISTOWN MEMORIAL HEALTH 475 SOUTH STREET MORRISTOWN,NJ 07960	NONE	PUBLIC	UNRESTRICTED	43,952
FRIENDS OF INTERFAITH ENCOUNTER ASSOCIATION INC 832 LATHROP AVE FOREST PARK,IL 601302039	NONE	PUBLIC	UNRESTRICTED	15,000
FRIENDS OF PATTERSON PARK 27 SOUTH PATTERSON PARK AVENUE BALTIMORE,MD 21231	NONE	PUBLIC	UNRESTRICTED	20,000
FUND FOR EDUCATIONAL EXCELLENCE 800 NORTH CHARLES STREET SUITE 400 BALTIMORE,MD 21201	NONE	PUBLIC	UNRESTRICTED	40,000
GESTALT INTERNATIONAL STUDY CENTER PO BOX 515 SOUTH WELLFLEET,MA 02663	NONE	PUBLIC	UNRESTRICTED	1,500
GREATER HOMEWOOD COMMUNITY CORPORATION INC 3503 NORTH CHARLES STREET BALTIMORE,MD 21218	NONE	PUBLIC	UNRESTRICTED	50,000
HADASSAH MEDICAL ORGANIZATION 50 WEST 58TH STREET NEWYORK,NY 10019	NONE	PUBLIC	UNRESTRICTED	50,000
HAZELDEN BETTY FORD FOUNDATION PO BOX 11 15251 PLEASANT VALLEY RD CENTER CITY,MN 550120011	NONE	PUBLIC	UNRESTRICTED	2,500
HEALTH LEADS 1307 SAINT PAUL STREET 1ST FLOOR BALTIMORE,MD 21202	NONE	PUBLIC	UNRESTRICTED	10,000
HEALTHY NEIGHBORHOODS INC 2 EAST READ STREET BALTIMORE,MD 21202	NONE	PUBLIC	UNRESTRICTED	3,000
HEBREW LANGUAGE ACADEMY CHARTER SCHOOL 1340 EAST 29TH STREET BROOKLYN,NY 11210	NONE	PUBLIC	UNRESTRICTED	2,500
FOUNDATION FOR JEWISH CAMPUS LIFE (HILLEL) 800 EIGHT STREET NW WASHINGTON,DC 200013724	NONE	PUBLIC	UNRESTRICTED	40,000
INNOVATION AFRICA 520 8TH AVENUE 15TH FLOOR NEWYORK,NY 10018	NONE	PUBLIC	UNRESTRICTED	10,000
INTERFAITH YOUTH CORE 325 N LA SALLE SUITE 775 CHICAGO,IL 60654	NONE	PUBLIC	UNRESTRICTED	20,000
<b>Total . . . . .</b>  <b>3a</b>				2,573,209




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)				
<b>a</b> Paid during the year				
JEWISH AGENCY FOR ISRAEL - NORTH AMERICAN COUNCIL 633 3RD AVENUE 32ND FLOOR SUITE C NEW YORK,NY 10017	NONE	PUBLIC	UNRESTRICTED	25,000
JEWISH COUNCIL FOR PUBLIC AFFAIRS 116 E 27TH STREET 10TH FLOOR NEW YORK,NY 10011	NONE	PUBLIC	UNRESTRICTED	25,000
JPRO NETWORK 25 BROADWAY SUITE 1700 NEW YORK,NY 10004	NONE	PUBLIC	UNRESTRICTED	15,000
JUMPSTART 1801 AVENUE OF THE STARS SUITE 210 LOS ANGELES,CA 99067	NONE	PUBLIC	UNRESTRICTED	10,000
LEVINDALE HEBREW GERIATRIC CENTER & HOSPITAL 2401 WEST BELVEDERE AVENUE BALTIMORE,MD 212155299	NONE	PUBLIC	UNRESTRICTED	50,000
LIVING CLASSROOMS FOUNDATION 802 S CAROLINE STREET BALTIMORE,MD 21231	NONE	PUBLIC	UNRESTRICTED	30,000
MARYLAND ACADEMY OF SCIENCES MARYLAND SCIENCE CENTER 601 LIGHT STREET BALTIMORE,MD 212303812	NONE	PUBLIC	UNRESTRICTED	25,000
MARYLAND CITIZENS FOR THE ARTS INC 3600 CLIPPER MILL RD SUITE 215 BALTIMORE,MD 21211	NONE	PUBLIC	UNRESTRICTED	2,500
MARYLAND FILM FESTIVALTHE PRODUCERS CLUB OF MARYLAND 107 EAST READ STREET BALTIMORE,MD 21202	NONE	PUBLIC	UNRESTRICTED	3,391
MARYLAND FOOD BANK 2200 HALETHORPE FARMS ROAD BALTIMORE,MD 21227	NONE	PUBLIC	UNRESTRICTED	25,000
MARYLAND NONPROFITS 1500 UNION AVENUE SUITE 2500 BALTIMORE,MD 21211	NONE	PUBLIC	UNRESTRICTED	2,500
MEET INTERNATIONAL 2440 TAMALPAIS ST MOUNTAIN VIEW,CA 94043	NONE	PUBLIC	UNRESTRICTED	25,000
MIDDLE EAST MEDIA RESEARCH INSTITUTE 1819 L STREET N W 5TH FLOOR WASHINGTON,DC 20036	NONE	PUBLIC	UNRESTRICTED	20,000
MOVE THIS WORLD 1330 BRADDOCK PLACE SUITE 600 ALEXANDRIA,VA 22314	NONE	PUBLIC	UNRESTRICTED	2,500
MYJEWISHLEARNINGCOM 24 WEST 30TH STREET 4TH FLOOR NEW YORK,NY 10001	NONE	PUBLIC	UNRESTRICTED	30,000
<b>Total . . . . .</b>  <b>3a</b>				2,573,209

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)				
<b>a</b> <i>Paid during the year</i>				
NATIONAL AQUARIUM IN BALTIMORE PIER 3 501 EAST PRATT STREET BALTIMORE,MD 212023194	NONE	PUBLIC	UNRESTRICTED	25,000
NEW ISRAEL FUND 2100 M STREET NW SUITE 619 WASHINGTON,DC 20037	NONE	PUBLIC	UNRESTRICTED	95,000
NORTH AMERICAN FRIENDS OF ORANIM N2205 FOSTER RD S OOSTBURG,WI 53070	NONE	PUBLIC	UNRESTRICTED	20,000
OPEN SOCIETY INSTITUTE 201 NORTH CHARLES ST SUITE 1300 BALTIMORE,MD 21201	NONE	PUBLIC	UNRESTRICTED	30,000
PARK SCHOOL 2425 OLD COURT ROAD BALTIMORE,MD 21208	NONE	PUBLIC	UNRESTRICTED	20,000
PARKS AND PEOPLE FOUNDATION 800 WYMAN PARK DRIVE SUITE 010 BALTIMORE,MD 21211	NONE	PUBLIC	UNRESTRICTED	20,000
PATTERSON PARK PUBLIC CHARTER SCHOOL 27 N LAKEWOOD AVE BALTIMORE,MD 21224	NONE	PUBLIC	UNRESTRICTED	14,725
PEACEPLAYERS INTERNATIONAL 901 NEW YORK AVENUE NW SUITE 550 EAST WASHINGTON,DC 20001	NONE	PUBLIC	UNRESTRICTED	10,000
PEARLSTONE CONFERENCE AND RETREAT CENTER KAYAM FARM 5425 MT GILEAD ROAD REISTERSTOWN,MD 21136	NONE	PUBLIC	UNRESTRICTED	25,000
PEF ISRAEL ENDOWMENT FUNDS INC 630 THIRD AVENUE SUITE 1501 NEW YORK,NY 10017	NONE	PUBLIC	UNRESTRICTED	145,500
PORT DISCOVERY CHILDREN'S MUSEUM 35 MARKET PLACE BALTIMORE,MD 21202	NONE	PUBLIC	UNRESTRICTED	20,000
PROJECT KESHER 600 MAMARONECK AVENUE SUITE 400 HARRISON,NY 10528	NONE	PUBLIC	UNRESTRICTED	20,000
REPAIR THE WORLD 555 8TH AVENUE SUITE 1703 NEW YORK,NY 10018	NONE	PUBLIC	UNRESTRICTED	50,000
SINAI HOSPITAL 2401 WEST BELVEDERE AVENUE BALTIMORE,MD 21215	NONE	PUBLIC	UNRESTRICTED	2,500
SOMEBODY CARES 9510 BURTON AVE BALTIMORE,MD 21234	NONE	PUBLIC	UNRESTRICTED	1,000
<b>Total . . . . .</b>  <b>3a</b>				2,573,209

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)				
<b>a</b> Paid during the year				
THE CHRISTOPHER O'NEIL FUND 2 EAST READ STREET C/O THE BALTIMORE COMMUNITY FOUNDATION BALTIMORE,MD 21202	NONE	PUBLIC	UNRESTRICTED	8,391
THE GIL SANDLER FUND AT THE BALTIMORE COMMUNITY FOUNDATION 2 E READ STREET 9TH FLOOR BALTIMORE,MD 21202	NONE	PUBLIC	UNRESTRICTED	1,000
THE ISRAEL PROJECT INC 2020 K STREET NW SUITE 7600 WASHINGTON,DC 20006	NONE	PUBLIC	UNRESTRICTED	50,000
THE JEWISH FEDERATIONS OF NORTH AMERICA OVERSEAS SUPPLEMENTAL GIVINGIEF 25 BROADWAY SUITE 1700 NEWYORK,NY 10004	NONE	PUBLIC	UNRESTRICTED	145,000
THE MARYLAND ZOO 1876 MANSION HOUSE DRIVE BALTIMORE,MD 21217	NONE	PUBLIC	UNRESTRICTED	30,000
THE SHALOM HARTMAN INSTITUTE OF NA ONE PENNSYLVANIA PLAZA SUITE 1606 NEWYORK,NY 10119	NONE	PUBLIC	UNRESTRICTED	20,000
UNITED WAY OF CENTRAL MARYLAND 100 S CHARLES STREET 5TH FLOOR BALTIMORE,MD 21203	NONE	PUBLIC	UNRESTRICTED	18,000
UNIVERSITY OF MARYLAND BALTIMORE FOUNDATION INC 620 W LEXINGTON STREET BALTIMORE,MD 21201	NONE	PUBLIC	UNRESTRICTED	35,000
URBAN ADAMAH 1050 PARKER STREET BERKLEY,CA 94710	NONE	PUBLIC	UNRESTRICTED	2,500
WOODSTOCK FARM ANIMAL SANCTUARY PO BOX 1329 WOODSTOCK,NY 12498	NONE	PUBLIC	UNRESTRICTED	2,500
YMCA OF CENTRAL MARYLAND INC 303 WEST CHESAPEAKE AVENUE BALTIMORE,MD 21204	NONE	PUBLIC	UNRESTRICTED	20,000
YOUNG AUDIENCES OF MARYLAND INC 2600 NORTH HOWARD STREET SUITE 1300 BALTIMORE,MD 21218	NONE	PUBLIC	UNRESTRICTED	20,000
YOUNG LEADERSHIP COUNCIL FOUNDATION PO BOX 56909 NEWORLEANS,LA 70156	NONE	PUBLIC	UNRESTRICTED	2,500
<b>Total . . . . .</b>  <b>3a</b>				2,573,209

**TY 2013 Accounting Fees Schedule**

**Name:** THE JOSEPH MEYERHOFF FUND INC

**EIN:** 52-6035997

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	55,538	44,430		11,108

**TY 2013 Investments Corporate  
Bonds Schedule**

**Name:** THE JOSEPH MEYERHOFF FUND INC  
**EIN:** 52-6035997

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BONDS	125,000	125,000

**TY 2013 Investments Corporate  
Stock Schedule**

**Name:** THE JOSEPH MEYERHOFF FUND INC  
**EIN:** 52-6035997

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EQUITY FUNDS	2,699,313	2,270,092

**TY 2013 Investments - Other Schedule****Name:** THE JOSEPH MEYERHOFF FUND INC**EIN:** 52-6035997

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
25307 INVESTMENT PARTNERSHIP	AT COST	42,219,284	59,043,370
25310 INVESTMENT PARTNERSHIP	AT COST	0	4,984
27001 INVESTMENT PARTNERSHIP	AT COST	3,947,682	10,068,923
27004 INVESTMENT PARTNERSHIP	AT COST	2,114,127	4,096,594
40153 INVESTMENT PARTNERSHIP	AT COST	7,729	5,782

## TY 2013 Legal Fees Schedule

**Name:** THE JOSEPH MEYERHOFF FUND INC

**EIN:** 52-6035997

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL	8,187	6,550		1,637



**TY 2013 Other Expenses Schedule****Name:** THE JOSEPH MEYERHOFF FUND INC**EIN:** 52-6035997

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISC EXP	504	504		0
INSURANCE	1,812	1,812		0
ADMINISTRATIVE EXPENSE	260,366	151,406		108,960

## TY 2013 Other Income Schedule

**Name:** THE JOSEPH MEYERHOFF FUND INC

**EIN:** 52-6035997

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PASSTHROUGH ORDINARY INCOME	416,974	416,974	416,974
PASSTHROUGH ORDINARY INCOME		0	

## TY 2013 Other Professional Fees Schedule

**Name:** THE JOSEPH MEYERHOFF FUND INC

**EIN:** 52-6035997

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT	314,865	314,865		0

**TY 2013 Taxes Schedule****Name:** THE JOSEPH MEYERHOFF FUND INC**EIN:** 52-6035997

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	15,659	15,659		0
FEDERAL TAXES	89,534	0		0