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Return of Private Foundation

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

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

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

For calendar year 2013 or tax year beginning

, and ending

Name of foundation THOMAS E. QUADE FOUNDATION, INC.		A Employer identification number 80-0666398
Number and street (or P.O. box number if mail is not delivered to street address) 8061 NEWCOMB COURT	Room/suite	B Telephone number 410-437-3518
City or town, state or province, country, and ZIP or foreign postal code PASADENA, MD 21122		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 2,489,857. (Part I, column (d) must be on cash basis)	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	990,096.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	44,910.	26,623.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	20,670.			
	b Gross sales price for all assets on line 6a	422,313.			
	7 Capital gain net income (from Part IV, line 2)		20,670.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	1,055,676.	47,293.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	1,890.	945.		945.
	c Other professional fees	21,395.	14,460.		6,935.
	17 Interest				
	18 Taxes	2,350.	850.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	601.	0.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	26,236.	16,255.		7,880.
	25 Contributions, gifts, grants paid	80,000.			80,000.
26 Total expenses and disbursements. Add lines 24 and 25	106,236.	16,255.		87,880.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	949,440.				
b Net investment income (if negative, enter -0-)		31,038.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing	1,603.	53,169.	53,169.
	2 Savings and temporary cash investments	98,650.	163,247.	163,247.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 6	1,267,075.	2,100,352.	2,273,441.
	14 Land, buildings, and equipment; basis ▶ Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	1,367,328.	2,316,768.	2,489,857.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	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	1,367,328.	2,316,768.	
	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			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	1,367,328.	2,316,768.	
	31 Total liabilities and net assets/fund balances	1,367,328.	2,316,768.	

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	1,367,328.
2 Enter amount from Part I, line 27a	2	949,440.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,316,768.
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	2,316,768.

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 BB&T #7583 - SEE ATTACHED				
b BB&T #7583 - SEE ATTACHED				
c BB&T #7583 - SEE ATTACHED		D		
d CAPITAL GAINS DIVIDENDS				
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 181,480.		174,750.	6,730.
b 166,689.		156,493.	10,196.
c 70,500.		70,400.	100.
d 3,644.			3,644.
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			6,730.
b			10,196.
c			100.
d			3,644.
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	20,670.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	50,000.	1,330,456.	.037581
2011	22,599.	7,667.	2.947567
2010			
2009			
2008			

2 Total of line 1, column (d)	2	2.985148
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	1.492574
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,580,284.
5 Multiply line 4 by line 3	5	2,358,691.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	310.
7 Add lines 5 and 6	7	2,359,001.
8 Enter qualifying distributions from Part XII, line 4	8	87,880.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	621.
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	621.
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	621.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	876.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	876.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	255.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► MD		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

N/A

STMT 7

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ <u>N/A</u>				
14	The books are in care of ▶ <u>KARA TRIGGER</u> Telephone no. ▶ <u>410-437-3518</u>			
Located at ▶ <u>8061 NEWCOMB COURT, PASADENA, MD</u>		ZIP+4 ▶ <u>21122</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶				X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
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
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	☐ Yes ☒ No	
If "Yes," list the years ▶ _____ , _____ , _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____ , _____ , _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

N/A

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

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

6b

X

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

N/A

7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NANCY L QUADE	SECRETARY			
1508 SAPPHIRE COURT				
ODENTON, MD 21113	1.00	0.	0.	0.
KARA TRIGGER	PRESIDENT/TREASURER			
8061 NEWCOMB COURT				
PASADENA, MD 21122	1.00	0.	0.	0.

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

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

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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,449,908.
b	Average of monthly cash balances	1b	154,441.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,604,349.
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	1,604,349.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	24,065.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,580,284.
6	Minimum investment return. Enter 5% of line 5	6	79,014.

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	79,014.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	621.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	621.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	78,393.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	78,393.
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	78,393.

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	87,880.
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	87,880.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	87,880.
Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.			

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				78,393.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				6,304.
e From 2012				
f Total of lines 3a through e	6,304.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$				87,880.
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				78,393.
e Remaining amount distributed out of corpus	9,487.			
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	15,791.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	15,791.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				6,304.
d Excess from 2012				
e Excess from 2013				9,487.

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
BAYWATER ANIMAL RESCUE 4930 BUCKTOWN RD CAMBRIDGE, MD 21613	NONE	PUBLIC CHARITY	TO FURTHER THE GOALS OF THE ORGANIZATION	80,000.
Total			▶ 3a	80,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVII

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

		Yes	No
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?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
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.		

[illegible]

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
N/A		

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) is based on all information of which preparer has any knowledge				May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No		
	Signature of officer or trustee 		Date <u>5/12/2014</u>			Title PRESIDENT	
Paid Preparer Use Only	Print/Type preparer's name ROBIN K PATALON		Preparer's signature ROBIN K PATALON		Date 05/06/14	Check ☐ if self-employed	PTIN P01226578
	Firm's name ▶ SC&H FINANCIAL ADVISORS, INC.					Firm's EIN ▶ 52-2137226	
	Firm's address ▶ 910 RIDGEBROOK ROAD SPARKS, MD 21152					Phone no. (410) 403-1500	

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

▶ Attach to Form 990, Form 990-EZ, or Form 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

THOMAS E. QUADE FOUNDATION, INC.

Employer identification number

80-0666398

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 foundationCheck 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 33 1/3% 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 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 to 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 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization	Employer identification number
THOMAS E. QUADE FOUNDATION, INC.	80-0666398

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 332,166.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 2,595.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
3	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 2,007.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
4	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 1,903.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
5	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 1,979.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
6	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 2,509.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)

Name of organization

Employer identification number

THOMAS E. QUADE FOUNDATION, INC.**80-0666398****Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 21,811.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
8	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 1,728.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
9	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 9,379.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
10	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,288.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
11	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 2,251.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
12	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 103,812.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
THOMAS E. QUADE FOUNDATION, INC.	80-0666398

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
13	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,790.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
14	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,542.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
15	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,112.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
16	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 2,157.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
17	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,810.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
18	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,227.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
THOMAS E. QUADE FOUNDATION, INC.	80-0666398

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
19	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 14,301.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
20	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,182.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
21	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 13,838.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
22	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,568.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
23	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 18,724.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
24	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,065.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

THOMAS E. QUADE FOUNDATION, INC.**80-0666398****Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
25	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,058.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
26	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,964.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
27	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 2,560.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
28	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,298.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
29	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 4,167.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
30	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,158.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
THOMAS E. QUADE FOUNDATION, INC.	80-0666398

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
31	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 17,454.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
32	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 51,342.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
33	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 4,032.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
34	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 2,928.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
35	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 20,921.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
36	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 13,904.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
THOMAS E. QUADE FOUNDATION, INC.	80-0666398

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
37	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 17,451.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
38	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,889.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
39	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 17,671.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
40	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 50,277.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
41	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 4,140.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
42	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,065.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)

Name of organization

Employer identification number

THOMAS E. QUADE FOUNDATION, INC.**80-0666398****Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
43	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,892.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
44	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 14,051.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
45	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,935.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
46	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 2,551.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
47	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 2,309.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
48	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 2,264.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
THOMAS E. QUADE FOUNDATION, INC.	80-0666398

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
49	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,856.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
50	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 2,594.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
51	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,988.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
52	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,199.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
53	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 10,501.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
54	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 9,371.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
THOMAS E. QUADE FOUNDATION, INC.	80-0666398

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
55	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 2,717.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
56	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 4,146.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
57	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,921.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
58	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 2,192.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
59	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 2,093.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
60	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 2,804.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
THOMAS E. QUADE FOUNDATION, INC.	80-0666398

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
61	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 2,719.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
62	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 4,024.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
63	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 14,062.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
64	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 18,738.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
65	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 9,371.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
66	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,651.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)

Name of organization

Employer identification number

THOMAS E. QUADE FOUNDATION, INC.**80-0666398****Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
67	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,214.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
68	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 4,316.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
69	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,991.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
70	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 4,156.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
71	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 2,728.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
72	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,314.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
THOMAS E. QUADE FOUNDATION, INC.	80-0666398

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
73	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 26,110.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
74	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 2,267.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
75	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 2,116.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
76	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 1,709.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
77	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,163.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
78	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 1,723.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
THOMAS E. QUADE FOUNDATION, INC.	80-0666398

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
79	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 4,033.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
80	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 2,081.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
81	TRUST U/W OF THOMAS E. QUADE 3623 CHADWICK COURT PASADENA, MD 21122	\$ 3,203.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

THOMAS E. QUADE FOUNDATION, INC.**80-0666398****Part II Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>2</u>	<u>65 SHARES OF ADT CORP</u> _____ _____ _____	\$ <u>2,610.</u>	<u>12/19/13</u>
<u>3</u>	<u>60 SHARES OF ABBOT LABS</u> _____ _____ _____	\$ <u>2,287.</u>	<u>12/19/13</u>
<u>4</u>	<u>50 SHARES OF ABBVIE INC.</u> _____ _____ _____	\$ <u>2,716.</u>	<u>12/19/13</u>
<u>5</u>	<u>140 SHARES OF ACTIVISON BLIZZARD</u> _____ _____ _____	\$ <u>2,405.</u>	<u>12/19/13</u>
<u>6</u>	<u>60 SHARES OF AGILENT TECH.</u> _____ _____ _____	\$ <u>3,473.</u>	<u>12/19/13</u>
<u>7</u>	<u>724.618 SHARES OF INVESCO INT'L</u> _____ _____ _____	\$ <u>24,028.</u>	<u>12/19/13</u>

Name of organization	Employer identification number
THOMAS E. QUADE FOUNDATION, INC.	80-0666398

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
8	50 SHARES OF AKAMI TECH.	\$ 2,328.	12/19/13
9	847.679 SHARES OF AMERICAN CENTURY	\$ 8,968.	12/19/13
10	44 SHARES OF APACHE CORP.	\$ 3,778.	12/19/13
11	5 SHARES OF APPLE	\$ 2,754.	12/19/13
12	100000 SHARES OF BALTIMORE CNTY MD CONS PUB IMPT DTD 9/27/2006 4.25% 9/1/2025	\$ 103,931.	12/19/13
13	55 SHARES OF BAXTER INT'L	\$ 3,698.	12/19/13

Name of organization	Employer identification number
THOMAS E. QUADE FOUNDATION, INC.	80-0666398

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
14	14 SHARES OF BLACKROCK INC.	\$ 4,336.	12/19/13
15	90 SHARES OF BROADCOM CORP.	\$ 2,574.	12/19/13
16	35 SHARES OF CME GROUP	\$ 2,962.	12/19/13
17	32 SHARES OF CHEVRON	\$ 3,891.	12/19/13
18	150 SHARES OF CISCO	\$ 3,150.	12/19/13
19	321.516 SHARES OF COHEN & STEERS	\$ 13,160.	12/19/13

Name of organization

Employer identification number

THOMAS E. QUADE FOUNDATION, INC.

80-0666398

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
20	80 SHARES OF COMCAST	\$ 4,022.	12/19/13
21	1747.222 SHARES OF CREDIT SUISSE CMDY	\$ 12,650.	12/19/13
22	65 SHARES OF DIRECTTV	\$ 4,322.	12/19/13
23	1650.35 SHARES OF DOUBLELINE TOTAL BND FUND	\$ 17,939.	12/19/13
24	24 SHARES OF EOG RESOURCES	\$ 3,888.	12/19/13
25	60 SHARES OF EBAY	\$ 3,188.	12/19/13

Name of organization

Employer identification number

THOMAS E. QUADE FOUNDATION, INC.**80-0666398****Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
26	70 SHARES OF EMERSON ELECTRIC	\$ 4,757.	12/19/13
27	24 SHARES OF FEDEX CORP.	\$ 3,353.	12/19/13
28	250 SHARES OF FORD	\$ 3,913.	12/19/13
29	90 SHARES OF GENERAL MILL COMMON	\$ 4,476.	12/19/13
30	80 SHARES OF HALLIBURTON	\$ 3,993.	12/19/13
31	273.788 SHARES OF HARBOR INT'L FUND	\$ 18,738.	12/19/13

Name of organization

Employer identification number

THOMAS E. QUADE FOUNDATION, INC.

80-0666398

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
32	50000 SHARES OF HOWARD CNTY MD MET DIST SER A DTD 1/15/2006 4.15% 2/15/2023	\$ 51,265.	12/19/13
33	190 SHARES OF INTEL	\$ 4,779.	12/19/13
34	45 SHARES OF INTUIT INC.	\$ 3,411.	12/19/13
35	355 SHARES OF ISHARES MSCI EAFE INDEX FUND	\$ 22,969.	12/19/13
36	320 SHARES OF ISHARES MSCI EAFE SMALL CAP FUND	\$ 15,750.	12/19/13
37	350 SHARES OF ISHARES MSCI EAFE VALUE FUND	\$ 19,317.	12/19/13

Name of organization	Employer identification number
THOMAS E. QUADE FOUNDATION, INC.	80-0666398

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
38	50 SHARES OF KINDER MORGAN MNGT LLC	\$ 3,633.	12/19/13
39	926.153 SHARES OF LAZARD EMERGING MKTS FUND	\$ 17,838.	12/19/13
40	50000 SHARES OF MD ST ECONOMIC DEV CORP STUDENT HSG DTD 4/5/2006 4.25% 6/1/2023	\$ 50,862.	12/19/13
41	42 SHARES OF MCDONALDS	\$ 4,029.	12/19/13
42	70 SHARES OF MERCK & CO	\$ 3,423.	12/19/13
43	100 SHARES OF METLIFE	\$ 5,190.	12/19/13

Name of organization	Employer identification number
THOMAS E. QUADE FOUNDATION, INC.	80-0666398

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
44	1290.143 SHARES OF METROPOLITAN WEST TOTAL RETURN BOND FUND	\$ 13,637.	12/19/13
45	140 SHARES OF MICROSOFT	\$ 5,121.	12/19/13
46	90 SHARES OF MONDELEZ INTL INC	\$ 3,118.	12/19/13
47	90 SHARES OF MYRIAD GENETICS	\$ 2,208.	12/19/13
48	100 SHARES OF NATURAL RESOURCE PARTNERS. LP	\$ 1,995.	12/19/13
49	55 SHARES OF NOVARTIS ADR	\$ 4,264.	12/19/13

Name of organization

Employer identification number

THOMAS E. QUADE FOUNDATION, INC.**80-0666398****Part II Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
50	140 SHARES OF NUANCE COMMUNICATIONS	\$ 2,076.	12/19/13
51	50 SHARES OF OCCIDENTAL PETROLEUM	\$ 4,613.	12/19/13
52	55 SHARES OF OMNICOM GROUP	\$ 3,880.	12/19/13
53	303.147 SHARES OF OPPENHEIMER DEVELOPING MRKT'S FUND	\$ 11,216.	12/19/13
54	834.761 SHARES OF PIMCO TOTAL RETURN FUND	\$ 8,982.	12/19/13
55	150 SHARES OF PEARSON PLC	\$ 3,179.	12/19/13

Name of organization	Employer identification number
THOMAS E. QUADE FOUNDATION, INC.	80-0666398

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
56	54 SHARES OF PEPSICO	\$ 4,397.	12/19/13
57	140 SHARES OF PFIZER INC	\$ 4,308.	12/19/13
58	55 SHARES OF POTASH CORP OF SASKATCHEWAN	\$ 1,726.	12/19/13
59	35 SHARES OF RYDER SYSTEMS	\$ 2,474.	12/19/13
60	160 SHARES OF CHARLES SCHWAB CORP	\$ 4,112.	12/19/13
61	60 SHARES OF SOUTHERN COMPANY	\$ 2,461.	12/19/13

Name of organization	Employer identification number
THOMAS E. QUADE FOUNDATION, INC.	80-0666398

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
62	140 SHARES OF SPECTRA ENERGY	\$ 4,705.	12/19/13
63	1334.463 SHARES OF STERLING CAPITAL CORPORATE FUND	\$ 13,491.	12/19/13
64	1712.655 SHARES OF STERLING CAPITAL TOTAL RETURN BOND FUND	\$ 18,034.	12/19/13
65	878.03 SHARES OF STERLING CAPITAL INTERMIDATE GOV'T FUND	\$ 9,000.	12/19/13
66	55 SHARES OF TARGET	\$ 3,495.	12/19/13
67	80 SHARES OF TEVA PHARMACEUTICAL	\$ 3,187.	12/19/13

Name of organization	Employer identification number
THOMAS E. QUADE FOUNDATION, INC.	80-0666398

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
68	46 SHARES OF TIME WARNER CABLE	\$ 6,187.	12/19/13
69	48 SHARES OF TRAVELERS COMPANIES	\$ 4,231.	12/19/13
70	100 SHARES OF UNILEVER PLC	\$ 3,953.	12/19/13
71	32 SHARES OF UPS	\$ 3,295.	12/19/13
72	60 SHARES OF UNITED HEALTH GROUP	\$ 4,343.	12/19/13
73	25000 SHARES OF WASHINGTON MD SUBURBAN SAN DIST DTD 10/15/2006 4.2% 6/1/2023	\$ 26,304.	12/19/13

Name of organization	Employer identification number
THOMAS E. QUADE FOUNDATION, INC.	80-0666398

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
74	35 SHARES OF WELLPOINT INC.	\$ 3,116.	12/19/13
75	60 SHARES OF WILLIAMS COMPANIES	\$ 2,199.	12/19/13
76	60 SHARES OF XYLEM	\$ 2,082.	12/19/13
77	210 SHARES OF YAMANA GOLD	\$ 1,802.	12/19/13
78	25 SHARES OF YUM BRANDS	\$ 1,818.	12/19/13
79	70 SHARES OF ENSCO PLACE	\$ 3,925.	12/19/13

Employer identification number

80-0666398

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
80	50 SHARES OF CONNECTIVITY LTD	\$ 2,658.	12/19/13
81	65 SHARES OF CHECKPOINT SOFTWARE TECH.	\$ 4,050.	12/19/13

Name of organization

Employer identification number

THOMAS E. QUADE FOUNDATION, INC.**80-0666398****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) ▶ \$ _____

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

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BB&T CAPITAL GAIN DIVIDENDS	3,644.	3,644.	0.	0.	
BB&T DIVIDENDS	25,873.	0.	25,873.	25,873.	
BB&T INTEREST	750.	0.	750.	750.	
BB&T INTEREST T/E	18,287.	0.	18,287.	0.	
TO PART I, LINE 4	48,554.	3,644.	44,910.	26,623.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,890.	945.		945.
TO FORM 990-PF, PG 1, LN 16B	1,890.	945.		945.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	18,895.	13,210.		5,685.
BOOKKEEPING FEES	2,500.	1,250.		1,250.
TO FORM 990-PF, PG 1, LN 16C	21,395.	14,460.		6,935.

FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAX	850.	850.		0.	
INCOME TAX	1,500.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	2,350.	850.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
POSTAGE	40.	0.		0.	
MISCELLANEOUS	560.	0.		0.	
BB&T FEES	1.	0.		0.	
TO FORM 990-PF, PG 1, LN 23	601.	0.		0.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	6
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
BB&T BROKERAGE ACCOUNT	COST	2,100,352.	2,273,441.	
TOTAL TO FORM 990-PF, PART II, LINE 13		2,100,352.	2,273,441.	

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS
PART VII-A, LINE 10

STATEMENT 7

NAME OF CONTRIBUTOR

ADDRESS

TRUST U/W OF THOMAS E. QUADE

3623 CHADWICK COURT
PASADENA, MD 21122

THOMAS E QUADE FOUNDATION INC
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
170. ADT CORP COMMON	VAR	11/22/2013	7,450.97	6,766.61	684.36
240. ACTIVISION BLIZZARD INC	03/21/2012	03/13/2013	3,568.38	3,008.79	559.59
867.957 AMERICAN CENTURY					
DIVERSIFIED BOND FUND #	VAR	10/09/2013	9,269.78	9,624.00	-354.22
180. ARCHER DANIELS MIDLAND CO	VAR	03/13/2013	5,840.07	5,696.47	143.60
20. BAXTER INTERNATIONAL					
INCORPORATED	03/21/2012	01/25/2013	1,362.76	1,188.00	174.76
8. BLACKROCK INC COMMON	03/21/2012	01/25/2013	1,888.11	1,614.96	273.15
6. BLACKROCK INC COMMON	03/21/2012	03/13/2013	1,500.44	1,211.22	289.22
80. CISCO SYSTEMS	03/21/2012	03/13/2013	1,735.96	1,640.80	95.16
429.787 CREDIT SUISSE COMMODITY					
RETURN STRATEGY INSTITUTION	05/16/2013	10/09/2013	3,146.04	3,232.00	-85.96
530. DELL INC	VAR	01/25/2013	6,979.94	8,390.90	-1,410.96
10. EOG RESOURCES INC	03/21/2012	03/13/2013	1,300.17	1,136.20	163.97
20. EBAY INC	03/21/2012	01/25/2013	1,126.07	749.07	377.00
160. EXELON CORP COM	VAR	01/25/2013	4,833.49	5,789.46	-955.97
15. FEDEX CORPORATION	03/21/2012	03/13/2013	1,599.71	1,428.75	170.96
10. FEDEX CORPORATION	05/16/2013	11/22/2013	1,367.28	1,002.20	365.07
240. FORD MOTOR COMPANY	03/21/2012	01/25/2013	3,278.32	3,033.60	244.72
.693 KINDER MORGAN					
MANAGEMENT LLC	03/21/2012	02/21/2013	56.84	49.64	7.20
20. MERCK & CO INC	05/16/2013	10/09/2013	946.58	929.60	16.98
40. METLIFE INC	10/18/2012	10/09/2013	1,859.57	1,484.80	374.77
30. MYRIAD GENETICS INC COMMON	03/13/2013	05/16/2013	1,004.37	746.13	258.24
30. NOVARTIS AG	03/21/2012	03/13/2013	2,067.55	1,658.83	408.72
340. NUANCE COMMUNICATIONS INC					
COMMON	VAR	10/09/2013	6,169.59	6,993.75	-824.16
20. OMNICO GROUP INCORPORATED	03/21/2012	01/25/2013	1,081.77	1,001.85	79.92
818.826 PIMCO TOTAL RETURN FUND	VAR	10/09/2013	8,859.69	9,267.00	-407.31
210. PAYCHEX INC	VAR	03/13/2013	7,128.33	6,661.91	466.42
80. PFIZER INCORPORATED	03/21/2012	01/25/2013	2,147.15	1,753.60	393.55
100. POTASH CORP SASKATCHEWAN	VAR	01/25/2013	4,302.90	4,526.31	-223.41
140. POTASH CORP SASKATCHEWAN	03/13/2013	10/09/2013	4,521.23	5,829.80	-1,308.57
230. ROGERS COMMUNICATIONS INC	VAR	01/25/2013	10,593.76	8,834.06	1,759.70
30. RYDER SYSTEMS INC COMMON	03/21/2012	01/25/2013	1,661.29	1,644.18	17.11
Totals					

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THOMAS E QUADE FOUNDATION INC
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
130. SCHWAB (CHARLES) CORP	03/21/2012	03/13/2013	2,303.28	2,003.07	300.21
130. SOUTHERN COMPANY	12/31/2012	05/09/2013	5,999.85	5,496.15	503.70
30. SPECTRA ENERGY CORPORATION	12/31/2012	03/13/2013	868.18	813.33	54.85
60. SPECTRA ENERGY CORPORATION	12/31/2012	05/16/2013	1,883.35	1,626.66	256.69
3220.929 STERLING CAPITAL TOTAL					
RETURN BOND FUND	VAR	11/22/2013	34,013.01	34,603.17	-590.16
25. TIME WARNER CABLE INC	03/13/2013	10/09/2013	2,765.32	2,288.00	477.32
20. THE TRAVELERS COMPANIES	03/21/2012	03/13/2013	1,633.96	1,173.40	460.56
30. WILLIAMS COS INC	01/25/2013	03/13/2013	1,040.07	1,035.55	4.52
120. XYLEM INC COMMON	01/25/2013	03/13/2013	3,416.32	3,320.96	95.36
150. XYLEM INC COMMON	01/25/2013	05/16/2013	4,313.90	4,151.21	162.69
160. XYLEM INC COMMON	VAR	11/22/2013	5,516.70	4,371.44	1,145.26
40. TE CONNECTIVITY LTD	07/19/2012	03/13/2013	1,682.36	1,309.76	372.60
110. TE CONNECTIVITY LTD	07/19/2012	05/09/2013	4,891.69	3,601.84	1,289.85
20. CHECKPOINT SOFTWARE					
TECHNOLOGY COMMON	10/18/2012	01/25/2013	975.97	824.56	151.41
30. CHECKPOINT SOFTWARE					
TECHNOLOGY COMMON	10/18/2012	03/13/2013	1,527.86	1,236.84	291.02
Totals			181,480.00	174,750.00	6,729.00

THOMAS E QUADE FOUNDATION INC
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
310. ACTIVISION BLIZZARD INC	VAR	05/09/2013	4,433.76	3,923.45	510.31
1399.733 AMERICAN CENTURY					
14. BLACKROCK INC COMMON	VAR	10/09/2013	14,949.15	15,494.74	-545.59
90. CME GROUP INC COMMON	VAR	05/16/2013	4,046.78	2,809.88	1,236.90
3366.173 CREDIT SUISSE COMMODITY	VAR	10/09/2013	6,492.05	5,120.02	1,372.03
RETURN STRATEGY INSTITUTIONAL					
380. DOLE FOOD COMPANY INC	VAR	10/09/2013	24,640.38	28,013.00	-3,372.62
COMMON					
10. EOG RESOURCES INC	VAR	06/11/2013	4,666.08	3,812.80	853.28
160. EMERSON ELECTRIC	03/21/2012	10/09/2013	1,722.77	1,136.20	586.57
20. FEDEX CORPORATION	VAR	10/09/2013	10,133.17	8,256.92	1,876.25
30. FEDEX CORPORATION	VAR	10/09/2013	2,258.56	1,874.30	384.26
50. FORD MOTOR COMPANY	VAR	11/22/2013	4,101.83	2,614.40	1,487.42
70. ISHARES MSCI EAFE VALUE	03/21/2012	05/16/2013	737.48	632.00	105.48
INDEX FUND					
109. KINDER MORGAN MANAGEMENT	03/21/2012	10/09/2013	3,789.73	3,309.81	479.92
.61 KINDER MORGAN MANAGEMENT	VAR	05/09/2013	9,334.47	7,737.59	1,596.88
LLC					
.016 KINDER MORGAN	03/21/2012	05/24/2013	52.97	NONE	52.97
MANAGEMENT LLC					
.018 KINDER MORGAN	03/21/2012	08/23/2013	1.27	NONE	1.27
MANAGEMENT LLC					
140. MERCK & CO INC	03/21/2012	12/17/2013	1.30	NONE	1.30
60. MICROSOFT CORPORATION	VAR	10/09/2013	6,626.04	5,332.45	1,293.59
15. OCCIDENTAL PETE CORP	03/21/2012	10/09/2013	1,991.73	1,914.54	77.19
1312.187 PIMCO TOTAL RETURN FUND	09/25/2012	10/09/2013	1,410.57	1,292.08	118.49
50. PEARSON PLC SPONSORED ADR	VAR	10/09/2013	14,197.86	14,656.00	-458.14
60. RYDER SYSTEMS INC COMMON	03/21/2012	10/09/2013	996.73	962.08	34.65
DONATED 25000. ST MARYS CNTY MD REF PUB	VAR	05/16/2013	3,703.70	3,035.26	668.43
FACS GO DTD 08/15/2003 PRE					
DONATED 25000. ST MARYS CNTY MD REF PUB	12/19/2005	11/01/2013	25,250.00	25,250.00	NONE
FACS GO DTD 08/15/2003 PRE					
Totals	12/06/2005	11/01/2013	25,250.00	25,250.00	NONE

USA
3F0970 1.000

THOMAS E QUADE FOUNDATION INC

Donated Stock:	
Total Proceeds	\$70,500
Total Cost	\$70,400
Gain Loss	\$100
Purchased Stock:	
Total Proceeds	\$166,689
Total Cost	\$156,493
Gain Loss	\$10,196