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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning 04/01 **, 2013, and ending** 03/31 **, 20**14

Name of foundation
THE RCM&D FOUNDATION

A Employer identification number
52-2204935

Number and street (or P O box number if mail is not delivered to street address)
555 FAIRMOUNT AVENUE

Room/suite

B Telephone number (see instructions)
(410) 339-7263

City or town, state or province, country, and ZIP or foreign postal code
TOWSON, MD 21286

C If exemption application is pending, check here . . . . ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

D 1 Foreign organizations, check here . ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation . . . . ▶ ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here . ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 3,653,920.

J Accounting method ☐ Cash ☒ Accrual
☐ Other (specify) ______________
(Part I, column (d) must be on cash basis)

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) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	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	116,161.	116,161.		ATCH 1
	5a	Gross rents				
	b	Net rental income or (loss) ______				
	6a	Net gain or (loss) from sale of assets not on line 10	75,197.			
	b	Gross sales price for all assets on line 6a 454,804.				
	7	Capital gain net income (from Part IV, line 2) .		75,197.		
	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) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	191,358.	191,358.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc . .	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule) . . .				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)				
	19	Depreciation (attach schedule) and depletion .				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 2 .	26,959.			
	24	**Total operating and administrative expenses** Add lines 13 through 23	26,959.			
	25	Contributions, gifts, grants paid	163,300.			163,300.
	26	**Total expenses and disbursements** Add lines 24 and 25	190,259.			163,300.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements** . .	1,099.			
	b	**Net investment income** (if negative, enter -0-)		191,358.		
	c	**Adjusted net income** (if negative, enter -0-) . .				

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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			
	2	Savings and temporary cash investments	43,999.	19,186.	19,182.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 3	2,760,132.	2,787,532.	3,634,738.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ ATCH 4)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	2,804,131.	2,806,718.	3,653,920.
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 (attach schedule)			
	22	Other liabilities (describe ▶ ATCH 5)	2,338.	3,826.	
	23	**Total liabilities** (add lines 17 through 22)	2,338.	3,826.	
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	2,801,793.	2,802,892.	
	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** (see instructions)	2,801,793.	2,802,892.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	2,804,131.	2,806,718.	

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	2,801,793.
2	Enter amount from Part I, line 27a	2	1,099.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,802,892.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,802,892.

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 PART IV SCHEDULE			
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				
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
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	76,055.
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	0

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	155,460.	3,159,692.	0.049201
2011	147,391.	3,053,195.	0.048274
2010	144,857.	2,885,505.	0.050202
2009	127,446.	2,533,798.	0.050298
2008	153,867.	2,724,620.	0.056473

2	**Total** of line 1, column (d)	2	0.254448
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	0.050890
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	3,489,615.
5	Multiply line 4 by line 3	5	177,587.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,914.
7	Add lines 5 and 6	7	179,501.
8	Enter qualifying distributions from Part XII, line 4	8	163,300.

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	3,827.
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	
3	Add lines 1 and 2	3	3,827.
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	3,827.
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 . . . . 6a		
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	0
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	53.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	3,880.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ Refunded ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*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.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ ________ (2) On foundation managers. ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
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.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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*	7	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.*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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Part VII-A Statements Regarding Activities *(continued)*

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ PRICE POORE Telephone no ▶ 410 339-7263

Located at ▶555 FAIRMOUNT AVENUE TOWSON, MD ZIP+4 ▶ 21286

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

		Yes	No
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		X
See the 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

		Yes	No
File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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)?	1b		X
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
If "Yes," list the years ▶			
b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	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)*	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** Yes: No: X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **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
ATCH 6		0	0	0

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 ▶

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		0

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

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 NONE	
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 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 . . . . ▶	

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	3,511,049.
b	Average of monthly cash balances	1b	31,707.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	3,542,756.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,542,756.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	53,141.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,489,615.
6	**Minimum investment return.** Enter 5% of line 5	6	174,481.

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	174,481.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	3,827.		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	3,827.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	170,654.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	170,654.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	170,654.

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	163,300.
b	Program-related investments - total from Part IX-B	1b	
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	163,300.
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	163,300.

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					170,654.
2	Undistributed income, if any, as of the end of 2013					
a	Enter amount for 2012 only					
b	Total for prior years 20 11 ,20 10 ,20 09					
3	Excess distributions carryover, if any, to 2013					
a	From 2008	4,688.				
b	From 2009	1,410.				
c	From 2010	2,044.				
d	From 2011	2,048.				
e	From 2012					
f	**Total** of lines 3a through e		10,190.			
4	Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 163,300.					
a	Applied to 2012, but not more than line 2a					
b	Applied to undistributed income of prior years (Election required - see instructions)					
c	Treated as distributions out of corpus (Election required - see instructions)					
d	Applied to 2013 distributable amount					163,300.
e	Remaining amount distributed out of corpus					
5	Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a))*		7,354.			7,354.
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5		2,836.			
b	Prior years' undistributed income Subtract line 4b from line 2b					
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d	Subtract line 6c from line 6b Taxable amount - see instructions					
e	Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions					
f	Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014					
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)					
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		2,836.			
10	Analysis of line 9					
a	Excess from 2009					
b	Excess from 2010	788.				
c	Excess from 2011	2,048.				
d	Excess from 2012					
e	Excess from 2013					

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

NOT APPLICABLE

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see instructions.)

1 **Information Regarding Foundation Managers.**

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

NONE

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

NONE

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

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

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

ATCH 7

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

ATCH 8

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

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*				
ATCH 9				
Total . . . . ▶ 3a				163,300.
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		116,161.	14		
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory		75,197.	18		
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		191,358.			

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 191,358.

(See worksheet in line 13 instructions to verify calculations)

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

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

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

Signature of officer or trustee

Date 8/15/14

Title CFO

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name: BRYANT K. CARGILE

Preparer's signature: Bryant K Cargile, CPA

Date: AUG 06 2014

Check ☐ if self-employed

PTIN: P00758392

Firm's name ▶ PRICEWATERHOUSECOOPERS, LLP

Firm's EIN ▶ 13-4008324

Firm's address ▶ 100 EAST PRATT STREET, 19TH FLOOR
BALTIMORE, MD 22102-4261

Phone no 703-918-3000

Form 990-PF (2013)

THE RCM&D FOUNDATION 52-2204935

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		SEE ATTACHED DETAIL OF REALIZED GAINS AN PROPERTY TYPE: SECURITIES				P		
454,804.		379,607.					75,197.	
TOTAL GAIN(LOSS)							75,197.	

ATTACHMENT 1

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST AND DIVIDEND INCOME	116,161.	116,161.
TOTAL	116,161.	116,161.

ATTACHMENT 2

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
MISCELLANEOUS OFFICE EXPENSES	23,078.
FEDERAL EXCISE TAX	3,881.
TOTALS	26,959.

ATTACHMENT 3

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
T ROWE PRICE EQUITY INCOME	164,490.	110,114.	178,595.
T ROWE PRICE SMALL CAP	62,441.	88,529.	158,261.
T ROWE PRICE EQUITY INCOME ADV	100,692.	101,585.	152,858.
LOCORR LONG SHORT COMMODITIES	46,800.	70,833.	67,847.
LOCORR MANAGED FUTURES	70,216.	93,290.	88,545.
WELLS FARGO EMERGING MARKETS	49,500.	73,512.	70,362.
DODGE & COX INTERNATIONAL	85,607.	84,089.	124,772.
AIM DEVELOPING MARKETS	22,124.	46,555.	71,832.
THORNBURG INTERNATIONAL VALUE	100,482.	47,017.	53,642.
WESTERN ASSET CORE PLUS	219,959.	258,191.	265,290.
T. ROWE PRICE BLUE CHIP	201,228.	163,435.	401,508.
LEGG MASON PARTNERS APPRECIATI	228,809.	204,557.	308,894.
HARTFORD	200,506.	253,121.	258,721.
PRINCIPAL INTERNATIONAL			
JANUS INVESTMENT FUND	158,195.	175,929.	180,781.
BLACKROCK FUNDS			
NEURBERGER BERMAN	162,575.	142,059.	184,759.
EAGLE SERV. SMALL CAP	116,527.	114,188.	160,327.
AIM INVESTMENT FUND	16,276.	23,558.	23,216.
EAGLE SER SMALL CAP GROWTH	38,922.	37,515.	52,685.
JANUS INVESTMENT FUND	50,206.	55,236.	60,398.
LEGG MASON CLEARBRIDGE	97,219.	84,857.	110,871.
DODGE & COX FUNDS	32,388.	31,232.	42,064.
NEUBERGER BERMAN	57,931.	45,493.	57,189.
PRINCIPLE			
T ROWE PRICE EQUITY INCOME	44,728.	49,610.	62,461.
T ROWE PRICE EQUITY INCOME ADV	36,168.	36,117.	47,961.
T ROWE PRICE BLUE CHIP GROWTH	98,791.	92,225.	132,687.
ROYCE FD PENNSYLVANIA	32,365.	32,864.	41,453.
THORNBURG INVT TR INTL VALUE	32,168.	30,953.	34,683.
YACHTMAN FUND			
HARTFORD FLOATING RATE	82,354.	81,424.	83,526.
WESTERN ASSETS FUND	96,211.	83,218.	85,785.

ATTACHMENT 3 (CONT'D)

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
LOCORR LONG SHORT COMMODITIES	15,099.	22,557.	21,610.
LOCORR MANAGED FUTURES	22,755.	29,720.	28,233.
WELLS FARGO EMERGING MARKETS	16,400.	23,949.	22,922.
TOTALS	2,760,132.	2,787,532.	3,634,738.

ATTACHMENT 4

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION
FEDERAL EXCISE TAX RECEIVABLE
TOTALS

ATTACHMENT 5

FORM 990PF, PART II - OTHER LIABILITIES

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE
FEDERAL EXCISE TAX PAYABLE		2,338.	3,826.
	TOTALS	2,338.	3,826.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 6

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION
ALBERT R. COUNSELMAN 555 FAIRMOUNT AVENUE TOWSON, MD 21286	CHAIRMAN/PRES./DIR.
PRICE P. POORE 555 FAIRMOUNT AVENUE TOWSON, MD 21286	TREASURER
J. KEVIN CARNELL 555 FAIRMOUNT AVENUE TOWSON, MD 21286	SECRETARY
MARGARET K. COUNSELMAN 555 FAIRMOUNT AVENUE TOWSON, MD 21286	DIRECTOR

ATTACHMENT 7

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

RCM&D, INC.
555 FAIRMOUNT AVE
BALTIMORE, MD 21286
410-339-7263

ATTN: MR. ALBERT R. COUNSELMAN

ATTACHMENT 8

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

ALL APPLICATIONS MUST BE IN WRITING. THE FOLLOWING POINTS AND SUBMISSIONS ARE REQUIRED:

1. A DESCRIPTION OF THE ORGANIZATION AND ITS ROLE IN THE COMMUNITY.
2. A DESCRIPTION OF THE PROGRAM FOR WHICH THE REQUEST IS BEING MADE.
3. PROOF OF TAX EXEMPTION UNDER SECTION 501 (C)(3) OF THE IRS CODE.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE ATTACHMENT 10	NONE PUBLIC CHARITIES	GENERAL PURPOSE GRANTS FOR USE IN CARRYING OUT RECIPIENTS' CHARITABLE ACTIVITIES.	163,300
		TOTAL CONTRIBUTIONS PAID	163,300.

The RCM&D Foundation, Inc.

52-2204935

Schedule of Charitable Contributions Paid
for the years ending March 31, 2013 and 2012

	2014	2013	Description of Exempt Purpose
KENNEDY KREIGER INSTITUTE 707 NORTH BROADWAY BALTIMORE, MD 21205	31,000	13,610	Children's Medical Care Provider
NOTRE DAME UNIVERSITY OF MARYLAND 4701 N CHARLES ST BALTIMORE, MD 21210	10,000	10,000	Educational Assistance
JOHNS HOPKINS UNIVERSITY 3400 N CHARLES STREET BALTIMORE, MD 21218	10,000	10,000	Educational Assistance
MOUNT ST JOSEPHS HIGH SCHOOL 4403 FREDERICK ROAD BALTIMORE, MD 21229	10,000	10,000	Educational Assistance
ST AGNES FOUNDATION 900 CATON AVENUE BALTIMORE, MD 21209	8,500	13,250	Promote Quality Healthcare
GILCHRIST HOSPICE 11311 MCCORMICK ROAD HUNT VALLEY, MD 21031	7,500	7,500	Memorial Contribution
ARCHDIOCESE OF BALTIMORE 320 CATHEDRAL ST BALTIMORE, MD 21201	7,500	5,000	Support the Catholic Religion
FOUNDATION FOR AGENCY MANAGEMENT EXCELLENCE 701 PENNSYLVANIA AVE STE 750 WASHINGTON, DC 20007	5,500	12,500	Support the Endowment
THE GBMC FOUNDATION 6701 N CHARLES ST TOWSON, MD 21204	5,000	10,000	Support GBMC Medical Care
THE CHIMES 4815 SETON DR BALTIMORE, MD 21215	5,000	6,650	Assist the Mentally Handicapped and Their Families
MARY HILDA COUSELMAN GRADUATE STUDENT PROGRAM JOHNS HOPKINS SCHOOL OF MEDICINE 100 N CHARLES ST STE 300 BALTIMORE, MD 21201	5,000	5,000	Educational Assistance
CONCERT ARTISTS OF BALTIMORE 1114 ST PAUL STREET BALTIMORE, MD 21202	5,000	5,000	Promote Love of Music
MOTHER SETON ACADEMY	5,000	1,000	Educate At-Risk Youth

Attachment 10

724 SOUTH ANN ST BALTIMORE, MD 21231			
CRISTO RAY JESUIT HIGH SCHOOL 420 S CHESTNUT ST BALTIMORE, MD 21231	5,000	1,000	Provide Education to Low Income Students
LIFEBRIDGE HEALTH 3100 TOWANDA AVE BALTIMORE, MD 21215	5,000	-	Support Community Enrichment
BALTIMORE LEADERSHIP DEVELOPMENT CORP 111 S CALVERT ST, SUITE 1700 BALTIMORE, MD 21202	5,000	-	Support Community Enrichment
BALTIMORE SYMPHONY GOVERNING MEMBERS 1212 CATHEDRAL ST BALTIMORE, MD 21201	5,000	-	Promote Love of Music
CARDINAL'S LENTEN APPEAL 1212 CATHEDRAL ST BALTIMORE, MD 21201	2,500	5,000	Support Catholic Religion
SAINT LUKE INSTITUTE 8901 NEW HAMSPHIRE AVE SILVER SPRING, MD 20903	2,500	4,000	Healthcare for Clergy
STEVENSON UNIVERSITY CAPITAL CAMPAIGN 1525 GREENSPRING VALLEY ROAD STEVENSON, MD 21153	2,500	2,500	Support Capital Campaign
SETON HERITAGE MINISTRIES 339 S SEATON AVE EMITTSBURG, MD 21727	2,500	1,000	Support Catholic Religion
AMERICAN HEART ASSOCIATION PO BOX 5216 GLEN ALLEN, VA 23060	2,500	-	Memorial
BASILICA OF THE ASSUMPTION HISTORICAL TRUST 409 NORTH CHARLES STREET BALTIMORE, MD 21201	2,500	-	Support Catholic Religion
CATHOLIC CHARITIES 320 CATHEDRAL STREET BALTIMORE, MD 21201	2,000	4,650	Human Services Provider
LOYOLA UNIVERSITY OF MD THE JOHN EARLY SOCIETY 4501 N CHARLES STREET BALTIMORE, MD 21210	2,000	1,000	Support John Early Society
TUERK HOUSE INC PO BOX 3149 BALTIMORE, MD 21216	1,000	2,500	Support Women in Recovery
THE COMMUNITY SCHOOL 337 WEST 30TH STREET BALTIMORE, MD 21211	1,000	-	Support Education for Remington Youth
OUR DAILY BREAD 320 CATHEDREAL STREET	1,000	-	Provide Food and Employment Support to Those in Need

BALTIMORE, MD 21201			
COMMUNITY FUTURES FOUNDATION 5711 STAPLES MILL RD, STE 203 RICHMOND, VA 23288	1,000	-	Provides Long Term Support to Those with Brain Injury
ANNAPOLIS AREA MINISTRIES INC PO BOX 6149 ANNAPOLIS, MD 21401	1,000	-	Homeless Prevention Support Center
FOUNDATION FOR TEACHING ECONOMICS 260 RUSSELL BLVD, SUITE B DAVIS, CA 95616	1,000	-	Support Education in Economics for Youth
MARYLAND HISTORICAL SOCIETY 201 W MONUMENT ST BALTIMORE, MD 21201	500	500	Historical Preservation
BALTIMORE FESTIVAL OF THE ARTS 7 E REDWOOD ST SUITE 500 BALTIMORE, MD 21202	500	500	Support Artscape
INDEPENDENT COLLEGE FUND OF MARYLAND 3225 ELLERSLIE AVE, C160 BALTIMORE, MD 21218	500	-	Support Independent Colleges
THE AMERICAN INSTITUTE FOR CPCU 720 PROVIDENCE RD, STE 100 MALVERN, PA 19355	500	-	Insurance Education
HARFORD BELAIR FOUNDATION, INC 4308 HARFORD ROAD BALTIMORE, MD 21214	250	250	Services for Mentally Ill
LADEW TOPIARY GARDENS INC 3535 JARRETTSVILLE PIKE MONKTON, MD 21111	250	-	Promote Arts & Culture
WOUNDED WARRIOR PROJECT 112 G STREET NW, SUITE 700 WASHINGTON, DC 20005	200	-	Support Programs and Services for Wounded Veterans
GONZAGA COLLEGE HIGH SCHOOL 19 EYE STREET NW WASHINGTON, DC 20001	100	-	Education
BALTIMORE EDUCATIONAL SCHOLARSHIP TRUST 808 NORTH CHARLES ST BALTIMORE, MD 21201	100	-	Support Children in Baltimore with Financial Need
CANCER CENTER OF CHESTER COUNTY 440 E MARSHALL ST, SUITE 201 WEST CHESTER, PA 19380	100	-	Support Cancer Patients
SYMPHONY MANOR ASSISTED LIVING	100	-	Support the Elderly

4301 ROLAND AVENUE BALTIMORE, MD 21210			
THE BARRINGTON LAND CONSERVATION TRUST PO BOX 324 BARRINGTON, RI 02806	100	-	Preservation of Natural Resources
HACKERMAN FOUNDATION 300 E JOPPA RD, 8TH FL TOWSON, MD 21286	100	-	Support Defense of Human and Civil Rights
BALTIMORE SYMPHONY ORCHESTRA 1212 CATHEDRAL ST BALTIMORE, MD 21201	-	5,000	Promote Love of Music
CATHEDRAL OF MARY OUR QUEEN CHARLES ST & NORTHERN PKWY BALTIMORE, MD	-	5,000	Support Catholic Religion
THE JOURNEY HOME 100S CHARLES ST, 5TH FLOOR BALTIMORE, MD 21201	-	3,350	Assist Baltimore City's Homeless Children
BENJAMIN'S HOPE 895 OTTAWA BEACH RD HOLLAND, MI 49424	-	2,500	Autism Support
MISSION OF MERCY 22 S MARKET ST FREDERICK, MD 21701	-	1,500	Provide Medical Care
FOUNDATION TO ERADICATE DUCHENNE 104 HUME AVE ALEXANDRIA, VA 22301	-	1,000	Medical Research
EAGLES FLY FOR LEUKEMIA 5100 STATE RD, STE W310 DREXIL HILL, PA 19026	-	1,000	Support Pediatric Cancer Research
MISSION HELPERS OF THE SACRED HEART 1001 WEST JOPPA RD TOWSON, MD 21136	-	750	Support Missionary Work
FAMILY & CHILDREN'S SERVICES OF MARYLAND 4623 FALLS ROAD BALTIMORE, MD 21209	-	500	Serving Maryland Families
FUND FOR EDUCATIONAL EXCELLENCE 800 N CHARLES ST, STE 400 BALTIMORE, MD 21201	-	500	Increase Academic Achievement for City Youth
WALTERS ART MUSEUM 600 N CHARLES ST BALTIMORE, MD 21201	-	500	Promote the Arts
ELIZABETH SETON HIGH SCHOOL 5715 EMERSON ST BLADENSBURG, MD 20710	-	500	Educate and Empower Young Women

ORDER OF MALTA FEDERAL, ASSOCIATION 1730 M ST, NW 3403 WASHINGTON, DC 20036	-	500	Services for Sick and In Need
UMBC FOUNDATION 100 HILLTOP CIRCLE BALTIMORE, MD 21250	-	250	Provide Higher Education
GOOD360 1330 BRADDOCK PL, SUITE 360 ALEXANDER, VA 22314	-	100	Help Those in Need
SULPICIAN RETIREMENT FUND 5408 ROLAND AVE BALTIMORE, MD 21210	-	50	Memorial Contribution
BALTIMORE RONALD MCDONALD HOUSE 635 W LEXINGTON ST BALTIMORE, MD 21101	-	50	Retirement Contribution
aritable Contribution Totals per Year	163,300	- 155,460	

Attachment 10

The RCM&D Foundation **52-2204935**

FOR THE YEAR ENDING MARCH 31, 2013

FORM 990-PF, PART VII-B - STATEMENTS REGARDING ACTIVITIES FOR WHICH FORM 4720 MAY BE REQUIRED

QUESTION 1A(3)

EMPLOYEES OF RIGGS, COUNSELMAN, MICHAELS & DOWNES, INC. PROVIDE SERVICES SUCH AS ACCOUNTING, BOOKKEEPING AND ADMINISTRATION TO THE RCM&D FOUNDATION AT NO CHARGE.

SCHEDULE D (Form 1041)
Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.
▶ Information about Schedule D and its separate instructions is at *www.irs.gov/form1041*.

OMB No 1545-0092

2013

Name of estate or trust: THE RCM&D FOUNDATION

Employer identification number: 52-2204935

Note: *Form 5227 filers need to complete **only** Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with **Box A** checked				
2 Totals for all transactions reported on Form(s) 8949 with **Box B** checked				
3 Totals for all transactions reported on Form(s) 8949 with **Box C** checked				

4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	4	
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	5	
6 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet	6	( )
7 **Net short-term capital gain or (loss).** Combine lines 1a through 6 in column (h) Enter here and on line 17, column (3) on the back ▶	7	

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with **Box D** checked	454,804.	379,607.		75,197.
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked				
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked				

11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	11	
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	12	
13 Capital gain distributions	13	
14 Gain from Form 4797, Part I	14	
15 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet	15	( )
16 **Net long-term capital gain or (loss).** Combine lines 8a through 15 in column (h) Enter here and on line 18a, column (3) on the back ▶	16	75,197.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2013

Part III Summary of Parts I and II

Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
17	**Net short-term gain or (loss)**	17			
18	**Net long-term gain or (loss):**				
a	Total for year	18a			75,197.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	18b			
c	28% rate gain	18c			
19	**Total net gain or (loss).** Combine lines 17 and 18a ▶	19			75,197.

Note: *If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 18a and 19, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 19, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary*

Part IV Capital Loss Limitation

20 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of
a The loss on line 19, column (3) **or** b $3,000 . . . 20 ( )

Note: *If the loss on line 19, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if*

- *Either line 18b, col (2) or line 18c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col (2) or line 18c, col (2) is more than zero

21	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			21			
22	Enter the **smaller** of line 18a or 19 in column (2) but not less than zero	22					
23	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	23					
24	Add lines 22 and 23	24					
25	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	25					
26	Subtract line 25 from line 24 If zero or less, enter -0-			26			
27	Subtract line 26 from line 21 If zero or less, enter -0-			27			
28	Enter the **smaller** of the amount on line 21 or $2,450			28			
29	Enter the **smaller** of the amount on line 27 or line 28			29			
30	Subtract line 29 from line 28 If zero or less, enter -0- This amount is taxed at 0% ▶					30	
31	Enter the smaller of line 21 or line 26			31			
32	Subtract line 30 from line 26			32			
33	Enter the **smaller** of line 21 or $11,950			33			
34	Add lines 27 and 30			34			
35	Subtract line 34 from line 33 If zero or less, enter -0-			35			
36	Enter the **smaller** of line 32 or line 35			36			
37	Multiply line 36 by 15% ▶					37	
38	Enter the amount from line 31			38			
39	Add lines 30 and 36			39			
40	Subtract line 39 from line 38 If zero or less, enter -0-			40			
41	Multiply line 40 by 20% ▶					41	
42	Figure the tax on the amount on line 27 Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			42			
43	Add lines 37, 41, and 42			43			
44	Figure the tax on the amount on line 21 Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			44			
45	**Tax on all taxable income.** Enter the **smaller** of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) ▶					45	

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)
THE SCM&D FOUNDATION

Social security number or taxpayer identification number
52-2204935

Most brokers issue their own substitute statement instead of using Form 1099-B They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS Brokers are required to report basis to the IRS for most stock you bought in 2011 or later

Part II Long-Term. Transactions involving capital assets you held more than one year are long term For short-term transactions, see page 1

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required Enter the total directly on Schedule D, line 8a, you are not required to report these transactions on Form 8949 (see instructions)

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

☒ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
☐ **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
SEE ATTACHED DETAIL OF REALIZED GAINS			454,804.	379,607.			75,197.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			454,804	379,607.			75,197.

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

The RCM&D Foundation, Inc.
Summary of Changes in the Income Tax Basis of Investments for the fiscal year ended March 31, 2014
EIN 52-2204935

	Beg Tax Basis of Investments	Investment Purchases	Investment Sales	Realized Gain/(Loss)	Interest and Dividends	Ending Tax Basis of Investments
AIM Developing Markets	22,124	26,200	(2,550)	(244)	1,026	46,555
Dodge & Cox Funds	85,607		(3,900)	415	1,967	84,089
Hartford	200,506	52,000	(8,500)	2	9,113	253,121
Legg Mason Partners Appreciation	228,809		(46,761)	7,250	15,259	204,557
T Rowe Price Equity Income	164,490		(80,600)	18,270	7,952	110,112
T Rowe Price Equity Income Adv Class	100,692		(5,750)	389	6,254	101,585
T Rowe Price Small Cap	62,441	26,000	(4,850)	123	4,815	88,529
T Rowe Price Blue Chip	201,228		(75,422)	37,629		163,435
Thornburg International Value	100,482		(54,450)	122	863	47,017
Western Asset Total Return	219,959	52,000	(19,500)	337	5,395	258,191
Eagle Ser Small Cap Growth	116,527		(5,100)	845	1,916	114,188
Locorr Long Short Commodities	46,800	26,200	(1,950)	(217)		70,833
Locorr Managed Futures	70,216	26,200	(2,800)	(379)	53	93,290
Wells Farfo Emerging Markets	49,500	26,200	(2,300)	(183)	295	73,512
Janus Investment Fund	158,195		(5,450)	(145)	23,329	175,929
Neuberger Berman	162,575		(30,700)	2,607	7,577	142,059
AIM Investment Funds	16,276	8,400	(1,275)	(185)	342	23,558
Dodge & Cox Funds	32,388		(2,125)	284	685	31,232
Eagle Ser Small Cap Growth	38,922		(2,550)	497	646	37,515
Janus Investment Fund	50,206		(2,975)	2	8,002	55,236
Legg Mason Clearbridge	97,219		(20,663)	2,685	5,616	84,857
Neuberger Berman	57,931		(16,019)	1,184	2,398	45,494
T R Price Equity Income	44,728	12,232	(11,375)	1,302	2,722	49,609
T R Price Equity Income Advisor	36,168		(2,125)	74	2,000	36,117
T R Price Blue Chip Growth	98,791	10,215	(20,021)	3,239		92,224
Royce FD Pennsylvania Mutual	32,365		(1,700)	5	2,195	32,865
Thornburg Invt Tr Intl Value	32,168		(1,700)	125	360	30,953
Hartford Floating Rate	82,354		(4,250)	33	3,288	81,425
Western Assets Fund	96,211		(15,220)	250	1,978	83,219
Locorr Long Short Commodities	15,099	8,400	(850)	(92)		22,557
Locorr Managed Futures	22,755	8,400	(1,275)	(177)	17	29,720
Wells Fargo	16,400	8,400	(98)	(850)	98	23,950
Column Totals	**2,760,132**	**290,847**	**(454,804)**	**75,197**	**116,161**	**2,787,532**

Investment Acct at RW Baird	**2,726,994**	**Income Tax Bais at March 31, 2014**	**2,787,532**
Investment Acct with Counselman	**907,744**	**Net Unrealized Gain at March 31, 2014**	**847,206**
Total Investments at Fair Mkt Value	**3,634,738**	**Fair Market Value at March 31, 2014**	**3,634,738**