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EXTENDED TO AUGUST 17, 2015  
Return of Private Foundation

OMB No 1545-0052

2014

Open to Public Inspection

Form 990-PF

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 2014 or tax year beginning , and ending

Name of foundation  
**HARRY L. GLADDING FOUNDATION, INC.  
C/O VENABLE/ND BORDEN**

Number and street (or P O box number if mail is not delivered to street address) Room/suite  
**750 EAST PRATT STREET SUITE 900**

City or town, state or province, country, and ZIP or foreign postal code  
**BALTIMORE, MD 21202**

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

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

**I** Fair market value of all assets at end of year (from Part II, col. (c), line 16) **J** Accounting method:  Cash  Accrual  
 Other (specify) **MODIFIED CASH**

**\$ 1,277,854.** (Part I, column (d) must be on cash basis.)

**A** Employer identification number  
**52-1672857**

**B** Telephone number  
**410-244-7400**

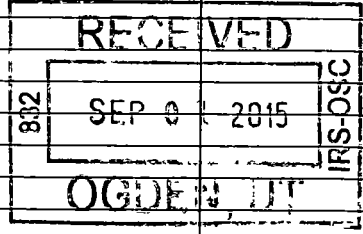
**C** If exemption application is pending, check here

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

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

**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		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		35,853.	35,853.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		86,929.			
b Gross sales price for all assets on line 6a 259,871.					
7 Capital gain net income (from Part IV, line 2)			86,929.		
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		122,782.	122,782.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 2		1,054.	527.		527.
b Accounting fees STMT 3		4,150.	2,075.		2,075.
c Other professional fees STMT 4		14,719.	14,719.		0.
17 Interest					
18 Taxes STMT 5		2,145.	60.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		4,533.	1,142.		3,391.
24 Total operating and administrative expenses. Add lines 13 through 23		26,601.	18,523.		5,993.
25 Contributions, gifts, grants paid		55,150.			104,150.
26 Total expenses and disbursements. Add lines 24 and 25		81,751.	18,523.		110,143.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		41,031.			
b Net investment income (if negative, enter -0-)			104,259.		
c Adjusted net income (if negative, enter -0-)				N/A	



SCANNED SEP 09 2015 Revenue

Operating and Administrative Expenses

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	17,541.	48,191.	48,191.
	2 Savings and temporary cash investments			
	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 STMT 7	690,965.	705,044.	705,044.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 8	626,749.	524,619.	524,619.	
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 i)	1,335,255.	1,277,854.	1,277,854.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable	158,000.	109,000.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ EXCISE TAX PAYABLE)	362.	885.	
	23 Total liabilities (add lines 17 through 22)	158,362.	109,885.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input checked="" type="checkbox"/>			
	24 Unrestricted	1,176,893.	1,167,969.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>			
	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	1,176,893.	1,167,969.		
31 Total liabilities and net assets/fund balances	1,335,255.	1,277,854.		

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	1,176,893.
2 Enter amount from Part I, line 27a	2	41,031.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,217,924.
5 Decreases not included in line 2 (itemize) ▶ MARKETABLE SECURITIES DEPRECIATION	5	49,955.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,167,969.

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**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			
b <b>SEE ATTACHED STATEMENT</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 <b>259,871.</b>		<b>172,942.</b>	<b>86,929.</b>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			<b>86,929.</b>

2 Capital gain net income or (net capital loss) <span style="font-size: 2em;">}</span> <span style="font-size: 2em;">{</span> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	<b>86,929.</b>
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	<b>N/A</b>

**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))
2013	<b>147,522.</b>	<b>1,294,924.</b>	<b>.113923</b>
2012	<b>123,816.</b>	<b>1,268,743.</b>	<b>.097590</b>
2011	<b>115,625.</b>	<b>1,398,993.</b>	<b>.082649</b>
2010	<b>71,906.</b>	<b>1,373,482.</b>	<b>.052353</b>
2009	<b>129,901.</b>	<b>1,299,236.</b>	<b>.099983</b>

2 Total of line 1, column (d)	2	<b>.446498</b>
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	<b>.089300</b>
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	<b>1,318,622.</b>
5 Multiply line 4 by line 3	5	<b>117,753.</b>
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	<b>1,043.</b>
7 Add lines 5 and 6	7	<b>118,796.</b>
8 Enter qualifying distributions from Part XII, line 4	8	<b>110,143.</b>

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.

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**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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	2,085.
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	2,085.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	<b>Tax based on investment income</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	2,085.
6	Credits/Payments:		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	1,200.
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	1,200.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	885.
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	
11	Enter the amount of line 10 to be: <b>Credited to 2015 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

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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? Website address ▶ <u>N/A</u>	13	X	
14	The books are in care of ▶ <u>NEAL D. BORDEN, ESQ</u> Telephone no. ▶ <u>410-244-7400</u> Located at ▶ <u>750 EAST PRATT STREET SUITE 900, BALTIMORE, MD</u> ZIP+4 ▶ <u>21201-2911</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 ▶ <u>15</u>   <u>N/A</u>			
16	At any time during calendar year 2014, 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? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ▶	16	Yes	No 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
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 2014?	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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <u>N/A</u>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2014 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 2014) <u>N/A</u>	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 2014?	4b	X

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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 4945(d)(4)(A)? (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)?  Yes  No  
Organizations relying on a current notice regarding disaster assistance check here  N/A

**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). N/A

**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?  Yes  No  
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?  Yes  No 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
NEAL D. BORDEN, ESQ 750 EAST PRATT STREET SUITE 900 BALTIMORE, MD 21202	TRUSTEE 2.50	0.	0.	0.
WINIFRED BORDEN 750 EAST PRATT STREET SUITE 900 BALTIMORE, MD 21202	TRUSTEE 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 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	1,280,192.
b	Average of monthly cash balances	1b	58,511.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	1,338,703.
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	1,338,703.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	20,081.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,318,622.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	65,931.

**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	65,931.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	2,085.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,085.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	63,846.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	63,846.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	63,846.

**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	110,143.
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	<b>Qualifying distributions</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	110,143.
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	<b>Adjusted qualifying distributions</b> Subtract line 5 from line 4	6	110,143.

**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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				63,846.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009	65,297.			
b From 2010	3,624.			
c From 2011	46,244.			
d From 2012	60,931.			
e From 2013	85,026.			
f Total of lines 3a through e	261,122.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$	110,143.			
a Applied to 2013, 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 2014 distributable amount				63,846.
e Remaining amount distributed out of corpus	46,297.			
5 Excess distributions carryover applied to 2014 (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:	307,419.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	65,297.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	242,122.			
10 Analysis of line 9:				
a Excess from 2010	3,624.			
b Excess from 2011	46,244.			
c Excess from 2012	60,931.			
d Excess from 2013	85,026.			
e Excess from 2014	46,297.			

423581 11-24-14

Form 990-PF (2014)



HARRY L. GLADDING FOUNDATION, INC.

Form 990-PF (2014)

C/O VENABLE/ND BORDEN

52-1672857 Page 11

**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
<b>a Paid during the year</b>				
ARTSCAPE BALTIMORE 10 E. BALTIMORE STREET, 10TH FLOOR BALTIMORE, MD 21202	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	500.
B&O RAILROAD MUSEUM 901 WEST PATT STREET BALTIMORE, MD 21223	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	500.
BALTIMORE CLAYWORKS 5707 SMITH AVENUE BALTIMORE, MD 21209	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	2,000.
BALTIMORE COMMUNITY FOUNDATION 2 E. READ STREET, 9TH FLOOR BALTIMORE, MD 21202	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	500.
BALTIMORE MUSEUM OF ART 10 ART MUSEUM DRIVE BALTIMORE, MD 21218	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	2,250.
<b>Total</b> SEE CONTINUATION SHEET(S) ▶ 3a				104,150.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b> ▶ 3b				0.





**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 PUBLICLY TRADED SECURITIES - MORGAN STANLEY A/C E	P		
b PUBLICLY TRADED SECURITIES - MORGAN STANLEY A/C E	P		
c PUBLICLY TRADED SECURITIES - MORGAN STANLEY A/C E	P		
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(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 103,084.		80,140.	22,944.
b 5,896.		6,807.	-911.
c 150,891.		85,995.	64,896.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			22,944.
b			-911.
c			64,896.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	86,929.
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

HARRY L. GLADDING FOUNDATION, INC.  
C/O VENABLE/ND BORDEN

52-1672857

**Part XV** Supplementary Information

**3** Grants and Contributions Paid During the Year (Continuation)

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
BALTIMORE MUSEUM OF INDUSTRY 1415 KEY HWY BALTIMORE, MD 21230	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	500.
BALTIMORE SYMPHONY ORCHESTRA 1212 CATHEDRAL STREET BALTIMORE, MD 212015545	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	2,250.
BALTIMORE ZOO DRUID HILL PARK BALTIMORE, MD 21217	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	1,000.
CENTER STAGE 700 NORTH CALVERT STREET BALTIMORE, MD 21202	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	4,500.
CENTRAL SCHOLARSHIP BUREAU 1700 REISTERSTOWN ROAD, SUITE#220 BALTIMORE, MD 21208	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	2,000.
CREATIVE ALLIANCE 3134 EASTERN AVENUE BALTIMORE, MD 21224	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	2,000.
GREATER BALTIMORE CULTURAL ALLIANCE 1800 NORTH CHARLES STREET SUITE 810 BALTIMORE, MD 21201	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	3,000.
MARYLAND INSTITUTE COLLEGE OF ART 1300 W. MOUNT ROYAL AVE. BALTIMORE, MD 21217	NONE	PUBLIC CHARITY - SCHOOL	SUPPORT CURRENT OPERATIONS	5,000.
MARYLAND NEW DIRECTIONS 2700 N. CHARLES ST, STE 200 BALTIMORE, MD 21218	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	2,000.
NATIONAL AQUARIUM IN BALTIMORE PIER 3, 501 EAST PRATT STREET BALTIMORE, MD 21202	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	20,000.
<b>Total from continuation sheets</b>				<b>98,400.</b>

HARRY L. GLADDING FOUNDATION, INC.  
C/O VENABLE/ND BORDEN

52-1672857

**Part XV Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

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
PORT DISCOVERY: THE CHILDRENS' MUSEUM IN BALTIMORE, MD 35 MARKET PLACE BALTIMORE, MD 212024002	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	5,000.
WALTERS ART MUSEUM 600 NORTH CHARLES STREET BALTIMORE, MD 212015185	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	20,000.
WALTERS ART MUSEUM 600 NORTH CHARLES STREET BALTIMORE, MD 212015185	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	20,000.
WALTERS ART MUSEUM 600 NORTH CHARLES STREET BALTIMORE, MD 212015185	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	6,500.
YOUNG AUDIENCES/ARTS FOR LEARNING MARYLAND 2600 NORTH HOWARD STREET, SUITE 1300 BALTIMORE, MD 21218	NONE	OTHER PUBLIC CHARITY	SUPPORT CURRENT OPERATIONS	4,650.
<b>Total from continuation sheets</b>				

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY	35,853.	0.	35,853.	35,853.	
TO PART I, LINE 4	35,853.	0.	35,853.	35,853.	

FORM 990-PF LEGAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	1,054.	527.		527.
TO FM 990-PF, PG 1, LN 16A	1,054.	527.		527.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,150.	2,075.		2,075.
TO FORM 990-PF, PG 1, LN 16B	4,150.	2,075.		2,075.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	14,719.	14,719.		0.
TO FORM 990-PF, PG 1, LN 16C	14,719.	14,719.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	2,085.	0.		0.
FOREIGN TAXES	60.	60.		0.
TO FORM 990-PF, PG 1, LN 18	2,145.	60.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	4,533.	1,142.		3,391.
TO FORM 990-PF, PG 1, LN 23	4,533.	1,142.		3,391.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK - SEE ATTACHED	705,044.	705,044.
TOTAL TO FORM 990-PF, PART II, LINE 10B	705,044.	705,044.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ISHARES MSCI EMERGING MKTS INDEX FD	FMV	108,048.	108,048.
KAYNE ANDERSON ENERGY DEV CO	FMV	135,411.	135,411.
VANGUARD INTL EQUITY INDEX FUND	FMV	281,160.	281,160.
TOTAL TO FORM 990-PF, PART II, LINE 13		524,619.	524,619.

HARRY L. GLADDING FOUNDATION, INC. 52-1672857  
ATTACHMENT TO 990 PF  
PAGE 2 PART II LINES 10b & 13  
INVESTMENTS - CORPORATE STOCK & OTHER  
December 31, 2014

<u>SHARES</u>	<u>DESCRIPTION</u>	<u>CURRENT PRICE</u>	<u>MARKET VALUE 12/31/2014</u>
43 000	ACE LTD	\$ 114 88	\$ 4,939 84
240 000	ACTIVISION BLIZZARD INC	20 15	4,836 00
58 000	AGILENT TECHNOLOGIES	40 94	2,374 52
65 000	AMAZON COM INC	310 35	20,172 75
299 000	AMERICAN EXPRESS CO	93 04	27,818 96
1,000 000	AT&T INC	33 59	33,590 00
788 000	BANK OF NEW YORK MELLON CORP	40 57	31,969 16
152 000	BERKSHIRE HATHAWAY - CL B	150 15	22,822 80
141 000	BROOKFIELD ASSET MANAGEMENT CL A LTD	50 13	7,068 33
261 000	CANADIAN NATURAL RESOURCES LTD	30 88	8,059 68
165 000	CARMAX INC	66 58	10,985 70
228 000	CHARLES SCWHAB NEW	30 19	6,883 32
130 000	COSTCO WHOLESALE CORP	141 75	18,427 50
102 000	DIAGEO PLC SPON ADR	114 09	11,637 18
333 000	DUKE ENERGY CORP	83 54	27,818 82
74 000	ECOLAB INC	104 52	7,734 48
417 000	ENCANA CORP	13 87	5,783 79
180 000	EOG RESOURCES INC	92 07	16,572 60
185 000	EXPRESS SCRIPTS HOLDING CO	84 67	15,663 95
1,000 000	EXXON MOBIL CORP	92 45	92,450 00
23,000	GOOGLE INC - CL C	526 40	12,107 20
23 000	GOOGLE INC - CL A	530 66	12,205.18
500 000	JOHNSON & JOHNSON	104 57	52,285 00
164 000	JPMORGAN CHASE & CO	62 58	10,263 12
29 000	KEYSIGHT TECHNOLOGIES INC	33 77	979 33
95 000	LABORATORY CP AMER HLDGS	107 90	10,250 50
221 000	LAS VEGAS SANDS CORPORATION	58 16	12,853 36
298 000	LIBERTY GLOBAL PLC CL C	48 31	14,396 38
22 000	LIBERTY INTER CO VENUTRE SER A	37.72	829 84
155 000	LIBERTY INTERACTIVE CO INTER A	29 42	4,560 10
237,000	LOEWS CORPORATION	42 02	9,958 74
1,000 000	MERCK & CO INC	56 79	56,790 00
155 000	MICROSOFT CORP	46 45	7,199 75
37 000	MOODYS CORP	95 81	3,544 97
151 000	ORACLE CORP	44 97	6,790 47
81 000	PACCAR INC	68 01	5,508 81
81 000	PRAXAIR INC	129 56	10,494 36
5 000	PRICELINE COM INC	1,140 21	5,701 05
89 000	QUEST DIAGNOSTICS INC	67 06	5,968 34
163 000	SYSCO CORP	39.69	6,469 47
226 000	TEXAS INSTRUMENTS	53.47	12,083 09
317 000	ULTRA PETROLEUM CORP	13 16	4,171 72
175 000	UNITEDHEALTH GP INC	101 09	17,690 75
49 000	VALEANT PHARMACEUTIC INTL INC	143 11	7,012 39
24 000	VISA INC CLASS A	262 20	6,292 80
566 000	WELLS FARGO & CO	54 82	31,028 12
<b>TOTAL - PAGE 2 PART II LINE 10b</b>			<b>\$ 705,044 22</b>
2,750 000	ISHARES MSCI EMERGING MKTS	39 29	\$ 108,047 50
3,788 793	KAYNE ANDERSON ENERGY DEV CO	35 74	135,411 46
6,000 000	VANGUARD INTL EQUITY INDEX FUND	46 86	281,160 00
<b>TOTAL - PAGE 2 PART II LINE 13</b>			<b>\$ 524,618 96</b>

# Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

Department of the Treasury  
Internal Revenue Service

▶ **File a separate application for each return.**  
▶ **Information about Form 8868 and its instructions is at [www.irs.gov/form8868](http://www.irs.gov/form8868).**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

**Electronic filing (e-file)**. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

**Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).**

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

	Enter filer's identifying number	
<b>Type or print</b>	Name of exempt organization or other filer, see instructions <b>HARRY L. GLADDING FOUNDATION, INC. C/O VENABLE/ND BORDEN</b>	Employer identification number (EIN) or  <b>52-1672857</b>
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. <b>750 EAST PRATT STREET SUITE 900</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>BALTIMORE, MD 21202</b>	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**NEAL D. BORDEN, ESQ - 750 EAST PRATT STREET SUITE 900 -**

• The books are in the care of ▶ **BALTIMORE, MD 21201-2911**  
Telephone No. ▶ **410-244-7400** Fax No. ▶ \_\_\_\_\_

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_. If this is for the whole group, check this box . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for.

**1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2015**, to file the exempt organization return for the organization named above. The extension is for the organization's return for  
▶  calendar year **2014** or  
▶  tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

**2** If the tax year entered in line 1 is for less than 12 months, check reason:  Initial return  Final return  
 Change in accounting period

<b>3a</b> If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$	0.
<b>b</b> If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$	1,138.
<b>c</b> <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	<b>3c</b>	\$	0.

**Caution.** If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

# Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury  
Internal Revenue Service

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A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns*

		Enter filer's identifying number
<b>Type or print</b>	Name of exempt organization or other filer, see instructions. <b>HARRY L. GLADDING FOUNDATION, INC. C/O VENABLE/ND BORDEN</b>	Employer identification number (EIN) or  <b>52-1672857</b>
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P O box, see instructions. <b>750 EAST PRATT STREET SUITE 900</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>BALTIMORE, MD 21202</b>	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**NEAL D. BORDEN, ESQ - 750 EAST PRATT STREET SUITE 900 -**

- The books are in the care of ▶ **BALTIMORE, MD 21201-2911**  
Telephone No. ▶ **410-244-7400** Fax No ▶ \_\_\_\_\_
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_. If this is for the whole group, check this box . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for

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▶  calendar year **2014** or  
▶  tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

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 Change in accounting period

<b>3a</b> If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$	0.
<b>b</b> If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	<b>3b</b>	\$	1,138.
<b>c</b> <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	<b>3c</b>	\$	0.

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