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EXTENDED TO NOVEMBER 15, 2016

Return of Private Foundation

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

OMB No 1545-0052

2015

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue ServiceDo 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 2015 or tax year beginning

, and ending

Name of foundation THE OSPREY FOUNDATION, INC.		A Employer identification number 14-1862154
Number and street (or P.O. box number if mail is not delivered to street address) ONE OLYMPIC PLACE, 8TH FLOOR	Room/suite	B Telephone number 410-337-7575
City or town, state or province, country, and ZIP or foreign postal code TOWSON, MD 21204		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 48,718,998.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		2,640,716.		N/A	
2 Check ☐ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		20.	20.		STATEMENT 1
4 Dividends and interest from securities		1,334,996.	1,334,996.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		2,084,922.			
b Gross sales price for all assets on line 6a		6,517,680.			
7 Capital gain net income (from Part IV, line 2)			2,084,922.		
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		377,891.	560,082.		STATEMENT 3
12 Total. Add lines 1 through 11		6,438,545.	3,980,020.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		7,964.	3,982.		3,982.
c Other professional fees STMT 5		512,199.	290,103.		222,096.
17 Interest					
18 Taxes STMT 6		26,344.	4,308.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		71,141.	17,785.		53,356.
22 Printing and publications					
23 Other expenses STMT 7		22,626.	2,752.		19,874.
24 Total operating and administrative expenses. Add lines 13 through 23		640,274.	318,930.		299,308.
25 Contributions, gifts, grants paid		4,530,355.			4,530,355.
26 Total expenses and disbursements. Add lines 24 and 25		5,170,629.	318,930.		4,829,663.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		1,267,916.			
b Net investment income (if negative, enter -0-)			3,661,090.		
c Adjusted net income (if negative, enter -0-)				N/A	

LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2015)

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28

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					
	2 Savings and temporary cash investments			4,713,404.	1,236,275.	1,236,275.
	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 ▶	990,915.				
	Less: allowance for doubtful accounts ▶	0.		1,119,521.	990,915.	990,915.
	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 8		10,403,750.	16,039,757.	15,042,914.
	c Investments - corporate bonds	STMT 9		1,318,452.	1,307,873.	1,307,873.
Liabilities	11 Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
	12 Investments - mortgage loans					
	13 Investments - other	STMT 10		30,336,510.	29,470,496.	30,107,345.
	14 Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
	15 Other assets (describe ▶)	STATEMENT 11)		0.	33,676.	33,676.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)			47,891,637.	49,078,992.	48,718,998.
	17 Accounts payable and accrued expenses					
	18 Grants payable					
Net Assets or Fund Balances	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶)					
	23 Total liabilities (add lines 17 through 22)			0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐					
	and complete lines 24 through 26 and lines 30 and 31					
	24 Unrestricted					
	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			47,891,637.	47,891,637.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds			0.	1,187,355.	
Net Assets or Fund Balances	30 Total net assets or fund balances			47,891,637.	49,078,992.	
	31 Total liabilities and net assets/fund balances			47,891,637.	49,078,992.	

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	47,891,637.
2 Enter amount from Part I, line 27a	2	1,267,916.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	49,159,553.
5 Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	80,561.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	49,078,992.

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 SEE ATTACHED STATEMENT			
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 6,517,680.		4,432,758.	2,084,922.

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			2,084,922.

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	2,084,922.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	3,628,635.	45,382,104.	.079957
2013	4,618,357.	44,945,183.	.102755
2012	3,527,464.	45,310,000.	.077852
2011	1,847,620.	47,277,683.	.039080
2010	3,760,615.	48,168,104.	.078073

2 Total of line 1, column (d)	2	.377717
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	.075543
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	45,496,853.
5 Multiply line 4 by line 3	5	3,436,969.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	36,611.
7 Add lines 5 and 6	7	3,473,580.
8 Enter qualifying distributions from Part XII, line 4	8	4,829,663.

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	36,611.
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	36,611.
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	36,611.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015		6a	10,888.
b Exempt foreign organizations - tax withheld at source		6b	
c Tax paid with application for extension of time to file (Form 8868)		6c	79,000.
d Backup withholding erroneously withheld		6d	
7 Total credits and payments. Add lines 6a through 6d		7	89,888.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	533.
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	52,744.
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax ☒ 36,640. Refunded ☐		11	16,104.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	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	X
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 2015 or the taxable year beginning in 2015 (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

Part VII-A Statements Regarding Activities (continued)

	Yes	No
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 ► WWW.OSPREYFDN.ORG	13	X
14 The books are in care of ► THE FOUNDATION Telephone no. ► 410-337-7575 Located at ► ONE OLYMPIC PLACE, 8TH FLOOR, TOWSON, MD ZIP+4 ► 21204		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A
16 At any time during calendar year 2015, 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. If "Yes," enter the name of the foreign country ►	16	X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?		1c
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If "Yes," list the years ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2015 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 2015)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?		4b

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)?

N/A

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?

N/A

☐ Yes ☐ No

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

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

6b

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

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

7b

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

N/A

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
SEE STATEMENT 12		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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2015)

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	42,275,128.
b	Average of monthly cash balances	1b	3,914,570.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	46,189,698.
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	46,189,698.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	692,845.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	45,496,853.
6	Minimum investment return Enter 5% of line 5	6	2,274,843.

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	2,274,843.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	36,611.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	36,611.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,238,232.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,238,232.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,238,232.

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	4,829,663.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,829,663.
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	36,611.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	4,793,052.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				2,238,232.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010	1,391,790.			
b From 2011	1,771,146.			
c From 2012	1,266,595.			
d From 2013	2,413,844.			
e From 2014	1,404,470.			
f Total of lines 3a through e	8,247,845.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$	4,829,663.			
a Applied to 2014, 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 2015 distributable amount				2,238,232.
e Remaining amount distributed out of corpus	2,591,431.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	10,839,276.			
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 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				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 2010 not applied on line 5 or line 7	1,391,790.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	9,447,486.			
10 Analysis of line 9:				
a Excess from 2011	1,771,146.			
b Excess from 2012	1,266,595.			
c Excess from 2013	2,413,844.			
d Excess from 2014	1,404,470.			
e Excess from 2015	2,591,431.			

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				
SEE ATTACHED STATEMENT	NONE	PUBLIC	UNRESTRICTED	4,530,355.
Total		3a		4,530,355.
b Approved for future payment				
NONE				
Total		3b		0.

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

- | 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
|--|-------|-----|----|
| a Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| (1) Cash | 1a(1) | | X |
| (2) Other assets | 1a(2) | | X |
| b Other transactions: | | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| (4) Reimbursement arrangements | 1b(4) | | X |
| (5) Loans or loan guarantees | 1b(5) | | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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

Signature of officer or trustee

Date _____

► PRESIDENT

Title

May the IRS discuss this return with the preparer shown below (see instr. 1)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ self-employed

PTIN

LISA STRONG

Lisa M. Strong

11/08/16

P01011712

Firm's name ▶ **MISTER, BURTON & FRENCH, LLC**

Firm's EIN ► 26-2574303

Firm's address ▶ 307 INTERNATIONAL CIR, #570
HUNT VALLEY, MD 21030

Phone no. **410.771.9040**

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

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

OMB No 1545-0047

2015

Name of the organization

THE OSPREY FOUNDATION, INC.

Employer identification number

14-1862154

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐

501(c)() (enter number) organization

☐4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

4947(a)(1) nonexempt charitable trust treated as a private foundation

☐

501(c)(3) taxable private foundation

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

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules☐

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.☐For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2015)**

Name of organization	Employer identification number
THE OSPREY FOUNDATION, INC.	14-1862154

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	STEVE AND JESSE CLARKE ONE OLYMPIC PLACE TOWSON, MD 21204	\$ 110,967.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	MEREDITH AND CHRIS POWELL ONE OLYMPIC PLACE TOWSON, MD 21204	\$ 72,367.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
3	LINDSAY AND CHRIS WELLS ONE OLYMPIC PLACE TOWSON, MD 21204	\$ 86,667.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
4	WILLIAM AND BONNIE CLARKE ONE OLYMPIC PLACE TOWSON, MD 21204	\$ 427,211.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
5	WILLIAM AND BONNIE CLARKE ONE OLYMPIC PLACE TOWSON, MD 21204	\$ 791,382.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
6	WILLIAM AND BONNIE CLARKE ONE OLYMPIC PLACE TOWSON, MD 21204	\$ 1,152,122.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
THE OSPREY FOUNDATION, INC.	14-1862154

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
4	AMG YACKTMAN FUND 21,551.919 SHARES	\$ 514,875.	12/24/15
5	FPA CRESCENT FUND 29,021.498 SHARES	\$ 906,052.	12/24/15
6	50% INTEREST IN QUESTMARK PARTNERS III	\$ 1,152,122.	12/31/15
		\$	
		\$	
		\$	

Name of organization	Employer identification number
THE OSPREY FOUNDATION, INC.	14-1862154

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info. once) ▶ \$

Use duplicate copies of Part III if additional space is needed

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

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	D		05/15/15
b	PUBLICLY TRADED SECURITIES	P		12/31/15
c	PUBLICLY TRADED SECURITIES	P		12/31/15
d	FROM PASSTHROUGH ENTITIES	P		
e	SETTLEMENTS AND CASH IN LIEU	P		
f	CAPITAL GAINS DIVIDENDS			
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 3,000,000.		2,139,715.	860,285.
b 1,771,660.		1,790,240.	<18,580.>
c 483,533.		502,803.	<19,270.>
d 971,301.			971,301.
e 11,319.			11,319.
f 279,867.			279,867.
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

(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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			860,285.
b			<18,580.>
c			<19,270.>
d			971,301.
e			11,319.
f			279,867.
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	2,084,922.
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

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
TD AMERITRADE 231300	20.	20.	
TOTAL TO PART I, LINE 3	20.	20.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CHARLES SCHWAB	119,246.	0.	119,246.	119,246.	
CHARLES SCHWAB AMORTIZATION FROM PASSTHROUGH ENTITIES	<58,053.>	0.	<58,053.>	<58,053.>	
GLOBAL PTRSHP	586,930.	0.	586,930.	586,930.	
SOCIAL INV FUND	15,000.	0.	15,000.	15,000.	
HABITAT FOR HUMANITY	12,781.	0.	12,781.	12,781.	
OXFORD MILLS LLC	14,748.	0.	14,748.	14,748.	
PRO MUJER	15,500.	0.	15,500.	15,500.	
REINVESTMENT FUND INC	15,000.	0.	15,000.	15,000.	
ROOT CAPITAL INC	11,000.	0.	11,000.	11,000.	
SEAWALL DEVELOPMENT LLC	2,650.	0.	2,650.	2,650.	
STRUCTURED SETTLEMENTS	447,133.	0.	447,133.	447,133.	
TD AMERITRADE 407100	10,196.	0.	10,196.	10,196.	
TD AMERITRADE 6407100	402,732.	279,867.	122,865.	122,865.	
WORKING CAPITAL COMM NEEDS	20,000.	0.	20,000.	20,000.	
TO PART I, LINE 4	1,614,863.	279,867.	1,334,996.	1,334,996.	

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MURVIN & MEIER	3,683.	3,683.	
ORDINARY INCOME FROM PASSTHROUGH ENTITIES	556,399.	556,399.	
UBIT ORDINARY INCOME FROM PASSTHROUGH ENTITIES	<182,191.>	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	377,891.	560,082.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	7,964.	3,982.		3,982.
TO FORM 990-PF, PG 1, LN 16B	7,964.	3,982.		3,982.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES TD AMERITRADE	108,227.	108,227.		0.
INVESTMENT FEES CORBYN	13,076.	13,076.		0.
PORTFOLIO DEDUCTIONS PASSTHROUGH ENTITIES	168,800.	168,800.		0.
PHILANTHROPIC ADVISORY SERVICES	222,096.	0.		222,096.
TO FORM 990-PF, PG 1, LN 16C	512,199.	290,103.		222,096.

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	4,308.	4,308.		0.	
EXCISE TAX	22,036.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	26,344.	4,308.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INSURANCE	675.	0.		675.	
INFORMATION TECHNOLOGY	11,009.	2,752.		8,257.	
OFFICE SUPPLIES	871.	0.		871.	
ADMINISTRATIVE SUPPORT	828.	0.		828.	
CONSULTANT AND OTHER EXPENSES	9,243.	0.		9,243.	
TO FORM 990-PF, PG 1, LN 23	22,626.	2,752.		19,874.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
CORBYN INVESTMENTS	2,556,187.	2,595,459.		
PERMAL PEO II	484,887.	472,853.		
PERMAL PEO III	1,164,365.	1,153,181.		
STOCKS AND MUTUAL FUNDS	11,834,318.	10,821,421.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	16,039,757.	15,042,914.		

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
OXFORD MILL	307,873.	307,873.	
REINVESTMENT FUND	500,000.	500,000.	
WORKING CAPITAL FOR COMMUNITY NEEDS	500,000.	500,000.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,307,873.	1,307,873.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ENERGY CAPITAL PARTNERS	COST	626,453.	521,815.
WMS INC OPPORTUNITY FUND	COST	6,983,461.	7,209,101.
CALVERT SOCIAL INVESTORS FOUNDATION	COST	500,000.	500,000.
CAMPBELL MULTI-STRATEGY	COST	515,376.	606,031.
CHESAPEAKE PROPERTY III	COST	380,902.	621,558.
GLOBAL PARTNERSHIP SOCIAL INVESTMENT FUND	COST	500,000.	500,000.
MAP 2006 LP	COST	1,908,103.	2,000,000.
MREP 2008 DISTRESSED	COST	371,705.	331,387.
MILLERS SQUARE LLC	COST	495,232.	500,000.
MURVIN & MEIER	COST	739,448.	124,610.
QUESTMARK PARTNERS III	COST	2,557,234.	2,448,934.
ROOT CAPITAL	COST	400,000.	400,000.
STRUCTURED SETTLEMENT TOBACCO	COST	600,870.	600,870.
STRUCTURED SETTLEMENTS	COST	2,877,056.	2,909,674.
VALSTONE OPPORTUNITY FUND IV LLC	COST	654,911.	1,001,187.
WMS FAIRMOUNT FUNDS	COST	3,055,430.	3,354,220.
WMS SUSQUEHANNA FUND	COST	5,150,961.	5,156,721.
WMS WASHINGTON FUND	COST	153,354.	385,714.
ROCK SPRINGS CAPITAL FUND LP	COST	1,000,000.	935,523.
TOTAL TO FORM 990-PF, PART II, LINE 13		29,470,496.	30,107,345.

FORM 990-PF	OTHER ASSETS	STATEMENT	11
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DISTRIBUTIONS RECEIVABLE PASSTHROUGH ENTITIES	0.	33,676.	33,676.
TO FORM 990-PF, PART II, LINE 15	0.	33,676.	33,676.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	12
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WILLIAM CLARKE ONE OLYMPIC PLACE TOWSON, MD 21204	PRESIDENT 2.00	0.	0.	0.
BONNIE CLARKE ONE OLYMPIC PLACE TOWSON, MD 21204	SEC/TREASURER 2.00	0.	0.	0.
STEVEN CLARKE ONE OLYMPIC PLACE TOWSON, MD 21204	DIRECTOR 1.00	0.	0.	0.
JESSE CLARKE ONE OLYMPIC PLACE TOWSON, MD 21204	DIRECTOR 1.00	0.	0.	0.
LINDSEY WELLS ONE OLYMPIC PLACE TOWSON, MD 21204	DIRECTOR 1.00	0.	0.	0.
CHRISTOPHER WELLS ONE OLYMPIC PLACE TOWSON, MD 21204	DIRECTOR 1.00	0.	0.	0.
MEREDITH POWELL ONE OLYMPIC PLACE TOWSON, MD 21204	DIRECTOR 1.00	0.	0.	0.

THE OSPREY FOUNDATION, INC.

14-1862154

CHRISTOPHER POWELL
ONE OLYMPIC PLACE
TOWSON, MD 21204

DIRECTOR
1.00

0. 0. 0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

0. 0. 0.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 13

NAME OF MANAGER

WILLIAM CLARKE
BONNIE CLARKE

Form 990PF Part XV Line 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	Foundation status of recipient	Purpose of grant or contribution	Amount
1000 Friends of Wisconsin 16 N Carroll Street, #810 Madison, WI 53703	NONE	PC	Unrestricted Gift	60,000
40 West Assistance & Referral Inc 4711 Edmondson Avenue Baltimore, MD 21229	NONE	PC	Unrestricted Gift	15,000
Acumen Fund Inc 76 Ninth Avenue, Rm 315 New York, NY 10011-5226	NONE	PC	Support of Energy Portfolio Initiatives	100,000
Altum 1801 Robert Fulton Drive, Suite 450 Reston, VA 20191	NONE	PC	Unrestricted Gift	2,000
Aquayda PO Box 2056 Easton, MD 21601	NONE	PC	Wash Projects in LagunaJiradha	75,000
Care USA PO Box 7039 Merrifield VA 22116	NONE	PC	Unrestricted Gift	300,000
CEDEPCA 8A Avenida 7-57 Zona 2 Partado Postal 2834 Guatemala City, Guatemala 01901	NONE	PC	Biblical, Theological and Pastoral Training Programs	110,000
Center for Resilient Cities 501 E Badger Road Madison, WI 53713	NONE	PC	Unrestricted Gift	60,000
Center for Urban Families Fund Inc 3002 Druid Park Drive Baltimore, MD 21215	NONE	PC	Second Decade	100,000
Chesapeake Bay Foundation 6 Herndon Avenue Annapolis, MD 21403	NONE	PC	Unrestricted Gift	60,000
Church World Services 475 Riverside Dr, Suite 700 New York, NY 10115	NONE	PC	Water for Life East Africa	325,000
Coalition to End Childhood Lead Poisoning 2150 Allston Way, Ste 400 Baltimore, MD 21224	NONE	PC	Program Support	80,000
Comet-ME 1301 White Street Houston, TX 77007	NONE	PC	Development of an Affordable Solar Water Pump	20,000
Eva Nepal, Inc PO Box 270119 West Hartford, CT 06127-0119	NONE	PC	Unrestricted Gift	10,000
Fair Food Network 205 E Washington St, Suite B Ann Arbor, MI 48104	NONE	PC	Unrestricted Gift	60,000
FAO Trust Fund 405 East 42nd Street New York, NY 10017	NONE	PC	Unrestricted Gift	33,000

FINCA International Inc 1101 14th Street NW, 11th Floor Washington, DC 20005	NONE	PC	Micro Credit in Uganda	60,000
Food Project 110 Lewis Street Lincoln, MA 01773	NONE	PC	Learning Agenda	10,000
Guatemalan Human Rights Commission 3321 12th Street Washington, DC 20017	NONE	PC	Human Rights Defenders program	50,000
Institute for Jewish & Christian Studies 1316 Park Avenue Baltimore, MD 21217	NONE	PC	Annual Fund, Capital Campaign, and ICJS Educator	100,000
Interchurch Medical Assistance 500 Main Street PO Box 429 New Windsor, MD 21776	NONE	PC	Unrestricted Gift	250,000
Interfaith Youth Core 910 W Van Buren St, Fl 4 Chicago, IL 60607-3575	NONE	PC	Accelerator Campaign and General Support	375,000
IRC International Water & Sanitation PO Box 82327 The Hague, Netherlands 25080	NONE	PC	Unrestricted Gift	100,000
Jewish Federations of North America 25 Broadway, 17th Floor New York, NY 10004	NONE	PC	Unrestricted Gift	9,930
Johns Hopkins University 615 N Wolfe Street Baltimore, MD 21205	NONE	PC	Unrestricted Gift	220,000
Krista Tippett Public Productions PO Box 151020 San Rafael CA 94915	NONE	PC	Unrestricted Gift	219,300
Livelihoods 11766 Wilshire Blvd, Floor 9 Los Angeles, CA 90025	NONE	PC	Unrestricted Gift	40,000
Local Initiatives Support Corp 1825 K Street NW #1100 Washington, DC 20006	NONE	PC	Unrestricted Gift	75,000
Lutheran World Relief 700 Light Street Baltimore, MD 21230	NONE	PC	Program Support	363,000
New Israel Fund 6 East 39th Street, Suite 301 New York, NY 10016-0112	NONE	PC	Unrestricted Gift	3,000
New Venture Fund 1201 Connecticut Ave NW Suite 300 Washington, DC 20036	NONE	PC	Fund for Green Energy in India	347,625
Oil Change International 714 G Street SE #202 Washington, DC 20003	NONE	PC	Unrestricted Gift	50,000
Open Society Institute Baltimore 201 N Charles Street, Suite 1300 Baltimore, MD 21201	NONE	PC	Independence Fund and Youth Development Initiative	200,000
Presbytery of Baltimore 5400 Loch Raven Blvd Baltimore, MD 21239	NONE	PC	Unrestricted Gift	20,000

Red Tomato 1033 Turnpike Street Canton, MA 02021	NONE	PC	Unrestricted Gift	50,000
Safe Water Network 122 E 42nd Street, Suite 2600 New York NY 10168	NONE	PC	Unrestricted Gift	100,000
Side by Side Inc 424 Main Street Laurel, MD 20707	NONE	PC	Unrestricted Gift	40,000
SPARK 110 Pacific Ave, Suite 188 San Francisco, CA 94111	NONE	PC	SC Discretionary Grant	10,000
The Ecumenical Institute of Theology 5400 Roland Avenue Baltimore, MD 21210	NONE	PC	Unrestricted Gift	50,000
The James Beard Foundation 167 West 12th Street, New York NY 10011	NONE	PC	Unrestricted Gift	65,000
Water for People 6666 W Quincy Avenue Denver, CO 80604	NONE	PC	Unrestricted Gift	200,000
Well for the Journey 400 W Pennsylvania Avenue Towson, MD 21204	NONE	PC	Unrestricted Gift	30,000
Wholesome Wave 855 Main Street, Suite 910 Bridgeport, CT 06604	NONE	PC	Unrestricted Gift	82,500

\$ 4,530,355