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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning 01-01-2015, and ending 12-31-2015

Name of foundation The George L Shields Foundation Inc C/O Robert M Reiner Treasurer		A Employer identification number 52-1851638	
Number and street (or P O box number if mail is not delivered to street address) 4416 East West Highway 4th Floor		B Telephone number (see instructions) (301) 634-3125	
City or town, state or province, country, and ZIP or foreign postal code Bethesda, MD 208144568		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return☐ Initial return of a former public charity ☐ Final return☐ Amended return ☒ Address change☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☒ \$ 30,087,526		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		Revenue and expenses per (a) books	Net investment (b) income	Adjusted net (c) income	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)			
	2	Check ☒ if the foundation is not required to attach Sch B			
	3	Interest on savings and temporary cash investments	63,350	63,350	
	4	Dividends and interest from securities	592,231	592,231	
	5a	Gross rents	372,756	372,756	
	b	Net rental income or (loss) <u>371,387</u>			
	6a	Net gain or (loss) from sale of assets not on line 10	1,010,319		
	b	Gross sales price for all assets on line 6a <u>12,367,392</u>			
	7	Capital gain net income (from Part IV, line 2) . . .		1,010,319	
	8	Net short-term capital gain			
	9	Income modifications			
	10a	Gross sales less returns and allowances			
Operating and Administrative Expenses	b	Less Cost of goods sold			
	c	Gross profit or (loss) (attach schedule)			
	11	Other income (attach schedule)	☒ 104,356	104,356	
	12	Total.Add lines 1 through 11	2,143,012	2,143,012	
	13	Compensation of officers, directors, trustees, etc	55,000	27,500	0
	14	Other employee salaries and wages			
	15	Pension plans, employee benefits			
	16a	Legal fees (attach schedule).	☒ 100,660	50,330	0
	b	Accounting fees (attach schedule).	☒ 30,184	15,092	0
	c	Other professional fees (attach schedule)			
	17	Interest			
	18	Taxes (attach schedule) (see instructions) . . .	☒ 67,507	14,144	0
	19	Depreciation (attach schedule) and depletion . .			
	20	Occupancy			
	21	Travel, conferences, and meetings.			
	22	Printing and publications			
	23	Other expenses (attach schedule).	☒ 275,025	259,477	0
	24	Total operating and administrative expenses. Add lines 13 through 23	528,376	366,543	0
	25	Contributions, gifts, grants paid	1,708,900		1,708,900
	26	Total expenses and disbursements.Add lines 24 and 25	2,237,276	366,543	1,708,900
	27	Subtract line 26 from line 12			
	a	Excess of revenue over expenses and disbursements	-94,264		
	b	Net investment income (if negative, enter -0-)		1,776,469	
	c	Adjusted net income(if negative, enter -0-) . . .			

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	6,024	10,000	10,000
	2	Savings and temporary cash investments	702,506	644,327	644,327
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions).			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	2,562,621	☒ 2,118,944	2,127,285
	b	Investments—corporate stock (attach schedule)	18,387,451	☒ 18,589,032	19,784,818
	c	Investments—corporate bonds (attach schedule)	1,088,263	☒ 1,217,331	1,210,803
	11	Investments—land, buildings, and equipment basis ▶ 2,776,000 Less accumulated depreciation (attach schedule) ▶ _____			
			2,776,000	2,776,000	3,992,000
	12	Investments—mortgage loans.			
	13	Investments—other (attach schedule)	2,180,809	☒ 2,253,776	2,318,293
14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
15	Other assets (describe ▶ _____)				
16	Total assets(to be completed by all filers—see the instructions Also, see page 1, item I)	27,703,674	27,609,410	30,087,526	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule).			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities(add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	27,703,674	27,609,410	
	30	Total net assets or fund balances(see instructions)	27,703,674	27,609,410	
31	Total liabilities and net assets/fund balances(see instructions)	27,703,674	27,609,410		

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 27,703,674
2	Enter amount from Part I, line 27a	2 -94,264
3	Other increases not included in line 2 (itemize) ▶ _____	3 0
4	Add lines 1, 2, and 3	4 27,609,410
5	Decreases not included in line 2 (itemize) ▶ _____	5 0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 27,609,410

Part IV

Capital Gains and Losses for Tax on Investment Income

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

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

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

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	1,010,319
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

Part V

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

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)
If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☐ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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			
2013			
2012			
2011			
2010			

2	Total of line 1, column (d).	2	
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	
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	
5	Multiply line 4 by line 3.	5	
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	
7	Add lines 5 and 6.	7	
8	Enter qualifying distributions from Part XII, line 4.	8	

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 page 18 of the 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

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

35,529

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

35,529

6

Credits/Payments

a

2015 estimated tax payments and 2014 overpayment credited to 2015

6a

48,000

b

Exempt foreign organizations—tax withheld at source

6b

c

Tax paid with application for extension of time to file (Form 8868).

6c

20,000

d

Backup withholding erroneously withheld

6d

7

Total credits and payments. Add lines 6a through 6d.

7

68,000

8

Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.

8

23

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

32,448

11

Enter the amount of line 10 to be **Credited to 2015 estimated tax** ☐ 32,448 **Refunded** ☐

11

0

Part VII-A

Statements Regarding Activities

1a

During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

1a

No

b

Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for 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.

1b

No

c

Did the foundation file **Form 1120-POL** for this year?

1c

No

d

Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:
(1) On the foundation ☐ \$ _____ **(2)** On foundation managers ☐ \$ _____

e

Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____

2

Has the foundation engaged in any activities that have not previously been reported to the IRS?
If "Yes," attach a detailed description of the activities.

2

No

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

No

4a

Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a

No

b

If "Yes," has it filed a tax return on **Form 990-T** for this year?

4b

5

Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T.

5

No

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

Yes

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

Yes

8a

Enter the states to which the foundation reports or with which it is registered (see instructions)
☐ DC _____

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

Yes

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

No

10

Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*

10

No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶N/A	13	Yes	
14	The books are in care of ▶Robert M Reiner Treasurer Telephone no ▶(301) 634-3125 Located at ▶4416 East West Highway 4th Floor Bethesda MD ZIP+4 ▶208144568			
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		0
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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶	16	Yes	No

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)? ☐	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). ☐	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.</i>) ☐	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (Continued)

5a

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

(1)

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

☐ 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)?

5b

Organizations relying on a current notice regarding disaster assistance check here.

☐

c

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

☐ Yes

☐ No

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

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes

☒ No

b

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

6b

No

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

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes

☒ No

b

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

7b

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				

2

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

(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) 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 (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Joseph Reiner & Wiernicki PC	Legal Services	100,660
11140 Rockville Pike Suite 620 Rockville, MD 20852		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Part X

Minimum Investment Return

(All domestic foundations must complete this part. Foreign foundations,see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	23,859,175
b	Average of monthly cash balances.	1b	818,584
c	Fair market value of all other assets (see instructions).	1c	6,310,293
d	Total (add lines 1a, b, and c).	1d	30,988,052
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	30,988,052
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	464,821
5	Net value of noncharitable-use assets.Subtract line 4 from line 3 Enter here and on Part V, line 4	5	30,523,231
6	Minimum investment return.Enter 5% of line 5.	6	1,526,162

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	1,526,162
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	35,529
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	35,529
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,490,633
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,490,633
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amountas adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,490,633

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	1,708,900
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	1,708,900
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions.Subtract line 5 from line 4.	6	1,708,900

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				1,490,633
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			995,446	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				
c From 2012.				
d From 2013.				
e From 2014.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 1,708,900				
a Applied to 2014, but not more than line 2a			995,446	
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.				713,454
e Remaining amount distributed out of corpus	0			
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	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				777,179
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 (see instructions).	0			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9				
a Excess from 2011.				
b Excess from 2012.				
c Excess from 2013.				
d Excess from 2014.				
e Excess from 2015.				

Part XIV

b Check box to indicate whether the organization is a private operating foundation described in section 170(c)(2)(B)(i) or 170(c)(2)(B)(ii): ☐ 170(c)(2)(B)(i) or ☐ 170(c)(2)(B)(ii)

b 85% of line 2a

d Amounts included in line 2c not used directly for active conduct of exempt activities

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying
under section 4942(j)(3)(B)(i)

b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . .

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

c Any submission deadlines

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

Part XV

Supplementary Information(continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	1,708,900
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments.					
3	Interest on savings and temporary cash investments			14	63,350	
4	Dividends and interest from securities.			14	592,231	
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.			16	371,387	
6	Net rental income or (loss) from personal property					
7	Other investment income.					
8	Gain or (loss) from sales of assets other than inventory			18	1,010,319	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a <u>Securities Settlements</u>			14	869	
	b <u>Partnership Inc. from K-1</u>			14	103,487	
	c _____					
	d _____					
	e _____					
12	Subtotal. Add columns (b), (d), and (e).		0		2,141,643	0
13	Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)			13	<u>2,141,643</u>	<u>2,141,643</u>

[illegible]

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

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
CAPITAL GAIN DISTRIBUTIONS-MS 165123	P	2001-01-01	2015-12-31
CAPITAL GAIN DISTRIBUTIONS-MS 013500	P	2001-01-01	2015-12-31
MERRILL LYNCH 02091	P	2001-01-01	2015-12-31
MERRILL LYNCH 02284	P	2001-01-01	2015-12-31
MERRILL LYNCH 02285	P	2001-01-01	2015-12-31
MERRILL LYNCH 02286	P	2001-01-01	2015-12-31
MERRILL LYNCH 02287	P	2001-01-01	2015-12-31
MERRILL LYNCH 02288	P	2001-01-01	2015-12-31
MERRILL LYNCH 04013	P	2001-01-01	2015-12-31
MERRILL LYNCH 04014	P	2001-01-01	2015-12-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
32,664	0		32,664
5,336	0		5,336
174,727		201,093	-26,366
1,233,802		1,234,437	-635
380,336		220,111	160,225
1,008,987		1,037,222	-28,235
165,288		154,627	10,661
264,793		258,549	6,244
362,832		360,939	1,893
659,661		519,948	139,713

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			32,664
			5,336
			-26,366
			-635
			160,225
			-28,235
			10,661
			6,244
			1,893
			139,713

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

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
MERRILL LYNCH 04015	P	2001-01-01	2015-12-31
MERRILL LYNCH 04016	P	2001-01-01	2015-12-31
MERRILL LYNCH 04017	P	2001-01-01	2015-12-31
MERRILL LYNCH 04018	P	2001-01-01	2015-12-31
MERRILL LYNCH 04218	P	2001-01-01	2015-12-31
CASH IN LIEU	P	2001-01-01	2015-12-31
WASH SALES	P	2001-01-01	2015-12-31
MORGAN STANLEY 013500	P	2001-01-01	2015-12-31
MORGAN STANLEY 156369	P	2001-01-01	2015-12-31
MORGAN STANLEY 160152	P	2001-01-01	2015-12-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
54,309		55,011	-702
89,724		84,091	5,633
138,392		126,215	12,177
177,073		139,333	37,740
669,606		698,014	-28,408
278			278
27,914	0		27,914
5,268,231		4,596,780	671,451
940,513		931,756	8,757
261,234		230,221	31,013

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-702
			5,633
			12,177
			37,740
			-28,408
			278
			27,914
			671,451
			8,757
			31,013

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

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
MORGAN STANLEY 165123	P	2001-01-01	2015-12-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
451,692		508,726	-57,034

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-57,034

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation(If not paid, enter -0-)	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
Ann Schein Carlyss 4416 EAST WEST HIGHWAY 4TH FLOOR BETHESDA, MD 208144568	Pres & Director 5 00	45,000	0	0
Robert M Reiner 4416 EAST WEST HIGHWAY 4TH FLOOR BETHESDA, MD 208144568	Secretary/Treas 5 00	0	0	0
Bruce MacDonald 4416 EAST WEST HIGHWAY 4TH FLOOR BETHESDA, MD 208144568	Director 2 00	2,000	0	0
Carolyn Moore 4416 EAST WEST HIGHWAY 4TH FLOOR BETHESDA, MD 208144568	Director 2 00	4,000	0	0
Robert Brenengen 4416 EAST WEST HIGHWAY 4TH FLOOR BETHESDA, MD 208144568	Director 2 00	4,000	0	0
Erma Medgyesy 4416 EAST WEST HIGHWAY 4TH FLOOR BETHESDA, MD 208144568	Director 2 00	0	0	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Adam's Camp 6767 S Spruce StSuite 102 Centennial,CO 80112	None	Public	For Program Services	10,000
Alliance for Choice in Education 1201 E Colfax Ave Suite 302 Denver,CO 80218	None	Public	For Program Services	30,000
American Cancer Society ROUTE 422 AND SIPE AVENUE HERSHEY,PA 17036	none	Public	For Program Services	3,000
AmeriCares FOUNDATION INC 88 Hamilton Avenue Stamford,CT 06902	None	Public	For Program Services	25,000
Anacostia Riverkeeper Inc 515 M Street SE Suite 218 Washington,DC 20003	None	Public	For Program Services	15,000
Arena Stage 1101 Sixth Street SW Washington,DC 20024	none	Public	For Program Services	5,000
Arrupe Jesuit High School 4343 Utica Street Denver,CO 80212	None	Public	For Program Services	115,000
Art Students League of Denver 200 Grant Street Denver,CO 80203	NONE	Public	For Program Services	1,000
Aspen Music Festival and School 225 Music School Road Aspen,CO 81611	None	Public	For Program Services	7,500
Astral Artistic Services 230 S Broad Street Suite 300 Philadelphia,PA 19102	None	Public	For Program Services	10,000
Audubon Canyon Ranch 4900 SHORELINE HIGHWAY 1 Stinson Beach,CA 94970	None	Public	For Program Services	20,000
Biodynamic Farming & Gardening Assoc 1661 N Water Street Suite 307 Milwaukee,WI 53202	None	Public	For Program Services	2,000
Braided River 1001 SW Klickitat Way Suite 201 Seattle,WA 98134	None	Public	For Program Services	3,000
Bridge the Gap PO Box 1390 Sausalito,CA 94965	None	Public	For Program Services	5,000
Canal Community Alliance 91 Larkspur Street San Rafael,CA 94901	None	Public	For Program Services	20,000
Total 3a				1,708,900

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CCFA 11900 PARKLAWN DRIVE SUITE 360 ROCKVILLE,MD 20852	NONE	Public	For Program Services	4,000
Central City Opera House Association 400 S Colorado Boulevard Ste 530 Denver,CO 80246	NONE	PUBLIC	For Program Services	10,000
Chesapeake Bay Foundation 6 Herndon Avenue Annapolis,MD 21403	None	Public	For Program Services	50,000
Chicago Lights 126 E Chestnut STREET Chicago,IL 60611	None	Public	For Program Services	20,000
Children's Diagnostic Treatment Ctr 1401 S Federal Highway Fort Lauderdale,FL 33316	None	Public	For Program Services	2,000
Children's Hospital Foundation 801 Roeder Road Suite 300 Silver Spring,MD 20910	NONE	Public	For Program Services	25,000
Civic Orchestra of Chicago 220 South Michigan Avenue Chicago,IL 60604	None	Public	For Program Services	20,000
Colorado Ski and Snowboard Museum 231 South Frontage Road East Vail,CO 81657	none	Public	For Program Services	5,000
Communities IN Schools of Gr New Orleans PO Box 792800 New Orleans,LA 70179	none	Public	For Program Services	5,000
Concert Artist Guild 850 7th Avenue Suite 1205 New York,NY 10019	None	Public	For Program Services	10,000
Concert Artists of Baltimore 1114 St Paul Street Baltimore,MD 21202	None	Public	For Program Services	7,500
Denver Inner City Parish 1212 Mariposa Street Denver,CO 80204	NONE	PUBLIC	For Program Services	10,000
Doctors Without Borders USA 333 7th Avenue 2nd Floor New York,NY 10001	None	Public	For Program Services	75,000
Earth Conservation Corps 2000 Half Street SW Washington,DC 20024	None	Public	For Program Services	100,000
Equal Justice America 13540 E Boundary Rd Ste 204 Midlothian,VA 23112	None	Public	for program services	3,000
Total 3a				1,708,900

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Exploring the Metropolis Inc 205 LEXINGTON AVE 17TH FLOOR New York, NY 10016	None	Public	For Program Services	15,000
Fair Chance 2001 SStreet NW Suite 310 Washington, DC 20009	none	Public	For Program Services	2,000
Family Homestead 999 Decatur Street Denver, CO 80204	none	Public	For Program Services	2,500
Fast Friends Greyhound Rescue 6654 Gilardi Road Boonsboro, MD 21713	NONE	Public	Charitable Purposes	2,000
Fight4Diabetes Inc 10524 Detrick Avenue Kensington, MD 20895	NONE	Public	For Program Services	5,000
Franciscan Outreach 1645 WLeMoyne Street Chicago, IL 60622	none	Public	For Program Services	20,000
Frederick Community College 7932 Opossumtown Pike Frederick, MD 21702	None	Public	For Program Services	65,000
Frederick Rescue Mission 419 West South Street Frederick, MD 21701	None	Public	FOR PROGRAM SERVICES	130,000
Girls Inc 626 Washington Avenue Hagerstown, MD 21740	NONE	Public	Charitable Purposes	10,000
Glide Mem U Methodist Church 330 Ellis Street San Francisco, CA 94102	None	Public	For Program Services	5,000
Habitat for Humanity East Bay 2619 Broadway Oakland, CA 94612	None	Public	For Program Services	15,000
Habitat-Humanity of Coast'I Fairfield Co 1470 Barnum Avenue Bridgeport, CT 06610	None	Public	For Program Services	10,000
Handicap Children of Afganistan 2616 Cherry Creek Drive South Denver, CO 80209	NONE	Public	For Program Services	30,000
Have Dreams 515 Busse Highway Suite 150 Park Ridge, IL 60068	None	Public	For Program Services	20,000
Holton-Arms School 7303 River Road Bethesda, MD 20817	None	Public	For Program Services	10,000
Total				1,708,900

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Hood College 401 Rosemont Avenue Frederick, MD 21701	NONE	PUBLIC	FOR PROGRAM SERVICES	50,000
Just the Right Attitude 4720 EAST JUDGE PEREZ DR NERAUX, LA 70075	None	Public	For Program Services	3,000
Juvenile Protection Assoc 1707 N Halsted Street Chicago, IL 60614	None	Public	For Program Services	20,000
Leukemia & Lymphoma Society 651 W Washington Blvd Suite 400 Chicago, IL 60661	None	Public	For Program Services	10,000
Lewis & Floorwax FOR Kids Found INC 3609 S Wadsworth Blvd Suite 140 Lakewood, CO 80235	NONE	Public	For Program Services	2,000
Mannes College The new School of Music 79TH FIFTH AVENUE 17TH FLOOR New York, NY 10003	None	Public	For Program Services	5,000
Maryland Ensemble Theater 31 W Patrick Street Frederick, MD 21701	NONE	Public	For Program Services	10,000
Maxfund Animal Adoption Center 720 West 10th Avenue Denver, CO 80204	None	Public	For Program Services	10,000
Meals on Wheels Association of America 1550 CRYSTAL DRIVE SUITE 1004 ARLINGTON, VA 22202	none	Public	For Program Services	1,000
Mental Health Assoc of Frederick County 226 South Jefferson Street Frederick, MD 21701	NONE	Public	For Program Services	30,000
Michigan TechUniversity Fund 1400 Townsend Drive Houghton, MI 49931	NONE	Public	For Program Services	10,000
Mieczyslaw Munz Scholarship Fund 505 West End Avenue New York, NY 10024	None	Public	For Program Services	10,000
Miriam's Kitchen 2401 Virginia Avenue NW Washington, DC 20037	None	Public	For Program Services	10,000
Mount Vernon Ladies Association PO Box 110 Mount Vernon, VA 22121	None	Public	Charitable Purposes No Restrictions	25,000
Music in Schools Today 582 Market Street Suite 213 San Francisco, CA 94104	None	Public	For Program Services	2,000
Total				1,708,900

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
New Foundation Center Inc 4101 NORTH RAVENSWOOD AVE CHICAGO,IL 60613	None	Public	For Program Services	20,000
NF Inc - Mid Atlantic 1424 BEACON RIDGE RD 1116 CHARLOTTE,NC 28210	NONE	Public	For Program Services	2,000
Potomac Conservancy 8403 Colesville Rd Suite 805 Silver Spring,MD 20910	None	Public	For Program Services	15,000
Project Angel Heart 4950 Washington Street Denver,CO 80216	None	Public	For Program Services	7,500
Rebuilding Together Mont'y Co 18225-A FLOWER HILL WAY GAITHERSBURG,MD 20879	None	Public	For Program Services	3,000
Religious Coalition for Emergency Human NEEDS 27 DeGrange Street Fredrick,MD 21701	none	Public	For Program Services	20,000
Riverside Symphony 225 West 99th Street New York,NY 10025	None	Public	for program services	10,000
Russian Riverkeeper PO Box 1335 Healdsburg,CA 95448	None	Public	For Program Services	2,000
Saint Sebastian Project Denver 9816 E Crestline Circle Greenwood Village,CO 80111	NONE	Public	For Program Services	10,000
SF-MARIN COMMUNITY Food Bank 900 Pennsylvania Avenue San Francisco,CA 94107	None	Public	For Program Services	15,000
SOME 71 O Street NW Washington,DC 20001	None	Public	For Program Services	10,000
SBP INC 2645 TOULOUSE ST NEW ORLEANS,LA 70119	None	PUBLIC	For Program Services	50,000
Step 13 2029 Larimer Street Denver,CO 80218	None	Public	For Program Services	10,000
Suburban Hospital Foundation 8600 Old Georgetown Road Bethesda,MD 20814	NONE	Public	For Program Services	2,000
Sunburst Projects 1025 19th Street Suite 1A Sacramento,CA 95811	None	Public	For Program Services	8,000
Total				1,708,900

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Team Program Tamiscal HS 305 Doherty Drive Larkspur, CA 94939	None	Public	For Program Services	15,000
Colorado Symphony ASSOCIATION 1000 14th Street 15 Denver, CO 80202	none	Public	For Program Services	20,000
The Cosmos Club Foundation 2121 Massachusetts Avenue NW Washington, DC 20008	None	Public	For Program Services	7,500
Embassy Series PO BOX 9871 WASHINGTON, DC 20016	None	Public	For Program Services	7,500
The Homeless Garden Project PO Box 617 Santa Cruz, CA 95061	None	Public	For Program Services	15,000
The Isabel Project 4125 36th Lane Avondale, CO 81022	none	Public	For Program Services	5,000
The Jane Goodall Institute -USA HQ 1595 Spring Hill Road Suite 550 Vienna, VA 22182	None	Public	For Program Services	10,000
The Juilliard School 60 Lincoln Center Plaza New York, NY 10023	None	Public	For Program Services	85,000
Lawson House FOR LIFE DEVELOPMENT 30 W Chicago Avenue Chicago, IL 60654	NONE	Public	For Program Services	25,000
The Nature Conservancy 5410 Grosvenor Lane Suite 100 Bethesda, MD 20814	none	Public	For Program Services	25,000
The Patrick & Shirley Ryan Opera Center 20 N Wacker Drive Suite 860 Chicago, IL 60606	None	Public	For Program Services	20,000
The Peabody Institute 1 East Mount Vernon Place Baltimore, MD 21202	None	Public	For Program Services	7,500
Trinity Presbyterian Church 15 Elm Place Rye, NY 10580	none	Public	For Program Services	10,000
Trips for Kids 138 Sunnyside Avenue Mill Valley, CA 94941	None	Public	For Program Services	8,000
University of Pennsylvania 3451 Walnut Street Room 433 Philadephia, PA 19104	NONE	Public	For Program Services	5,000
Total 3a				1,708,900

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
USHMM 100 Raoul Wallenberg Place SW Washington, DC 20024	None	Public	For Program Services	2,000
Wild Animal Sanctuary 1946 County Road 53 Keensburg, CO 80643	none	Public	For Program Services	20,000
Wounded Warrior Project 4899 Belfort Road Suite 300 Jacksonville, FL 32256	none	Public	For Program Services	500
THE CHILDREN'S INN AT NIH INC 7 WEST DRIVE BETHESDA, MD 20814	NONE	Public	FOR PROGRAM SERVICES	1,000
CROHN'S & COLITIS FOUNDATION OF AMERICA INC 733 THIRD AVE SUITE 510 NEW YORK, NY 10017	None	PUBLIC	FOR PROGRAM SERVICES	2,000
DEATH RIDE TOUR INC 2404 S SEDALIA CIRCLE AURora, CO 80013	NONE	PUBLIC	FOR PROGRAM SERVICES	10,000
FOOD BANK OF THE ROCKIES 10700 EAST 45TH AVE DENVER, CO 80239	NONE	PUBLIC	FOR PROGRAM SERVICES	2,000
FREDERICK COMMUNITY COLLEGE FOUNDATION 7932 OPOSSUMTOWN Pike FREderick, MD 21702	NONE	PUBLIC	FOR PROGRAM SERVICES	2,000
HEADLEY CARTER CARES FOUNDATION PO BOX 161 RIVERDALE, MD 20738	NONE	PUBLIC	FOR PROGRAM SERVICES	1,000
NATIONAL REVIEW INSTITUTE 215 LEXINGTON AVE NEW YORK, NY 10016	NONE	PUBLIC	FOR PROGRAM SERVICES	5,000
PPF INC 11102 EAGLETRACE COURT NEW MARKET, MD 21774	NONE	PUBLIC	FOR PROGRAM SERVICES	900
SOUTHERN POVERTY LAW CENTER INC PO BOX 548 MONTGOMERY, AL 36104	NONE	PUBLIC	FOR PROGRAM SERVICES	500
YOKID STRETCH YOUR LIMITS INC 3307 DUKE ST ALEXANDRIA, VA 22314	NONE	Public	FOR PROGRAM SERVICES	2,000
CITY SQUARE DENVER 2575 S BROADWAY ST DENVER, CO 80210	NONE	PUBLIC	FOR PROGRAM SERVICES	14,000
TAHIRIH JUSTICE CENTER 6402 ARLINGTON BLVD SUITE 300 FALLS CHURCH, VA 22042	NONE	PUBLIC	FOR PROGRAM SERVICES	25,000
Total				1,708,900

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LEGAL AID BUREAU INC 22 S MARKET ST SUITE 11 FREDERICK,MD 21701	NONE	PUBLIC	FOR PROGRAM SERVICES	10,000
NEWYORK AVENUE FOUNDATION 1313 NEWYORK AVE NW WASHINGTON,DC 20005	NONE	PUBLIC	FOR PROGRAM SERVICES	2,000
THE RIDE TO CONQUER CANCER 401 N BROADWAY BALTIMORE,MD 21287	NONE	PUBLIC	FOR PROGRAM SERVICES	1,500
Total			3a	1,708,900

TY 2015 Accounting Fees Schedule

Name: The George L Shields Foundation Inc

C/O Robert M Reiner Treasurer

EIN: 52-1851638

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Linton Shafer Warfield & Garrett, P A	30,184	15,092		0

TY 2015 Investments Corporate Bonds Schedule

Name: The George L Shields Foundation Inc
C/O Robert M Reiner Treasurer
EIN: 52-1851638

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Corporate Bonds	1,217,331	1,210,803

TY 2015 Investments Corporate Stock Schedule**Name:** The George L Shields Foundation Inc

C/O Robert M Reiner Treasurer

EIN: 52-1851638

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Corporate Common Stocks	12,089,847	13,527,532
mutual and hedge funds	6,499,185	6,257,286

TY 2015 Investments Government Obligations Schedule

Name: The George L Shields Foundation Inc

C/O Robert M Reiner Treasurer

EIN: 52-1851638

US Government Securities - End of

Year Book Value:

2,118,944

US Government Securities - End of

Year Fair Market Value:

2,127,285

**State & Local Government
Securities - End of Year Book**

Value:

0

**State & Local Government
Securities - End of Year Fair**

Market Value:

0

TY 2015 Investments - Other Schedule

Name: The George L Shields Foundation Inc
C/O Robert M Reiner Treasurer

EIN: 52-1851638

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Other Investments	AT COST	2,253,776	2,318,293

TY 2015 Legal Fees Schedule

Name: The George L Shields Foundation Inc

C/O Robert M Reiner Treasurer

EIN: 52-1851638

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Joseph, Reiner & Wiernicki	100,660	50,330		0

TY 2015 Other Expenses Schedule**Name:** The George L Shields Foundation Inc

C/O Robert M Reiner Treasurer

EIN: 52-1851638

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Insurance	2,147	215		0
Dues and subscriptions	980	98		0
Board of Directors' Meeting Exp	24,865	12,433		0
Brokers' Management Fees	214,808	214,808		0
Partnership Deductions from K-1	30,520	30,520		0
Office Expense	336	34		0
Bank Fees	43	43		0
Management Fees	1,326	1,326		0

TY 2015 Other Income Schedule**Name:** The George L Shields Foundation Inc

C/O Robert M Reiner Treasurer

EIN: 52-1851638

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Securities Settlements	869	869	869
Partnership Inc from K-1	103,487	103,487	103,487

TY 2015 Taxes Schedule**Name:** The George L Shields Foundation Inc

C/O Robert M Reiner Treasurer

EIN: 52-1851638

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	3,443	1,721		0
FOREIGN TAXES	12,423	12,423		0
tax on investment income	51,641	0		0