

EXTENDED TO FEBRUARY 15, 2017

Form **990-PF**Department of the Treasury
Internal Revenue Service

Status of Private Foundation

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

Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning **APR 1, 2015**, and ending **MAR 31, 2016**

Name of foundation
THE SHARED EARTH FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address)
113 HOFFMAN LANE

City or town, state or province, country, and ZIP or foreign postal code
CHESTERTOWN, MD 21620

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16)
\$ 13,257,853. (Part I, column (d) must be on cash basis.)

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____

A Employer identification number
52-2151843

B Telephone number
(410) 778-6868

C If exemption application is pending, check here ☐

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

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	820,000.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	65,699.	65,699.		STATEMENT 1
	4 Dividends and interest from securities	217,936.	217,936.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	16,771.			
	b Gross sales price for all assets on line 6a	1,871,479.			
	7 Capital gain net income (from Part IV, line 2)		16,771.		
	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	<2,653.>	<2,653.>		STATEMENT 3	
12 Total. Add lines 1 through 11	1,117,753.	297,753.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	7,875.	7,875.		0.
	c Other professional fees STMT 5	118,183.	118,183.		0.
	17 Interest				
	18 Taxes STMT 6	36,930.	2,430.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	7,273.	7,270.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	170,261.	135,758.		0.
	25 Contributions, gifts, grants paid	906,241.			906,241.
26 Total expenses and disbursements. Add lines 24 and 25	1,076,502.	135,758.		906,241.	
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements	41,251.				
b Net investment income (if negative, enter -0-)		161,995.			
c Adjusted net income (if negative, enter -0-)			N/A		

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LHA For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	255,942.	200,582.	200,582.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 8	10,598,932.	10,528,403.	12,840,132.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	0.	167,140.	167,139.
Liabilities	14 Land, buildings, and equipment basis ▶ STMT 10 Less accumulated depreciation STMT 10	29,037.		
	15 Other assets (describe STATEMENT 11)	500,000.	500,000.	50,000.
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	11,354,874.	11,396,125.	13,257,853.
	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 ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> 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	11,354,874.	11,396,125.	
	30 Total net assets or fund balances	11,354,874.	11,396,125.	
	31 Total liabilities and net assets/fund balances	11,354,874.	11,396,125.	

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	11,354,874.
2 Enter amount from Part I, line 27a	2	41,251.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	11,396,125.
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	11,396,125.

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 1,871,479.		1,854,708.	16,771.

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

(i) FMV 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			16,771.

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	16,771.
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	778,502.	15,476,072.	.050304
2013	584,145.	11,931,367.	.048959
2012	1,480,214.	10,724,012.	.138028
2011	509,090.	8,777,085.	.058002
2010	475,340.	5,937,456.	.080058

2 Total of line 1, column (d)	2	.375351
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	.075070
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	13,324,730.
5 Multiply line 4 by line 3	5	1,000,287.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,620.
7 Add lines 5 and 6	7	1,001,907.
8 Enter qualifying distributions from Part XII, line 4	8	906,241.

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	3,240.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		3	3,240.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	3,240.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	19,502.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	19,502.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	16,262.	
11 Enter the amount of line 10 to be Credited to 2016 estimated tax	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MD		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

N/A

STMT 12

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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 ► <u>WWW.SHAREDEARTH.ORG</u>	13	X
14 The books are in care of ► <u>CAROLINE D. GABEL</u> Telephone no ► <u>(410) 778-6868</u> Located at ► <u>113 HOFFMAN LANE, CHESTERTOWN, MD</u> ZIP+4 ► <u>21620</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A
16 At any time during calendar year 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	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 X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)) a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?		4b X

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

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

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

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
CAROLINE D. GABEL 113 HOFFMAN LANE CHESTERTOWN, MD 21620	PRESIDENT 20.00	0.	0.	0.

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

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

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

0

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

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

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

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 THE FOUNDATION HAD COLLABORATED WITH "LEAP" TO CONSERVE ORANGUTANS, THE BORNEAN PYGMY ELEPHANTS AND HELPED IMPROVE THE LIVES OF WOMEN IN SABAH THROUGH TREE PLANTING.	80,541.
2	
SEE STATEMENT 13	60,000.
3	
SEE STATEMENT 14	50,000.
4	
SEE STATEMENT 15	40,000.

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	12,805,819.
b	Average of monthly cash balances	1b	221,826.
c	Fair market value of all other assets	1c	500,000.
d	Total (add lines 1a, b, and c)	1d	13,527,645.
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	13,527,645.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	202,915.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,324,730.
6	Minimum investment return. Enter 5% of line 5	6	666,237.

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	666,237.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	3,240.
b	Income tax for 2015 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,240.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	662,997.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	662,997.
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	662,997.

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	906,241.
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	906,241.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	906,241.

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				662,997.
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	190,163.			
b From 2011	74,927.			
c From 2012	987,497.			
d From 2013				
e From 2014	24,402.			
f Total of lines 3a through e	1,276,989.			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$	906,241.			
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				662,997.
e Remaining amount distributed out of corpus	243,244.			
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:	1,520,233.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 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	190,163.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	1,330,070.			
10 Analysis of line 9				
a Excess from 2011	74,927.			
b Excess from 2012	987,497.			
c Excess from 2013				
d Excess from 2014	24,402.			
e Excess from 2015	243,244.			

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				
ADKINS ARBORETUM PO BOX 100 RIDGELY, MD 21660		501(C)(3)	HABITAT ENHANCEMENT AND ECOLOGICAL PROGRAM, INCLUDING USING GOATS TO REMOVE INVASIVE PLANTS.	18,000.
ALLIANCE FOR INTERNATIONAL REFORESTATION 1702N WOODLAND DELAND, FL 32720		501(C)(3)	PLANTING TREES IN TEH HIGHLANDS OF GUATEMALA, TO PREVENT MUDSLIDES, REFOREST PROJECT AREAS, AND	20,000.
ANIMAL LEGAL DEFENSE FUND 170 EAST COTATI AVENUE COTATI, CA 94931		501(C)(3)	CONTINUED SUPPORT FOR ALDF'S CRIMINAL JUSTICE AND ZERO TOLERANCE FOR CRUELTY PROGRAMS, WHICH USE	20,000.
BAT CONSERVATION INTERNATIONAL PO BOX 162603 AUSTIN, TX 78716		501(C)(3)	ON THE GROUND CONSERVATION OF 10 OF THE MOST ENDANGERED BAT SPECIES IN 7 COUNTRIES, PROTECTING	30,000.
BHUTAN FOUNDATION 3121 SOUTH STREET NW WASHINGTON, DC 20007		501(C)(3)	TO SUPPORT THE SMALL GRANTS PROGRAM FOR THIS HIMALAYAN NATION.	1,000.
Total	SEE CONTINUATION SHEET(S)			3a 906,241.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVII

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

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

[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

2/13/17
Date

PRESIDENT
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ self-employed

PTIN

kathryn cozensca

Watmough CPA

2/1/2017

P00730458

Firm's name ► **WARRING & COMPANY VA, LLC, CPAS**

Firm's EIN ▶ 47-1284962

Firm's address ► 218 N. LEE ST, SUITE 300
ALEXANDRIA, VA 22314

Phone no 301-260-0809

Form **990-PF** (2015)

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	CHEVY CHASE TRUST - SEE ATTACHMENT	P		
b	CHEVY CHASE TRUST - SEE ATTACHMENT	P		
c	UBS FINANCIAL - SEE ATTACHMENT	P		
d	UBS FINANCIAL - SEE ATTACHMENT	P		
e	FIDELITY INVESTMENTS - SEE ATTACHMENT	P		
f	FIDELITY INVESTMENTS - SEE ATTACHMENT	P		
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	1,031,497.	951,053.	80,444.
b	325,641.	368,000.	<42,359.>
c	18,426.	17,977.	449.
d	72,969.	70,990.	1,979.
e	368,925.	387,519.	<18,594.>
f	54,021.	59,169.	<5,148.>
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(i) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any	
a			80,444.
b			<42,359.>
c			449.
d			1,979.
e			<18,594.>
f			<5,148.>
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	16,771.
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 XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CENTER FOR ENVIRONMENTAL FILMAKING 4400 MASSACHUSETTS AVENUE WASHINGTON, DC 20016		501(C)(3)	PROMOTING THE IMPORTANCE OF ETHICAL ENVIRONMENTAL FILM MAKING IN THE CLASSROOM AND THE	15,000.
CHESAPEAKE CONSERVANCY 716 GIDDINGS AVE ANNAPOLIS, MD 21403		501(C)(3)	TO SUPPORT THE EFFORTS TO CONSERVE THE LANDSCAPES AND SPECIAL PLACES THAT SUSTAIN THE CHESAPEAKE'S	35,000.
CHESAPEAKE MEDIA SERVICES 619 OAKWOOD DRIVE SEVEN VALLEYS, PA 17360-9395		501(C)(3)	SUPPORTING THE BAY JOURNAL, WHICH COVERS THE CHESAPEAKE BAY, PROVIDING TIMELY AND IN-DEPTH ENVIRONMENTAL	5,000.
CHESTER RIVER ASSOCIATION 100 NORTH CROSS STREET CHESTERTOWN, MD 21620		501(C)(3)	TO ASSIST WITH THE ASSOCIATION'S RIVER ADVOCACY, SEPTIC SYSTEM UPGRADE AND FARM PROGRAMS ON THE	20,000.
CLEAN WATER FUND 1444 I STREET NW #400 WASHINGTON, DC 20005		501(C)(3)	TO SUPPORT THE CLEAN WATER FUND'S PROGRAM IN MARYLAND WITH SPECIAL EMPHASIS ON ISSUE-BASED,	12,500.
DEFENDERS OF WILDLIFE 1130 17TH STREET, NW WASHINGTON, DC 20036		501(C)(3)	TO SUPPORT THE EFFORTS OF PROTECTING ANIMALS AND PLANTS IN THEIR NATURAL COMMUNITIES.	35,000.
EARTH SANGHA 10123 COMMONWEALTH BLVD FAIRFAX, VA 22032		501(C)(3)	SUPPORT FOR INCREASING PROPAGATION OF NATIVE PLANTS IN THE WASHINGTON DC AREA, AND REFORESTING AN	40,000.
EASTERN SHORE LAND CONSERVANCY PO BOX 169 QUEENSTOWN, MD 21658		501(C)(3)	15TH ANNUAL PLANNING CONFERENCE, BRINGING PLANNTERS, ELECTED OFFICIALS AND CITIZENS TOGETHER TO WORK FOR	15,000.
ENVIRONMENTAL FILM FESTIVAL 1228 31ST STREET, NW WASHINGTON, DC 20007		501(C)(3)	SUPPORT FOR THE ENVIRONMENTAL FILM FESTIVAL, 2015, SCREENING 160 FILMS OVER 13 DAYS.	30,000.
ENVIRONMENTAL INVESTIGATION AGENCY PO BOX 53343 WASHINGTON, DC 20009		501(C)(3)	CONTINUING TO DOCUMENT, EXPOSE AND PUBLICIZE CHINA'S AND JAPAN'S NONCOMPLIANCE BY AN IVORY-IMPORTING	30,000.
Total from continuation sheets				817,241.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
GLOBAL WILDLIFE CONSERVATION PO BOX 129 AUSTIN , TX 78767		501(C)(3)	TO SUPPORT THE PROTECTION OF AMPHIBIANS AND THEIR HABITATS THROUGH DYNAMIC PARTNERSHIPS	20,000.
KINGBAUDOUIN FOUNDATION 10 ROCKEFELLER PLAZA NEW YORK, NY 10020		501(C)(3)	TO ASSIST WITH TRANSLATION OF THE FILM ICE AND SKY AND ITS RELATED MATERIALS INTO ENGLISH. ICE AND	30,000.
LEAP 3378 REVERE AVENUE OAKLAND, CA 94605		501(C)(3)	TO SUPPORT THE MICRO HYDRO PLANT IN A SMALL COMMUNITY IN SABAH, MALAYSIAN BORNEO, PART OF LEAP'S FOREVER	80,541.
LEWIS AND CLARK LAW SCHOOL 10015 SW TERWILLIGER BLVD PORTLAND, OR 97219		501(C)(3)	TO SUPPORT THE 12TH NATIONAL ANIMAL LAW COMPETITION.	15,000.
LION GUARDIANS PO BOX 9641 WASHINGTON, DC 20016		501(C)(3)	TO CONTINUE WORK CONSERVING LIONS IN AFRICA BY WORKING CLOSELY WITH LOCAL MAASAI HERDSMEN,	15,000.
INTERNATIONAL SEA TURTLE SOCIETY PO BOX 2102 SURF CITY, NC 28445		501(C)(3)	SUPPORT FOR THE 36TH INTERNATIONAL SEA TURTLE SYMPOSIUM.	10,000.
NATIONAL AQUARIUM 501 E PRATT STREET BALTIMORE, MD 21202		501(C)(3)	TO SUPPORT THE ACQUARIUM'S MARINE ANIMAL RESCUE PROGRAM.	15,000.
NATIONAL MUSEUM OF NATURAL HISTORY MRC 135 P.O. BOX 37012 WASHINGTON, DC 20013		501(C)(3)	TO PROVIDE SUPPORT FOR THE FELIDAE BARCODE, ENABLING ENFORCEMENT AGENTSTO VERIFY THE PRESENCE OF ENDANGERED	28,000.
NATIONAL WILDLIFE FEDERATION PO BOX 1583 MERRIFIELD, VA 22116		501(C)(3)	TO PROMOTE CLEAN WATER ADVOCACY FOR THE CHESAPEAKE BAY.	12,500.
NATURE CONSERVANCY 425 BARLOW PLACE #100 BETHESDA, MD 20814		501(C)(3)	TO SUPPORT THE DISTRICT OF COLUMBIA URBAN CONSERVATION PROGRAM, INCLUDING REDUCING STORMWATER	15,000.
Total from continuation sheets				

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ORANG UTAN REPUBLIK FOUNDATION 824 S WELLESLEY AVE LOS ANGELES, CA 90049		501(C)(3)	TO SUPPORT THE ORANGUTAN CONSERVATION IN SUMATRA, INDONESIA.	5,000.
PETA 501 FRONT ST NORFOLK, VA 23510		501(C)(3)	TO PROMOTE HUMANE TREATMENT OF HORSES BY MANUFACTURERS OF ANTITOXINS FOR HUMAN USE.	22,000.
RACHEL'S NETWORK 1200 18TH STREET, NW, SUITE 310 WASHINGTON, DC 20036		501(C)(3)	PROMOTING WOMEN AS EMPASSIONED LEADERS AND AGENTS OF CHANGE DEDICATED TO STEWARDSHIP OF THE	20,000.
RED WOLF COALITION 210 MAIN STREET COLUMBIA, NC 27925		501(C)(3)	CONTINUED CONSERVATION AND SUPPORT FOR PROTECTION OF THE ENDANGERED RED WOLF IN NORTH CAROLINA.	10,000.
SAN ANTONIO ZOO 3903 NORTH SAINT MARY'S STREET SAN ANTONIO, TX 78212		501(C)(3)	CONTINUED WORK TESTING FOR THE CHYTRID FUNGUS IN FROGS IN CHILE.	10,000.
SAVANNAH SCIENCE MUSEUM 305 MARTIN LUTHER KING JR BLVD SAVANNAH, GA 31401		501(C)(3)	SAVING ENDANGERED SEA TURTLES AND THEIR HABITAT ON WASSAW ISLAND; CONDUCTING RESEARCH AND EDUCATION	12,200.
SMITHSONIAN CONSERVATION BIOLOGY INSTITUTE 1500 REMOUNT ROAD FRONT ROYAL, VA 22630		501(C)(3)	TO SUPPORT ELEPHANT CONSERVATION AND WELFARE IN BURMA & THAILAND. PRODUCTION OF FILM "BURMA'S	60,000.
SNOW LEOPARD CONSERVANCY 18030 CORNSTOCK AVE SONOMA, CA 95476		501(C)(3)	CONSERVATION OF SNOW LEOPARDS THROUGHOUT THEIR MOUNTAINOUS HIMALAYAN RANGE, FROM MONGOLIA TO NEPAL,	25,000.
STREET SENSE 1317 G STREET, NW WASHINGTON, DC 20005		501(C)(3)	A NEWSPAPER OF, BY AND FOR THE HOMELESS, HELPING THEM ESCAPE HOMELESSNESS, BUILD WORK HISTORIES, AND	29,500.
UPSTREAM ALLIANCE 501 E PRATT STREET ANNAPOLIS, MD 21403		501(C)(3)	TO LAUNCH A PROGRAM DEVELOPING LEADERSHIP SKILLS FOR THE NEXT GENERATION OF ENVIRONMENTAL LEADERS	50,000.
Total from continuation sheets				

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
WESTERN ENVIRONMENTAL LAW CENTER 1216 LINCOLN STREET EUGENE, OR 97401		501(C)(3)	TO PROTECT AND RESTORE WESTERN WILDLANDS AND ADVOCATES FOR A HEALTHY ENVIRONMENT ON BEHALF OF COMMUNITIES	15,000.
WILDAID 744 MONTGOMERY STREET SAN FRANCISCO, CA 94111		501(C)(3)	TO REDUCE DEMAND FOR TIGER PARTS IN THE WORLD.	30,000.
WILDLANDS NETWORK 1829 10TH AVENUE W. SEATTLE, WA 98119		501(C)(3)	CONSERVATION OF CORRIDORS FOR COUGARS AND OTHER WILDLIFE ALONG THE EAST COST OF THE UNITED STATES.	15,000.
WILDLIFE CONSERVATION SOCIETY 750 9TH STREET, NW #525 WASHINGTON, DC 20001		501(C)(3)	TO PROVIDE FUNDS TO THE CONSERVATION PROJECTS OF THE WORLD'S LARGEST WILD PLACE IN 15 PRIORITY	15,000.
WORLD PARROT TRUST 690 S LAKE SHORE WAY LAKE ALFRED, FL 33850		501(C)(3)	FOR THE LIBERATION AND MONITORING OF SIX ENDANGERED GREAT GREEN MACAWS IN THE CERRO BLANCO PROTECTED	10,000.
WOODLAND PARK ZOO 601 N. 59TH STREET SEATTLE, WA 98103		501(C)(3)	CONTINUATION OF THE PROGRAM CONSERVING ENDANGERED TREE KANGAROOS ON THE HUON PENINSULA IN PAPUA NEW	10,000.
Total from continuation sheets				

Part XV Supplementary Information**3a** Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - ALLIANCE FOR INTERNATIONAL REFORESTATION

PLANTING TREES IN THE HIGHLANDS OF GUATEMALA, TO PREVENT MUDSLIDES,
REFOREST PROJECT AREAS, AND BRING MORE INCOME TO THE INDIGENOUS MAYA
PEOPLE OF THE AREA.

NAME OF RECIPIENT - ANIMAL LEGAL DEFENSE FUND

CONTINUED SUPPORT FOR ALDF'S CRIMINAL JUSTICE AND ZERO TOLERANCE FOR
CRUELTY PROGRAMS, WHICH USE COURTS, LAWS AND INDIVIDUAL CASES TO
PROTECT ANIMALS FROM ABUSE.

NAME OF RECIPIENT - BAT CONSERVATION INTERNATIONAL

ON THE GROUND CONSERVATION OF 10 OF THE MOST ENDANGERED BAT SPECIES IN
7 COUNTRIES, PROTECTING HABITAT AND OTHER MEASURES TO PREVENT
EXTINCTION OF THESE SPECIES.

NAME OF RECIPIENT - CENTER FOR ENVIRONMENTAL FILMMAKING

PROMOTING THE IMPORTANCE OF ETHICAL ENVIRONMENTAL FILM MAKING IN THE
CLASSROOM AND THE FIELD.

NAME OF RECIPIENT - CHESAPEAKE CONSERVANCY

TO SUPPORT THE EFFORTS TO CONSERVE THE LANDSCAPES AND SPECIAL PLACES
THAT SUSTAIN THE CHESAPEAKE'S UNIQUE NATURAL AND CULTURAL RESOURCES.

NAME OF RECIPIENT - CHESAPEAKE MEDIA SERVICES

SUPPORTING THE BAY JOURNAL, WHICH COVERS THE CHESAPEAKE BAY, PROVIDING
TIMELY AND IN-DEPTH ENVIRONMENTAL COVERAGE THROUGH PRINT, WEB, RADIO
AND SYNDICATION SERVICES

Part XV Supplementary Information**3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution**

NAME OF RECIPIENT - CHESTER RIVER ASSOCIATION

TO ASSIST WITH THE ASSOCIATION'S RIVER ADVOCACY, SEPTIC SYSTEM UPGRADE
AND FARM PROGRAMS ON THE CHESTER RIVER, A TRIBUTARY OF THE CHESAPEAKE
BAY ON MARYLAND'S EASTERN SHORE.

NAME OF RECIPIENT - CLEAN WATER FUND

TO SUPPORT THE CLEAN WATER FUND'S PROGRAM IN MARYLAND WITH SPECIAL
EMPHASIS ON ISSUE-BASED, NONPARTISAN CIVIC ENGAGEMENT.

NAME OF RECIPIENT - EARTH SANGHA

SUPPORT FOR INCREASING PROPAGATION OF NATIVE PLANTS IN THE WASHINGTON
DC AREA, AND REFORESTING AN AREA IN THE DOMINICAN REPUBLIC WITH CASH
CROPS TO IMPROVE THE LIVES OF LOCAL RESIDENTS.

NAME OF RECIPIENT - EASTERN SHORE LAND CONSERVANCY

15TH ANNUAL PLANNING CONFERENCE, BRINGING PLANNERS, ELECTED OFFICIALS
AND CITIZENS TOGETHER TO WORK FOR SUSTAINABLE CHANGES ON MARYLAND'S
EASTERN SHORE.

NAME OF RECIPIENT - ENVIRONMENTAL INVESTIGATION AGENCY

CONTINUING TO DOCUMENT, EXPOSE AND PUBLICIZE CHINA'S AND JAPAN'S
NONCOMPLIANCE BY AN IVORY-IMPORTING STATE THROUGH STRENGTHENING CITES
PROTECTIONS FOR ELEPHANTS, TO RE-ESTABLISH A WORLD-WIDE BAN ON THE
IVORY TRADE.

NAME OF RECIPIENT - GLOBAL WILDLIFE CONSERVATION

TO SUPPORT THE PROTECTION OF AMPHIBIANS AND THEIR HABITATS THROUGH
DYNAMIC PARTNERSHIPS WORLDWIDE.

Part XV Supplementary Information**3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution**

NAME OF RECIPIENT - KINGBAUDOUIN FOUNDATION

TO ASSIST WITH TRANSLATION OF THE FILM ICE AND SKY AND ITS RELATED MATERIALS INTO ENGLISH. ICE AND SKY FOLLOWS A NOTED GLACIOLOGIST WHO EARLY CALLED ATTENTION TO CLIMATE CHANGE USING EVIDENCE FROM ANTARCTIC GLACIERS.

NAME OF RECIPIENT - LEAP

TO SUPPORT THE MICRO HYDRO PLANT IN A SMALL COMMUNITY IN SABAH, MALAYSIAN BORNEO, PART OF LEAP'S FOREVER SABAH PROGRAM TO MAKE SABAH A TRULY GREEN STATE AND SUPPORT FOR SEWAGE TREATMENT PLANT TRAINING FOR WASTEWATER OPERATORS IN SABAH AS WELL AS GENERAL OPERATION FUNDS.

NAME OF RECIPIENT - LION GUARDIANS

TO CONTINUE WORK CONSERVING LIONS IN AFRICA BY WORKING CLOSELY WITH LOCAL MAASAI HERDSMEN, CHANGING THE CULTURE TO ONE THAT DOES NOT INCLUDE LION-KILLING AS A RITE OF PASSAGE, AND PREVENTING RETRIBUTION KILLING.

NAME OF RECIPIENT - NATIONAL MUSEUM OF NATURAL HISTORY

TO PROVIDE SUPPORT FOR THE FELIDAE BARCODE, ENABLING ENFORCEMENT AGENTS TO VERIFY THE PRESENCE OF ENDANGERED CATS CONFISCATED IN ILLEGAL WILDLIFE TRADE.

NAME OF RECIPIENT - NATURE CONSERVANCY

TO SUPPORT THE DISTRICT OF COLUMBIA URBAN CONSERVATION PROGRAM, INCLUDING REDUCING STORMWATER RUNOFF, EXPANDING & MAINTAINING TREE CANOPY, AND CULTIVATING FUTURE ENVIRONMENTAL LEADERS.

Part XV Supplementary Information**3a** Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - RACHEL'S NETWORK

PROMOTING WOMEN AS EMPASSIONED LEADERS AND AGENTS OF CHANGE DEDICATED
TO STEWARDSHIP OF THE EARTH.

NAME OF RECIPIENT - SAVANNAH SCIENCE MUSEUM

SAVING ENDANGERED SEA TURTLES AND THEIR HABITAT ON WASSAW ISLAND;
CONDUCTING RESEARCH AND EDUCATION INTO THE NEEDS OF AND WAYS TO PROTECT
THESE CREATURES.

NAME OF RECIPIENT - SMITHSONIAN CONSERVATION BIOLOGY INSTITUTE

TO SUPPORT ELEPHANT CONSERVATION AND WELFARE IN BURMA & THAILAND.
PRODUCTION OF FILM "BURMA'S ELEPHANTS AT THE CROSSROADS," EDUCATING
LOCAL BURMESE ON LIVING IN HARMONY WITH WILD ELEPHANTS.

NAME OF RECIPIENT - SNOW LEOPARD CONSERVANCY

CONSERVATION OF SNOW LEOPARDS THROUGHOUT THEIR MOUNTAINOUS HIMALAYAN
RANGE, FROM MONGOLIA TO NEPAL, WORKING WITH THE LOCAL, INDIGENOUS
PEOPLE AND THEIR COMMUNITIES. FOR GENECTIC STUDIES TO TO THE BODY OF
KNOWLEDGE ABOUT THESE RARE, ENDANGERED CATS.

NAME OF RECIPIENT - STREET SENSE

A NEWSPAPER OF, BY AND FOR THE HOMELESS, HELPING THEM ESCAPE
HOMELESSNESS, BUILD WORK HISTORIES, AND FORGE NEW LIVES.

NAME OF RECIPIENT - UPSTREAM ALLIANCE

TO LAUNCH A PROGRAM DEVELOPING LEADERSHIP SKILLS FOR THE NEXT
GENERATION OF ENVIRONMENTAL LEADERS ON THE CHESAPEAKE BAY.

Part XV Supplementary Information**3a** Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - WESTERN ENVIRONMENTAL LAW CENTER

TO PROTECT AND RESTORE WESTERN WILDLANDS AND ADVOCATES FOR A HEALTHY
ENVIRONMENT ON BEHALF OF COMMUNITIES THROUGHOUT THE WEST.

NAME OF RECIPIENT - WILDLIFE CONSERVATION SOCIETY

TO PROVIDE FUNDS TO THE CONSERVATION PROJECTS OF THE WORLD'S LARGEST
WILD PLACE IN 15 PRIORITY REGIONS.

NAME OF RECIPIENT - WORLD PARROT TRUST

FOR THE LIBERATION AND MONITORING OF SIX ENDANGERED GREAT GREEN MACAWS
IN THE CERRO BLANCO PROTECTED FOREST, GUAYAQUIL, ECUADOR.

NAME OF RECIPIENT - WOODLAND PARK ZOO

CONTINUATION OF THE PROGRAM CONSERVING ENDANGERED TREE KANGAROOS ON THE
HUON PENINSULA IN PAPUA NEW GUINEA.

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

Employer identification number

THE SHARED EARTH FOUNDATION

52-2151843

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, 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 SHARED EARTH FOUNDATION	52-2151843

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	CAROLINE D. GABEL 113 HOFFMAN LANE CHESTEROWN, MD 21620	\$ 820,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

THE SHARED EARTH FOUNDATION

52-2151843

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
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

THE SHARED EARTH FOUNDATION**52-2151843****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

The Shared Earth Foundation
FYE 03.31.2016

Chevy Chase Trust - Long Term Capital Gain Detail

Asset Title	Units	Date Sold	Date Acquired	Proceeds	Cost Basis	Net Gain or Loss
FFCB 5.200% 7/26/16	40000	6/11/2015	10/4/2010	\$ 41,993.00	\$ 47,514.00	\$ (5,521.00)
Time Warner INC 3.150% 7/15/15	25000	7/15/2015	7/8/2010	\$ 25,000.00	\$ 24,970.25	\$ 29.75
Starbucks Corp	600	7/22/2015	3/13/2014	\$ 33,857.91	\$ 22,602.93	\$ 11,254.98
Spectra Energy Corp WI	350	7/22/2015	12/20/2012	\$ 10,350.08	\$ 9,726.46	\$ 623.62
V F Corp	325	7/22/2015	2/6/2014	\$ 24,069.31	\$ 18,583.47	\$ 5,485.84
Banco Latinoamericano DE Comercio	1250	7/22/2015	Various	\$ 35,121.97	\$ 23,598.27	\$ 11,523.70
Johnson & Johnson	50	8/11/2015	4/29/2014	\$ 4,945.10	\$ 5,063.99	\$ (118.89)
Marriott International Inc	350	8/11/2015	7/29/2014	\$ 25,178.82	\$ 23,182.91	\$ 1,995.91
Discover Finl Svcs	650	8/11/2015	7/29/2014	\$ 35,964.54	\$ 40,839.43	\$ (4,874.89)
Banco Latinoamericano DE Comercio	333	8/11/2015	12/22/2011	\$ 8,699.96	\$ 5,412.48	\$ 3,287.48
Banco Latinoamericano DE Comercio	667	8/12/2015	12/22/2011	\$ 17,023.92	\$ 10,841.22	\$ 6,182.70
Kuka AG	250	8/12/2015	6/18/2014	\$ 20,790.66	\$ 14,402.68	\$ 6,387.98
Walt Disney Company	250	9/22/2015	8/3/2015	\$ 25,536.75	\$ 17,706.04	\$ 7,830.71
Kuka AG	100	9/23/2015	6/18/2014	\$ 7,825.31	\$ 5,761.07	\$ 2,064.24
3M Co	25	11/2/2015	10/26/2010	\$ 3,972.94	\$ 2,268.78	\$ 1,704.16
Praxair Inc	350	11/3/2015	Various	\$ 39,794.27	\$ 39,613.48	\$ 180.79
Spectra Energy Corp WI	1000	11/3/2015	Various	\$ 29,282.65	\$ 23,526.26	\$ 5,756.39
NVIDIA Corp	1110	11/6/2015	9/11/2014	\$ 34,810.60	\$ 21,517.57	\$ 13,293.03
Marriott International Inc	400	1/4/2016	7/29/2014	\$ 26,175.41	\$ 26,494.76	\$ (319.35)
V F Corp	600	1/4/2016	6/19/2012	\$ 36,191.08	\$ 21,505.88	\$ 14,685.20
Tyson Foods Inc Cl A	625	1/4/2016	12/22/2014	\$ 32,962.56	\$ 25,582.38	\$ 7,380.18
Praxair Inc	250	1/4/2016	Various	\$ 25,236.15	\$ 22,623.82	\$ 2,612.33
Merck & Co Inc	390	2/5/2016	Various	\$ 19,168.61	\$ 23,209.29	\$ (4,040.68)
Costco Whsl Corp New	200	2/8/2016	7/22/2014	\$ 28,367.58	\$ 23,501.08	\$ 4,866.50
Novartis AG Sponsored ADR	300	2/8/2016	12/29/2014	\$ 21,749.60	\$ 28,198.56	\$ (6,448.96)
3M Co	75	3/2/2016	10/26/2010	\$ 11,931.49	\$ 6,806.32	\$ 5,125.17
Washington Fed Inc	900	3/2/2016	11/18/2014	\$ 19,872.19	\$ 19,826.19	\$ 46.00
Washington REIT 3.950% 10/15/22	100000	3/8/2016	11/7/2012	\$ 98,500.00	\$ 104,632.00	\$ (6,132.00)
George Washington 3.485% 9/15/22	100000	3/8/2016	10/30/2014	\$ 105,230.00	\$ 101,966.88	\$ 3,263.12
Medstar Health Inc 2.562% 8/15/21	55000	3/10/2016	1/30/2015	\$ 53,900.00	\$ 55,000.00	\$ (1,100.00)
Gen Elec Cap MTN V-Q 1.512% 3/15/23	100000	3/8/2016	3/11/2013	\$ 97,995.00	\$ 100,000.00	\$ (2,005.00)
FFCB 5.200% 3/21/16	30000	3/21/2016	6/1/2011	\$ 30,000.00	\$ 34,575.00	\$ (4,575.00)
Totals:				\$ 1,031,497.46	\$ 951,053.45	\$ 80,444.01

The Shared Earth Foundation

FYE 03.31.2016

Chevy Chase Trust - Short Term Capital Gain Detail

Asset Title	Units	Date Sold	Date Acquired	Proceeds	Cost Basis	Net Gain or Loss
Google Inc Class C	0.4803	5/19/2015	7/29/2014	\$ 258.98	\$ 281.03	\$ (22.05)
Sandisk Corp COM	825	6/16/2015	Various	\$ 53,175.06	\$ 75,256.31	\$ (22,081.25)
American Elec. Power	525	7/22/2015	3/4/2015	\$ 29,037.63	\$ 29,677.88	\$ (640.25)
American International Group	500	7/22/2015	7/24/2014	\$ 32,099.40	\$ 27,667.60	\$ 4,431.80
TJX Companies	375	7/22/2015	various	\$ 25,790.26	\$ 25,527.09	\$ 263.17
Siemens A G Sponsored ADR	475	7/22/2015	various	\$ 48,768.44	\$ 57,634.75	\$ (8,866.31)
Johnson & Johnson	50	8/11/2015	12/29/2014	\$ 4,945.10	\$ 5,264.50	\$ (319.40)
NVIDIA Corp	950	8/11/2015	9/11/2014	\$ 22,406.00	\$ 18,415.94	\$ 3,990.06
Merck & CO Inc	150	8/11/2015	9/10/2014	\$ 8,658.08	\$ 9,122.88	\$ (464.80)
Micron Technology Inc Com	800	8/18/2015	1/13/2015	\$ 13,257.20	\$ 25,586.48	\$ (12,329.28)
Unilever N V	660	8/26/2015	Various	\$ 26,122.56	\$ 27,400.20	\$ (1,277.64)
Cognex Corp	500	9/22/2015	8/3/2015	\$ 17,800.98	\$ 22,410.93	\$ (4,609.95)
3M Co	50	11/2/2015	12/29/2014	\$ 7,945.89	\$ 8,319.88	\$ (373.99)
Tyson Foods Inc Cl A	350	11/4/2015	12/22/2014	\$ 15,949.75	\$ 14,326.13	\$ 1,623.62
UnitedHealth Group Inc	175	2/5/2016	6/22/2015	\$ 19,425.37	\$ 21,108.26	\$ (1,682.89)
Totals:				\$ 325,640.70	\$ 367,999.86	\$ (42,359.16)



Realized gain/loss

from 04/01/2015 to 03/31/2016

Prepared for The Shared Earth Foundation
BA 10267 • The Shared Earth Foundation • Portfolio Management
Program
Risk profile Moderate
Return Objective Capital Appreciation

CUSIP	Symbol	Quantity	Purchase date	Purchase amount (\$)	Sale date	Sale amount (\$)	Realized gain/(loss) (\$)	Percent gain/(loss) (%)	Term
18383M654	GSY	200 00	06/18/2013	10,034 43	03/16/2016	9,960 62	-73 81	-0.74%	L
464287812	IYK	528 00	03/23/2015	56,244 04	03/16/2016	58,393 93	2,149 89	3.82%	S
464287721	IYW	26 00	11/22/2013	2,176 20	03/16/2016	2,742 71	566 51	26.03%	L
78464A649	BND	99 00	10/27/2014	5,766 72	03/16/2016	5,722 84	-43 88	-0.76%	L
78464A474	SCPB	343 00	03/23/2015	10,523 24	03/16/2016	10,431 67	-91 57	-0.87%	S
921937819	BIV	49 00	03/23/2015	4,222 67	03/16/2016	4,143 84	-78 83	-1.87%	S
TOTAL REALIZED GAIN/(LOSS):				88,967.30		91,395.61	2,428.31	2.73%	

TOTAL GAINS:	2,716 40
TOTAL LOSSES:	-288 09
SHORT TERM - TOTAL REALIZED GAIN/(LOSS):	1,979 49
LONG TERM - TOTAL REALIZED GAIN/(LOSS):	448 82

The Shared Earth Foundation
FYE 03.31.2016
Fidelity - Short Term Capital Gain / Loss Detail

Security Description	Date of Sale	Date Acquired	Quantity	Proceeds	Cost	Realized Gain/Loss
RAYMOND JAMES FINANCIAL INC COM	02/05/2016	06/23/2015	63.00000	\$2,712.67	\$3,866.88	-\$1,154.21
AETNA INC NEW COM	09/28/2015	01/23/2015	5 00000	\$528.16	\$474.85	\$53.31
KROGER CO COM	12/08/2015	01/23/2015	23 00000	\$954.12	\$782.81	\$171.31
DAVITA INC COM	09/28/2015	01/23/2015	6.00000	\$426.41	\$455.75	-\$29.34
HARTFORD FINL SVCS GROUP INC	12/08/2015	09/28/2015	69.00000	\$3,168.55	\$3,062.14	\$106.41
GOLDMAN SACHS GROUP INC	06/23/2015	05/29/2015	17 00000	\$3,712.05	\$3,509.47	\$202.58
EOG RESOURCES INC	05/29/2015	01/23/2015	33.00000	\$2,927.97	\$3,033.36	-\$105.39
LAM RESEARCH CORP	03/30/2016	05/29/2015	14.00000	\$1,148.86	\$1,155.51	-\$6.65
NUVECTRA CORP COM	03/18/2016	02/05/2016	25.00000	\$107.16	\$185.94	-\$78.78
NORFOLK SOUTHERN CRP	06/23/2015	01/23/2015	33.00000	\$3,055.67	\$3,482.86	-\$427.19
DOVER CORP	05/29/2015	01/23/2015	50.00000	\$3,779.14	\$3,522.50	\$256.64
TARGET CORP COM	03/30/2016	05/29/2015	14.00000	\$1,173.08	\$1,108.98	\$64.10
WHIRLPOOL CORP	05/29/2015	01/23/2015	16.00000	\$2,950.46	\$3,224.48	-\$274.02
ALLSTATE CORP	09/28/2015	01/23/2015	43 00000	\$2,491.17	\$3,086.11	-\$594.94
BROADRIDGE FINANCIAL SOLUTIONS LLC	12/08/2015	09/28/2015	55.00000	\$2,973.67	\$3,004.34	-\$30.67
AVISTA CORP	05/29/2015	01/23/2015	71.00000	\$2,269.93	\$2,701.55	-\$431.62
SPECTRA ENERGY CORP COM	02/05/2016	05/29/2015	18 00000	\$530.66	\$632.75	-\$102.09
DEVON ENERGY CORP NEW	03/02/2016	12/08/2015	25.00000	\$524.33	\$880.40	-\$356.07
BALL CORP	05/29/2015	01/23/2015	43.00000	\$3,056.61	\$2,781.83	\$274.78
ALASKA AIR GROUP INC	09/28/2015	05/29/2015	19.00000	\$1,490.74	\$1,226.06	\$264.68
ALLIANCE DATA SYS CORP	09/28/2015	01/23/2015	10.00000	\$2,503.62	\$2,992.70	-\$489.08
AVERY DENNISON CORP	02/05/2016	05/29/2015	7.00000	\$441.77	\$433.77	\$8.00
AVERY DENNISON CORP	09/28/2015	05/29/2015	8 00000	\$446.45	\$495.74	-\$49.29
VALERO ENERGY CORP	09/28/2015	03/18/2015	12.00000	\$696.22	\$737.64	-\$41.42
INTL PAPER CO	09/28/2015	03/18/2015	52 00000	\$1,952.09	\$2,850.98	-\$898.89
ASBURY AUTOMOTIVE GROUP INC	05/29/2015	01/23/2015	7.00000	\$600.02	\$525.00	\$75.02
RYDER SYSTEM INC	12/08/2015	06/23/2015	41.00000	\$2,380.30	\$3,841.47	-\$1,461.17
LINCOLN NATIONAL CORP IND	05/29/2015	01/23/2015	58.00000	\$3,298.62	\$3,035.94	\$262.68
ON SEMICONDUCTOR CRP	12/08/2015	03/18/2015	267.00000	\$2,792.47	\$3,394.05	-\$601.58

ON SEMICONDUCTOR CRP	12/08/2015	09/28/2015	62.00000	\$648.44	\$560.04	\$88.40
MAGNA INTL INC COM ISIN #CA5592224011 S	12/08/2015	01/23/2015	56.00000	\$2,418.11	\$2,670.92	-\$252.81
MAGNA INTL INC COM ISIN #CA5592224011 S	05/29/2015	01/23/2015	12.00000	\$689.02	\$572.34	\$116.68
STANLEY BLACK & DECKER INC COM USD2 !	09/28/2015	05/29/2015	5.00000	\$484.24	\$512.83	-\$28.59
STANLEY BLACK & DECKER INC COM USD2 !	02/05/2016	05/29/2015	31.00000	\$2,910.81	\$3,179.55	-\$268.74
DELTA AIR LINES INC DEL COM NEW	05/29/2015	01/23/2015	70.00000	\$2,999.73	\$3,534.99	-\$535.26
ATMOS ENERGY CORP	12/08/2015	01/23/2015	10.00000	\$621.57	\$589.50	\$32.07
ORACLE CORP COM	09/28/2015	01/23/2015	73.00000	\$2,597.06	\$3,231.71	-\$634.65
DR PEPPER SNAPPLE GROUP INC COM	12/08/2015	01/23/2015	8.00000	\$739.68	\$629.44	\$110.24
TE CONNECTIVITY LTD REG SHS	05/29/2015	01/23/2015	52.00000	\$3,596.49	\$3,275.16	\$321.33
BRIGGS & STRATTON CORP	03/30/2016	02/05/2016	20.00000	\$474.46	\$408.00	\$66.46
HANESBRANDS INC COM	09/28/2015	01/23/2015	93.00000	\$2,662.08	\$2,653.51	\$8.57
TEMPLETON GLOBAL BOND ADVISOR CLAS	05/12/2015	04/17/2015	12.81900	\$158.51	\$159.60	-\$1.09
TEMPLETON GLOBAL BOND ADVISOR CLAS	05/12/2015	12/17/2014	17.75200	\$219.52	\$218.17	\$1.35
TEMPLETON GLOBAL BOND ADVISOR CLAS	05/12/2015	03/18/2015	12.94100	\$160.03	\$159.18	\$0.85
TEMPLETON GLOBAL BOND ADVISOR CLAS	05/12/2015	12/17/2014	313.40200	\$3,875.51	\$3,851.71	\$23.80
TEMPLETON GLOBAL BOND ADVISOR CLAS	05/12/2015	02/19/2015	21.20800	\$262.26	\$262.98	-\$0.72
TEMPLETON GLOBAL BOND ADVISOR CLAS	05/12/2015	12/12/2014	4,508.97500	\$55,757.65	\$58,087.22	-\$2,329.57
TEMPLETON GLOBAL BOND ADVISOR CLAS	05/12/2015	01/20/2015	21.41700	\$264.84	\$264.71	\$0.13
BANCO BRADESCO SA SPADR PFD NEW ISIN	04/07/2015	02/13/2015	0.20000	\$1.99	\$2.16	-\$0.17
BAKER HUGHES INC	11/04/2015	02/13/2015	36.00000	\$1,832.87	\$2,305.73	-\$472.86
JARDINE MATHESON HLDGS LTD ADR	02/10/2016	02/13/2015	30.00000	\$1,607.51	\$1,974.75	-\$367.24
TEXAS INSTRUMENTS INC	11/04/2015	02/13/2015	43.00000	\$2,442.57	\$2,474.82	-\$32.25
CHEMOURS CO COM	07/07/2015	07/07/2015	0.40000	\$6.16	\$7.79	-\$1.63
KRAFT FOODS GROUP INC COM NPV **EXCH	07/06/2015	02/13/2015	43.00000	\$709.50	\$0.00	\$709.50
ALPHABET INC CAP STKCL C	05/05/2015	02/13/2015	0.02471	\$13.92	\$13.50	\$0.42
BAXTER INTL INC	11/04/2015	02/13/2015	30.00000	\$1,120.11	\$1,165.30	-\$45.19
NOVO-NORDISK A S ADR	11/04/2015	02/13/2015	85.00000	\$4,540.40	\$3,722.15	\$818.25
NOVO-NORDISK A S ADR	09/04/2015	02/13/2015	5.00000	\$262.24	\$218.95	\$43.29
AGL RES INC COM *CASH MERGER AT \$66.01	02/10/2016	02/13/2015	15.00000	\$971.25	\$746.85	\$224.40
CPFL ENERGIA SA SPONADR EA REP 2 ORD	05/14/2015	02/13/2015	0.20705	\$2.70	\$2.60	\$0.10
BNP PARIBAS SPONSORED ADR	02/10/2016	11/04/2015	60.00000	\$1,341.27	\$1,815.03	-\$473.76
VALEO ADR-EACH REPR 0.5 ORD EUR3	11/04/2015	02/13/2015	20.00000	\$1,509.22	\$1,493.38	\$15.84
CIELO S A SPONSORED ADR	04/27/2015	02/13/2015	0.60000	\$8.25	\$7.58	\$0.67
ALUMINA LTD SPONSORED ADR	11/04/2015	02/13/2015	242.00000	\$802.73	\$1,392.71	-\$589.98
VECTREN CORP	11/04/2015	02/13/2015	43.00000	\$1,968.38	\$1,910.92	\$57.46
MS&AD INS GROUP HLDGS ADR	09/04/2015	02/13/2015	100.00000	\$1,518.02	\$1,310.50	\$207.52

AGILENT TECH INC	02/10/2016	11/04/2015	13.00000	\$467.90	\$499.98	-\$32.08
OLYMPUS CORPORATION ADR-EACH CNV IN	02/10/2016	02/13/2015	11.00000	\$391.39	\$382.70	\$8.69
NUCOR CORP COM	11/04/2015	02/13/2015	40.00000	\$1,703.61	\$1,956.16	-\$252.55
JOHNSON CTLS INC	11/04/2015	02/13/2015	37.00000	\$1,660.34	\$1,790.58	-\$130.24
TECO ENERGY INC **CASH MERGER AT \$27.	09/04/2015	02/13/2015	95.00000	\$1,976.06	\$1,847.75	\$128.31
HITACHI LTD ADR 10 COM	11/04/2015	02/13/2015	94.00000	\$5,522.43	\$6,259.46	-\$737.03
GENERAL ELECTRIC CO	11/04/2015	02/13/2015	292.00000	\$8,609.89	\$7,327.45	\$1,282.44
SSE PLC SPONSORED ADR	11/04/2015	02/13/2015	83.00000	\$1,962.85	\$2,007.36	-\$44.51
ASTRAZENCA ADR EACH REP 1 ORD USD0.	11/04/2015	02/13/2015	80.00000	\$2,560.01	\$2,799.09	-\$239.08
ASSA ABLOY UNSP ADR EA REPR 0.50 ORD :	02/10/2016	02/13/2015	222.00000	\$2,021.26	\$2,134.53	-\$113.27
KRAFT HEINZ CO COM	09/04/2015	02/13/2015	17.00000	\$1,187.46	\$1,090.81	\$96.65
ISUZU MTRS LTD ADR	02/10/2016	11/04/2015	471.00000	\$4,315.58	\$5,517.99	-\$1,202.41
CSL LTD-SPONSORED ADR	11/04/2015	02/13/2015	50.00000	\$1,661.52	\$1,688.50	-\$26.98
COLUMBIA PIPELINE GROUP INC COM *CASI	09/04/2015	02/13/2015	52.00000	\$1,244.91	\$1,416.35	-\$171.44
HONDA MOTOR LTD AMERN SHS	02/10/2016	02/13/2015	19.00000	\$482.65	\$625.56	-\$142.91
CAMERON INTL CORP COM *EXCHANGED F(02/10/2016	02/13/2015	20.00000	\$1,242.37	\$946.08	\$296.29
PALL CORP CASH MERGER AT \$127.20 PER :	08/31/2015	02/13/2015	23.00000	\$2,925.60	\$2,370.61	\$554.99
INTL PAPER CO	02/10/2016	11/04/2015	42.00000	\$1,469.28	\$1,790.40	-\$321.12
DISCOVER FINL SVCS	02/10/2016	11/04/2015	12.00000	\$550.25	\$677.70	-\$127.45
ROYAL BANK OF CANADACOM NPV ISIN #CA	11/04/2015	02/13/2015	38.00000	\$2,193.00	\$2,370.44	-\$177.44
DBS GROUP HLDGS LTD SPONSORED ADR	02/10/2016	02/13/2015	26.00000	\$1,001.10	\$1,480.83	-\$479.73
VEDANTA LIMITED ADS EACH REPR 4 ORD S	11/04/2015	02/13/2015	106.00000	\$635.45	\$1,481.67	-\$846.22
CHINA LIFE INSURANCECO ADR EACH REP :	02/10/2016	02/13/2015	117.00000	\$1,252.69	\$2,405.97	-\$1,153.28
BANCO SANTANDER SA ADR EACH 1 REPR 1	02/10/2016	02/13/2015	84.00000	\$330.12	\$602.62	-\$272.50
BROOKFIELD ASSET MGMT INC CL A LTD VT	05/18/2015	02/13/2015	0.50000	\$18.16	\$18.12	\$0.04
AXA ADS-EACH REP 1 ORD EUR2.29	11/04/2015	02/13/2015	121.00000	\$3,151.91	\$2,883.13	\$268.78
ORIX CORPORATION SPON ADR EACH REP :	02/10/2016	02/13/2015	6.00000	\$378.35	\$397.02	-\$18.67
CK HUTCHISON HOLDINGS LIMITED UNSP AI	06/25/2015	06/25/2015	0.58400	\$13.82	\$11.32	\$2.50
SWISS RE LTD SPONSORED ADR	02/10/2016	02/13/2015	24.00000	\$540.34	\$545.52	-\$5.18
STRYKER CORP	11/04/2015	02/13/2015	26.00000	\$2,535.32	\$2,453.24	\$82.08
SHISEIDO SPONSORED ADR	09/04/2015	02/13/2015	55.00000	\$1,076.41	\$909.92	\$166.49
OCEAN RIG UDW INC (KY) COM USD0.01	02/10/2016	02/13/2015	113.00000	\$87.63	\$959.17	-\$871.54
ACCOR SPON ADR EACH REPR 5 ORD	11/04/2015	02/13/2015	155.00000	\$1,462.44	\$1,610.25	-\$147.81
DRESSER-RAND GROUP INC COM **CASH M	07/01/2015	02/13/2015	11.00000	\$937.20	\$892.47	\$44.73
INDITEX (IND.DE DISENO TEXTIL SA) UNSP A	02/10/2016	02/13/2015	42.00000	\$666.73	\$638.61	\$28.12
PEPSICO INC	11/04/2015	02/13/2015	47.00000	\$4,722.65	\$4,663.06	\$59.59
MINDRAY MEDICAL INTL*ADR TERMINATION	02/10/2016	02/13/2015	58.00000	\$1,576.62	\$1,579.92	-\$3.30

CHUNGHWA TELECOM ADREA REPR 10 ORC	02/10/2016	02/13/2015	19 00000	\$595.28	\$576.53	\$18.75
HDFC BANK LTD ADS EACH REPR 3 INR10(M	02/10/2016	02/13/2015	29 00000	\$1,656.08	\$1,698.36	-\$42.28
KEPPEL CORP SPON ADR-EACH CNV INTO 2	11/04/2015	02/13/2015	194 00000	\$1,954.13	\$2,509.97	-\$555.84
BANCO BRADESCO SA SPADR PFD NEW ISIN	12/17/2015	01/23/2015	183 00000	\$957.64	\$2,074.70	-\$1,117.06
BANCO BRADESCO SA SPADR PFD NEW ISIN	04/07/2015	04/07/2015	0 60000	\$5.97	\$6.80	-\$0.83
BAXTER INTL INC	09/18/2015	01/23/2015	21 00000	\$760.50	\$832.99	-\$72.49
UMPQUA HOLDINGS CORP	12/17/2015	01/23/2015	85 00000	\$1,383.04	\$1,359.47	\$23.57
VERISK ANALYTICS INCCOM	12/17/2015	01/23/2015	6 00000	\$463.66	\$391.50	\$72.16
PENTAIR PLC SHS	09/18/2015	01/23/2015	32 00000	\$1,641.62	\$2,061.44	-\$419.82
TELEFONICA SA ADR EAREPR 1 ORD NPV	12/17/2015	01/23/2015	79 00000	\$912.00	\$1,165.55	-\$253.55
HSBC HLDGS PLC SPON ADR NEW	03/16/2016	06/15/2015	25 00000	\$810.99	\$1,188.25	-\$357.26
QUALCOMM INC	12/17/2015	01/23/2015	20 00000	\$956.78	\$1,443.00	-\$486.22
GRAINGER W W INC COMSTK USD0.50	09/18/2015	01/23/2015	4 00000	\$857.46	\$988.92	-\$131.46
ABB LTD SPONSORED ADR	07/23/2015	01/23/2015	20 00000	\$415.71	\$396.80	\$18.91
KEURIG GREEN MTN INC*CASH MERGER AT	11/17/2015	06/15/2015	12 00000	\$485.63	\$1,018.20	-\$532.57
KEURIG GREEN MTN INC*CASH MERGER AT	11/17/2015	01/23/2015	11 00000	\$445.16	\$1,450.35	-\$1,005.19
BAXALTA INC COM *EXCHANGED FOR 1482	01/27/2016	09/18/2015	19 00000	\$767.91	\$688.69	\$79.22
BAXALTA INC COM *EXCHANGED FOR 1482	07/10/2015	01/23/2015	21 00000	\$645.61	\$675.23	-\$29.62
BORGWARNER INC	01/27/2016	06/15/2015	18 00000	\$521.57	\$1,080.41	-\$558.84
APPLE INC	06/15/2015	01/23/2015	22 00000	\$2,791.77	\$2,494.36	\$297.41
APPLE INC	09/18/2015	01/23/2015	17 00000	\$1,931.06	\$1,927.46	\$3.60
CHURCH & DWIGHT INC	06/15/2015	01/23/2015	11 00000	\$905.72	\$905.85	-\$0.13
WESTPORT FUEL SYSTEMS INC COM NPV IE	09/18/2015	01/23/2015	104 00000	\$305.13	\$349.96	-\$44.83
MIDDLEBY CORP	12/17/2015	01/23/2015	9 00000	\$995.52	\$877.41	\$118.11
SOLARCITY CORP COM USD0.0001	12/17/2015	01/23/2015	39 00000	\$2,218.00	\$1,906.71	\$311.29
ENERNOC INC	12/17/2015	01/23/2015	75 00000	\$288.99	\$1,256.24	-\$967.25
ENERNOC INC	12/17/2015	03/24/2015	49 00000	\$188.81	\$566.82	-\$378.01
ITC HLDGS CORP	12/17/2015	01/23/2015	27 00000	\$1,018.42	\$1,180.27	-\$161.85
EBAY INC	09/18/2015	01/23/2015	33 00000	\$858.45	\$776.84	\$81.61
INTERFACE INC COM	08/04/2015	01/23/2015	61 00000	\$1,606.87	\$946.10	\$660.77
APPLIED MATERIALS INC	09/18/2015	01/23/2015	79 00000	\$1,257.10	\$1,910.52	-\$653.42
ADOBE SYS INC	12/17/2015	01/23/2015	11 00000	\$1,040.07	\$814.88	\$225.19
SVB FINL GROUP	06/15/2015	01/23/2015	8 00000	\$1,147.89	\$914.24	\$233.65
NOKIA OYJ ADR EACH REPR 1 ORD NPV	06/15/2015	01/23/2015	216 00000	\$1,507.65	\$1,705.06	-\$197.41
ALPHABET INC CAP STKCL A	07/14/2015	01/23/2015	1 00000	\$588.57	\$544.37	\$44.20
ALPHABET INC CAP STKCL A	08/04/2015	01/23/2015	5 00000	\$3,312.51	\$2,721.85	\$590.66
UNITED STATES TREAS NTS 1.25000% 09/30/	07/06/2015	03/02/2015	25,000 00000	\$25,061.25	\$25,070.38	-\$9.13

WISCONSIN ST TRANSN REV REV BDS SER.	01/12/2016	02/02/2015	10,000 00000	\$10,105.20	\$10,147.20	-\$42.00
WISCONSIN ST TRANSN REV REV BDS SER.	10/27/2015	02/02/2015	15,000.00000	\$15,239.90	\$15,319.63	-\$79.73
HOME DEPOT INC NOTE CALL MAKE WHOLE	08/07/2015	02/02/2015	20,000.00000	\$20,512.00	\$20,548.01	-\$36.01
VANGUARD LIMITD TERMTAX EXEMPT ADMI	12/11/2015	12/12/2014	3,448.27600	\$37,980 00	\$38,143.02	-\$163 02
Totals				\$368,924.99	\$387,518.82	-\$18,593.83

The Shared Earth Foundation
FYE 03.31.2016
Fidelity - Long Term Capital Gain / Loss Detail

Security Description	Date of Sale	Date Acquired	Quantity	Proceeds	Cost	Realized Gain/Loss
AETNA INC NEW COM	03/29/2016	01/23/2015	26.00000	\$2,943.67	\$2,469.22	\$474.45
DAVITA INC COM	02/05/2016	01/23/2015	39.00000	\$2,494.72	\$2,962.34	-\$467.62
DST SYSTEMS INC	02/05/2016	01/23/2015	5.00000	\$510.80	\$483.55	\$27.25
GENERAL MILLS INC	02/05/2016	01/23/2015	11.00000	\$608.98	\$600.38	\$8.60
CDW CORP COM USD0.01	02/05/2016	01/23/2015	12.00000	\$431.75	\$428.13	\$3.62
MICROSOFT CORP	02/05/2016	01/23/2015	13.00000	\$648.22	\$612.85	\$35.37
DEVON ENERGY CORP NEW	03/02/2016	01/23/2015	50.00000	\$1,048.65	\$3,024.50	-\$1,975.85
KIMBERLY CLARK CORP	02/05/2016	01/23/2015	8.00000	\$1,031.90	\$898.00	\$133.90
ASBURY AUTOMOTIVE GROUP INC	02/05/2016	01/23/2015	37.00000	\$1,743.06	\$2,775.00	-\$1,031.94
METLIFE INC COM	02/05/2016	01/23/2015	62.00000	\$2,401.15	\$3,046.06	-\$644.91
MINERALS TECH INC	01/27/2016	01/23/2015	40.00000	\$1,555.29	\$2,461.60	-\$906.31
EATON CORP PLC COM	03/16/2016	01/23/2015	13.00000	\$787.75	\$846.24	-\$58.49
VERISK ANALYTICS INCCOM	03/16/2016	01/23/2015	18.00000	\$1,379.48	\$1,174.50	\$204.98
HSBC HLDGS PLC SPON ADR NEW	03/16/2016	01/23/2015	31.00000	\$1,005.63	\$1,453.40	-\$447.77
BORGWARNER INC	01/27/2016	01/23/2015	25.00000	\$724.41	\$1,369.04	-\$644.63
LULULEMON ATHLETICA INC COM	01/27/2016	01/23/2015	34.00000	\$2,004.38	\$2,256.27	-\$251.89
PANERA BREAD CO CL A	03/16/2016	01/23/2015	4.00000	\$851.47	\$683.04	\$168.43
ADOBE SYS INC	03/16/2016	01/23/2015	16.00000	\$1,405.05	\$1,185.28	\$219.77
CISCO SYS INC NOTE CALL MAKE WHOLE5.5	02/22/2016	02/06/2015	15,000.00000	\$15,000.00	\$15,000.00	\$0.00
VANGUARD LIMITD TERMTAX EXEMPT ADMI	03/01/2016	12/12/2014	1,395.75800	\$15,445.00	\$15,439.14	\$5.86
Totals				\$54,021.36	\$59,168.54	-\$5,147.18

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
INTEREST INCOME - CHEVY CHASE TRUST	52,548.	52,548.	
INTEREST INCOME - THE LYME FOREST FUND IV	66.	66.	
INTEREST INCOME - THE LYME FOREST FUND IV TE	755.	755.	
INTEREST INCOME - TRILINC GLOBAL IMPACT FUND	31.	31.	
INTEREST INCOME - UBS FINANCIAL	16.	16.	
INTEREST INCOME - VERIS FINANCIAL	12,283.	12,283.	
TOTAL TO PART I, LINE 3	65,699.	65,699.	

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
DIVIDEND INCOME - CHEVY CHASE TRUST	49,999.	0.	49,999.	49,999.	
DIVIDEND INCOME - TRILINC GLOBAL IMPACT FUND	3,421.	0.	3,421.	3,421.	
DIVIDEND INCOME - UBS FINANCIALS	135,515.	0.	135,515.	135,515.	
DIVIDEND INCOME - VERIS FINANCIAL	29,001.	0.	29,001.	29,001.	
TO PART I, LINE 4	217,936.	0.	217,936.	217,936.	

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
OTHER INCOME	192.	192.	
PASSTHROUGH INCOME / (LOSSES) - THE LYME FOREST FUND IV	<191.>	<191.>	
PASSTHROUGH INCOME / (LOSSES) - THE LYME FOREST FUND IV	<2,845.>	<2,845.>	
PASSTHROUGH RENTAL INCOME / (LOSSES) - THE LYME FOREST FUND IV	191.	191.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<2,653.>	<2,653.>	

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	7,875.	7,875.		0.
TO FORM 990-PF, PG 1, LN 16B	7,875.	7,875.		0.

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
MANAGEMENT FEES	118,183.	118,183.		0.
TO FORM 990-PF, PG 1, LN 16C	118,183.	118,183.		0.

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAXES	34,500.	0.		0.	
FOREIGN TAXES	2,430.	2,430.		0.	
TO FORM 990-PF, PG 1, LN 18	36,930.	2,430.		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	
WEBSITE REGISTRATION AND MAINTENANCE	2,713.	2,713.		0.	
TELEPHONE	662.	662.		0.	
CORPORATE FEES	429.	429.		0.	
BANK CHARGES	535.	535.		0.	
ACCRUED INTEREST PAID	540.	540.		0.	
OTHER EXPENSES	64.	64.		0.	
DUES & SUBSCRIPTIONS	134.	134.		0.	
PORTFOLIO DEDUCTIONS - PASSTHROUGH ENTITIES	2,193.	2,193.		0.	
NONDEDUCTIBLE EXPENSES - PASSTHROUGH ENTITIES	3.	0.		0.	
TO FORM 990-PF, PG 1, LN 23	7,273.	7,270.		0.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
CHEVY CHASE TRUST	3,712,859.	4,168,513.		
UBS FINANCIALS	5,020,901.	6,868,291.		
VERIS INVESMENTS	1,794,643.	1,803,328.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	10,528,403.	12,840,132.		

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LYME FOREST FUND IV TE LP	COST	128,078.	128,077.
TRILINC GLOBAL IMPACT FUND, LLC	COST	39,062.	39,062.
TOTAL TO FORM 990-PF, PART II, LINE 13		167,140.	167,139.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	10
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
ORGANIZATION COSTS	29,037.	29,037.	0.
TOTAL TO FM 990-PF, PART II, LN 14	29,037.	29,037.	0.

FORM 990-PF	OTHER ASSETS	STATEMENT	11
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ELLINGTON PLAZA D G LID PTR	500,000.	500,000.	50,000.
TO FORM 990-PF, PART II, LINE 15	500,000.	500,000.	50,000.

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10	STATEMENT 12
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NAME OF CONTRIBUTOR	ADDRESS
CAROLINE D. GABEL	113 HOFFMAN LANE CHESTERTOWN, MD 21620

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT 13
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ACTIVITY TWO

THE FOUNDATION SUPPORTED THE SMITHSONIAN CONSERVATION BIOLOGY INSTITUTE TO TEACH & TRAIN NATIONAL VETERINARIANS AND MAHOUTS IN ELEPHANT CARE IN THAILAND & MYANMAR AND PROVIDED FUNDS FOR A FILM TARGETED TO BURMESE VILLAGERS ON HOW TO LIVE WITH WILD ELEPHANTS RATHER THAN ENGAGING IN CONFLICT WITH THEM.

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 2	60,000.

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT 14
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ACTIVITY THREE

THE FOUNDATION PROVIDED FUNDS FOR THE KEY ENVIRONMENTAL EDUCATION LEADERSHIP PROGRAM RUN BY UPSTREAM ALLIANCE. THE PROGRAM OFFERS PROFESSIONAL DEVELOPMENT IN COMMUNICATION AS WELL AS HELP TO BUILD NETWORKS OF LEADERS ACROSS GENERATIONS AND GEOGRAPHIES TO STRENGTHEN PROGRAMS ADDRESSING DAUNTING ENVIRONMENTAL CHALLENGES.

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 3	50,000.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 15

ACTIVITY FOUR

THE FOUNDATION PROVIDED CONTINUED SUPPORT TO EARTH SANGHA FOR THE WILD PLANT NURSERY. FUNDS ARE USED TO WORK ON RESTORING NATIVE VEGETATION IN THE WASHINGTON, DC AREA. EARTH SANGHA ALSO WORKS ON RESTORING THE TREE BANK HISPANIOLA TO PROVIDE AN INCOME SOURCE FOR RESIDENTS OF THE DOMINICAN REPUBLIC THROUGH COFFEE & CACAO GROWING TREES.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 4

40,000.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 16

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

CAROLINE D. GABEL, PRESIDENT
113 HOFFMAN LANE
CHESTERTOWN, MD 21620

TELEPHONE NUMBER

(410)778-6868

FORM AND CONTENT OF APPLICATIONS

SEE THE FOUNDATION'S WEBSITE @ WWW.SHAREDEARTH.ORG FOR APPLICATION REQUIREMENTS.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

SEE WEBSITE @ WWW.SHAREDEARTH.ORG

990-PF

516261
04-01-15

- Current year section 179 (D) - Asset disposed