Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning 04/01 , 2015, and ending 03/31 , 2016

Name of foundation: THE RCM&D FOUNDATION

A Employer identification number: 52-2204935

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

Room/suite:

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

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

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 3,636,705.

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

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	100,000.			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	75,006.	75,006.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	825,027.			
	b Gross sales price for all assets on line 6a 3,869,272.				
	7 Capital gain net income (from Part IV, line 2)		825,027.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less. Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	1,000,033.	900,033.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 2	23,483.			
	24 **Total operating and administrative expenses.** Add lines 13 through 23	23,483.			
	25 Contributions, gifts, grants paid	199,650.			199,650.
	26 **Total expenses and disbursements.** Add lines 24 and 25	223,133.			199,650.
	27 Subtract line 26 from line 12.				
	a Excess of revenue over expenses and disbursements	776,900.			
	b **Net investment income** (if negative, enter -0-)		900,033.		
	c **Adjusted net income** (if negative, enter -0-)				

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JSA **For Paperwork Reduction Act Notice, see instructions.** Form **990-PF** (2015)

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	107,694.	70,036.	70,036.
	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)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 3	2,846,090.	3,669,552.	3,566,669.
	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)	2,953,784.	3,739,588.	3,636,705.
Liabilities	17	Accounts payable and accrued expenses		2,542.	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ ATCH 4)	2,638.	9,000.	
	23	**Total liabilities** (add lines 17 through 22)	2,638.	11,542.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ [X] **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	2,951,146.	3,728,046.	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [ ]			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	2,951,146.	3,728,046.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	2,953,784.	3,739,588.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,951,146.
2	Enter amount from Part I, line 27a	2	776,900.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,728,046.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,728,046.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	825,027.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	0.

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col. (c))
2014	188,200.	3,697,753.	0.050896
2013	163,300.	3,489,615.	0.046796
2012	155,460.	3,159,692.	0.049201
2011	147,391.	3,053,195.	0.048274
2010	144,857.	2,885,505.	0.050202

2	**Total** of line 1, column (d)	2	0.245369
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.049074
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	3,701,082.
5	Multiply line 4 by line 3	5	181,627.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	9,000.
7	Add lines 5 and 6	7	190,627.
8	Enter qualifying distributions from Part XII, line 4	8	199,650.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter ________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	9,000.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	9,000.
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	9,000.
6	Credits/Payments.		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	0.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached	8	58.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	9,058.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2016 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ BOB CAWLEY Telephone no. ▶ 410-339-7263

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

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | N/A

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? ☐ Yes ☒ No If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2015 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.)*	3b	N/A	
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

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

		Yes	No
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**	N/A	
	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**		X
	If "Yes" to 6b, file Form 8870		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**	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 (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 5		0.	0.	0.

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions.	
3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,610,211.
b	Average of monthly cash balances	1b	147,233.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	3,757,444.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,757,444.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	56,362.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,701,082.
6	**Minimum investment return.** Enter 5% of line 5	6	185,054.

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	185,054.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	9,000.		
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	9,000.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	176,054.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	176,054.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	176,054.

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	199,650.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	199,650.
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	9,000.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	190,650.

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					176,054.
2 Undistributed income, if any, as of the end of 2015.					
a Enter amount for 2014 only					
b Total for prior years 20 13 ,20 12 ,20 11					
3 Excess distributions carryover, if any, to 2015:					
a From 2010	788.				
b From 2011	2,048.				
c From 2012					
d From 2013					
e From 2014	5,951.				
f Total of lines 3a through e		8,787.			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 199,650.					
a Applied to 2014, but not more than line 2a					
b Applied to undistributed income of prior years (Election required - see instructions)					
c Treated as distributions out of corpus (Election required - see instructions)					
d Applied to 2015 distributable amount					176,054.
e Remaining amount distributed out of corpus		23,596.			
5 Excess distributions carryover applied to 2015. *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5		32,383.			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount - see instructions					
e Undistributed income for 2014 Subtract line 4a from line 2a. Taxable amount - see instructions					
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016					
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)					
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)		788.			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a		31,595.			
10 Analysis of line 9					
a Excess from 2011	2,048.				
b Excess from 2012					
c Excess from 2013					
d Excess from 2014	5,951.				
e Excess from 2015	23,596.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling . . . . ▶

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

	Tax year (a) 2015	Prior 3 years (b) 2014	(c) 2013	(d) 2012	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

ATCH 6

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

ATCH 7

c Any submission deadlines:

NONE

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

NONE

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 8				
Total . . . . ▶ **3a**				199,650.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	75,006.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	825,027.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				900,033.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 900,033.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Edward K. Brennan | 8/9/2016 | CFO

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	DAVID MOHEL	David Mohel	8/4/2016		P01379331
	Firm's name ▶ PRICEWATERHOUSECOOPERS, LLP			Firm's EIN ▶ 13-4008324	
	Firm's address ▶ 1800 TYSONS BOULEVARD MCLEAN, VA 22102-4261			Phone no 703-918-3000	

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 RCM&D FOUNDATION	52-2204935

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

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

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling $5,000 or more during the year . . . . ▶ $______________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization THE RCM&D FOUNDATION

Employer identification number 52-2204935

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	RIGGS, COUNSELMAN, MICHAELS & DOWNES 555 FAIRMOUNT AVENUE BALTIMORE, MD 21286-5497	$ 100,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization THE RCM&D FOUNDATION

Employer identification number 52-2204935

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
		$	
(a) No. from Part I	**(b) Description of noncash property given**	**(c) FMV (or estimate) (see instructions)**	**(d) Date received**
		$	
(a) No. from Part I	**(b) Description of noncash property given**	**(c) FMV (or estimate) (see instructions)**	**(d) Date received**
		$	
(a) No. from Part I	**(b) Description of noncash property given**	**(c) FMV (or estimate) (see instructions)**	**(d) Date received**
		$	
(a) No. from Part I	**(b) Description of noncash property given**	**(c) FMV (or estimate) (see instructions)**	**(d) Date received**
		$	
(a) No. from Part I	**(b) Description of noncash property given**	**(c) FMV (or estimate) (see instructions)**	**(d) Date received**
		$	

Name of organization THE RCM&D FOUNDATION

Employer identification number 52-2204935

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 information once. See instructions.) ▶ $ ________

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

(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

(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

(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

ATTACHMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST AND DIVIDEND INCOME	75,006.	75,006.
TOTAL	75,006.	75,006.

ATTACHMENT 2

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
ADMINISTRATIVE EXPENSES	14,424.
FEDERAL EXCISE TAX	9,059.
TOTALS	23,483.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
T ROWE PRICE EQUITY INCOME LV	119,480.		
T ROWE PRICE SMALL CAP VALUE	64,633.		
T ROWE PRICE EQUITY INCOME ADV	158,003.		
LOCORR LONG SHORT COMMODITIES	73,181.		
LOCORR MANAGED FUTURES	98,390.		
WELLS FARGO EMERGING MARKETS	66,598.		
DODGE & COX INTERNATIONAL LVI	84,724.		
AIM DEVELOPING MARKETS	40,203.		
THORNBURG INTERNATIONAL VALUE	51,255.		
WESTERN ASSET TOTAL RETURN	188,423.		
T. ROWE PRICE BLUE CHIP GROWTH	243,012.		
LEGG MASON CLEARBRIDGE APPREC	228,341.		
BLACKROCK FUNDS	186,993.		
MFS MID CAP VALUE	63,063.		
NEURBERGER BERMAN	137,485.		
EAGLE SER. SMALL CAP GROWTH	101,085.		
AIM INVESTMENT FUNDS	22,867.		
EAGLE SER SMALL CAP GROWTH	35,497.		
LEGG MASON CLEARBRIDGE	98,488.		
DODGE & COX FUNDS	33,780.		
NEUBERGER BERMAN	47,126.		
T ROWE PRICE EQUITY INCOME FD	56,578.		
T ROWE PRICE EQUITY INCOME ADV	59,010.		
T ROWE PRICE BLUE CHIP GROWTH	128,183.		
ROYCE FD PENNSYLVANIA MUTUAL	28,718.		
THORNBURG INVT TR INTL VALUE	35,735.		
WESTERN ASSETS FUNDS	68,081.		
LOCORR LONG SHORT COMMODITIES	24,781.		
LOCORR MANAGED FUTURES	33,286.		
WELLS FARGO EMERGING MARKETS	22,884.		
MFS MID CAP VALUE	178,653.		
BLACKROCK GNMA PORTFOLIO	67,554.		
EAGLE SER SMALL CAP GROWTH		43.	53.

ATTACHMENT 3 (CONT'D)

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ISHARES RUSSELL 1000 VALUE		17,454.	18,379.
ISHARES RUSSELL 1000 GROWTH		26,117.	28,238.
OAKMARK INTERNATIONAL FUND		55,428.	52,093.
BROWN ADVISORY EMG SMALL CA		28,164.	26,305.
BROWN ADVISORY STRAT EUR EQ		37,000.	38,534.
BROWN ADVISORY EMG MKTS		27,000.	28,160.
EDGEWOOD GROWTH FUND INSTL		46,574.	48,439.
VANGUARD SMALL CAP GROWTH STOC		36,000.	35,543.
COHO REL VALUE EQUITY		91,531.	98,638.
BROWN ADVISORY FLEXIBLE EQUITY		225,000.	232,653.
BROWN ADVISORY SM CP FUNDAMENT		55,136.	55,612.
VANGUARD TOTAL BOND MARKET		90,058.	90,725.
METROPOLITAN WEST TR BOND		90,974.	90,579.
ARTISAN HIGH INCOME ADVISOR		44,000.	43,904.
BROWN ADVISORY EMG SMALL		85,000.	73,359.
METROPOLITAN WEST TR BOND		293,155.	293,213.
EDGEWOOD GROWTH FUND INSTL		149,583.	140,994.
BROWN ADVISORY FLEXIBLE EQUITY		725,000.	685,323.
COHO REL VALUE EQUITY		294,545.	292,770.
OAKMARK INTERNATIONAL FD		179,190.	152,831.
ISHARES RUSSELL 1000 VALUE		59,787.	57,804.
BROWN ADVISORY EMG MKTS		88,246.	81,103.
VANGUARD SMALL CAP GWTH STOCK		115,000.	103,947.
BROWN ADVISORY SM CP FUNDAMENT		178,429.	167,887.
BROWN ADVISORY STRAT EUR EQU		115,000.	110,810.
ISHARES RUSSELL 1000 GROWTH		84,949.	84,115.
VANGUARD TOTAL BOND MARKET		290,189.	293,966.
ARTISAN HIGH INCOME ADVISOR		141,000.	140,692.
TOTALS	2,846,090.	3,669,552.	3,566,669.

ATTACHMENT 4

FORM 990PF, PART II - OTHER LIABILITIES

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE
FEDERAL EXCISE TAX PAYABLE	2,638.	9,000.
TOTALS	2,638.	9,000.

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

ATTACHMENT 5

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ALBERT R. COUNSELMAN 555 FAIRMOUNT AVENUE TOWSON, MD 21286	CHAIRMAN/PRES./DIR. NONE	0.	0.	0.
PRICE P. POORE 555 FAIRMOUNT AVENUE TOWSON, MD 21286	TREASURER (LEFT POSITION 4/27/2015) NONE	0.	0.	0.
J. KEVIN CARNELL 555 FAIRMOUNT AVENUE TOWSON, MD 21286	SECRETARY NONE	0.	0.	0.
MARGARET K. COUNSELMAN 555 FAIRMOUNT AVENUE TOWSON, MD 21286	DIRECTOR NONE	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

ATTACHMENT 6

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

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

ATTN: MR. ALBERT R. COUNSELMAN

ATTACHMENT 7

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

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

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

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

ATTACHMENT 8

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE ATTACHMENT 10	NONE PUBLIC CHARITIES	GENERAL PURPOSE GRANTS FOR USE IN CARRYING OUT RECIPIENTS' CHARITABLE ACTIVITIES.	199,650.
		TOTAL CONTRIBUTIONS PAID	199,650.

The RCM&D Foundation, Inc.

52-2204935

Schedule of Contributions Paid
for the years ending March 31, 2016 and 2015

	2016	2015	
CONCERT ARTISTS OF BALTIMORE 1114 Saint Paul Street Baltimore, MD 21202	20,000	10,000	Promote Love of Music
THE GBMC FOUNDATION 6701 N Charles Street Towson, MD 21204	12,500	5,000	Support GBMC Medical Care
KENNEDY KREIGER INSTITUTE 707 North Broadway Baltimore, MD 21205	11,000	16,000	Children's Medical Care Provider
BALTIMORE SYMPHONY ORCHESTRA 1212 Cathedral St Baltimore, MD 21201	10,000	10,000	Promote Love of Music
COLLEGE OF NOTRE DAME 4701 N Charles St Baltimore, MD 21218	10,000	10,000	Educational Assistance
JOHNS HOPKINS UNIVERSITY 3400 N. Charles St Baltimore, MD 21218	10,000	10,000	Educational Assistance
MOUNT ST JOSEPHS HIGH SCHOOL 4403 Frederick Rd Baltimore, MD 21229	10,000	10,000	Educational Assistance
THE CHIMES 4815 Seton Drive Baltimore, MD 21215	10,000	5,000	Assist the Mentally Handicapped and Their Families
ARCHDIOCESE OF BALTIMORE 320 Cathedral St Baltimore, MD 21201	10,000	5,000	Support the Catholic Religion
LOYOLA UNIVERSITY 4501 N Charles St Baltimore, MD 21210	10,000	15,000	Support John Early Society and the Capital Campaign
CATHEDRAL OF MARY OUR QUEEN 5200 N Charles St Baltimore, MD 21210	7,500	2,500	Support Catholic Religion
GILCHRIST HOSPICE 11311 McCormick Road Hunt Valley, MD 21031	7,500	7,500	Memorial Contribution
CATHOLIC CHARITIES 320 Cathedral Street Baltimore, MD 21201	5,000	6,000	Human Services Provider
GOOD SHEPHERD SERVICES 4100 Maple Ave Baltimore, MD 21227	5,000	1,000	Providing Development for Vulnerable Youth and Families

The RCM&D Foundation, Inc.

52-2204935

Schedule of Contributions Paid
for the years ending March 31, 2016 and 2015

LIFEBRIDGE HEALTH 2401 West Belvedere Ave Baltimore, MD 21215	5,000	-	Improving Health and Well-Being of all People in Baltimore
MARY HILDA COUNSELMAN ENDOWMENT 700 East Pratt Street, Suite 1700 Baltimore, MD 21202	5,000	5,000	Educational Assistance
ORDER OF MALTA FEDERAL ASSOCIATION 1730 M Street, NW Washington, DC 20036	3,600	5,000	Services for Sick and In Need
CRISTO REY JESUIT HIGH SCHOOL 420 S Chester Street Baltimore, MD 21231	3,500	5,000	Provide Education to Low Income Students
MOTHER SETON ACADEMY 2215 Greenmount Ave Baltimore, MD 21218	3,500	2,100	Educate At-Risk Youth
ELIZABETH SETON HIGH SCHOOL 5715 Emerson Street Bladensburg, MD 20710	3,000	1,000	Educate and Empower Young Women
REBUILDING TOGETHER BALTIMORE 5513 York Road Baltimore, MD 21212	3,000	3,000	Assist Elderly in Need
CIVIC WORKS BALTIMORE 2701 Saint Lo Drive Baltimore, MD 21213	2,500	1,000	Provide Support to Baltimore Communities
FOUNDATION FOR AGENCY MANAGEMENT EXCELLENCE 701 Pennsylvania Ave, NW Washington, DC 20004	2,500	5,000	Support the Endowment
SETON HERITAGE MINISTRIES 339 South Seton Avenue Emmitsburg, MD 21727	2,500	1,500	Support Catholic Religion
ST VINCENT DEPAUL 2305 N Charles Street Baltimore, MD 21218	2,500	5,000	Help the Impoverished Reach Full Potential
ST. LUKE INSTITUTE 8901 New Hampshire Ave Silver Spring, MD 20903	2,500	3,000	Healthcare for Clergy
STEVENSON UNIVERSITY CAPITAL CAMPAIGN 1525 Greenspring Valley Road Stevenson, MD 21153	2,500	2,500	Support Capital Campaign
FAMILY SERVICES, INC 610 E Diamond Ave, Suite 100 Gaithersburg, MD 20877	2,250	-	Promote the Resilience, Recovery, and Independence of Individuals and Families

LITTLE SISTERS OF THE POOR ST. MARTIN'S HOME 601 Maiden Choice Lane Baltimore, MD 21228	2,000	-	Provide a Home and Care for the Elderly Poor
FRANCISCAN CENTER 101 West 23rd Street Baltimore, MD 21218	1,500	-	Provide Emergency Assistance and Supportive Outreach for the Economically Disadvantaged
MOSAIC COMMUNITY SERVICES 1925 Greenspring Ave Timonium, MD 21093	1,500	-	Provide Comprehensive Health Services for People with Mental Illness and Addictions
BIG BROTHERS BIG SISTERS OF YORK & ADAMS COUNTIES 227 W Market Street, Suite 102 York, PA 17401	1,250	-	Provide One-to-One Relationships for Children Facing Adversity
THE RICHMOND FISHER HOUSE 300 Arboretum Parkway, Suite 660 Richmond, VA 23236	1,250	-	Provide Support for Families of Seriously Ill Patients Being Treated at Military and VA Medical Centers
V-LINC, INC 2301 ARGONNE DRIVE BALTIMORE, MD 21218	1,250	-	Enhance Life of Disabled
BALTIMORE DEVELOPMENT CORPORATION 36 S. Charles Street, Suite 1600 Baltimore, MD 21201	1,000	-	Retain and Expand Existing Businesses in Baltimore City
FOUNDATION TO ERADICATE DUCHENNE P.O. Box 2371 Alexandria, VA 22301	1,000	1,000	Assist in Finding Cure for Duchenne
ROLAND PARK BASEBALL LEAGUES 4612 Roland Avenue Baltimore, MD 21210	1,000	-	Instill Sportsmanship and Provide Nurturing Environment for Children
ST AGNES FOUNDATION 900 Caton Avenue Baltimore, MD 21229	1,000	7,500	Promote Quality Healthcare
THE COMMUNITY SCHOOL 337 West 30th Street Baltimore, MD 21211	1,000	1,000	Provide Education to at Risk Youth
BALTIMORE FESTIVAL OF THE ARTS 10 East Baltimore Street, 10th Floor Baltimore, MD 21202	500	500	Support Artscape
MARYLAND HISTORICAL SOCIETY 201 W. Monument Street Baltimore, MD 21298	500	1,000	Historical Preservation
OBLATE SISTERS OF PROVIDENCE 701 Gun Road Baltimore, MD 21227	500	500	Support Catholic Missions

The RCM&D Foundation, Inc.

52-2204935

Schedule of Contributions Paid
for the years ending March 31, 2016 and 2015

PRIDE OF BALTIMORE, INC 2700 Lighthouse Point East, Suite 330 Baltimore, MD 21224	500	-	Promote Historical Maritime Education
THE INDEPENDENT COLLEGE FUND OF MARYLAND 3225 Ellerslie Ave, C160 Baltimore, MD 21218	500	500	Promote Maryland's Independent Colleges and Universities
THE INSTITUTES 720 Providence Road, Suite 100 Malvern, PA 19355	500	1,000	Providing Insurance Education
HARFORD BELAIR FOUNDATION INC 4308 Harford Road Baltimore, MD 21214	250	-	Provide Psychiatric Services to the Community
BALTIMORE EDUCATIONAL SCHOLARSHIP TRUST 808 North Charles Street Baltimore, MD 21201	100	100	Provide a Quality Education for Low Income African American Students in the Baltimore Area
GLASTONBURY ABBEY 16 Hull Street Hingham, MA 02043	100	-	Prayer and Hospitality
ST MARY'S SEMINARY AND UNIVERSITY 5400 Roland Ave Baltimore, MD 21210	100	-	Assist in Preparation of Candidates for Roman Catholic Priesthood
ARCHBISHOP CURLEY HIGH SCHOOL 3701 Sinclair Lane Baltimore, MD 21213	-	500	Providing Catholic Franciscan Education to Young Men
CARDINAL'S LENTEN APPEAL 320 Cathedral Street Baltimore, MD 21201	-	5,000	Support Lenten Appeal
COOL KIDS CAMPAIGN 8422 Bellona Ave Towson, MD 21204	-	1,000	Improving Quality of Life for Pediatric Oncology Patients and their Families
DISABLED VETERANS INSURANCE CAREERS 14391 Metropolis Ave Fort Myers, FL 33912	-	2,000	Assist Disabled Veterans
DRAGONFLY FOREST 1100 East Hector Street Conshohocken, PA 19438	-	1,000	Supporting Children with Autism and Medical Needs
FUND FOR EDUCATIONAL EXCELLENCE 800 N Charles Street, Suite 400 Baltimore, MD 21201	-	250	Increase Academic Achievement for City Youth

The RCM&D Foundation, Inc.

52-2204935

Schedule of Contributions Paid
for the years ending March 31, 2016 and 2015

LADEW TOPIARY GARDENS INC 3535 Jarrettsville Pike Monkton, MD 21111	-	250	Promote Arts & Culture
LEAGUE FOR PEOPLE WITH DISABILITIES 111 E. Coldspring Lane Baltimore, MD 21239	-	2,500	Assist People with Disabilities
MISSION HELPERS OF THE SACRED HEART 1001 West Joppa Road Towson, MD 21136	-	500	Support Missionary Work
SAINT FRANCES ACADEMY 501 E Chase Street Baltimore, MD 21202	-	500	Pursuit of Educational Excellence and Responsiveness
SAMUEL READY SCHOLARSHIPS P.O. Box 202 Riderwood, MD 21139	-	5,000	Helping Students in Need
SETON CENTER OUTREACH 333 S. Seton Avenue Emmitsburg, MD 21727	-	1,000	Assisting Low Income Families
ST. PETERS ADULT LEARNING CENTER 13 S Poppeltong Street Baltimore, MD 21201	-	500	Empower Adults with Developmental Disabilities
THE BASILICA OF THE ASSUMPTION HISTORIC TRUST, INC 409 North Charles Street Baltimore, MD 21201	-	500	Support Catholic Religion
THE LEADERSHIP 111 S Calvert Street, Suite 1700 Baltimore, MD 21202	-	2,500	Organizing Corporate and Civic Leadership
Total Contributions paid	**199,650**	**188,200**	

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

QUESTION 1 A(3)

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

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		SEE ATTACHED DETAIL OF REALIZED GAINS				P		
		PROPERTY TYPE: SECURITIES						
3,869,272.		3,044,245.					825,027.	
TOTAL GAIN(LOSS)							825,027.	

The RCM&D Foundation Inc
Summary of Changes in the Income Tax Basis of Investments for the fiscal year ended March 31, 2016
EIN: 52-2204935

	Beg Tax Basis of Investments	Investments Transferred from Baird to Brown Advisory	Investment Purchases	Investment Sales	Realized Gain/(Loss)	Interest and Dividend	Ending Tax Basis of Investments
BAIRD							
BLACKROCK GNMA PORTFOLIO	67,553.89	(65,147.79)		(2,975.00)	(55.75)	624.65	(0 00)
AIM INVESTMENT FUNDS	22,867.04	(21,877.78)		(850.00)	(139.26)		(0.00)
DODGE & COX FUNDS	33,780.62	(31,212.20)		(2,550.00)	(18.42)		0 00
EAGLE SER SMALL CAP GROWTH	35,496.88	(33,536.30)		(2,125.00)	164.42		0.00
LEGG MASON CLEARBRIDGE	98,487.72	(91,486.02)		(7,148.00)	146.30		(0.00)
NEUBERGER BERMAN	47,126.19	(44,903 27)		(2,550.00)	327 08		(0.00)
T ROWE PRICE EQUITY INCOME FD	56,578.43	(53,815.69)	340.66	(2,975.00)	(128.40)		0.00
T ROWE PRICE EQUITY INCOME ADVISOR	59,009.57	(56,191.16)	306.57	(2,975.00)	(149.98)		(0.00)
T. ROWE PRICE BLUE CHIP GROWTH ADVISOR	128,182.99	(118,619.40)		(9,845 00)	281.41		(0.00)
ROYCE FD PENNSYLVANIA MUTUAL	28,717.62	(27,496.66)		(1,275.00)	54.04		(0.00)
THORNBURG INVT TR INTL VALUE FD	35,734.98	(34,300.72)	250.74	(1,700 00)	15.00		0.00
WELLS FARGO EMERGING MARKETS	22,884.78	(21,970.54)		(850.00)	(64.24)		(0.00)
LOCORR LONG SHORT COMMODITIES	24,780 68	(23,514.29)		(1,275.00)	8.61		(0 00)
LOCORR MANAGED FUTURES	33,286.54	(31,875.19)		(1,275.00)	(136.35)		0.00
MFS MID CAP	63,063.43	(60,530.20)		(2,550.00)	16.77		(0.00)
WESTERN ASSETS FUNDS	68,080.19	(66,026.82)		(2,975.00)		921.63	(0 00)
WESTERN ASSET TOTAL RETURN	188,422.11	(190,430.00)				2,007 89	(0.00)
T ROWE PRICE EQUITY INCOME - LARGE VALUE	119,480 34	(120,445 53)				965.19	(0.00)
T ROWE PRICE EQUITY INCOME ADVISOR CLASS	158,002.91	(158,950.61)				947.70	0 00
T ROWE PRICE SMALL CAP - SMALL CAP VALUE	64,632 57	(64,632.57)					0.00
THORNBURG INTERNATIONAL VALUE	51,255.06	(51,638.95)				383.89	0.00
LEGG MASON CLEARBRIDGE APPRECIATION FUND	228,341.17	(228,341.17)					-
DODGE AND COX INTERNATIONAL FUND - LARGE VAI	84,723 82	(84,723 82)					0 00
AIM DEVELOPING MARKETS	40,203.71	(40,203 71)					-
EAGLE SER. SMALL CAP GROWTH FUND	101,084.86	(101,084.86)					-
T. ROWE PRICE BLUE CHIP GROWTH FUND	243,011.64	(243,011 64)					-
WELLS FARGO EMERGING MARKETS	66,597.74	(66,597.74)					-
NEUBERGER BERMAN	137,485 77	(137,485.77)					-
LOCORR MANAGED FUTURES	98,390.55	(98,390.55)					-
MFS MID CAP	178,652.96	(178,652.96)					-
BLACKROCK	186,993.33	(188,399.17)				1,405.84	(0 00)
LOCORR LONG SHORT COMMODITIES	73,180.46	(73,180.46)					-
BROWN ADVISORY							
BLACKROCK GNMA PORTFOLIO		65,147 79		(63,044 31)	(2,103.48)		-
AIM INVESTMENT FUNDS		21,877.78		(16,051 18)	(5,826.60)		-
DODGE & COX FUNDS		31,212.20		(35,840.23)	4,628 03		-
EAGLE SER SMALL CAP GROWTH		33,536.30		(42,740.91)	9,244.48	3.46	43.33
LEGG MASON CLEARBIDGE		91,486.02		(114,648.48)	23,162.46		-
NEUBERGER BERMAN		44,903.27		(56,698.99)	11,795.72		-
T ROWE PRICE EQUITY INCOME FD		53,815.69		(57,992.39)	4,176.70		-
T ROWE PRICE EQUITY INCOME ADVISOR		56,191.16		(58,967 24)	2,776.08		0.00
T. ROWE PRICE BLUE CHIP GROWTH ADVISOR		118,619 40		(165,358.42)	46,739.02		-
ROYCE FD PENNSYLVANIA MUTUAL		27,496 66		(26,836 16)	(660.50)		-

The RCM&D Foundation Inc.
Summary of Changes in the Income Tax Basis of Investments for the fiscal year ended March 31, 2016
EIN. 52-2204935

	Beg Tax Basis of Investments	Investments Transferred from Baird to Brown Advisory	Investment Purchases	Investment Sales	Realized Gain/(Loss)	Interest and Dividend	Ending Tax Basis of Investments
THORNBURG INVT TR INTL VALUE FD		34,300.72		(34,892 15)	591.43		-
WELLS FARGO EMERGING MARKETS		21,970.54		(16,525.21)	(5,445.33)		-
LOCORR LONG SHORT COMMODITIES		23,514.29		(27,472 58)	3,958 29		-
LOCORR MANAGED FUTURES		31,875.19		(31,805.89)	(69.30)		(0.00)
MFS MID CAP		60,530.20		(55,736.32)	(4,793.88)		-
WESTERN ASSETS FUNDS		66,026.82		(65,705.47)	(321.35)		0.00
ISHARES RUSSELL 1000 VALUE			17,454 24				17,454.24
ISHARES RUSSELL 1000 GROWTH			26,117.08				26,117.08
OAKMARK INTERNATIONAL FD			54,000 00			1,428.26	55,428.26
BROWN ADVISORY EMG SMALL CA			27,000.00			1,164.06	28,164.06
BROWN ADVISORY STRAT EUR EQ			37,000.00				37,000.00
BROWN ADVISORY EMG MKTS			27,000 00				27,000.00
EDGEWOOD GROWTH FUND INSTL			45,000.00			1,574.11	46,574.11
VANGUARD SMALL CAP GROWTH STOCK			36,000.00				36,000.00
COHO REL VALUE EQUITY			90,000.00			1,531.35	91,531.35
BROWN ADVISORY FLEXIBLE EQUITY			225,000 00				225,000.00
BROWN ADVISORY SM CP FUNDAMENTAL VAL			54,000.00			1,135 68	55,135.68
VANGUARD TOTAL BOND MARKET			90,000 00			58.23	90,058.23
BROWN ADVISORY STRATEGIC BOND			45,000.00	(44,018.69)	(981 31)		(0.00)
METROPOLITAN WEST TR BOND			90,000.00			974.28	90,974.28
ARTISAN HIGH INCOME ADVISOR			44,000.00				44,000 00
WESTERN ASSET TOTAL RETURN		190,430.00		(190,955 37)	525.37		0 00
T ROWE PRICE EQUITY INCOME - LARGE VALUE		120,445.53		(180,289.94)	59,844.41		-
T ROWE PRICE EQUITY INCOME ADVISOR CLASS		158,950 61		(199,997.72)	41,047.11		-
T ROWE PRICE SMALL CAP - SMALL CAP VALUE		64,632.57		(119,449.47)	54,816.90		-
THORNBURG INTERNATIONAL VALUE		51,638.95		(59,227.83)	7,588 88		-
LEGG MASON CLEARBRIDGE APPRECIATION FUND		228,341.17		(355,053.34)	126,712.17		-
DODGE AND COX INTERNATIONAL FUND - LARGE VALUE INT'L		84,723.82		(118,656 86)	33,933.04		-
AIM DEVELOPING MARKETS		40,203.71		(54,200.50)	13,996.79		-
EAGLE SER SMALL CAP GROWTH FUND		101,084.86		(140,947 51)	39,862.65		-
T. ROWE PRICE BLUE CHIP GROWTH FUND		243,011.64		(553,195.88)	310,184.24		-
WELLS FARGO EMERGING MARKETS		66,597 74		(56,023.06)	(10,574.68)		-
NEUBERGER BERMAN		137,485.77		(198,373 43)	60,887.66		-
LOCORR MANAGED FUTURES		98,390 55		(97,961.47)	(429.08)		0.00
MFS MID CAP		178,652 96		(178,407.32)	(245.64)		(0.00)
BLACKROCK		188,399 17		(183,219.83)	(5,179 34)		0.00
LOCORR LONG SHORT COMMODITIES		73,180 46		(81,501.25)	8,320 79		-
BROWN ADVISORY EMG SMALL			85,000.00				85,000.00
METROPOLITAN WEST TR BOND			290,000.00			3,153.85	293,153.85
EDGEWOOD GROWTH FUND INSTL			145,000.00			4,581.87	149,581 87
BROWN ADVISORY FLEXIBLE EQUITY			725,000 00				725,000.00
COHO REL VALUE EQUITY			290,000.00			4,545.22	294,545.22
OAKMARK INTERNATIONAL FD			175,000 00			4,190.24	179,190.24
ISHARES RUSSELL 1000 VALUE			59,787 00				59,787.00
BROWN ADVISORY EMG MKTS			85,000 00			3,246.30	88,246 30

The RCM&D Foundation Inc
Summary of Changes in the Income Tax Basis of Investments for the fiscal year ended March 31, 2016
EIN. 52-2204935

	Beg Tax Basis of Investments	Investments Transferred from Baird to Brown Advisory	Investment Purchases	Investment Sales	Realized Gain/(Loss)	Interest and Dividend	Ending Tax Basis of Investments
VANGUARD SMALL CAP GWTH STOCK			115,000.00				115,000.00
BROWN ADVISORY SM CP FUNDAMENTAL VAL			175,000.00			3,428 50	178,428.50
BROWN ADVISORY STRAT EUR EQU			115,000.00				115,000.00
BROWN ADVISORY STRATEGIC BOND			145,000.00	(141,544 04)	(3,455.96)		(0.00)
ISHARES RUSSELL 1000 GROWTH			84,949 11				84,949 11
VANGUARD TOTAL BOND MARKET			290,000.00			188.66	290,188.66
ARTISAN HIGH INCOME ADVISOR			141,000.00				141,000 00
TOTALS							
BLACKROCK GNMA PORTFOLIO	67,553.89	-		(66,019.31)	(2,159.23)	624.65	0.00
AIM INVESTMENT FUNDS	22,867 04	-		(16,901.18)	(5,965 86)	-	(0.00)
DODGE & COX FUNDS	33,780.62	-		(38,390 23)	4,609.61	-	(0.00)
EAGLE SER SMALL CAP GROWTH	35,496.88	-		(44,865.91)	9,408.90	3.46	43.33
LEGG MASON CLEARBIDGE	98,487 72	-		(121,796.48)	23,308 76	-	0 00
NEUBERGER BERMAN	47,126.19	-		(59,248.99)	12,122.80	-	(0.00)
T. ROWE PRICE EQUITY INCOME FD	56,578.43	-	340 66	(60,967.39)	4,048 30	-	0 00
T. ROWE PRICE EQUITY INCOME ADVISOR	59,009.57	-	306 57	(61,942.24)	2,626 10	-	(0 00)
T ROWE PRICE BLUE CHIP GROWTH ADVISOR	128,182.99	-		(175,203.42)	47,020 43	-	(0.00)
ROYCE FD PENNSYLVANIA MUTUAL	28,717.62	-		(28,111 16)	(606.46)	-	(0.00)
THORNBURG INVT TR INTL VALUE FD	35,734 98	-	250 74	(36,592.15)	606 43	-	(0.00)
WELLS FARGO EMERGING MARKETS	22,884.78	-		(17,375 21)	(5,509.57)	-	(0 00)
LOCORR LONG SHORT COMMODITIES	24,780 68	-		(28,747.58)	3,966.90	-	(0 00)
LOCORR MANAGED FUTURES	33,286 54	-		(33,080.89)	(205 65)	-	0.00
MFS MID CAP	63,063.43	-		(58,286 32)	(4,777.11)	-	(0.00)
WESTERN ASSETS FUNDS	68,080.19	-		(68,680 47)	(321.35)	921 63	0.00
ISHARES RUSSELL 1000 VALUE	-		17,454.24	-	-	-	17,454.24
ISHARES RUSSELL 1000 GROWTH	-		26,117.08	-	-	-	26,117.08
OAKMARK INTERNATIONAL FD	-		54,000.00	-	-	1,428.26	55,428.26
BROWN ADVISORY EMG SMALL CA	-		27,000.00	-	-	1,164 06	28,164.06
BROWN ADVISORY STRAT EUR EQ	-		37,000.00	-	-	-	37,000.00
BROWN ADVISORY EMG MKTS	-		27,000.00	-	-	-	27,000.00
EDGEWOOD GROWTH FUND INSTL	-		45,000.00	-	-	1,574 11	46,574.11
VANGUARD SMALL CAP GROWTH STOCK	-		36,000.00	-	-	-	36,000.00
COHO REL VALUE EQUITY	-		90,000.00	-	-	1,531.35	91,531.35
BROWN ADVISORY FLEXIBLE EQUITY	-		225,000.00	-	-	-	225,000 00
BROWN ADVISORY SM CP FUNDAMENTAL VAL	-		54,000 00	-	-	1,135.68	55,135.68
VANGUARD TOTAL BOND MARKET	-		90,000 00	-	-	58.23	90,058.23
BROWN ADVISORY STRATEGIC BOND	-		45,000.00	(44,018.69)	(981 31)	-	(0.00)
METROPOLITAN WEST TR BOND	-		90,000.00	-	-	974.28	90,974.28
ARTISAN HIGH INCOME ADVISOR	-		44,000.00	-	-	-	44,000.00
WESTERN ASSET TOTAL RETURN	188,422.11	-		(190,955 37)	525.37	2,007.89	(0.00)
T ROWE PRICE EQUITY INCOME - LARGE VALUE	119,480 34	-		(180,289.94)	59,844 41	965 19	(0 00)
T ROWE PRICE EQUITY INCOME ADVISOR CLASS	158,002.91	-		(199,997.72)	41,047.11	947.70	0.00
T ROWE PRICE SMALL CAP - SMALL CAP VALUE	64,632.57	-		(119,449.47)	54,816.90	-	0 00
THORNBURG INTERNATIONAL VALUE	51,255 06	-		(59,227.83)	7,588.88	383 89	0 00
LEGG MASON CLEARBRIDGE APPRECIATION FUND	228,341.17	-		(355,053.34)	126,712 17	-	(0 00)

The RCM&D Foundation Inc
Summary of Changes in the Income Tax Basis of Investments for the fiscal year ended March 31, 2016
EIN 52-2204935

	Beg Tax Basis of Investments	Investments Transferred from Baird to Brown Advisory	Investment Purchases	Investment Sales	Realized Gain/(Loss)	Interest and Dividend	Ending Tax Basis of Investments
DODGE AND COX INTERNATIONAL FUND - LARGE VAI	84,723.82	-		(118,656 86)	33,933.04	-	0.00
AIM DEVELOPING MARKETS	40,203.71	-		(54,200.50)	13,996.79	-	0.00
EAGLE SER. SMALL CAP GROWTH FUND	101,084.86	-		(140,947.51)	39,862.65	-	(0 00)
T ROWE PRICE BLUE CHIP GROWTH FUND	243,011.64	-		(553,195.88)	310,184.24	-	(0.00)
WELLS FARGO EMERGING MARKETS	66,597.74	-		(56,023.06)	(10,574.68)	-	(0.00)
NEUBERGER BERMAN	137,485.77	-		(198,373 43)	60,887.66	-	0.00
LOCORR MANAGED FUTURES	98,390.55	-		(97,961.47)	(429.08)	-	(0.00)
MFS MID CAP	178,652 96	-		(178,407.32)	(245.64)	-	(0.00)
BLACKROCK	186,993.33	-		(183,219.83)	(5,179 34)	1,405.84	-
LOCORR LONG SHORT COMMODITIES	73,180 46	-		(81,501.25)	8,320.79	-	0.00
BROWN ADVISORY EMG SMALL	-		85,000.00	-	-	-	85,000.00
METROPOLITAN WEST TR BOND	-		290,000.00	-	-	3,153.85	293,153.85
EDGEWOOD GROWTH FUND INSTL	-		145,000.00	-	-	4,581 87	149,581.87
BROWN ADVISORY FLEXIBLE EQUITY	-		725,000.00	-	-	-	725,000.00
COHO REL VALUE EQUITY	-		290,000.00	-	-	4,545.22	294,545.22
OAKMARK INTERNATIONAL FD	-		175,000.00	-	-	4,190.24	179,190 24
ISHARES RUSSELL 1000 VALUE	-		59,787.00	-	-	-	59,787.00
BROWN ADVISORY EMG MKTS	-		85,000.00	-	-	3,246.30	88,246.30
VANGUARD SMALL CAP GWTH STOCK	-		115,000 00	-	-	-	115,000.00
BROWN ADVISORY SM CP FUNDAMENTAL VAL	-		175,000.00	-	-	3,428.50	178,428.50
BROWN ADVISORY STRAT EUR EQU	-		115,000.00	-	-	-	115,000.00
BROWN ADVISORY STRATEGIC BOND	-		145,000.00	(141,544.04)	(3,455.96)	-	(0.00)
ISHARES RUSSELL 1000 GROWTH	-		84,949.11	-	-	-	84,949.11
VANGUARD TOTAL BOND MARKET	-		290,000.00	-	-	188.66	290,188.66
ARTISAN HIGH INCOME ADVISOR	-		141,000.00	-	-	-	141,000.00
TOTALS	2,846,090.55	-	3,829,205.40	(3,869,232.44)	825,027.00	38,460.86	3,669,551.37

Investment Acct at Brown Advisory	2,678,814.06
Investment Acct with Counselman	887,854.66
Total Investment at Fair Mkt Value	3,566,668.72

Income Tax Basis at March 31, 2016	3,669,551.37
Net Unrealized Gain at March 31, 2016	(102,882.65)
Fair Market Value at March 31, 2016	3,566,668.72