

For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016

Name of foundation The Morton K and Jane Blaustein Foundation Inc		A Employer identification number 52-1607300	
Number and street (or P O box number if mail is not delivered to street address) AFS One South Street No 2950		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code Baltimore, MD 21203298		B Telephone number (see instructions) (410) 347-7201	
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) \$ 59,229,578		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(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)	250,000			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	280	280		
	4 Dividends and interest from securities	878,505	878,505		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,683,524			
	b Gross sales price for all assets on line 6a	4,483,405			
	7 Capital gain net income (from Part IV, line 2)		2,683,524		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	514,765	139,405		
	12 Total. Add lines 1 through 11	4,327,074	3,701,714		
	13 Compensation of officers, directors, trustees, etc	117,373	0		117,373
	14 Other employee salaries and wages	52,992	0		52,992
	15 Pension plans, employee benefits	65,452	0		65,452
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	75,200	30,080		45,120
	c Other professional fees (attach schedule)	94,060	94,060		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	106,090	16,090		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	26,637	0		26,637
	21 Travel, conferences, and meetings	11,396	0		11,396
	22 Printing and publications				
	23 Other expenses (attach schedule)	3,820	63		3,757
	24 Total operating and administrative expenses. Add lines 13 through 23	553,020	140,293		322,727
	25 Contributions, gifts, grants paid	2,976,578			2,976,578
	26 Total expenses and disbursements. Add lines 24 and 25	3,529,598	140,293		3,299,305
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	797,476			
	b Net investment income (if negative, enter -0-)		3,561,421		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing					
	2	Savings and temporary cash investments	2,463,911	1,961,165	1,961,165		
	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)	50,919,750	52,219,972	57,268,413		
	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)	53,383,661	54,181,137	59,229,578			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶ _____)					
	23	Total liabilities (add lines 17 through 22)	0	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds	53,383,661	54,181,137			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0			
	29	Retained earnings, accumulated income, endowment, or other funds	0	0			
30	Total net assets or fund balances (see instructions)	53,383,661	54,181,137				
31	Total liabilities and net assets/fund balances (see instructions) .	53,383,661	54,181,137				

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 53,383,661
2	Enter amount from Part I, line 27a	2 797,476
3	Other increases not included in line 2 (itemize) ▶ _____	3 0
4	Add lines 1, 2, and 3	4 54,181,137
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 54,181,137

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 Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

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

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	2,683,524
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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



Yes



No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	3,167,398	59,715,440	0 053042
2014	3,528,230	59,691,560	0 059108
2013	3,114,778	55,298,798	0 056326
2012	3,095,688	51,310,364	0 060333
2011	3,413,764	52,317,204	0 065251
2 Total of line 1, column (d)			2 0 294060
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 058812
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 57,327,735
5 Multiply line 4 by line 3			5 3,371,559
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 35,614
7 Add lines 5 and 6			7 3,407,173
8 Enter qualifying distributions from Part XII, line 4			8 3,299,305

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	71,228
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	71,228
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	71,228
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	122,386
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	122,386
8	Enter any penalty for underpayment of estimated tax. Check here ☐ 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	51,158
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 51,158 Refunded ▶	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?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ 0 (2) On foundation managers ▶ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address www.blaufund.org	13	Yes	
14	The books are in care of Jennifer L Bove CPA Telephone no (410) 347-7205			

Located at **AFS One South Street Ste 2950 Baltimore MD** ZIP+4 **212023298**

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year 15			0
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ▶	16	Yes	No

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ 1b			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? ☐ 1c			No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). ☐ 2b			
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2016 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 2016). ☐ Yes ☒ No 3b			
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a			No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016? 4b			No

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

5a During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐	5b		
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 <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No <i>If "Yes" to 6b, file Form 8870</i>	6b		No
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Tanya Herbick One South Street Suite 2900 Baltimore, MD 21202	Prog Officer 37 00	117,373	43,019	0
Total number of other employees paid over \$50,000. ☐				0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Atapco Financial Services Inc One South Street Suite 2950 Baltimore, MD 21202	Acct, Tax & Invest	75,200
Pavilion Advisory Group 500 West Madison St 2740 Chicago, IL 60661		
Total number of others receiving over \$50,000 for professional services. ▶		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

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

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

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	55,438,136
b	Average of monthly cash balances.	1b	2,762,610
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	58,200,746
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	58,200,746
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	873,011
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	57,327,735
6	Minimum investment return. Enter 5% of line 5.	6	2,866,387

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	2,866,387
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	71,228
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	71,228
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	2,795,159
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	2,795,159
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	2,795,159

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	3,299,305
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	3,299,305
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	3,299,305

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				2,795,159
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.	809,050			
b From 2012.	590,158			
c From 2013.	413,575			
d From 2014.	657,312			
e From 2015.	269,152			
f Total of lines 3a through e.	2,739,247			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 3,299,305				
a Applied to 2015, 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 2016 distributable amount.				2,795,159
e Remaining amount distributed out of corpus	504,146			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,243,393			
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 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				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 2011 not applied on line 5 or line 7 (see instructions).	809,050			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	2,434,343			
10 Analysis of line 9				
a Excess from 2012.	590,158			
b Excess from 2013.	413,575			
c Excess from 2014.	657,312			
d Excess from 2015.	269,152			
e Excess from 2016.	504,146			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
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 organization 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))	
b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.	
a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed Jeanne P Blaustein President CO Ms BPG One South Street Ste 2900 Baltimore, MD 212023334 (410) 347-7201	
b The form in which applications should be submitted and information and materials they should include Letter	
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 This organization does not make gifts or grants to individuals	

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	2,976,578
b <i>Approved for future payment</i> See Additional Data Table				
Total			3b	204,703

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments			14	280	
4	Dividends and interest from securities. . . .			14	878,505	
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	2,683,524	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a See Additional Data Table					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e). .		-97,401		4,174,475	0
13	Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)			13		4,077,074

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

[illegible]

Part XVII

- | | Yes | No |
|-------|-----|----|
| 1a(1) | | No |
| 1a(2) | | No |
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |
| 1c | | No |

[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

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

Print/Type preparer's name Sandra L Glock	Preparer's Signature	Date	Check if self-employed ► ☐	PTIN P00251373
Firm's name ► ATAPCO FINANCIAL SERVICES INC				Firm's EIN ► 52-2174671
Firm's address ► One South Street Ste 2950 Baltimore, MD 212023298				Phone no (410) 347-7120

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
984 shrs Madison Funds Small Cap	P	2015-12-29	2016-08-03
8203 084 shrs Madison Funds Small Cap	P	2015-12-29	2016-08-03
19 49 shrs BGI Equity Index	P	2002-01-01	2016-01-29
17 53 shrs BGI Equity Index	P	2002-01-01	2016-06-02
1350 76 shrs BGI Equity Index	P	2002-01-01	2016-08-31
17 03 shrs BGI Equity Index	P	2002-01-01	2016-09-20
2231 11 shrs BGI Equity Index	P	2002-01-01	2016-09-26
Flag Private Equity IV	P		2016-12-31
Spur Ventures III	P		2016-12-31
Flag Private Equity III	P		2016-12-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
15		14	1
125,015		118,647	6,368
6,250		5,739	511
6,250		5,162	1,088
500,000		397,731	102,269
6,250		5,014	1,236
825,000		656,950	168,050
72,343			72,343
60,820			60,820
59,773			59,773

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1
			6,368
			511
			1,088
			102,269
			1,236
			168,050
			72,343
			60,820
			59,773

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
Flag International	P		2016-12-31
Flag Venture VI	P		2016-12-31
Commonfund Capital PEP VII	P		2016-12-31
Commonfund Venture VIII	P		2016-12-31
Commonfund International VI	P		2016-12-31
Commonfund Capital Venture VI	P		2016-12-31
Siguler Guff III	P		2016-12-31
Commonfund PEP V	P		2016-12-31
Flag International II	P		2016-12-31
BGI Equity	P		2016-12-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
86,867			86,867
59,206			59,206
46,544			46,544
72,536			72,536
138,928			138,928
38,126			38,126
4,925			4,925
65,381			65,381
63,638			63,638
870,756			870,756

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			86,867
			59,206
			46,544
			72,536
			138,928
			38,126
			4,925
			65,381
			63,638
			870,756

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
Oaktree Opportunities X	P		2016-12-31
Oaktree RE Opp Fund	P		2016-12-31
Neuberger Berman	P		2016-12-31
Collier Int'l Partners V	P		2016-12-31
5 shares ACUITY BRANDS INC	P	2015-04-24	2016-06-17
30 shares ADVISORY BOARD CO/THE	P	2013-01-15	2016-06-17
11 shares ADVISORY BOARD CO/THE	P	2014-07-29	2016-06-17
4 shares ADVISORY BOARD CO/THE	P	2013-01-16	2016-06-17
10 shares ADVISORY BOARD CO/THE	P	2014-07-28	2016-06-17
15 shares ANSYS INC	P	2016-04-25	2016-06-17

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
636			636
111,905			111,905
		108,889	-108,889
128,516			128,516
1,231		838	393
1,016		1,574	-558
372		568	-196
135		211	-76
339		516	-177
1,316		1,366	-50

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			636
			111,905
			-108,889
			128,516
			393
			-558
			-196
			-76
			-177
			-50

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
25 shares ANSYS INC	P	2016-04-26	2016-06-17
35 shares ATHENAHEALTH INC	P	2014-07-30	2016-06-17
25 shares BEACON ROOFING SUPPLY INC	P	2012-04-02	2016-06-17
50 shares BEACON ROOFING SUPPLY INC	P	2012-04-02	2016-05-05
90 shares BEACON ROOFING SUPPLY INC	P	2012-04-02	2016-02-23
55 shares BEACON ROOFING SUPPLY INC	P	2012-04-02	2016-02-17
110 shares BEACON ROOFING SUPPLY INC	P	2012-04-02	2016-02-16
137 shares BEACON ROOFING SUPPLY INC	P	2012-04-02	2016-02-12
78 shares BEACON ROOFING SUPPLY INC	P	2012-04-02	2016-02-10
85 shares BEACON ROOFING SUPPLY INC	P	2014-12-01	2016-02-10

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
2,194		2,277	-83
4,520		4,575	-55
1,072		651	421
2,143		1,303	840
3,039		2,345	694
1,883		1,433	450
3,625		2,866	759
4,506		3,569	937
2,672		2,032	640
2,911		2,234	677

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-83
			-55
			421
			840
			694
			450
			759
			937
			640
			677

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
37 shares BEACON ROOFING SUPPLY INC	P	2014-12-02	2016-01-22
22 shares BEACON ROOFING SUPPLY INC	P	2014-12-12	2016-01-21
7 shares BEACON ROOFING SUPPLY INC	P	2014-12-02	2016-01-21
70 shares BEACON ROOFING SUPPLY INC	P	2014-12-12	2016-01-20
56 shares BEACON ROOFING SUPPLY INC	P	2014-12-12	2016-01-19
2 shares BEACON ROOFING SUPPLY INC	P	2014-12-12	2016-01-14
60 shares BEACON ROOFING SUPPLY INC	P	2014-11-25	2016-01-14
20 shares BEACON ROOFING SUPPLY INC	P	2014-12-11	2016-01-14
17 shares BEACON ROOFING SUPPLY INC	P	2014-12-11	2016-01-13
66 shares BEACON ROOFING SUPPLY INC	P	2014-12-08	2016-01-12

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,434		990	444
838		593	245
267		187	80
2,591		1,888	703
2,096		1,510	586
74		54	20
2,234		1,622	612
745		554	191
654		471	183
2,512		1,830	682

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			444
			245
			80
			703
			586
			20
			612
			191
			183
			682

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
19 shares BEACON ROOFING SUPPLY INC	P	2014-12-11	2016-01-12
1 shares BEACON ROOFING SUPPLY INC	P	2014-12-08	2016-01-11
64 shares BEACON ROOFING SUPPLY INC	P	2014-12-10	2016-01-11
19 shares BEACON ROOFING SUPPLY INC	P	2014-12-08	2016-01-11
20 shares BIO-TECHNE CORP	P	2012-04-02	2016-06-17
20 shares BIO-TECHNE CORP	P	2012-04-02	2016-05-05
186 shares CEPHEID INC	P	2012-04-02	2016-10-13
73 shares CEPHEID INC	P	2013-10-28	2016-10-13
41 shares CEPHEID INC	P	2013-10-30	2016-10-13
71 shares CEPHEID INC	P	2013-10-31	2016-10-13

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
723		526	197
38		28	10
2,426		1,775	651
722		527	195
2,203		1,411	792
2,015		1,411	604
9,793		7,861	1,932
3,843		2,952	891
2,159		1,677	482
3,738		2,890	848

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			197
			10
			651
			195
			792
			604
			1,932
			891
			482
			848

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
52 shares CEPHEID INC	P	2013-11-01	2016-10-13
25 shares CEPHEID INC	P	2013-11-06	2016-10-13
118 shares CEPHEID INC	P	2013-11-07	2016-10-13
145 shares CEPHEID INC	P	2013-11-07	2016-10-13
234 shares CEPHEID INC	P	2012-04-02	2016-10-12
600 shares CEPHEID INC	P	2012-04-02	2016-10-12
110 shares CEPHEID INC	P	2012-04-02	2016-06-17
26 shares CHANNELADVISOR CORP	P	2013-10-28	2016-06-17
12 shares CHANNELADVISOR CORP	P	2013-12-12	2016-06-17
5 shares CHANNELADVISOR CORP	P	2013-12-19	2016-06-17

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,738		2,114	624
1,316		1,025	291
6,213		4,836	1,377
7,634		5,952	1,682
12,331		9,889	2,442
31,613		25,357	6,256
3,198		4,649	-1,451
372		962	-590
172		450	-278
72		195	-123

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			624
			291
			1,377
			1,682
			2,442
			6,256
			-1,451
			-590
			-278
			-123

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
7 shares CHANNELADVISOR CORP	P	2013-12-20	2016-06-17
20 shares CHANNELADVISOR CORP	P	2014-01-02	2016-06-17
20 shares CHEMED CORP	P	2012-04-02	2016-06-17
25 shares COSTAR GROUP INC	P	2014-11-25	2016-06-17
24 shares CVENT INC	P	2015-07-28	2016-06-30
12 shares CVENT INC	P	2015-07-29	2016-06-30
13 shares CVENT INC	P	2015-08-03	2016-06-29
75 shares CVENT INC	P	2015-07-29	2016-06-29
40 shares CVENT INC	P	2015-07-30	2016-06-29
58 shares CVENT INC	P	2015-07-31	2016-06-29

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
100		297	-197
286		819	-533
2,612		1,276	1,336
5,172		4,210	962
856		643	213
428		322	106
464		351	113
2,678		2,015	663
1,428		1,075	353
2,071		1,565	506

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-197
			-533
			1,336
			962
			213
			106
			113
			663
			353
			506

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
22 shares CVENT INC	P	2015-08-03	2016-06-28
31 shares CVENT INC	P	2015-07-27	2016-06-28
114 shares CVENT INC	P	2016-01-25	2016-06-24
48 shares CVENT INC	P	2015-07-23	2016-06-24
82 shares CVENT INC	P	2015-07-24	2016-06-24
32 shares CVENT INC	P	2015-07-27	2016-06-24
4 shares CVENT INC	P	2016-01-25	2016-06-24
31 shares CVENT INC	P	2015-08-04	2016-06-24
32 shares CVENT INC	P	2016-01-19	2016-06-23
25 shares CVENT INC	P	2016-01-20	2016-06-23

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
785		594	191
1,107		838	269
4,070		3,145	925
1,714		1,309	405
2,928		2,229	699
1,143		865	278
143		110	33
1,107		839	268
1,144		926	218
894		697	197

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			191
			269
			925
			405
			699
			278
			33
			268
			218
			197

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
28 shares CVENT INC	P	2016-01-21	2016-06-23
67 shares CVENT INC	P	2016-01-25	2016-06-23
95 shares CVENT INC	P	2016-01-15	2016-06-22
44 shares CVENT INC	P	2016-01-19	2016-06-22
51 shares CVENT INC	P	2016-01-14	2016-06-22
17 shares CVENT INC	P	2016-01-11	2016-06-22
5 shares CVENT INC	P	2015-08-20	2016-06-21
69 shares CVENT INC	P	2015-08-24	2016-06-21
19 shares CVENT INC	P	2016-01-11	2016-06-21
48 shares CVENT INC	P	2016-01-12	2016-06-21

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
1,001		799	202
2,395		1,848	547
3,395		2,783	612
1,573		1,273	300
1,823		1,540	283
608		515	93
179		159	20
2,466		2,181	285
679		575	104
1,716		1,477	239

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			202
			547
			612
			300
			283
			93
			20
			285
			104
			239

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
122 shares CVENT INC	P	2016-01-13	2016-06-21
42 shares CVENT INC	P	2015-08-19	2016-06-20
58 shares CVENT INC	P	2015-08-20	2016-06-20
23 shares CVENT INC	P	2015-08-28	2016-06-20
28 shares CVENT INC	P	2015-08-31	2016-06-20
35 shares CVENT INC	P	2015-09-01	2016-06-20
30 shares CVENT INC	P	2015-08-14	2016-06-20
67 shares CVENT INC	P	2015-08-17	2016-06-17
18 shares CVENT INC	P	2015-08-14	2016-06-17
4 shares DORMAN PRODUCTS INC	P	2014-04-03	2016-06-17

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
4,360		3,694	666
1,502		1,370	132
2,074		1,839	235
823		737	86
1,001		889	112
1,252		1,111	141
1,073		982	91
2,392		2,195	197
643		589	54
215		241	-26

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			666
			132
			235
			86
			112
			141
			91
			197
			54
			-26

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
16 shares DORMAN PRODUCTS INC	P	2014-04-02	2016-06-17
122 shares ECHO GLOBAL LOGISTICS INC	P	2012-05-30	2016-04-28
105 shares ECHO GLOBAL LOGISTICS INC	P	2012-06-05	2016-04-28
10 shares ECHO GLOBAL LOGISTICS INC	P	2012-05-31	2016-04-27
45 shares ECHO GLOBAL LOGISTICS INC	P	2012-06-05	2016-04-27
129 shares ECHO GLOBAL LOGISTICS INC	P	2012-05-31	2016-04-26
33 shares ECHO GLOBAL LOGISTICS INC	P	2012-05-31	2016-04-25
18 shares ECHO GLOBAL LOGISTICS INC	P	2012-05-31	2016-04-22
98 shares ECHO GLOBAL LOGISTICS INC	P	2012-06-07	2016-04-22
55 shares ECHO GLOBAL LOGISTICS INC	P	2012-06-12	2016-04-22

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
858		970	-112
3,057		2,044	1,013
2,631		1,776	855
250		170	80
1,125		761	364
3,323		2,190	1,133
846		560	286
467		306	161
2,541		1,740	801
1,426		986	440

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-112
			1,013
			855
			80
			364
			1,133
			286
			161
			801
			440

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
45 shares ECHO GLOBAL LOGISTICS INC	P	2012-06-12	2016-04-21
31 shares ECHO GLOBAL LOGISTICS INC	P	2012-06-12	2016-04-19
27 shares ECHO GLOBAL LOGISTICS INC	P	2012-06-12	2016-04-19
133 shares ECHO GLOBAL LOGISTICS INC	P	2012-06-13	2016-04-18
63 shares ECHO GLOBAL LOGISTICS INC	P	2012-06-12	2016-04-18
164 shares ECHO GLOBAL LOGISTICS INC	P	2012-06-11	2016-04-13
14 shares ECHO GLOBAL LOGISTICS INC	P	2012-06-13	2016-04-13
115 shares ECHO GLOBAL LOGISTICS INC	P	2012-06-11	2016-04-13
53 shares ECHO GLOBAL LOGISTICS INC	P	2012-06-11	2016-04-13
220 shares EXAMWORKS GROUP INC	P	2014-12-05	2016-06-23

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,149		807	342
803		556	247
701		484	217
3,409		2,403	1,006
1,615		1,130	485
4,160		3,012	1,148
357		253	104
2,933		2,099	834
1,352		973	379
7,647		8,644	-997

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			342
			247
			217
			1,006
			485
			1,148
			104
			834
			379
			-997

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
32 shares EXAMWORKS GROUP INC	P	2014-12-15	2016-06-23
3 shares EXAMWORKS GROUP INC	P	2014-12-16	2016-06-23
30 shares EXAMWORKS GROUP INC	P	2014-12-16	2016-06-23
116 shares EXAMWORKS GROUP INC	P	2014-12-17	2016-06-23
26 shares EXAMWORKS GROUP INC	P	2014-12-12	2016-06-22
152 shares EXAMWORKS GROUP INC	P	2014-12-05	2016-06-22
95 shares EXAMWORKS GROUP INC	P	2014-12-05	2016-06-22
5 shares EXAMWORKS GROUP INC	P	2015-01-07	2016-06-21
25 shares EXAMWORKS GROUP INC	P	2014-12-03	2016-06-21
15 shares EXAMWORKS GROUP INC	P	2014-12-10	2016-06-21

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,112		1,253	-141
104		116	-12
1,043		1,157	-114
4,032		4,436	-404
903		1,022	-119
5,276		5,972	-696
3,296		3,733	-437
174		203	-29
868		986	-118
521		593	-72

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-141
			-12
			-114
			-404
			-119
			-696
			-437
			-29
			-118
			-72

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
10 shares EXAMWORKS GROUP INC	P	2014-12-12	2016-06-21
23 shares EXAMWORKS GROUP INC	P	2015-01-02	2016-06-20
39 shares EXAMWORKS GROUP INC	P	2015-01-07	2016-06-20
9 shares EXAMWORKS GROUP INC	P	2015-01-14	2016-06-20
40 shares EXAMWORKS GROUP INC	P	2015-01-14	2016-06-17
105 shares FASTENAL CO	P	2012-04-02	2016-06-17
75 shares FIVE BELOW	P	2015-07-24	2016-06-17
23 shares FLEETMATICS GROUP PLC	P	2016-04-14	2016-09-06
138 shares FLEETMATICS GROUP PLC	P	2016-04-19	2016-09-06
14 shares FLEETMATICS GROUP PLC	P	2016-04-21	2016-09-06

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
347		393	-46
799		942	-143
1,355		1,582	-227
313		378	-65
1,390		1,679	-289
4,638		5,736	-1,098
3,421		2,833	588
1,377		819	558
8,259		5,016	3,243
838		505	333

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-46
			-143
			-227
			-65
			-289
			-1,098
			588
			558
			3,243
			333

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
45 shares FLEETMATICS GROUP PLC	P	2016-04-18	2016-09-02
8 shares FLEETMATICS GROUP PLC	P	2016-04-19	2016-09-02
40 shares FLEETMATICS GROUP PLC	P	2016-04-27	2016-09-01
23 shares FLEETMATICS GROUP PLC	P	2016-04-18	2016-09-01
51 shares FLEETMATICS GROUP PLC	P	2016-06-23	2016-08-31
84 shares FLEETMATICS GROUP PLC	P	2016-06-24	2016-08-31
53 shares FLEETMATICS GROUP PLC	P	2016-06-27	2016-08-31
11 shares FLEETMATICS GROUP PLC	P	2016-06-28	2016-08-31
8 shares FLEETMATICS GROUP PLC	P	2016-04-27	2016-08-31
46 shares FLEETMATICS GROUP PLC	P	2016-04-28	2016-08-31

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
2,693		1,651	1,042
479		291	188
2,394		1,494	900
1,376		844	532
3,052		2,239	813
5,028		3,597	1,431
3,172		2,121	1,051
658		432	226
479		299	180
2,753		1,722	1,031

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			1,042
			188
			900
			532
			813
			1,431
			1,051
			226
			180
			1,031

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
41 shares FLEETMATICS GROUP PLC	P	2016-06-23	2016-08-30
30 shares FLEETMATICS GROUP PLC	P	2015-09-08	2016-08-30
8 shares FLEETMATICS GROUP PLC	P	2016-06-22	2016-08-30
16 shares FLEETMATICS GROUP PLC	P	2015-09-08	2016-08-29
48 shares FLEETMATICS GROUP PLC	P	2015-10-01	2016-08-29
26 shares FLEETMATICS GROUP PLC	P	2016-07-11	2016-08-29
36 shares FLEETMATICS GROUP PLC	P	2016-07-14	2016-08-29
64 shares FLEETMATICS GROUP PLC	P	2015-10-01	2016-08-26
33 shares FLEETMATICS GROUP PLC	P	2015-12-07	2016-08-25
9 shares FLEETMATICS GROUP PLC	P	2015-12-07	2016-08-25

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,454		1,800	654
1,795		1,336	459
479		353	126
958		712	246
2,873		2,282	591
1,556		1,184	372
2,155		1,629	526
3,830		3,043	787
1,975		2,011	-36
539		548	-9

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			654
			459
			126
			246
			591
			372
			526
			787
			-36
			-9

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
37 shares FLEETMATICS GROUP PLC	P	2015-12-08	2016-08-25
82 shares FLEETMATICS GROUP PLC	P	2015-12-09	2016-08-25
10 shares FLEETMATICS GROUP PLC	P	2015-09-17	2016-08-25
2 shares FLEETMATICS GROUP PLC	P	2015-10-01	2016-08-25
16 shares FLEETMATICS GROUP PLC	P	2015-11-30	2016-08-25
9 shares FLEETMATICS GROUP PLC	P	2015-12-01	2016-08-25
40 shares FLEETMATICS GROUP PLC	P	2015-12-01	2016-08-25
34 shares FLEETMATICS GROUP PLC	P	2015-12-02	2016-08-25
1 shares FLEETMATICS GROUP PLC	P	2015-12-02	2016-08-25
62 shares FLEETMATICS GROUP PLC	P	2015-12-03	2016-08-25

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,214		2,206	8
4,908		4,672	236
598		487	111
120		95	25
958		953	5
539		549	-10
2,394		2,445	-51
2,035		2,081	-46
60		61	-1
3,711		3,784	-73

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			8
			236
			111
			25
			5
			-10
			-51
			-46
			-1
			-73

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
15 shares FLEETMATICS GROUP PLC	P	2015-12-04	2016-08-25
55 shares FLEETMATICS GROUP PLC	P	2015-12-02	2016-06-17
255 shares GENTEX CORP	P	2012-04-02	2016-06-17
20 shares GRAND CANYON EDUCATION INC	P	2015-04-27	2016-06-17
10 shares GRAND CANYON EDUCATION INC	P	2015-04-29	2016-06-17
41 shares HEALTHCARE SERVICES GROUP	P	2015-06-19	2016-06-17
79 shares HEALTHCARE SERVICES GROUP	P	2015-06-23	2016-06-17
8 shares HEICO CORP	P	2015-04-10	2016-06-17
27 shares HEICO CORP	P	2015-04-07	2016-06-17
15 shares HENRY SCHEIN INC	P	2015-12-14	2016-06-17

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
898		915	-17
2,442		3,375	-933
4,034		3,214	820
835		888	-53
417		444	-27
1,612		1,362	250
3,106		2,647	459
519		481	38
1,753		1,630	123
2,588		2,300	288

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-17
			-933
			820
			-53
			-27
			250
			459
			38
			123
			288

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
505 shares IHS INC-CLASS A	P	2012-04-02	2016-07-13
5 shares IHS INC-CLASS A	P	2013-10-28	2016-07-13
40 shares IHS INC-CLASS A	P	2013-10-29	2016-07-13
35 shares IHS INC-CLASS A	P	2013-10-28	2016-06-17
145 shares IHS MARKIT LTD	P	2016-07-13	2016-11-30
124 shares IHS MARKIT LTD	P	2016-07-13	2016-11-29
123 shares IHS MARKIT LTD	P	2016-07-13	2016-11-28
253 shares IHS MARKIT LTD	P	2016-07-13	2016-11-23
175 shares INNERWORKINGS INC	P	2012-04-02	2016-06-17
150 shares INNERWORKINGS INC	P	2012-04-02	2016-05-05

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
59,055		47,481	11,574
585		556	29
4,678		4,433	245
4,053		3,895	158
5,198		4,768	430
4,424		4,077	347
4,409		4,045	364
8,965		8,319	646
1,402		2,082	-680
1,200		1,785	-585

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			11,574
			29
			245
			158
			430
			347
			364
			646
			-680
			-585

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
90 shares INOVALON HOLDINGS INC - A	P	2016-02-22	2016-06-17
20 shares INTL FLAVORS & FRAGRANCES	P	2015-11-04	2016-06-17
1030 shares LINEAR TECHNOLOGY CORP	P	2012-04-02	2016-10-12
65 shares LINEAR TECHNOLOGY CORP	P	2012-04-02	2016-06-17
509 shares LKQ CORP	P	2012-04-02	2016-06-23
164 shares LKQ CORP	P	2012-04-02	2016-06-22
129 shares LKQ CORP	P	2012-04-02	2016-06-21
167 shares LKQ CORP	P	2012-04-02	2016-06-20
165 shares LKQ CORP	P	2012-04-02	2016-06-17
35 shares MAXIMUS INC	P	2012-04-02	2016-06-17

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,519		1,764	-245
2,504		2,323	181
60,535		34,260	26,275
2,989		2,162	827
16,943		8,089	8,854
5,421		2,606	2,815
4,221		2,050	2,171
5,528		2,654	2,874
5,364		2,622	2,742
1,908		720	1,188

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-245
			181
			26,275
			827
			8,854
			2,815
			2,171
			2,874
			2,742
			1,188

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
45 shares MEDNAX INC	P	2012-04-02	2016-06-17
30 shares MIDDLEBY CORP	P	2013-12-24	2016-06-17
125 shares NATIONAL INSTRUMENTS CORP	P	2012-04-02	2016-06-17
50 shares NEOGEN CORP	P	2012-07-13	2016-06-17
65 shares PATTERSON COS INC	P	2012-04-02	2016-06-17
20 shares PRA GROUP INC	P	2015-11-30	2016-06-17
55 shares PRA GROUP INC	P	2015-12-01	2016-06-17
40 shares PRA GROUP INC	P	2015-11-30	2016-05-05
25 shares PROTO LABS INC	P	2014-12-09	2016-06-17
53 shares RITCHIE BROS AUCTIONEERS	P	2013-11-14	2016-11-30

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
3,092		1,673	1,419
3,589		2,460	1,129
3,454		3,596	-142
2,619		1,486	1,133
3,054		2,181	873
501		827	-326
1,378		2,225	-847
1,245		1,655	-410
1,531		1,635	-104
2,024		1,102	922

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			1,419
			1,129
			-142
			1,133
			873
			-326
			-847
			-410
			-104
			922

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 shares RITCHIE BROS AUCTIONEERS	P	2013-05-29	2016-11-30
61 shares RITCHIE BROS AUCTIONEERS	P	2013-05-29	2016-11-29
28 shares RITCHIE BROS AUCTIONEERS	P	2013-06-05	2016-11-29
11 shares RITCHIE BROS AUCTIONEERS	P	2013-06-05	2016-11-28
40 shares RITCHIE BROS AUCTIONEERS	P	2012-04-02	2016-11-23
101 shares RITCHIE BROS AUCTIONEERS	P	2013-06-05	2016-11-23
110 shares RITCHIE BROS AUCTIONEERS	P	2012-04-02	2016-06-17
50 shares RITCHIE BROS AUCTIONEERS	P	2012-04-02	2016-05-05
100 shares ROLLINS INC	P	2012-04-02	2016-06-17
117 shares ROPER TECHNOLOGIES INC	P	2012-04-02	2016-01-11

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
38		21	17
2,299		1,270	1,029
1,055		590	465
418		232	186
1,527		954	573
3,855		2,126	1,729
3,624		2,624	1,000
1,439		1,193	246
2,771		1,418	1,353
20,253		11,644	8,609

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			17
			1,029
			465
			186
			573
			1,729
			1,000
			246
			1,353
			8,609

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
30 shares STERICYCLE INC	P	2012-04-02	2016-06-17
15 shares STERICYCLE INC	P	2012-04-02	2016-05-05
75 shares STRATASYS LTD	P	2015-07-29	2016-06-17
30 shares ULTIMATE SOFTWARE GROUP INC	P	2012-04-02	2016-06-17
15 shares ULTIMATE SOFTWARE GROUP INC	P	2012-04-02	2016-05-05
45 shares UNITED NATURAL FOODS INC	P	2013-08-14	2016-06-17
65 shares VEEVA SYSTEMS INC-CLASS A	P	2015-12-16	2016-06-17
50 shares VERINT SYSTEMS INC	P	2015-07-23	2016-06-17
25 shares VERISK ANALYTICS INC	P	2015-04-15	2016-06-17
Capital Gains Dividends	P		

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
3,037		2,525	512
1,437		1,263	174
1,680		2,752	-1,072
6,137		2,184	3,953
2,886		1,092	1,794
2,020		2,807	-787
2,193		1,829	364
1,724		3,000	-1,276
1,941		1,819	122
490,810			490,810

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			512
			174
			-1,072
			3,953
			1,794
			-787
			364
			-1,276
			122
			490,810

Form 990FP Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Jeanne P Blaustein	Trustee & President 0 00	0	0	0
One South Street Ste 2950 Baltimore, MD 212023298				
Susan Blaustein	Trustee & Vice President 0 00	0	0	0
one South Street Ste 2950 Baltimore, MD 212023298				
Mary Jane Blaustein	Trustee & Vice President 0 00	0	0	0
one South Street Ste 2950 Baltimore, MD 212023298				
Alan Berlow	Trustee & Vice President 0 00	0	0	0
one South Street Ste 2950 Baltimore, MD 212023298				
Peter Bokor	Trustee & Vice President 0 00	0	0	0
one South Street Ste 2950 Baltimore, MD 212023298				
Jill R Robinson	Secretary 0 00	0	0	0
one South Street Ste 2950 Baltimore, MD 212023298				
Tanya C Herbick	Assistant Secretary 0 00	0	0	0
one South Street Ste 2950 Baltimore, MD 212023298				
Anne Patterson	Treasurer 0 00	0	0	0
one South Street Ste 2950 Baltimore, MD 212023298				
Sandra L Glock	Assistant Treasurer 0 00	0	0	0
One South Street Ste 2950 Baltimore, MD 212023298				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
Advocates for Children of New York Inc 151 West 30th Street 5th Floor New York, NY 10001	N/A	501(c)(3)	support for the Pro Bono Partners project	40,000
African Communities Together 127 West 127th Street Suite 324 New York, NY 10027	N/A	501(c)(3)	support for expanding access to immigration legal services among underserved African immigrants in the Washington, DC metro area	50,000
Alternative Directions Inc 2505 North Charles Street Baltimore, MD 21218	N/A	501(c)(3)	support for the Children Having Incarcerated Parents (CHIP) program	5,000
American Jewish World Service 45 West 36th Street 10th Fl New York, NY 100187904	N/A	501(c)(3)	support for grassroots efforts to promote sustainable development, health, education and human rights in the developing world	25,000
The Associated Jewish Community Federation of Baltimore Inc 101 West Mount Royal Avenue Baltimore, MD 212015781	N/A	501(c)(3)	support for the Annual Campaign	100,000
Total ► 3a				2,976,578

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
The Association of Baltimore Area Grantmakers 2 East Read Street 2nd Floor Baltimore, MD 212022470	N/A	501(c)(3)	general support through membership	4,703
Baltimore City Community College Foundation Inc 2901 Liberty Heights Avenue Baltimore, MD 21215	N/A	501(c)(3)	support for the Refugee Youth Program International Summer Academy	20,000
Baltimore Community Foundation Inc 2 East Read Street 9th Floor Baltimore, MD 212022470	N/A	501(c)(3)	support for the Middle Grades Partnership	50,000
Baltimore Community Foundation Inc 2 East Read Street 9th Floor Baltimore, MD 212022470	N/A	501(c)(3)	support for WomenStrong International	25,675
The Baltimore Museum of Art 10 Art Museum Drive Baltimore, MD 212183898	N/A	501(c)(3)	support for the Sculpture Garden	25,000
Total 				2,976,578
3a				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Behavioral Health System Baltimore 100 S Charles Street Tower 2 - 8th Floor Baltimore, MD 21201	N/A	501(c)(3)	support to expand the Behavioral Emergency Services Team program to include mental health professionals	75,000
Behavioral Health System Baltimore 100 S Charles Street Tower 2 - 8th Floor Baltimore, MD 21201	N/A	501(c)(3)	support for the launch of Law Enforcement Assisted Diversion (LEAD)	75,000
Bend the Arc A Jewish Partnership for Justice 330 Seventh Avenue 19th Floor New York, NY 10001	N/A	501(c)(3)	support for the Jewish Social Justice Roundtable to advance social justice as a core expression of Jewish values	25,000
Bend the Arc A Jewish Partnership for Justice 330 Seventh Avenue 19th Floor New York, NY 10001	N/A	501(c)(3)	general support to engage Jews in promoting opportunity and social justice for all Americans	50,000
B'More Clubhouse Inc 9 East Franklin Street Baltimore, MD 21202	N/A	501(c)(3)	general support	30,000
Total ► 3a				2,976,578

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Bread for the City 1525 Seventh Street NW Washington, DC 20001	N/A	501(c)(3)	support for the safety net medical clinic, in particular to build behavioral health capacity	75,000
The BrotherhoodSister Sol 512 West 143 Street New York, NY 100316501	N/A	501(c)(3)	general support	20,000
Capital Area Immigrants' Rights Coalition 1612 K Street NW Suite 204 Washington, DC 200062813	N/A	501(c)(3)	support for pro bono legal representation and advocacy on behalf of detained immigrants in Maryland	50,000
CASA de Maryland Inc 8151 15th Avenue Langley Park, MD 20783	N/A	501(c)(3)	support for the Immigration Relief Program	50,000
CASA de Maryland Inc 8151 15th Avenue Langley Park, MD 20783	N/A	501(c)(3)	support for the Immigration Relief Program	10,000
Total ► 3a				2,976,578

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Center for Disaster Philanthropy 1201 Connecticut Avenue NW Suite 300 Washington, DC 20036	N/A	501(c)(3)	support for the Gulf Coast Resilience Innovation Fund	25,000
Center for Inspired Teaching 1436 U Street NW Suite 400 Washington, DC 20009	N/A	501(c)(3)	support for the Inspired Teacher Certification Program, a teacher residency centered on inquiry-based learning	50,000
The Center for Popular Democracy 449 Troutman Street Brooklyn, NY 11237	N/A	501(c)(3)	support for the Capital Area Immigrant Family Unity Project	30,000
Children's Law Center 501 3rd Street NW 8th Floor Washington, DC 20001	N/A	501(c)(3)	support to expand Healthy Together, a medical-legal partnership for children and families in DC's poorest neighborhoods	60,000
Committee to Protect Journalists Inc 330 7th Avenue 11th Floor New York, NY 10001	N/A	501(c)(3)	general support	35,000
Total ► 3a				2,976,578

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Comprehensive Development Inc 240 Second Avenue New York, NY 10003	N/A	501(c)(3)	support for the Legal Information Clinic for students at the Manhattan Comprehensive Night & Day School and its high school network	35,000
The Constitution Project 1200 18th Street NW Suite 1000 Washington, DC 20036	N/A	501(c)(3)	general support	50,000
The Constitution Project 1200 18th Street NW Suite 1000 Washington, DC 20036	N/A	501(c)(3)	general support	75,000
Disability Rights Maryland 1500 Union Avenue Suite 2000 Baltimore, MD 21211	N/A	501(c)(3)	support to expand legal advocacy on behalf of youth with educational or mental disabilities	75,000
The Door Inc 219 North Chester Street Baltimore, MD 212311302	N/A	501(c)(3)	support for the Generation E4 Summer Program	10,000
Total 				2,976,578
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
The Educational Alliance 197 East Broadway New York, NY 100025507	N/A	501(c)(3)	support for the Manny Cantor Center	50,000
Encounter Programs Inc 25 Broadway Suite 1700 New York, NY 100041010	N/A	501(c)(3)	general support for programs that promote thoughtful conversation about the Israeli-Palestinian conflict	50,000
The Fund for Investigative Journalism Inc 529 14th Street NW 13th Floor Washington, DC 20045	N/A	501(c)(3)	general support	35,000
The Fund for New Citizens at the New York Community Trust 909 Third Avenue New York, NY 10022	N/A	501(c)(3)	support for a collaborative regranting program focusing on legal assistance programs for immigrants and refugees	75,000
Fusion Partnerships Inc 1601 Guilford Avenue 2 South Baltimore, MD 21202	N/A	501(c)(3)	support for Baltimore YouthArts for summer programming	20,000
Total ▶ 3a				2,976,578

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Fusion Partnerships Inc 1601 Guilford Avenue 2 South Baltimore, MD 21202	N/A	501(c)(3)	support for Writers in Baltimore Schools for the Baltimore Summer Writers' studio	5,000
Fusion Partnerships Inc 1601 Guilford Avenue 2 South Baltimore, MD 21202	N/A	501(c)(3)	support for Baltimore United for Change	10,000
Gilchrist Hospice Care 11311 McCormick Road Suite 350 Hunt Valley, MD 21031	N/A	501(c)(3)	support for operations of the Joseph Richey House	25,000
Grantmakers Concerned with Immigrants and Refugees P O Box 1100 Sebastopol, CA 954731100	N/A	501(c)(3)	general support through membership	2,000
Hope House 6031 3rd Street NW Washington, DC 20011	N/A	501(c)(3)	support for the Father to Child Summer Camp	10,000
Total ► 3a				2,976,578

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Institute for Jewish Spirituality 135 West 29th Street Suite 1103 New York, NY 10001	N/A	501(c)(3)	general support	60,000
Jewish Funders Network 150 West 30th Street Suite 900 New York, NY 10001	N/A	501(c)(3)	general support through membership	2,500
Jews United for Justice 1100 H Street NW Suite 630 Washington, DC 20005	N/A	501(c)(3)	general support for community organizing to fight against inequality in Baltimore and DC	35,000
The Johns Hopkins University 2800 North Charles Street Baltimore, MD 212182688	N/A	501(c)(3)	support for the Centro SOL Teen Testimonios Summer Program	20,000
KBY Congregations Together Inc PO Box 23170 Brooklyn, NY 11202	N/A	501(c)(3)	support for Nigun HaLev, an unaffiliated spiritual community focused on social justice as an expression of Jewish values	25,000
Total 				2,976,578
3a				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Kids In Need of Defense 1300 L Street NW Suite 1100 Washington, DC 20005	N/A	501(c)(3)	support for the Baltimore field office	40,000
Life's Door Inc 3145 Coney Island Avenue Brooklyn, NY 11235	N/A	501(c)(3)	support for Gisha L'Chaim to expand the profession of spiritual care in Israel	50,000
LitWorld 222 Broadway 19th Fl New York, NY 10038	N/A	501(c)(3)	general support	50,000
Medecins Sans Frontieres USA Inc 333 Seventh Avenue 2nd Floor New York, NY 100015004	N/A	501(c)(3)	general support	50,000
Mental Health Association of Maryland Inc 1301 York Road Suite 505 Lutherville, MD 21093	N/A	501(c)(3)	support for the Maryland Mental Health Coalition and the Mental Health Parity Project	35,000
Total ► 3a				2,976,578

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MPT Foundation Inc PO Box 322 Owings Mills, MD 21117	N/A	501(c)(3)	support for the establishment of the Morton K and Jane Blaustein Endowment for Operations and Programming	100,000
The Nation Institute 116 East 16th Street 8th Floor New York, NY 100032112	N/A	501(c)(3)	support for The Investigative Fund	40,000
National Economic & Social Rights Initiative 90 John Street Suite 308 New York, NY 100383243	N/A	501(c)(3)	support for the Dignity in Schools Campaign - New York coalition	50,000
New Israel Fund 6 East 39th Street Suite 301 New York, NY 10016	N/A	501(c)(3)	support to promote equality and human rights for Arab citizens of Israel	35,000
New Leaders 30 West 26th Street 2nd Floor New York, NY 10010	N/A	501(c)(3)	support to recruit and train high-caliber principals for Baltimore City public schools	50,000
Total ► 3a				2,976,578

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
New York Community Trust 909 Third Avenue 22nd Floor New York, NY 10022	N/A	501(c)(3)	support for the Donor's Education Collaborative	50,000
Newborn Holistic Ministries Inc 1928 Pennsylvania Avenue Baltimore, MD 21217	N/A	501(c)(3)	support for Art at Work - Upton	10,000
No Boundaries Coalition Inc 1526 North Fremont Avenue Baltimore, MD 21217	N/A	501(c)(3)	general support	10,000
The Osborne Association 809 Westchester Avenue Bronx, NY 10455	N/A	501(c)(3)	support for police training to mitigate the traumatic effects of parental arrest and incarceration on children	50,000
Peer Health Exchange 70 Gold Street San Francisco, CA 94133	N/A	501(c)(3)	support for the New York City program	50,000
Total ► 3a				2,976,578

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Peer Health Exchange 70 Gold Street San Francisco, CA 94133	N/A	501(c)(3)	support for a volunteer program that trains college students to provide comprehensive health education to high school students in NYC	60,000
Philanthropy New York 1500 Broadway 7th Floor New York, NY 10036	N/A	501(c)(3)	general support through membership	1,200
Physicians for Human Rights 256 West 38th Street 9th Floor New York, NY 10018	N/A	501(c)(3)	general support to use medical, scientific and public health expertise to investigate and stop gross violations of human rights	75,000
Proteus Fund 15 Research Drive Suite B Amherst, MA 01002	N/A	501(c)(3)	general support through membership in the International Human Rights Funders Group	2,500
Refugee and Immigrant Fund Inc 32-13 37th Street Astoria, NY 11103	N/A	501(c)(3)	support for legal and psychosocial services for newly-arrived refugees seeking asylum	30,000
Total ▶ 3a				2,976,578

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Rockefeller Philanthropy Advisors 6 West 48th Street 10th Floor New York, NY 10036	N/A	501(c)(3)	support for the Jonas Nurse Leaders Scholar program	150,000
The Sentencing Project 1705 Desales Street NW 8th Floor Washington, DC 20036	N/A	501(c)(3)	general support for the organization's work reforming criminal justice policies and practice in the United States	50,000
Soccer Without Borders Baltimore 3700 Eastern Avenue Baltimore, MD 21224	N/A	501(c)(3)	support for the International Summer Academy	5,000
Strong City Baltimore Inc 3503 North Charles Street Baltimore, MD 212182405	N/A	501(c)(3)	support for By Peaceful Means for The Nawal Rajeh Peace Camp	15,000
Strong City Baltimore Inc 3503 North Charles Street Baltimore, MD 212182405	N/A	501(c)(3)	support for Dew More Baltimore for the Maya Angelou Writing Institute	10,000
Total 				2,976,578
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Strong City Baltimore Inc 3503 North Charles Street Baltimore, MD 212182405	N/A	501(c)(3)	support for the Youth Empowered Society for the Summer Program	10,000
Strong City Baltimore Inc 3503 North Charles Street Baltimore, MD 212182405	N/A	501(c)(3)	support for Big Mouth Productions' documentary film "Charm City"	20,000
Tahirih Justice Center 6402 Arlington Boulevard Suite 300 Falls Church, VA 22042	N/A	501(c)(3)	general support for legal advocacy on behalf of refugee women and girls fleeing gender-based violence	35,000
T'ruah 266 West 37th Street Suite 803 New York, NY 10018	N/A	501(c)(3)	general support	35,000
University of Maryland Baltimore Foundation Inc 737 West Lombard Street Suite 333 Baltimore, MD 21201	N/A	501(c)(3)	support for the renovation of the teachers lounge at James McHenry Elementary Middle School	5,000
Total ► 3a				2,976,578

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Urban Teachers 1500 Union Avenue Suite 2200 Baltimore, MD 21211	N/A	501(c)(3)	support for public school teacher residencies and certification in Baltimore and DC	65,000
Washington Regional Association of Grantmakers 1400 16th Street NW Suite 740 Washington, DC 20036	N/A	501(c)(3)	general support through membership	3,000
Wide Angle Youth Media Inc 2601 North Howard Street Suite 160 Baltimore, MD 21218	N/A	501(c)(3)	support for Summer Photography and STEAM Media Workshops	10,000
WITNESS 80 Hanson Place 5th Floor Brooklyn, NY 11217	N/A	501(c)(3)	general support	50,000
Total 				2,976,578
3a				

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
11 Other revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a Commonfund PEP V	900000	-662	18	-4,873	
b Commonfund Venture Pt VI	900000	-201	18	-3,853	
c Flag Priv Eq IV	900000	7,089	18	14,755	
d Spur Ventures III	900000	-66	18	-27,577	
e Flag Priv Eq III	900000	-8,271	18	-12,610	
f Flag International	900000	2	18	-13,228	
g Flag Venture VI	900000	215	18	-18,230	
h Commonfund PEP VII	900000	-1,586	18	-7,339	
i Commonfund Venture VIII	900000	-32	18	-8,484	
j Commonfund Intl Vent VI	900000	324	18	-3,835	
k Singular Guff	900000	62	18	16,120	
l Flag Intl Partners II	900000	0	18	-15,804	
m BGI Equity	900000	0	18	-991	
n Neuberger Berman	900000	-173,154	18	228,847	
o Oaktree Real Estate Fd V	900000	78,879	18	7,202	
p Oaktree Opp Fund X, LP	900000	0	18	-10,695	
q Book income/alternative investments				472,761	

TY 2016 Accounting Fees Schedule

Name: The Morton K and Jane Blaustein
Foundation Inc

EIN: 52-1607300

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting Fees	75,200	30,080		45,120

TY 2016 Investments - Other Schedule

Name: The Morton K and Jane Blaustein
Foundation Inc
EIN: 52-1607300

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BGI Equity Index	AT COST	14,960,288	15,534,412
Harbor Fund 86	AT COST	1,065,162	1,512,491
Harbor Fund 14	AT COST	177,156	249,465
DFA Emerging Markets Value	AT COST	2,743,902	2,424,605
Ironwood Int'l	AT COST	913,843	1,618,016
Ironwood Int'l Class A4S4	AT COST	88,991	99,195
First Eagle Global	AT COST	4,192,002	5,159,266
Flag Private Equity III LP	AT COST	630,651	599,915
Commonfund PEP V	AT COST	176,851	179,885
Commonfund Venture VI	AT COST	168,375	182,540
Commonfund PEP VII	AT COST	375,130	392,460
Commonfund Venture VIII	AT COST	548,064	562,695
Commonfund Int'l PEP VI	AT COST	465,440	499,869
Coller Int'l Partners V	AT COST	0	157,924
Flag International Partners	AT COST	680,294	706,432
Flag Venture Partners VI	AT COST	647,898	673,493
Flag Private Equity IV LP	AT COST	646,181	600,115
Flag Int'l Partners II	AT COST	883,923	897,383
Spur Ventures III	AT COST	882,027	1,457,388
Siguler Guff Fund III	AT COST	331,706	321,398
Neuberger Berman	AT COST	3,756,962	3,756,961
MFS Sers Tr X Int'l Growth I	AT COST	468,955	602,475
AXA Secondary Fund V	AT COST	150,734	563,165
Oaktree Real Estate Fd V	AT COST	773,492	747,973
JP Morgan Riverbridge Equities	AT COST	1,778,467	2,182,064
Frontegra MFG Global Equity Fund	AT COST	3,938,294	4,820,183
Legg Mason Global Asset	AT COST	2,782,542	2,495,738
ASF VI	AT COST	500,026	616,404
Madison Funds Small Cap Fund	AT COST	2,048,431	2,362,488
MetWest Total Return	AT COST	2,428,497	2,364,351

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Vanguard Inflation Protected	AT COST	1,488,222	1,439,442
Lighthouse Global Long	AT COST	1,100,000	1,103,915
Oaktree Opp Fund X	AT COST	427,466	384,307

TY 2016 Other Expenses Schedule

Name: The Morton K and Jane Blaustein
Foundation Inc

EIN: 52-1607300

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Equipment & Equipment Maintenance	239	0		239
Supplies	379	0		379
Misc	78	63		15
Telephone	918	0		918
Equipment Expense	2,206	0		2,206

TY 2016 Other Income Schedule

Name: The Morton K and Jane Blaustein
Foundation Inc

EIN: 52-1607300

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Commonfund PEP V	-5,535	-4,873	-5,535
Commonfund Venture Pt VI	-4,054	-3,853	-4,054
Flag Priv Eq IV	21,844	14,755	21,844
Spur Ventures III	-27,643	-27,577	-27,643
Flag Priv Eq III	-20,881	-12,610	-20,881
Flag International	-13,226	-13,228	-13,226
Flag Venture VI	-18,015	-18,230	-18,015
Commonfund PEP VII	-8,925	-7,339	-8,925
Commonfund Venture VIII	-8,516	-8,484	-8,516
Commonfund Intl Vent VI	-3,511	-3,835	-3,511
Singular Guff	16,182	16,120	16,182
Flag Intl Partners II	-15,804	-15,804	-15,804
BGI Equity	-991	-991	-991
Neuberger Berman	55,693	228,847	55,693
Oaktree Real Estate Fd V	86,081	7,202	86,081
Oaktree Opp Fund X, LP	-10,695	-10,695	-10,695
Book income/alternative investments	472,761		472,761

TY 2016 Other Professional Fees Schedule

Name: The Morton K and Jane Blaustein
Foundation Inc

EIN: 52-1607300

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BGI Equity	18,750	18,750		0
Pavillion Advisory	52,748	52,748		0
JP Morgan RiverBridge	22,562	22,562		0

TY 2016 Taxes Schedule

Name: The Morton K and Jane Blaustein
Foundation Inc

EIN: 52-1607300

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Tax	13,581	13,581		0
Excise Tax	90,000	0		0
State taxes	2,509	2,509		0

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <u>www.irs.gov/form990</u>	OMB No 1545-0047 2016
	Name of the organization The Morton K and Jane Blaustein Foundation Inc	Employer identification number 52-1607300

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 other 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 33¹/₃% 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 990PF, 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 Morton K and Jane Blaustein Foundation Inc	Employer identification number 52-1607300
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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	Lord Baltimore Capital Corp 6225 Smith Avenue Suite B-100 Baltimore, MD 212093623	 \$ 250,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Employer identification number

52-1607300

Part II	Noncash Property
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Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organizationThe Morton K and Jane Blaustein
Foundation Inc**Employer identification number**

52-1607300

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	
	_____	_____	_____
	_____	_____	_____
	(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	