Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning 04/01 **, 2016, and ending** 03/31 **, 2017**

Name of foundation THE RCM&D FOUNDATION	**A** Employer identification number 52-2204935
Number and street (or P O box number if mail is not delivered to street address) 555 FAIRMOUNT AVENUE — Room/suite	**B** Telephone number (see instructions) (410) 339-7263
City or town, state or province, country, and ZIP or foreign postal code TOWSON, MD 21286	**C** If exemption application is pending check here . . . ▶ ☐

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

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

H Check type of organization: [X] 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)* ▶ $ 4,010,759.

J Accounting method ☐ Cash [X] Accrual ☐ Other (specify) ______
(Part I, column (d) must be on cash basis)

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

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

	Line	Description	(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)	200,000.			
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	70,036.	70,036.		ATCH 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	9,604.			
	b	Gross sales price for all assets on line 6a 3,312,437.				
	7	Capital gain net income (from Part IV, line 2)		9,604.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	279,640.	79,640.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)				
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 2	14,967.			
	24	**Total operating and administrative expenses.** Add lines 13 through 23	14,967.			
	25	Contributions, gifts, grants paid	206,200.			206,200.
	26	Total expenses and disbursements Add lines 24 and 25	221,167.			206,200.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	58,473.			
	b	**Net investment income** (if negative, enter -0-)		79,640.		
	c	**Adjusted net income** (if negative, enter -0-)				

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Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets			
1 Cash - non-interest-bearing			
2 Savings and temporary cash investments	70,036.	68,013.	68,013.
3 Accounts receivable ▶			
Less allowance for doubtful accounts ▶			
4 Pledges receivable ▶			
Less allowance for doubtful accounts ▶			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7 Other notes and loans receivable (attach schedule) ▶			
Less allowance for doubtful accounts ▶			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10a Investments - U S and state government obligations (attach schedule)			
b Investments - corporate stock (attach schedule)			
c Investments - corporate bonds (attach schedule)			
11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
12 Investments - mortgage loans			
13 Investments - other (attach schedule) ATCH 3	3,669,552.	3,723,378.	3,942,746.
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)	3,739,588.	3,791,391.	4,010,759.
Liabilities			
17 Accounts payable and accrued expenses	2,542.	4,075.	
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe ▶ ATCH 4)	9,000.	796.	
23 **Total liabilities** (add lines 17 through 22)	11,542.	4,871.	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ [X] **and complete lines 24 through 26 and lines 30 and 31.**			
24 Unrestricted	3,728,046.	3,786,519.	
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [ ]			
27 Capital stock, trust principal, or current funds			
28 Paid-in or capital surplus, or land, bldg , and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds			
30 **Total net assets or fund balances** (see instructions)	3,728,046.	3,786,519.	
31 **Total liabilities and net assets/fund balances** (see instructions)	3,739,588.	3,791,390.	

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	3,728,046.
2 Enter amount from Part I, line 27a	2	58,473.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	3,786,519.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,786,519.

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)
1 a SEE PART IV SCHEDULE			
b			
c			
d			
e			

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

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	9,604.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0.

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	190,650.	3,701,082.	0.051512
2014	188,200.	3,697,753.	0.050896
2013	163,300.	3,489,615.	0.046796
2012	155,460.	3,159,692.	0.049201
2011	147,391.	3,053,195.	0.048274

2	**Total** of line 1, column (d)	2	0.246679
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	0.049336
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	3,788,456.
5	Multiply line 4 by line 3	5	186,907.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	796.
7	Add lines 5 and 6	7	187,703.
8	Enter qualifying distributions from Part XII, line 4	8	206,200.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter ______ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	796.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	796.
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	796.
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	0.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached	8	23.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	819.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? *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		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MD,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities (continued)

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

Website address ▶ N/A

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

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

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

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

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

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 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 ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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 [X]	
	(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 [X]	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	Yes [ ] No [X]	
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions)	Yes [ ] No [X]	
	(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 [X]	
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	5b	N/A
	Organizations relying on a current notice regarding disaster assistance check here ▶ [ ]		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	Yes [ ] No [ ]	
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	Yes [ ] No [X]	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b	No: X
	If "Yes" to 6b, file Form 8870		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	Yes [ ] No [X]	
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b	

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

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

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

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		0.

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

Part IX-A **Summary of Direct Charitable Activities**

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	3,754,406.
b	Average of monthly cash balances	1b	91,742.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	3,846,148.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,846,148.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	57,692.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,788,456.
6	**Minimum investment return.** Enter 5% of line 5	6	189,423.

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	189,423.
2a	Tax on investment income for 2016 from Part VI, line 5 — 2a: 796.		
b	Income tax for 2016 (This does not include the tax from Part VI) — 2b		
c	Add lines 2a and 2b	2c	796.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	188,627.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	188,627.
6	Deduction from distributable amount (see instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	188,627.

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	206,200.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	206,200.
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	796.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	205,404.

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				188,627.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only				
b Total for prior years 20 14 ,20 13 ,20 12				
3 Excess distributions carryover, if any, to 2016				
a From 2011 ... 2,048.				
b From 2012				
c From 2013				
d From 2014 ... 5,951.				
e From 2015 ... 23,596.				
f Total of lines 3a through e	31,595.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 206,200.				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2016 distributable amount				188,627.
e Remaining amount distributed out of corpus	17,573.			
5 Excess distributions carryover applied to 2016 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	49,168.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	2,048.			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	47,120.			
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014 ... 5,951.				
d Excess from 2015 ... 23,596.				
e Excess from 2016 ... 17,573.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

ATCH 6

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

ATCH 7

c Any submission deadlines

NONE

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

NONE

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 8				
Total ▶ 3a				206,200.
b *Approved for future payment*				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	70,036.	
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	9,604.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				79,640.	

13 Total Add line 12, columns (b), (d), and (e) . . . . . 13 79,640.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee: [signature] Date: 8/10/17 Title: Chairman

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
DAVID MOHEL	David Mohel	08/02/2017		P01379331

Firm's name ▶ PRICEWATERHOUSECOOPERS, LLP — Firm's EIN ▶ 13-4008324

Firm's address ▶ 1800 TYSONS BOULEVARD, MCLEAN, VA 22102-4261 — Phone no 703-918-3000

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2016

Name of the organization	Employer identification number
THE RCM&D FOUNDATION	52-2204935

Organization type (check one)

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

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

General Rule

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

Special Rules

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

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

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Don't 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 isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization THE RCM&D FOUNDATION

Employer identification number

Part I **Contributors** (See instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	RIGGS, COUNSELMAN, MICHAELS & DOWNES 555 FAIRMOUNT AVENUE BALTIMORE, MD 21286-5497	$ 200,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization THE RCM&D FOUNDATION

Employer identification number

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

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

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

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

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

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

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

Name of organization THE RCM&D FOUNDATION

Employer identification number

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

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		SEE ATTACHED DETAIL OF REALIZED GAINS						
3,312,437.		3,302,833.					9,604.	
TOTAL GAIN(LOSS)							9,604.	

ATTACHMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST AND DIVIDEND INCOME	70,036.	70,036.
TOTAL	70,036.	70,036.

ATTACHMENT 2

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
ADMINISTRATIVE EXPENSES		14,171.
FEDERAL EXCISE TAX		796.
	TOTALS	14,967.

ATTACHMENT 3

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ARTISAN HIGH INCOME ADVISOR	44,000.	22,091.	24,135.
ARTISAN HIGH INCOME ADVISOR	141,000.	67,963.	74,263.
ARTISAN INTL VALUE ADVISOR	NONE.	51,165.	55,105.
ARTISAN INTL VALUE ADVISOR	NONE.	146,853.	159,915.
BROWN ADVISORY EMG MKTS	27,000.	15,299.	17,051.
BROWN ADVISORY EMG MKTS	85,000.	48,352.	49,302.
BROWN ADVISORY EMG SML CAP	88,246.	NONE.	NONE.
BROWN ADVISORY EMG SML CAP	28,164.	NONE.	NONE.
BROWN ADVISORY FLEXIBLE EQUITY	225,000.	NONE.	NONE.
BROWN ADVISORY FLEXIBLE EQUITY	725,000.	NONE.	NONE.
BROWN ADVISORY SM CP FUND VAL	55,136.	39,831.	49,131.
BROWN ADVISORY SM CP FUND VAL	178,429.	137,159.	157,853.
BROWN ADVISORY STRAT EUR EQ	37,000.	37,000.	41,601.
BROWN ADVISORY STRAT EUR EQU	115,000.	110,005.	114,434.
BROWN ADVISORY STRAT BOND FUND	NONE.	66,500.	66,528.
BROWN ADVISORY STRAT BOND FUND	NONE.	209,510.	209,606.
BROWN ADVISORY SUST. GROWTH	NONE.	NONE.	NONE.
BROWN ADVISORY SUST. GROWTH	NONE.	NONE.	NONE.
BROWN ADVISORY TOTAL RETURN IN	NONE.	82,499.	82,352.
BROWN ADVISORY TOTAL RETURN IN	NONE.	331,829.	331,842.
COHO REL VALUE EQUITY	91,531.	76,891.	89,853.
COHO REL VALUE EQUITY	294,545.	235,368.	253,507.
EAGLE SER SMALL CAP GROWTH	43.	NONE.	NONE.
EDGEWOOD GROWTH FUND INSTL	46,574.	NONE.	NONE.
EDGEWOOD GROWTH FUND INSTL	149,583.	NONE.	NONE.
ISHARES MSCI ACWI EX US ETF	NONE.	47,680.	49,814.
ISHARES MSCI ACWI EX US ETF	NONE.	94,976.	99,323.
ISHARES RUSSELL 1000 GROWTH	26,117.	NONE.	NONE.
ISHARES RUSSELL 1000 GROWTH	84,949.	NONE.	NONE.
ISHARES RUSSELL 1000 VALUE	17,454.	NONE.	NONE.
ISHARES RUSSELL 1000 VALUE	59,787.	NONE.	NONE.
ISHARES RUSSELL 2000 ETF	NONE.	45,384.	49,905.
ISHARES RUSSELL 2000 ETF	NONE.	147,402.	160,989.

ATTACHMENT 3 (CONT'D)

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ISHARES S&P 500 ETF	NONE.	242,507.	265,031.
ISHARES S&P 500 ETF	NONE.	730,140.	797,939.
METROPOLITAN WEST TR BOND	90,974.	NONE.	NONE.
METROPOLITAN WEST TR BOND	293,155.	NONE.	NONE.
MIDCAP SPDR TRUST SERIES I ETF	NONE.	14,028.	14,371.
MIDCAP SPDR TRUST SERIES I ETF	NONE.	71,100.	72,169.
OAKMARK INTERNATIONAL FD	55,428.	NONE.	NONE.
OAKMARK INTERNATIONAL FD	179,190.	NONE.	NONE.
PARNASSUS CORE EQ INCOME INST	NONE.	87,000.	89,012.
PARNASSUS CORE EQ INCOME INST	NONE.	247,647.	253,385.
VANGUARD SMALL CAP GROWTH ST	36,000.	NONE.	NONE.
VANGUARD SMALL CAP GROWTH ST	115,000.	NONE.	NONE.
VANGUARD TOTAL BOND MARKET	90,058.	91,255.	90,061.
VANGUARD TOTAL BOND MARKET	290,189.	225,944.	224,269.
TOTALS	3,669,552.	3,723,378.	3,942,746.

ATTACHMENT 4

FORM 990PF, PART II - OTHER LIABILITIES

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE
FEDERAL EXCISE TAX PAYABLE		9,000.	796.
	TOTALS	9,000.	796.

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

ATTACHMENT 5

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ALBERT R. COUNSELMAN 555 FAIRMOUNT AVENUE TOWSON, MD 21286	CHAIRMAN/PRES./DIR.	0.	0.	0.
EDWARD X. BRENNAN 555 FAIRMOUNT AVENUE TOWSON, MD 21286	TREASURER	0.	0.	0.
J. KEVIN CARNELL 555 FAIRMOUNT AVENUE TOWSON, MD 21286	SECRETARY	0.	0.	0.
MARGARET K. COUNSELMAN 555 FAIRMOUNT AVENUE TOWSON, MD 21286	DIRECTOR	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

ATTACHMENT 6

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

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

ATTN: MR. ALBERT R. COUNSELMAN

ATTACHMENT 7

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

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

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

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

ATTACHMENT 8

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE ATTACHMENT 9	NONE PUBLIC CHARITIES	GENERAL PURPOSE GRANTS FOR USE IN CARRYING OUT RECIPIENTS' CHARITABLE ACTIVITIES	206,200
		TOTAL CONTRIBUTIONS PAID	206,200.

The RCM&D Foundation, Inc.

52-2204935

Schedule of Contributions Paid
for the years ending March 31, 2017 and 2016

	2017	2016	
LOYOLA BLAKEFIELD CAPITAL CAMPAIGN 500 Chesnut Avenue Towson, MD 21204	25,000	-	Support the Capital Campaign
KENNEDY KREIGER INSTITUTE 707 North Broadway Baltimore, MD 21205	20,000	11,000	Children's Medical Care Provider
CONCERT ARTISTS OF BALTIMORE 1114 Saint Paul Street Baltimore, MD 21202	15,000	20,000	Promote Love of Music
ARCHBISHOP'S LENTEN APPEAL 320 Cathedral Street Baltimore, MD 21201	10,000	-	Support Lenten Appeal
BALTIMORE SYMPHONY ORCHESTRA 1212 Cathedral Street Baltimore, MD 21201	10,000	10,000	Promote Love of Music
JOHNS HOPKINS UNIVERSITY 3400 N Charles Street Baltimore, MD 21218	10,000	10,000	Educational Assistance
LOYOLA UNIVERSITY OF MARYLAND 4501 N Charles Street Baltimore, MD 21210	10,000	10 000	Support the Capital Campaign
MOUNT ST JOSEPHS HIGH SCHOOL 4403 Frederick Road Baltimore, MD 21229	10,000	10,000	Educational Assistance
NOTRE DAME OF MARYLAND UNIVERSITY 4701 N Charles Street Baltimore, MD 21218	10,000	10,000	Educational Assistance
GILCHRIST HOSPICE 11311 McCormick Road Hunt Valley, MD 21031	7,500	7,500	Bereavement, Chaplaining, and Volunteer Services
ST LUKE INSTITUTE 8901 New Hampshire Ave Silver Spring, MD 20903	7,500	2,500	Healthcare for Clergy
THE GBMC FOUNDATION 6701 N Charles Street Towson, MD 21204	7,500	12,500	Support GBMC Medical Care
CATHEDRAL OF MARY OUR QUEEN 5200 N Charles Street Baltimore, MD 21210	6,500	7,500	Support Catholic Religion
MOTHER SETON ACADEMY 2215 Greenmount Ave Baltimore, MD 21218	5,250	3,500	Educate At-Risk Youth

The RCM&D Foundation, Inc.

52-2204935

Schedule of Contributions Paid
for the years ending March 31, 2017 and 2016

CATHOLIC CHARITIES 320 Cathedral Street Baltimore, MD 21201	5,000	5,000	Human Services Provider
CIVIC WORKS BALTIMORE 2701 Saint Lo Drive Baltimore, MD 21213	5,000	2,500	Provide Support to Baltimore Communities
CRISTO REY JESUIT HIGH SCHOOL 420 S Chester Street Baltimore, MD 21231	5,000	3,500	Provide Education to Low Income Students
MARY HILDA COUNSELMAN ENDOWMENT 700 East Pratt Street, Suite 1700 Baltimore, MD 21202	5,000	5,000	Educational Assistance
ORDER OF MALTA FEDERAL ASSOCIATION 1730 M Street, NW Washington, DC 20036	5,000	3,600	Services for Sick and In Need
DOWNTOWN SAILING CENTER 1425 Key Highway, Suite 110 Baltimore, MD 21230	2,500	-	Provide Quality Education and Life Enriching Programs to Promote Self-Esteem and Teamwork
SETON HERITAGE MINISTRIES 339 South Seton Avenue Emmitsburg, MD 21727	2,500	2,500	Support Catholic Religion
STEVENSON UNIVERSITY CAPITAL CAMPAIGN 1525 Greenspring Valley Road Stevenson, MD 21153	2,500	2,500	Support Capital Campaign
THE LEAGUE FOR PEOPLE WITH DISABILITIES 1111 E Cold Spring Lane Baltimore, MD 21239	2,500	-	Improve Quality of Life for Individuals with Disabilities
CHILDREN'S HOME SOCIETY OF VIRGINIA 4200 Fitzhugh Ave Richmond, VA 23230	1,250	-	Build Strong, Permanent Families and Lifelong Relationships for Virginia's At-Risk Children
MOSAIC COMMUNITY SERVICES 1925 Greenspring Ave Timonium, MD 21093	1,250	1,500	Provide Comprehensive Health Services for People with Mental Illness and Addiction
ST ELIZABETH SCHOOL 801 Argonne Drive Baltimore, MD 21218	1,250	-	Enhance the Quality of Life for Students with Disabilities
UMAR BOXING PROGRAMS 1217 W North Ave, 2nd Floor Baltimore, MD 21217	1,250	-	Provide Academic Development and Athletic Training to At-Risk Youth in Baltimore City
ELIZABETH SETON HIGH SCHOOL 5715 Emerson Street Bladensburg, MD 20710	1,000	3,000	Educate and Empower Young Women

The RCM&D Foundation, Inc.

52-2204935

Schedule of Contributions Paid
for the years ending March 31, 2017 and 2016

HOWARD HOSPITAL FOUNDATION 10705 Charter Dr, Suite 320 Columbia, MD 21044	1 000	-	Engage People of Howard County in Philanthropy to Support Howard County General Hospital
LITTLE SISTERS OF THE POOR ST MARTIN'S HOME 601 Maiden Choice Lane Baltimore, MD 21228	1,000	2,000	Provide a Home and Care for the Elderly Poor
ST. AGNES FOUNDATION 900 Caton Avenue Baltimore, MD 21229	1,000	1,000	Promote Quality Healthcare
ST VINCENT DEPAUL SOCIETY 2305 N Charles Street Baltimore, MD 21218	1,000	2,500	Help the Impoverished Reach Full Potential
THE BASILICA OF THE ASSUMPTION HISTORIC TRUST, INC 409 North Charles Street Baltimore, MD 21201	1,000	-	Preserve the Historic Character of the Basilica
THE COMMUNITY SCHOOL INC 337 West 30th Street Baltimore, MD 21211	1,000	1,000	Provide Education to At-Risk Youth
THE INSTITUTES 720 Providence Road, Suite 100 Malvern, PA 19355	1,000	500	Providing Insurance Education
TUERK HOUSE INC 730 Ashburton Street Baltimore, MD 21216	1,000	-	Provide Help and Hope for Enduring Recovery to Individuals in Baltimore Struggling with Addiction
ARCHBISHOP CURLEY HIGH SCHOOL 3701 Sinclair Lane Baltimore, MD 21213	500	-	Provide Catholic Franciscan Education to Young Men
MISSION HELPERS OF THE SACRED HEART 1001 West Joppa Road Towson, MD 21204	500	-	Support Mission Work
OBLATE SISTERS OF PROVIDENCE 701 Gun Road Baltimore, MD 21227	500	500	Support Catholic Mission
PRIDE OF BALTIMORE, INC 2700 Lighthouse Point East, Suite 330 Baltimore, MD 21224	500	500	Promote Historical Maritime Education
THE INDEPENDENT COLLEGE FUND OF MARYLAND 3225 Ellerslie Ave, C160 Baltimore, MD 21218	500	500	Promote Maryland's Independent Colleges and Universities
BALTIMORE EDUCATIONAL SCHOLARSHIP TRUST 808 North Charles Street Baltimore, MD 21201	250	100	Provide a Quality Education for Low Income African American Students in Baltimore

The RCM&D Foundation, Inc.

52-2204935

Schedule of Contributions Paid
for the years ending March 31, 2017 and 2016

GALVESTON HISTORICAL FOUNDATION 2228 Broadway Avenue J Galveston, TX 77550	100	-	Community Redevelopment and Historic Preservation in Galveston County
HEALTHCARE FOR THE HOMELESS 421 Fallsway Baltimore, MD 21202	100	-	Provide Quality Health Care and Promote Access to Affordable Housing
ARCHDIOCESE OF BALTIMORE 320 Cathedral Street Baltimore, MD 21201	-	10,000	Support the Catholic Religion
BALTIMORE DEVELOPMENT CORPORATION 36 S Charles Street, Suite 1600 Baltimore, MD 21201	-	1,000	Retain and Expand Existing Businesses in Baltimore City
BALTIMORE FESTIVAL OF THE ARTS 10 East Baltimore Street, 10th Floor Baltimore, MD 21202	-	500	Support Artscape
BIG BROTHERS BIG SISTERS OF YORK & ADAMS COUNTIES 227 W Market Street, Suite 102 York, PA 17401	-	1,250	Provide One-to-One Relationships for Children Facing Adversity
FAMILY SERVICES, INC 610 E Diamond Ave, Suite 100 Gaithersburg, MD 20877	-	2,250	Promote the Resilience, Recovery, and Independence of Individuals and Families
FOUNDATION FOR AGENCY MANAGEMENT EXCELLENCE 701 Pennsylvania Ave, NW Washington, DC 20004	-	2,500	Support the Endowment
FOUNDATION TO ERADICATE DUCHENNE P O Box 2371 Alexandria, VA 22301	-	1,000	Assist in Finding Cure for Duchenne
FRANCISCAN CENTER 101 West 23rd Street Baltimore, MD 21218	-	1,500	Provide Emergency Assistance and Supportive Outreach for the Economically Disadvantaged
GLASTONBURY ABBEY 16 Hull Street Hingham, MA 02043	-	100	Prayer and Hospitality
GOOD SHEPHERD SERVICES 4100 Maple Ave Baltimore, MD 21227	-	5,000	Provide Development for Vulnerable Youth and Families
HARFORD BELAIR FOUNDATION INC 4308 Harford Road Baltimore, MD 21214	-	250	Provide Psychiatric Services to the Community
LIFEBRIDGE HEALTH 2401 West Belvedere Ave Baltimore, MD 21215	-	5,000	Improve Health and Well-Being of all People in Baltimore

The RCM&D Foundation, Inc.

52-2204935

Schedule of Contributions Paid
for the years ending March 31, 2017 and 2016

MARYLAND HISTORICAL SOCIETY 201 W Monument Street Baltimore, MD 21298	-	500	Historical Preservation
REBUILDING TOGETHER BALTIMORE 5513 York Road Baltimore, MD 21212	-	3,000	Assist Elderly in Need
ROLAND PARK BASEBALL LEAGUES 4612 Roland Avenue Baltimore, MD 21210	-	1,000	Instill Sportsmanship and Provide Nurturing Environment for Children
ST MARY'S SEMINARY AND UNIVERSITY 5400 Roland Ave Baltimore, MD 21210	-	100	Assist in Preparation of Candidates for Roman Catholic Priesthood
THE CHIMES 4815 Seton Drive Baltimore, MD 21215	-	10,000	Assist the Mentally Handicapped and Their Families
THE RICHMOND FISHER HOUSE 300 Arboretum Parkway, Suite 600 Richmond, VA 23236	-	1,250	Provide Support for Families of Seriously Ill Patients Being Treated at Military and VA Medical Centers
V-LINC, INC 2301 Argonne Drive Baltimore, MD 21218	-	1,250	Enhance Life of Disabled
Total Contributions paid	**206,200**	**199,650**	

THE RCM&D FOUNDATION
FOR THE YEAR ENDING MARCH 31, 2017

52-2204935

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

QUESTION 1 A(3)

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

The RCM&D Foundation Inc
Summary of Changes in the Income Tax Basis of Investments for the fiscal year ended March 31, 2017
EIN 52-2204935

	Beg Tax Basis of Investments	Investment Purchases	Investment Sales	Realized Gain/(Loss)	Interest and Dividend	Ending Tax Basis of Investments
ISHARES RUSSELL 1000 VALUE	17,454 24		(19,130 61)	1 676 37		-
EAGLE SER SMALL CAP GROWTH	43 33		(57 21)	13 88		-
ISHARES RUSSELL 1000 GROWTH	26 117 08		(28,386 49)	2 269 41		-
OAKMARK INTERNATIONAL FD	55,428 26		(52 570 45)	(2,857 81)		0 00
BROWN ADVISORY EMG SMALL CA	28,164 06		(26,442 32)	(1 721 74)		-
BROWN ADVISORY STRAT EUR EQ	37,000 00					37,000 00
BROWN ADVISORY EMG MKTS	27,000 00		(13,000 00)	1,298 60		15,298 60
EDGEWOOD GROWTH FUND INSTL	46,574 11		(52,290 17)	5 716 06		-
VANGUARD SMALL CAP GROWTH STOCK	36,000 00		(38,463 00)	2 463 00		-
COHO REL VALUE EQUITY	91,531 35		(17,000 00)	1,932 52	427 08	76,890 95
BROWN ADVISORY FLEXIBLE EQUITY	225,000 00		(248,031 24)	23,031 24		-
BROWN ADVISORY SM CP FUNDAMENTAL VAL	55,135 68		(18,900 00)	3,513 97	81 61	39,831 26
VANGUARD TOTAL BOND MARKET	90,058 23	49,500 00	(46 500 00)	(1,863 78)	60 18	91 254 63
METROPOLITAN WEST TR BOND	90,974 28		(89,659 00)	(1 315 28)		-
ARTISAN HIGH INCOME ADVISOR	44,000 00		(23 500 00)	1 533 13	57 91	22,091 04
ARTISAN INTERNATIONAL VALUE ADVISOR	-	50,000 00			1,164 95	51,164 95
ISHARES S&P 500 ETF	-	275,581 43	(34,135 90)	1,061 25		242,506 78
ISHARES RUSSELL 2000 ETF	-	45,384 26				45 384 26
BROWN ADVISORY SUSTAINABLE GROWTH	-	70,000 00	(70,782 25)	291 67	490 58	-
BROWN ADVISORY TOTAL RETURN INS	-	102,500 00	(20,000 00)	(101 31)	100 16	82,498 85
PARNASSUS CORE EQUITY INCOME INST	-	87,000 00				87,000 00
MIDCAP SPDR TRUST SERIES I ETF	-	14,028 38				14,028 38
ISHARES MSCI ACWI EX US ETF	-	47,680 29				47,680 29
BROWN ADVISORY STRATEGIC BOND FUND	-	66,500 00				66,500 00
BROWN ADVISORY EMG SMALL	88,246 30		(73,574 27)	(14,672 03)		-
METROPOLITAN WEST TR BOND	293,153 85		(290,235 03)	(2,918 82)		(0 00)
EDGEWOOD GROWTH FUND INSTL	149,581 87		(152 204 36)	2,622 49		0 00
BROWN ADVISORY FLEXIBLE EQUITY	725,000 00		(730,885 75)	5,885 75		-
COHO REL VALUE EQUITY	294,545 22		(63,700 00)	3 254 67	1 267 63	235,367 52
OAKMARK INTERNATIONAL FD	179,190 24		(149,070 86)	(30,119 38)		-
ISHARES RUSSELL 1000 VALUE	59,787 00		(60,168 86)	381 86		(0 00)
BROWN ADVISORY EMG MKTS	85,000 00		(37,200 00)	551 83		48,351 83
VANGUARD SMALL CAP GWTH STOCK	115,000 00		(112,485 16)	(2,514 84)		(0 00)
BROWN ADVISORY SM CP FUNDAMENTAL VAL	178,428 50		(47,300 00)	5,784 33	246 37	137,159 20
BROWN ADVISORY STRAT EUR EQU	115,000 00		(5,000 00)	4 79		110,004 79
ISHARES RUSSELL 1000 GROWTH	84 949 11		(84,557 62)	(391 49)		0 00
VANGUARD TOTAL BOND MARKET	290,188 66	145 000 00	(203,200 00)	(6,232 78)	188 48	225,944 36
ARTISAN HIGH INCOME ADVISOR	141 000 00		(78,400 00)	5,176 51	186 32	67,962 83
ARTISAN INTERNATIONAL VALUE ADVISOR		150,000 00	(7,100 00)	418 89	3 534 50	146,853 39
ISHARES S&P 500 ETF		822,704 40	(96,906 04)	4,341 42		730 139 78
ISHARES RUSSELL 2000 ETF		154,683 45	(7,454 53)	172 90		147,401 82
BROWN ADVISORY SUSTAINABLE GROWTH		205,000 00	(207 290 88)	854 17	1,436 71	(0 00)
BROWN ADVISORY TOTAL RETURN INS		410,000 00	(78,200 00)	(288 57)	317 18	331,828 61
PARNASSUS CORE EQUITY INCOME INST		259,000 00	(11,600 00)	246 63		247,646 63
MIDCAP SPDR TRUST SERIES I ETF		74,208 77	(3,151 53)	42 53		71,099 77
ISHARES MSCI ACWI EX US ETF		99,327 76	(4,403 26)	51 73		94,976 23
BROWN ADVISORY STRATEGIC BOND FUND		219,000 00	(9 500 00)	9 92		209,509 92
COLUMN TOTALS	**3,669,551 37**	**3,347,098 74**	**(3,312,436 79)**	**9,603 69**	**9,559 66**	**3,723,376 67**

Investment Acct at Brown Advisory	**2,958,795.98**	**Income Tax Basis at March 31, 2017**	**3,723,376 67**
Investment Acct with Counselman	**983,949 84**	**Net Unrealized Gain at March 31, 2017**	**219,369 15**
Total Investment at Fair Mkt Value	**3,942,745.82**	**Fair Market Value at March 31, 2017**	**3,942,745.82**