

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	110,654	136,257	136,257
	2 Savings and temporary cash investments	960,398	414,613	414,613
	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	10,089	9,727	9,727
	10a Investments—U S and state government obligations (attach schedule)	2,107,518 	1,437,279	1,429,390
	b Investments—corporate stock (attach schedule)		631,240	672,842
	c Investments—corporate bonds (attach schedule)		200,000	199,380
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	991,154 	866,298	1,837,176
	14 Land, buildings, and equipment basis ▶ _____ 94,571 Less accumulated depreciation (attach schedule) ▶ _____ 34,013	232,828 	60,558	60,558
15 Other assets (describe ▶ _____)	 100,978 	50,975 	50,975	
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	4,513,619	3,806,947	4,810,918	
Liabilities	17 Accounts payable and accrued expenses	7,956	9,573	
	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)	7,956	9,573	
	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		4,505,663	3,797,374	
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)		4,505,663	3,797,374	
31 Total liabilities and net assets/fund balances (see instructions) .		4,513,619	3,806,947	

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	4,505,663
2 Enter amount from Part I, line 27a	2	-407,944
3 Other increases not included in line 2 (itemize) ▶ _____ 	3	18,361
4 Add lines 1, 2, and 3	4	4,116,080
5 Decreases not included in line 2 (itemize) ▶ _____ 	5	318,706
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	3,797,374

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	632,611
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	8,162

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))
2016	1,537,861	5,811,255	0 26464
2015	1,222,741	6,984,461	0 17507
2014	2,052,110	8,365,940	0 24529
2013	1,532,266	8,765,043	0 17482
2012	1,298,515	9,037,584	0 14368
2 Total of line 1, column (d)			2 1 003489
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 200698
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 4,783,478
5 Multiply line 4 by line 3			5 960,034
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 6,198
7 Add lines 5 and 6			7 966,232
8 Enter qualifying distributions from Part XII, line 4			8 829,139

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	12,396
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	12,396
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	12,396
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	8,033
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	8,033
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	4,363
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 2018 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	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes
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) ☐ IA, 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 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of Brown Investment Advisory & Tr Telephone no (410) 537-5400			

Located at **901 So Bond St Suite 400 Baltimore MD** ZIP+4 **212313340**

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			
16	At any time during calendar year 2017, 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			No
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 2017? ☐ 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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ 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			No
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 2017 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 2017). ☐ Yes ☒ No 3b			No
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 2017? 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	No
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	6b	No
	<i>If "Yes" to 6b, file Form 8870</i>			
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	No

Part VIII

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

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

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

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

(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
Mary F Wyatt 180 Smith St Charleston, SC 29403	Exec Director 40 00	123,820	3,598	
Jane Trentanove 1211 Havenwood Rd Baltimore, MD 21218	Administrative 10 00	33,673		
Elizabeth Dandy 415 Stanford Ct Arnold, MD 21012	Administrative 40 00	12,500		
Margaret E Schweitzer 958 St Johns Drive Annapolis, MD 21409	Administrative 15 00	10,048		

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

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
Elizabeth Housley 5758 28th Ave NE Seattle, WA 98105	Strategic Planning	8,178
Kathleen Wolf PO Box 11334 Bainbridge Island, WA 98110	Research & Design	30,233
Fresh Tonic Marketing 61 Decatur Avenue Annapolis, MD 21403	Marketing	126,341
Skye Featherstone Productions 1236 24th Street Santa Monica, CA 90404	Video Production	74,659
James Lodico 990 St Margarets Dr Annapolis, MD 21409	Marketing Support	12,600

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	
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	4,192,409
b	Average of monthly cash balances.	1b	603,356
c	Fair market value of all other assets (see instructions).	1c	60,558
d	Total (add lines 1a, b, and c).	1d	4,856,323
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	
3	Subtract line 2 from line 1d.	3	4,856,323
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	72,845
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	4,783,478
6	Minimum investment return. Enter 5% of line 5.	6	239,174

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	239,174
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	12,396
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	12,396
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	226,778
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	226,778
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	226,778

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	829,139
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	829,139
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	829,139

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				226,778
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012. 868,692				
b From 2013. 1,110,348				
c From 2014. 1,651,577				
d From 2015. 887,514				
e From 2016. 1,254,136				
f Total of lines 3a through e.	5,772,267			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 829,139				
a Applied to 2016, 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).	0			
d Applied to 2017 distributable amount.				226,778
e Remaining amount distributed out of corpus	602,361			
5 Excess distributions carryover applied to 2017 (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	6,374,628			
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 2016 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				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).				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	868,692			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	5,505,936			
10 Analysis of line 9				
a Excess from 2013. 1,110,348				
b Excess from 2014. 1,651,577				
c Excess from 2015. 887,514				
d Excess from 2016. 1,254,136				
e Excess from 2017. 602,361				

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 2017, 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) 2017	(b) 2016	(c) 2015	(d) 2014	
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)) See Additional Data Table	
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 Erin Robertson 105 Annapolis St Suite D Annapolis, MD 21401 (410) 268-1376 erobertson@naturesacred.org	
b The form in which applications should be submitted and information and materials they should include ABAG Common Grant Application Form	
c Any submission deadlines October 1st	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors Only 501(c)3 organizations	

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 Drury University 900 N Benton Ave Springfield, MO 65802	None	501(c)(3)	Community resilience & support recovery	64,022
Emanuel Medical Center Foundation PO Box 4484 Portland, OR 97208	None	501(c)(3)	Quantifying benefits of a hospital garden	40,896
Brooklyn Greenway Initiative 153 Columbia St Brooklyn, NY 11231	None	501(c)(3)	Naval Cemetery	148,821
University of Chicago 920 E 55th ST Chicago, IL 60615	None	501(c)(3)	Research design elements of urban green spaces	78,243
Total			▶ 3a	331,982
b Approved for future payment See Additional Data Table				
Total			▶ 3b	105,496

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2017)

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

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

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

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	2018-11-12 Date	***** Title

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

Paid Preparer Use Only	Print/Type preparer's name Thomas F Kupstas	Preparer's Signature	Date	Check if self-employed ☐	PTIN P01311342
	Firm's name ▶ Kupstas & Kupstas LLC				Firm's EIN ▶ 52-2284992
	Firm's address ▶ 1833-F Forest Drive Annapolis, MD 21401				Phone no (410) 268-5808

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)
US Bank Summary	P	2017-01-01	2017-07-15
US Bank Summary	P	2015-01-01	2017-07-01
K-1 passthrough entities short term gain	P	2017-01-01	2017-07-15
K-1 passthrough entities section 1231	P	2015-01-01	2017-07-15
Capital Gain Distributions	P	2015-01-01	2017-07-15
AbbVie Inc	D	2011-12-01	2017-11-03
ADP	D	2008-12-22	2017-11-03
Best Buy Co Inc	D	2013-02-28	2017-11-03
Healthcare Svcs Group Inc	D	2011-12-16	2017-11-03
Microsoft Corp	D	2011-12-16	2017-11-03

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)
275,000		275,000	
629,443		612,182	17,261
8,162			8,162
338,777			338,777
5,476			5,476
99,921		30,783	69,138
58,248		18,425	39,823
43,023		30,567	12,456
73,738		24,122	49,616
133,045		41,143	91,902

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			Gains (Col (h) gain minus col (k), but not less than -0-) or (l) Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			17,261
			8,162
			338,777
			5,476
			69,138
			39,823
			12,456
			49,616
			91,902

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Thomas H Stoner 3065 Rundelac Rd Annapolis, MD 21403	President 10 00	0		
Katharine E Stoner 3065 Rundelac Rd Annapolis, MD 21403				
Erin Robertson 21 Windwhisper Lane Annapolis, MD 21403	Vice President 10 00	0		
Alden Stoner 932 Melvin Rd Annapolis, MD 21403				
Chuck Foster 5060 manokin Road Crisfield, MD 21817	Executive Dir 40 00	54,069		
Edward Dunn 901 So Bond St Suite 400 Baltimore, MD 21231				
Alden Stoner 932 Melvin Rd Annapolis, MD 21403	Director 0 00	0		
Chuck Foster 5060 manokin Road Crisfield, MD 21817				
Edward Dunn 901 So Bond St Suite 400 Baltimore, MD 21231	Director 0 00	0		
Chuck Foster 5060 manokin Road Crisfield, MD 21817				

Form 990PF Part XV Line 1a - 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).

Thomas H Stoner
Katharine E Stoner

TY 2017 Accounting Fees Schedule**Name:** Thomas & Katharine Stoner Foundation**EIN:** 42-1263576**Software ID:** 17005038**Software Version:** 2017v2.2**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Kupstas & Kupstas	26,233	0	0	0
Professional Fees -K1	3,318	3,318	0	0

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2017 Depreciation Schedule

Name: Thomas & Katharine Stoner Foundation

EIN: 42-1263576

Software ID: 17005038

Software Version: 2017v2.2

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
Office Construction	2005-03-17	256,257	77,209	SL	39 0000	6,023			
Office Design	2005-01-04	17,850	5,496	SL	39 0000	420			
Murals, Prints & Fountain	2005-01-27	10,783	3,289	SL	39 0000	253			
Wallcoverngs	2004-10-12	2,167	686	SL	39 0000	51			
Office Improvements	2005-04-04	21,971	6,616	SL	39 0000	516			
Art Design	2005-05-11	2,083	619	SL	39 0000	49			
Office Construction	2005-06-30	22,164	6,532	SL	39 0000	521			
Computer Equipment	2017-07-10	521		SL	5 0000	52			
Office Renovations	2017-12-12	60,218		SL	39 0000	129			

TY 2017 Investments Corporate Bonds Schedule**Name:** Thomas & Katharine Stoner Foundation**EIN:** 42-1263576**Software ID:** 17005038**Software Version:** 2017v2.2**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Federated A R Ms Fd #96	200,000	199,380

TY 2017 Investments Corporate Stock Schedule**Name:** Thomas & Katharine Stoner Foundation**EIN:** 42-1263576**Software ID:** 17005038**Software Version:** 2017v2.2

Name of Stock	End of Year Book Value	End of Year Fair Market Value
680 Ball Corp	25,000	25,738
600 Berkshire Hathaway	100,018	118,932
850 Blackstone Group	25,254	27,217
280 Edwards Life Science	25,036	31,559
115 Public Storage Inc	25,295	24,035
500 Smith A O Corp	24,704	30,640
Artisan Int'l Value Advisor	405,933	414,721

TY 2017 Investments Government Obligations Schedule**Name:** Thomas & Katharine Stoner Foundation**EIN:** 42-1263576**Software ID:** 17005038**Software Version:** 2017v2.2**US Government Securities - End
of Year Book Value:****US Government Securities - End
of Year Fair Market Value:****State & Local Government
Securities - End of Year Book
Value:**

1,437,279

**State & Local Government
Securities - End of Year Fair
Market Value:**

1,429,390

TY 2017 Investments - Other Schedule**Name:** Thomas & Katharne Stoner Foundation**EIN:** 42-1263576**Software ID:** 17005038**Software Version:** 2017v2.2**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BIA Investors - Trident Capital	AT COST	701	3,341
BIA Venture Partners - Baker Comm	AT COST	18,960	3,821
BIA Venture Partners - Intersouth	AT COST	2,025	2,597
BIA Investors Lp Accel VIII	AT COST	5,621	20,501
Brown IA Robinson Crossing	AT COST	1,589	564,706
Brenton Communities Fund VI Mel Ray LLC	AT COST	50,000	50,000
Silver Lake Partners II	AT COST	35	19,136
Symphony Capital Venture Partners	AT COST	72,661	20,227
Stone Arch Capital	AT COST	1,308	1,308
Northstar Mezzanine Partners IV	AT COST	23,519	23,519
Hlm Venture Partners	AT COST	48,088	20,615
Brown Advisory Venture Growth Prtrs 2006	AT COST	44,173	53,190
Brenton Communities Fd VII Country Lv	AT COST	1	2
Brenton Communities Fd VIII Blair	AT COST	4	4
Point 406 Ventures I Lp	AT COST	39,254	80,991
Five Corners Partners LP	AT COST	200,000	505,781
Fsp 303 East Wacker Drive Corp	AT COST	150,000	150,000
Bain Capital X	AT COST	31,323	33,550
Golub Capital Mezzanine Partners	AT COST	3,822	9,831
Brenton Communities Fd II Boone, La, LLC	AT COST	85,714	85,714
Susa Ventures, LP	AT COST	87,500	188,342

**TY 2017 Land, Etc.
Schedule****Name:** Thomas & Katharine Stoner Foundation**EIN:** 42-1263576**Software ID:** 17005038**Software Version:** 2017v2.2

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Auto./Transportation Equip.	8,998	8,998		
Furniture and Fixtures	17,376	17,376		
Machinery and Equipment	7,979	7,510	469	469
Improvements	60,218	129	60,089	60,089

TY 2017 Legal Fees Schedule**Name:** Thomas & Katharine Stoner Foundation**EIN:** 42-1263576**Software ID:** 17005038**Software Version:** 2017v2.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Harrison Weatherall	3,143	0	0	3,143

TY 2017 Other Assets Schedule**Name:** Thomas & Katharine Stoner Foundation**EIN:** 42-1263576**Software ID:** 17005038**Software Version:** 2017v2.2**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Net Intangible Assets	100,978	50,975	50,975

TY 2017 Other Decreases Schedule**Name:** Thomas & Katharine Stoner Foundation**EIN:** 42-1263576**Software ID:** 17005038**Software Version:** 2017v2.2

Description	Amount
Limited partnership cost basis adjustments	37,660
Reconciliation of Donation recorded at FMV to Tax Basis	281,046

TY 2017 Other Expenses Schedule

Name: Thomas & Katharine Stoner Foundation

EIN: 42-1263576

Software ID: 17005038

Software Version: 2017v2.2

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Auto Expenses	1,788			894
Bench Expenses	13,213			13,213
Dues & Subscriptions	12			
Health Plan	28,925			17,355
Indirect Grant Expenses	4,501			4,501
Insurance	219			151
Journal Expenses	2,090			2,090
K-1 Partnership Other Expenses	16,827	16,827		
Meals	3,598			
Office expenses	17,945			8,973

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Office Maintenance	10,845			5,423
Postage & Freight	420			315
Telephone	4,514			3,386
TKF Library	55			55
Utilities	1,738			1,304
Write off of Abandoned Leasehold Improve	224,995			

TY 2017 Other Increases Schedule**Name:** Thomas & Katharine Stoner Foundation**EIN:** 42-1263576**Software ID:** 17005038**Software Version:** 2017v2.2

Description	Amount
Municipal Bond Income	16,358
Non Taxable Income - ROP	2,003

TY 2017 Other Professional Fees Schedule**Name:** Thomas & Katharine Stoner Foundation**EIN:** 42-1263576**Software ID:** 17005038**Software Version:** 2017v2.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Consulting fees projects	261,223	0	0	212,988
Investment Fees	30,765	30,765	0	0

TY 2017 Sales Of Inventory Schedule**Name:** Thomas & Katharine Stoner Foundation**EIN:** 42-1263576**Software ID:** 17005038**Software Version:** 2017v2.2

Category	Gross Sales	Cost of Goods Sold	Net (Gross Sales Minus Cost of Goods Sold)
Book Sales	23	7,863	-7,840

TY 2017 Taxes Schedule**Name:** Thomas & Katharine Stoner Foundation**EIN:** 42-1263576**Software ID:** 17005038**Software Version:** 2017v2.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Payroll Taxes	20,320			12,192
Taxes - Foreign	58	58		
Taxes - Income	3,444			
Taxes - Personal Property	352			

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491316017618	
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 www.irs.gov/form990			OMB No 1545-0047
					2017
Name of the organization Thomas & Katharine Stoner Foundation				Employer identification number 42-1263576	
Organization type (check one)					
Filers of: Form 990 or 990-EZ Form 990-PF					
Section: ☐ 501(c)() (enter number) organization ☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation ☐ 527 political organization ☒ 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 <i>exclusively</i> 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 <i>exclusively</i> 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 <i>exclusively</i> religious, charitable, etc., purpose. Don't complete any of the parts unless the General Rule applies to this organization because it received <i>nonexclusively</i> 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 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).					
For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF		Cat No 30613X		Schedule B (Form 990, 990-EZ, or 990-PF) (2017)	

Name of organization Thomas & Katharine Stoner Foundation	Employer identification number 42-1263576
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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	Thomas H Stoner 3065 Rundelac Rd Annapolis, MD21403	\$ 98,840	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
2	Thomas H Stoner 3065 Rundelac Rd Annapolis, MD21403	\$ 59,178	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
3	Thomas H Stoner 3065 Rundelac Rd Annapolis, MD21403	\$ 42,786	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
4	Thomas H Stoner 3065 Rundelac Rd Annapolis, MD21403	\$ 72,606	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
5	Thomas H Stoner 3065 Rundelac Rd Annapolis, MD21403	\$ 132,723	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
.		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization Thomas & Katharine Stoner Foundation	Employer identification number 42-1263576
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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
1	1083 shs AbbVie, Inc	\$ 98,840	2017-11-07
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
2	520 shs ADP Data Processing	\$ 59,178	2017-11-07
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
3	755 shs Best Buy Co, Inc	\$ 42,786	2017-11-07
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
4	1386 shs Healthcare Services Group Inc	\$ 72,606	2017-11-07
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
5	1584 shs Microsoft Corp	\$ 132,723	2017-11-07
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	

Employer identification number

42-1263576

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

Schedule B (Form 990, 990-EZ, or 990-PF) (2017)