

For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

Name of foundation THE LLANDAFF FAMILY TRUST		A Employer identification number 52-7082661	
Number and street (or P.O. box number if mail is not delivered to street address) 6620 PEACHBLOSSOM PT ROAD		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code EASTON, MD 21601		B Telephone number (see instructions) (410) 822-5321	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 736,937		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	79,180			
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	24	24		
	4 Dividends and interest from securities	9,543	9,543		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	55,798			
	b Gross sales price for all assets on line 6a 457,008				
	7 Capital gain net income (from Part IV, line 2)		55,798		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	144,545	65,365		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,125	2,125		0
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	137	137		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	5,678	5,678		0
	24 Total operating and administrative expenses. Add lines 13 through 23	7,940	7,940		0
	25 Contributions, gifts, grants paid	222,050			222,050
	26 Total expenses and disbursements. Add lines 24 and 25	229,990	7,940		222,050
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-85,445			
	b Net investment income (if negative, enter -0-)		57,425		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing	27,549	9,058	9,058		
	2	Savings and temporary cash investments					
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (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)	102,640	41,391	44,008		
	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)	583,890	578,185	683,871		
	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)	714,079	628,634	736,937			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶ _____)					
	23	Total liabilities (add lines 17 through 22)	0	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds	0	0			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0	0			
	29	Retained earnings, accumulated income, endowment, or other funds	714,079	628,634			
	30	Total net assets or fund balances (see instructions)	714,079	628,634			
31	Total liabilities and net assets/fund balances (see instructions) .	714,079	628,634				

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	714,079
2	Enter amount from Part I, line 27a	2	-85,445
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	628,634
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	628,634

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	55,798
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 { }	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	110,996	747,300	0 148529
2015	148,527	729,298	0 203657
2014	43,531	807,379	0 053916
2013	39,661	745,612	0 053193
2012	33,300	702,808	0 047381
2 Total of line 1, column (d)			2 0 506676
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 101335
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 764,494
5 Multiply line 4 by line 3			5 77,470
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 574
7 Add lines 5 and 6			7 78,044
8 Enter qualifying distributions from Part XII, line 4			8 222,050

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	574
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	574
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	574
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	0
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	0
7	Total credits and payments. Add lines 6a through 6d.	7	0
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	18
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	592
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)? <i>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</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ 0 (2) On foundation managers ☐ \$ _____ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ MD		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	No
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)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	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 NONE	13	Yes	
14	The books are in care of THOMAS E HILL Telephone no (410) 822-3400			

Located at **6620 PEACHBLOSSOM PT ROAD EASTON MD** ZIP+4 **21601**

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			
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			
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			
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		
	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			
	<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?		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?		7b		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
THOMAS E HILL 6620 PEACHBLOSSOM PT ROAD EASTON, MD 21601	TRUSTEE 1 00	0	0	0
CATHERINE V HILL 6620 PEACHBLOSSOM PT ROAD EASTON, MD 21601	TRUSTEE 1 00	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	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
NONE				

Total number of other employees paid over \$50,000. **0**

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		

Total number of others receiving over \$50,000 for professional services. **0**

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 TO PROVIDE GRANTS TO OTHER CHARITABLE AND EDUCATIONAL ORGANIZATIONS	222,050
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. **0**

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	752,747
b	Average of monthly cash balances.	1b	23,389
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	776,136
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	776,136
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	11,642
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	764,494
6	Minimum investment return. Enter 5% of line 5.	6	38,225

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	38,225
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	574
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	574
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	37,651
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	37,651
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	37,651

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	222,050
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	222,050
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	574
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	221,476

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				37,651
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				1,758
c From 2014.				2,794
d From 2015.				113,584
e From 2016.				73,631
f Total of lines 3a through e.	191,767			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 222,050				
a Applied to 2016, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2017 distributable amount.				37,651
e Remaining amount distributed out of corpus	184,399			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	376,166			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
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).	0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	376,166			
10 Analysis of line 9				
a Excess from 2013.				1,758
b Excess from 2014.				2,794
c Excess from 2015.				113,584
d Excess from 2016.				73,631
e Excess from 2017.				184,399

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))	
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 THOMAS E HILL 218 N WASHINGTON STREET EASTON, MD 21601 (410) 822-9400	
b The form in which applications should be submitted and information and materials they should include LETTER	
c Any submission deadlines N/A	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors N/A	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	222,050
b <i>Approved for future payment</i>				
Total			3b	0

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.		
	*****	2018-05-08	*****
	Signature of officer or trustee	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	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	ROBERT T VALLIANT				P00040846
	Firm's name ► CBIZ MHM LLC	Firm's EIN ► 34-1876254			
	Firm's address ► 28614 MARLBORO AVE SUITE 103 EASTON, MD 21601				Phone no (410) 822-6950

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)
JP MORGAN UNDISC MNGR		2016-06-15	2017-08-28
ROYCE PENNSYLVANIA MUTUAL		2015-12-17	2017-12-14
SCHARF FUND INVST		2016-02-16	2017-11-16
WISDOMTREE TRUST		2015-03-17	2017-05-22
CALAMOS GROWTH & INCOME		2002-12-12	2017-12-14
CARMAX		1988-03-09	2017-05-04
HOTCHKIS & WILEY		2005-05-09	2017-11-10
LEGG MASON INC		2016-08-04	2017-01-04
NESTLE SPON ADR		1989-10-09	2017-12-14
NOW INC		2007-03-29	2017-02-21

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
50,000		45,323	4,677
32,074		33,468	-1,394
35,041		29,161	5,880
41,374		42,267	-893
39,991		27,461	12,530
25,422		25,222	200
9,963		7,052	2,911
81,084		85,875	-4,791
8,588		8,548	40
3,091		2,384	707

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			4,677
			-1,394
			5,880
			-893
			12,530
			200
			2,911
			-4,791
			40
			707

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)
ROYCE PENNSYLVANIA MUTUAL		2002-12-06	2017-08-28
SIMON PPTY GROUP		1995-03-27	2017-12-14
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
92,950		78,174	14,776
16,677		16,275	402
20,753			20,753

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			14,776
			402
			20,753

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ACADEMY ART MUSEUM 106 SOUTH STREET EASTON, MD 21601	NONE	501C(3)	OPERATIONS	200
ADKINS ARBORETUMPO BOX 100 RIDGELY, MD 21660	NONE	501C(3)	OPERATIONS	1,000
ADVENTURE UNLIMITED 5201 S QUEBEC STREET GREENWOOD VILLAGE, CO 80111	NONE	501C(3)	OPERATIONS	1,000
AMERICAN LEGIONPO BOX 361626 INDIANAPOLIS, IN 46236	NONE	501C(3)	OPERATIONS	100
AVALON FOUNDATION40 E DOVER ST EASTON, MD 21601	NONE	501C(3)	OPERATIONS	500
Total 3a				222,050

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BAAM INCPO BOX 1066 EASTON, MD 21601	NONE	501C(3)	OPERATIONS	1,500
BARNABAS AND PARTNERS 3716 MERRIFIELD RD CHARLOTTE, NC 28211	NONE	501C(3)	OPERATIONS	1,000
BENEVOLENT ASSOCIATION CHESTNUT HILL 910 BOYLSTON ROAD CHESTNUT HILL, MA 024672400	NONE	501C(3)	OPERATIONS	3,000
BOY SCHOUTS OF AMERICA 1325 WEST WALNUT HILL LANE IRVING, TX 75015	NONE	501C(3)	OPERATIONS	1,000
BRYAN BROTHERS FOUNDATION 8859 MISTLETOE DRIVE STE F EASTON, MD 21601	NONE	501C(3)	OPERATIONS	2,000
Total ▶ 3a				222,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CAMP SUNSHINE 28486 SANDERSTOWN RD TRAPPE, MD 21673	NONE	501C(3)	OPERATIONS	250
CAMPUS CRUSADE FOR CHRIST 26259 ROYAL OAK RD EASTON, MD 21601	NONE	501C(3)	OPERATIONS	1,500
CARE151 ELLIS STREET NE ATLANTA, GA 303032440	NONE	501C(3)	OPERATIONS	400
CARSON SCHOLARS FUND INC 305 W CHESAPEAKE AVE SUITE L-020 TOWSON, MD 21204	NONE	501C(3)	EDUCATION	1,000
CASA OF TALBOT COUNTYPO BOX 2049 EASTON, MD 21601	NONE	501C(3)	OPERATIONS	1,000
Total 				222,050
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CATO INSTITUTE 1000 MASSACHUSETTS AVE NW WASHINGTON, DC 200015403	NONE	501C(3)	OPERATIONS	1,500
CENTRAL MARYLAND TRANSPORTATION ALLIANCE 2 E READ ST FL 9 BALTIMORE, MD 21202	NONE	501C(3)	OPERATIONS	250
CHANNEL MARKER 8626 BROOKS DRIVE SUITE 304 EASTON, MD 21601	NONE	501C(3)	OPERATIONS	250
CHESAPEAKE BAY MARITIME MUSEUM NAVY POINT PO BOX 36 ST MICHAELS, MD 21663	NONE	501C(3)	OPERATIONS	350
CHESAPEAKE COLLEGE FOUNDATION PO BOX 8 WYE MILLS, MD 21679	NONE	501C(3)	EDUCATION	25,000
Total 				222,050
3a				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHESAPEAKE MUSIC 114 N WASHINGTON ST STE 20-21 EASTON, MD 21601	NONE	501C(3)	OPERATIONS	2,000
CHESTER RIVER CHORALEPO BOX 461 CHESTERTOWN, MD 21620	NONE	501C(3)	OPERATIONS	200
CHOICES PREGNANCY CENTER 8221 TEAL DR STE 408 EASTON, MD 21601	NONE	501C(3)	OPERATIONS	300
CRITCHLOW ADKINS CHILDREN'S CENTER PO BOX 2950 EASTON, MD 21601	NONE	501C(3)	OPERATIONS	500
DELMARVA NESTING FOUNDATION 6480 LOCUST GROVE ROAD EASTON, MD 21601	NONE	501C(3)	OPERATIONS	1,000
Total ▶ 3a				222,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EASTERN SHORE LAND CONSERVANCY PO BOX 169 QUEENSTOWN, MD 21658	NONE	501C(3)	OPERATIONS	500
EASTON ELEMENTARY SCHOOL PTO 307 GLENWOOD AVE EASTON, MD 21601	NONE	501C(3)	EDUCATION	50
EASTON HIGH SCHOOL SUPPORT OUR SPORTS 723 MECKLENBURG AVE EASTON, MD 21601	NONE	501C(3)	EDUCATION	1,000
EASTON VOLUNTEER FIRE DEPT 315 AURORA PARK DRIVE EASTON, MD 21601	NONE	501C(3)	OPERATIONS	1,000
FELLOWSHIP OF CHRISTIAN ATHLETES 8701 LEEDS ROAD KANSAS CITY, MO 64129	NONE	501C(3)	OPERATIONS	500
Total 				222,050
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FINCA INTERNATIONAL 1201 15TH STREET NW 8TH FLOOR WASHINGTON, DC 20005	NONE	501C(3)	OPERATIONS	1,000
FOR ALL SEASONS300 TALBOT ST EASTON, MD 21601	NONE	501C(3)	OPERATIONS	2,000
FREDERICK DOUGLASS HONOR SOCIETY 102 E DOVER ST EASTON, MD 21601	NONE	501C(3)	EDUCATION	2,700
FREEDOM ROWERSPO BOX 3086 EASTON, MD 21601	NONE	501C(3)	OPERATIONS	250
FRIENDS OF THE LIBRARY 100 W DOVER ST EASTON, MD 21601	NONE	501C(3)	OPERATIONS	300
Total ► 3a				222,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GIRL SCOUTS OF THE CHESAPEAKE BAY 1346 BELMONT AVE SUITE 601 SALISBURY, MD 21804	NONE	501C(3)	OPERATIONS	250
GUNSTON DAY SCHOOL 911 GUNSTON RD CENTREVILLE, MD 21617	NONE	501C(3)	EDUCATION	1,500
HILLSDALE COLLEGE33 E COLLEGE ST HILLSDALE, MI 49242	NONE	501C(3)	EDUCATION	500
HIS HOPE HAVEN401 ALDERSGATE DR DENTON, MD 21629	NONE	501C(3)	OPERATIONS	2,000
IMAGINATION LIBRARY OF TALBOT COUNTY 102 EAST DIVER ST EASTON, MD 21601	NONE	501C(3)	OPERATIONS	500
Total ▶ 3a				222,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
INTERNATIONAL PARTNERSHIPS PO BOX 3740 BOONE, NC 28607	NONE	501C(3)	OPERATIONS	1,000
JOHN WESLEY CHURCH 4897 EVERGREEN ROAD OXFORD, MD 21654	NONE	501C(3)	OPERATIONS	250
JOHNS HOPKINS MEDICAL & SURGICAL ASSOCIATION 750 E PRATT ST STE 1700 BALTIMORE, MD 21202	NONE	501C(3)	OPERATIONS	500
JUDICIAL WATCHPO BOX 96234 WASHINGTON, DC 200777480	NONE	501C(3)	OPERATIONS	2,000
JUNIOR ACHIEVEMENT OF THE EASTERN SHORE 123C CAMDEN ST SALISBURY, MD 21801	NONE	501C(3)	EDUCATION	2,500
Total 				222,050
3a				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LIFETIME WELLS FOR GHANA 24321 SHORE HIGHWAY DENTON, MD 21629	NONE	501C(3)	OPERATIONS	3,000
LYNN HOUSE 440 WEST BRADDOCK ROAD ALEXANDRIA, VA 223041010	NONE	501C(3)	OPERATIONS	1,000
MEMORIAL HOSPITAL FOUNDATION PO BOX 1846 EASTON, MD 21601	NONE	501C(3)	OPERATIONS	2,000
MENTAL HEALTH ASSOCIATION OF MARYLAND 1301 YORK ROAD LUTHERVILLE, MD 21903	NONE	501C(3)	OPERATIONS	250
MERCATUS CENTER AT GEORGE MASON UNIVERSITY 3301 NORTH FAIRFAX DRIVE ARLINGTON, VA 222014433	NONE	501C(3)	EDUCATION	1,000
Total ► 3a				222,050

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MID SHORE COMMUNITY FOUNDATION C/O THE BULLITT HOUSE 102 EAST DOVER ST EASTON, MD 21601	NONE	501C(3)	OPERATIONS	26,500
MID-SHORE MEDIATION 300 TALBOT STREET 206 EASTON, MD 21601	NONE	501C(3)	OPERATIONS	1,000
NATIONAL RIGHT TO WORK LEGAL DEFENSE FUND 8001 BRADDOCK ROAD SPRINGFIELD, VA 22160	NONE	501C(3)	OPERATIONS	2,000
NEIGHBORHOOD SERVICE CENTER 126 PORT ST EASTON, MD 21601	NONE	501C(3)	OPERATIONS	700
OLIVE TREE PROJECTS 9921 CARMEL MOUNTAIN RD 328 SAN DIEGO, CA 92129	NONE	501C(3)	OPERATIONS	500
Total ▶ 3a				222,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
OPERATION OPEN ARMSPO BOX 101 ST JAMES CITY, FL 33956	NONE	501C(3)	OPERATIONS	1,000
ORCHARD HILL CHURCH 2551 BRANDT SCHOOL RD WEXFORD, PA 15090	NONE	501C(3)	OPERATIONS	3,250
OXFORD COMMUNITY CENTER 200 OXFORD RD OXFROD, MD 21654	NONE	501C(3)	OPERATIONS	1,500
PATRICIA LYETH WEBB ASSOCIATION 340 MADISON AVE SUITE 434 NEW YORK, NY 10173	NONE	501C(3)	OPERATIONS	1,400
PLUS5353 WAYZATA BOULEVARD MINNEAPOLIS, MN 55416	NONE	501C(3)	OPERATIONS	500
Total ► 3a				222,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
RADCLIFFE CREEK SCHOOL 210 TALBOT BLVD STE A CHESTERTOWN, MD 21620	NONE	501C(3)	EDUCATION	10,000
ROTARY CLUB OF EASTON YOUTH PO BOX 1444 EASTON, MD 21601	NONE	501C(3)	OPERATIONS	1,575
SAT 7 NORTH AMERICAPO BOX 2770 EASTON, MD 21601	NONE	501C(3)	OPERATIONS	250
SIGMA PHI EPSILON EDUCATIONAL FOUNDATION 310 S BOULEVARD RICHMOND, VA 23220	NONE	501C(3)	EDUCATION	1,200
SMILE TRAINPO BOX 96208 WASHINGTON, DC 200906208	NONE	501C(3)	OPERATIONS	500
Total ▶ 3a				222,050

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SOCIETY OF ST VINCENT DE PAUL 8648 COMMERCE DR 400 EASTON, MD 21601	NONE	501C(3)	OPERATIONS	250
SPRING HILL CEMETERY FUND 123 NORTH ST EASTON, MD 21601	NONE	501C(3)	OPERATIONS	250
ST STEPHENS AME CHURCH 9467 UNIONVILLE RD EASTON, MD 21601	NONE	501C(3)	OPERATIONS	5,000
ST MARK'S METHODIST CHURCH 100 PEACHBLOSSOM ROAD EASTON, MD 21601	NONE	501C(3)	OPERATIONS	10,000
ST MICHAELS COMMUNITY CENTER PO BOX 354 ST MICHAELS, MD 21663	NONE	501C(3)	OPERATIONS	750
Total ▶ 3a				222,050

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TALBOT COUNTY EMERGENCY MEDICAL SERVICES 605 PORT STREET EASTON, MD 21601	NONE	501C(3)	OPERATIONS	100
TALBOT COUNTY FRATERNAL ORDER OF POLICE LODGE 18 208 E DOVER ST SUITE 3 EASTON, MD 21601	NONE	501C(3)	OPERATIONS	300
TALBOT EDUCATION FOUNDATION 12 MAGNOLIA ST EASTON, MD 21601	NONE	501C(3)	EDUCATION	500
TALBOT FIGURE SKATING TEAM PO BOX 1344 EASTON, MD 21601	NONE	501C(3)	OPERATIONS	100
TALBOT HISTORICAL SOCIETY 25 S WASHINGTON ST EASTON, MD 21601	NONE	501C(3)	OPERATIONS	34,750
Total ▶ 3a				222,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TALBOT HOSPICE8586 CYNWOOD DR EASTON, MD 21601	NONE	501C(3)	OPERATIONS	900
TALBOT HUMANE SOCIETY 7894 OCEAN GATEWAY POB 1143 EASTON, MD 21601	NONE	501C(3)	OPERATIONS	1,000
TALBOT INTERFAITH SHELTER 102 EAST DOVER STREET EASTON, MD 21601	NONE	501C(3)	OPERATIONS	1,000
TALBOT MENTORS 108 MARYLAND AVE STE 102 EASTON, MD 21601	NONE	501C(3)	EDUCATION	1,000
TALBOT PARTNERSHIP 8 GOLDSBOROUGH ST SUITE 203 EASTON, MD 21601	NONE	501C(3)	OPERATIONS	500
Total ► 3a				222,050

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TALBOT SPECIAL RIDERS 30485 MATTHEWSTOWN RD EASTON, MD 21601	NONE	501C(3)	OPERATIONS	150
THE ASPEN INSTITUTE ONE DUPONT CIRCLE NW SUITE 700 WASHINGTON, DC 200361133	NONE	501C(3)	OPERATIONS	2,500
THE BRIGHTER CHRISTMAS FUND PO BOX 600 EASTON, MD 21601	NONE	501C(3)	OPERATIONS	1,000
THE CHILDREN'S HOME FOUNDATION 314 NORTH STREET EASTON, MD 21601	NONE	501C(3)	OPERATIONS	600
THE DIXION HOUSE108 N HIGGINS ST EASTON, MD 21601	NONE	501C(3)	OPERATIONS	150
Total ▶ 3a				222,050

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE FIRST CHURCH OF CHRIST SCIENCE 210 MASSACHUSETTE AVE BOSTON, MA 02115	NONE	501C(3)	OPERATIONS	2,500
THE HERITAGE FOUNDATION 214 MASSACHUSETTS AVE NE POB 97057 WASHINGTON, DC 200024999	NONE	501C(3)	OPERATIONS	2,000
THE INTERNATIONAL FOUNDATION PO BOX 23813 WASHINGTON, DC 20026	NONE	501C(3)	OPERATIONS	2,000
THE PRINCIPIAPO BOX 66990 ST LOUIS, MO 631669927	NONE	501C(3)	EDUCATION	1,000
THE SALVATION ARMY575 E STATE ST TRENTON, NJ 08601	NONE	501C(3)	OPERATIONS	300
Total ▶ 3a				222,050

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE TOME SCHOOL 581 SOUTH MARYLAND AVENUE NORTH EAST, MD 21901	NONE	501C(3)	EDUCATION	1,000
TRINITY FORUM 2011 PENNSYLVANIA AVENUE NW SUITE 250 WASHINGTON, DC 20006	NONE	501C(3)	OPERATIONS	1,500
TRUST FOR THE NATIONAL MALL 1300 PENNSYLVANIA AVE NW STE 370 WASHINGTON, DC 20004	NONE	501C(3)	OPERATIONS	1,000
UMCES FOUNDATION 3300 METZEROTT ROAD ADELPHI, MD 20783	NONE	501C(3)	OPERATIONS	1,000
UNITED FUND OF TALBOT COUNTY 121 N WASHINGTON ST EASTON, MD 21601	NONE	501C(3)	OPERATIONS	5,000
Total ► 3a				222,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNIVERSITY OF DELAWARE 83 E MAIN ST NEWARK, DE 197162128	NONE	501C(3)	EDUCATION	1,000
UNIVERSITY OF MARYLAND COLLEGE PARK FOUNDATION INC 4603 CALVERT ROAD COLLEGE PARK, MD 20740	NONE	501C(3)	EDUCATION	350
UNIVERSITY OF RICHMOND OFFICE OF ANNUAL GIVING PO BOX 403443 ATLANTA, GA 303843443	NONE	501C(3)	EDUCATION	3,500
WESLEY FREEDOM UMC 961 JOHNSVILLE ROAD SYKESVILLE, MD 21228	NONE	501C(3)	OPERATIONS	1,000
WOMEN AND GIRLS FUND OF THE MIDSHORE 102 EAST DOVER ST 2ND FLOOR EASTON, MD 21601	NONE	501C(3)	OPERATIONS	1,225
Total ▶ 3a				222,050

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WYE RIVER UPPER SCHOOL 316 S COMMERCE STREET CENTREVILLE, MD 21617	NONE	501C(3)	EDUCATION	3,000
YOUNG LIFE2661 MAIN ST TRENTON, NJ 08648	NONE	501C(3)	OPERATIONS	7,650
Total ▶ 3a				222,050

TY 2017 Accounting Fees Schedule**Name:** THE LLANDAFF FAMILY TRUST**EIN:** 52-7082661**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	2,125	2,125		0

TY 2017 Investments Corporate Stock Schedule**Name:** THE LLANDAFF FAMILY TRUST**EIN:** 52-7082661

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ANADARKO PETROLEUM CORP	14,381	16,092
FEDEX CORP	11,770	12,477
PNC	15,240	15,439

TY 2017 Investments - Other Schedule**Name:** THE LLANDAFF FAMILY TRUST**EIN:** 52-7082661**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
CALAMOS GROWTH & INCOME FUND	AT COST	70,274	80,112
DAVIS OPPORTUNITY FUND	AT COST	114,622	153,475
HOTCHKIS & WILEY LARGE CAP	AT COST	40,214	60,158
ROYCE PENNSYLVANIA MUTUAL FD	AT COST	36,152	38,190
SCHARF FUND INVEST	AT COST	73,059	87,563
UNDISCOVERED MNGR	AT COST	80,135	85,336
OPPENHEIMER MID CAP	AT COST	20,010	21,553
HENNESSY JAPAN INST	AT COST	40,038	47,314
T ROWE PRICE INTL DISCOVERY	AT COST	103,681	110,170

TY 2017 Other Expenses Schedule**Name:** THE LLANDAFF FAMILY TRUST**EIN:** 52-7082661**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADVISORY FEES	5,678	5,678		0

TY 2017 Taxes Schedule**Name:** THE LLANDAFF FAMILY TRUST**EIN:** 52-7082661

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	137	137		0