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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

▶ Go to *www.irs.gov/Form990PF* for instructions and the latest information.

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning 09/01 , 2018, and ending 08/31, 2019

Name of foundation: BROWN ADVISORY CHARITABLE FOUNDATION INC.	**A** Employer identification number: 01-0912891
Number and street (or P O box number if mail is not delivered to street address): 901 SOUTH BOND STREET SUITE 400 — Room/suite:	**B** Telephone number (see instructions): 443-873-5256
City or town, state or province, country, and ZIP or foreign postal code: BALTIMORE, MD 21231	**C** If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 228,026.

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))

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	1,074,442.			
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	1,222.	1,222.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	2,230.			
	b	Gross sales price for all assets on line 6a 2,515.				
	7	Capital gain net income (from Part IV, line 2)		2,230.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	1,077,894.	3,452.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 2	2,956.			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	2,956.	NONE	NONE	
	25	Contributions, gifts, grants paid	1,201,129.			1,201,129.
	26	**Total expenses and disbursements** Add lines 24 and 25	1,204,085.	NONE	NONE	1,201,129.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	-126,191.			
	b	**Net investment income** (if negative, enter -0-)		3,452.		
	c	**Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	356,474.	228,026.	228,026.
	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 ▶ NONE			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	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)	356,474.	228,026.	228,026.
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)		NONE	
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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	356,474.	228,026.	
	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)	356,474.	228,026.	
	31 Total liabilities and net assets/fund balances (see instructions)	356,474.	228,026.	

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	356,474.
2	Enter amount from Part I, line 27a	2	-126,191.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	230,283.
5	Decreases not included in line 2 (itemize) ▶ UNREALIZED GAIN ON ASSETS CONTRIBUTED	5	2,257.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	228,026.

Form 990-PF (2018)

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	PUBLICLY TRADED SECURITIES			
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	2,515.		285.	2,230.
b				
c				
d				
e				

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

	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				2,230.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } **2** 2,230.

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 doesn't qualify under section 4940(e) Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	1,204,351.	164,647.	7.314746
2016	936,065.	67,334.	13.901818
2015	1,021,373.	66,735.	15.304907
2014	1,000,599.	37,261.	26.853788
2013	794,388.	NONE	NONE

2	**Total** of line 1, column (d) . . .	2	63.375259
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years . . .	3	12.675052
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5 . . .	4	138,967.
5	Multiply line 4 by line 3 . . .	5	1,761,414.
6	Enter 1% of net investment income (1% of Part I, line 27b) . . .	6	35.
7	Add lines 5 and 6 . . .	7	1,761,449.
8	Enter qualifying distributions from Part XII, line 4 . . .	8	1,201,129.

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	69.
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	NONE
3	Add lines 1 and 2	3	69.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	69.
6	Credits/Payments:		
a	2018 estimated tax payments and 2017 overpayment credited to 2018 . . . . 6a		
b	Exempt foreign organizations - tax withheld at source . . . . 6b NONE		
c	Tax paid with application for extension of time to file (Form 8868) . . . . 6c NONE		
d	Backup withholding erroneously withheld 6d		
7	Total credits and payments Add lines 6a through 6d	7	NONE
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	69.
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 2019 estimated tax** ▶ NONE **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ____ **(2)** On foundation managers ▶ $ ____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered See instructions ▶ MD			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ CATHERINE P MCDONNELL Telephone no. ▶ (443)873-5256

Located at ▶ 901 S BOND ST, STE 400, BALTIMORE, MD ZIP+4 ▶ 21231

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

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

			Yes	No
16	At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year, did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ Yes ☒ No If "Yes," list the years ▶ ____ , ____ , ____ , ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____ , ____ , ____ , ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2018 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 2018)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b		X

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

			Yes	No
5a	During the year, did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . . ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . . . ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . . . ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? See instructions . . . . . . ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . . . ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance? See instructions	5b		
	Organizations relying on a current notice regarding disaster assistance, check here . . . . . . ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . . . ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . . . ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		
8	Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment(s) during the year? . . . . . . ☐ Yes ☒ No			

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

1 List all officers, directors, trustees, and foundation managers and their compensation. See instructions.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 3				

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

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

Total number of other employees paid over $50,000 . . . . . . ▶ NONE

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	NONE
b	Average of monthly cash balances	1b	141,083.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	141,083.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	141,083.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,116.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	138,967.
6	**Minimum investment return.** Enter 5% of line 5	6	6,948.

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	6,948.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	69.		
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	69.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	6,879.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	6,879.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	6,879.

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	1,201,129.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,201,129.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,201,129.

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				6,879.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			NONE	
b Total for prior years 20___,20___,20___		NONE		
3 Excess distributions carryover, if any, to 2018				
a From 2013 . . . . . . 794,388.				
b From 2014 . . . . . . 998,718.				
c From 2015 . . . . . . 1,018,036.				
d From 2016 . . . . . . 932,698.				
e From 2017 . . . . . . 1,196,139.				
f **Total** of lines 3a through e	4,939,979.			
4 Qualifying distributions for 2018 from Part XII, line 4. ▶ $ 1,201,129.				
a Applied to 2017, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2018 distributable amount				6,879.
e Remaining amount distributed out of corpus	1,194,250.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	6,134,229.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				NONE
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)	NONE			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions)	794,388.			
9 **Excess distributions carryover to 2019.** Subtract lines 7 and 8 from line 6a	5,339,841.			
10 Analysis of line 9				
a Excess from 2014 . . . 998,718.				
b Excess from 2015 . . . 1,018,036.				
c Excess from 2016 . . . 932,698.				
d Excess from 2017 . . . 1,196,139.				
e Excess from 2018 . . . 1,194,250.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

BROWN ADVISORY LLC

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.

N/A

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., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

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

SEE STATEMENT 5

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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*				
SEE ATTACHED LIST	NONE	PC	GENERAL	1,201,129.
Total . . . . . . ▶ **3a**				1,201,129.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	1,222.	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	2,230.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				3,452.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 3,452.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions.)
	NOT APPLICABLE

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

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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

DocuSigned by: [signature] 2C5B126B3DEA4AA

Signature of officer or trustee | Date: 7/6/2020 | Title: President

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
KELLY NEUGEBAUER	[signature]	07/01/2020		P01285591
Firm's name ▶ DELOITTE TAX LLP			Firm's EIN ▶ 86-1065772	
Firm's address ▶ 180 EAST BROAD ST, 14TH FLOOR COLUMBUS, OH 43215-3611			Phone no 614-221-1000	

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

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to *www.irs.gov/Form990* for the latest information.

OMB No 1545-0047

2018

Name of the organization	Employer identification number
BROWN ADVISORY CHARITABLE FOUNDATION INC.	01-0912891

Organization type (check one).

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

Check if your organization is covered by the **General Rule** or a **Special Rule.**

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

General Rule

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

Special Rules

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

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

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

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

Name of organization	Employer identification number
BROWN ADVISORY CHARITABLE FOUNDATION INC.	01-0912891

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	BROWN ADVISORY LLC 901 S BOND ST, STE 400 BALTIMORE, MD 21231	$ 1,053,500.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
2	PAUL & KELLY CHEW 309 CHATTOLANEE HILL ROAD OWINGS MILLS, MD 21117	$ 18,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FCC STANDARD BANK DEPOSIT		1,222.	1,222.
	TOTAL	1,222.	1,222.

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
FEDERAL EXCISE TAX		2,956.
	TOTALS	2,956.

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

OFFICER NAME:
BRETT D ROGERS
ADDRESS:
901 S BOND ST, STE 400
BALTIMORE, MD 21231
TITLE:
VICE PRESIDENT
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
MICHAEL D HANKIN
ADDRESS:
901 S BOND ST, STE 400
BALTIMORE, MD 21231
TITLE:
CHAIRMAN
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
DAVID M CHURCHILL
ADDRESS:
901 S BOND ST, STE 400
BALTIMORE, MD 21231
TITLE:
TREASURER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
THOMAS D SCHWEIZER
ADDRESS:
901 S BOND ST, STE 400
BALTIMORE, MD 21231
TITLE:
VICE PRESIDENT
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

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

OFFICER NAME:
CATHERINE P MCDONNELL
ADDRESS:
901 S BOND ST, STE 400
BALTIMORE, MD 21231
TITLE:
PRESIDENT
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

RECIPIENT NAME:
CATHERINE P MCDONNELL
ADDRESS:
901 S BOND ST, STE 400
BALTIMORE, MD 21231
RECIPIENT'S PHONE NUMBER: 443-873-5256
FORM, INFORMATION AND MATERIALS:
NAME, ADDRESS AND PURPOSE FOR WHICH FUNDS ARE REQUESTED
SUBMISSION DEADLINES:
NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
GEOGRAPHICAL

Form 990-PF - Part XV - Supplementary Information, Line 3a

Date	Recipient	Amount	Address	Relationship to Substantial Contributor	Purpose of Grant, Allocation or Contribution	Foundation Status of Recipient
9/17/2018	The Community Foundation of Frederick County	$ 1,000	Frederick, MD	None	General	Public Charity
9/21/2018	Adoptions Together	$ 2,500	Calverton, MD	None	General	Public Charity
9/21/2018	B&O Railroad Museum	$ 3,000	Baltimore, MD	None	General	Public Charity
9/21/2018	Baltimore Symphony Orchestra	$ 10,000	Baltimore, MD	None	General	Public Charity
9/21/2018	Bergen Family Center	$ 3,500	Englewood, NJ	None	General	Public Charity
9/21/2018	Blackie Wills Community Leadership Fund	$ 1,600	Stevensville, MD	None	General	Public Charity
9/21/2018	Bon Secours Baltimore Health System Foundation	$ 5,000	Baltimore, MD	None	General	Public Charity
9/21/2018	Breast Cancer Alliance	$ 1,500	Greenwich, CT	None	General	Public Charity
9/21/2018	Bryan H Botti Memorial Foundation	$ 5,023	Monkton, MD	None	General	Public Charity
9/21/2018	Center for Urban Families	$ 2,500	Baltimore, MD	None	General	Public Charity
9/21/2018	Fair Chance	$ 10,000	Washington, DC	None	General	Public Charity
9/21/2018	Fair Hill International, Inc	$ 2,500	Elkton, MD	None	General	Public Charity
9/21/2018	Gilchrist	$ 10,000	Hunt Valley, MD	None	General	Public Charity
9/21/2018	Grace Institute	$ 2,000	New York, NY	None	General	Public Charity
9/21/2018	Historical Society of Washington, DC	$ 25,000	Washington, DC	None	General	Public Charity
9/21/2018	Hudson Highlands Land Trust	$ 3,000	Garrison, MD	None	General	Public Charity
9/21/2018	Joshua M Freeman Foundation	$ 2,500	Selbyville, DE	None	General	Public Charity
9/21/2018	JUST TRYAN IT	$ 2,500	Bethesda, MD	None	General	Public Charity
9/21/2018	Ladew Topiary Gardens	$ 10,000	Monkton, MD	None	General	Public Charity
9/21/2018	LUNGevity Foundation	$ 5,000	Chicago, IL	None	General	Public Charity
9/21/2018	Maryland Science Center	$ 12,000	Baltimore, MD	None	General	Public Charity
9/21/2018	Museum of Fine Arts Boston	$ 1,200	Boston, MA	None	General	Public Charity
9/21/2018	Palisades Parks Conservancy	$ 1,000	Bear Mountain, NY	None	General	Public Charity
9/21/2018	Parks & People Foundation	$ 5,000	Baltimore, MD	None	General	Public Charity
9/21/2018	Pete duPont Freedom Foundation	$ 500	Montchanin, DE	None	General	Public Charity
9/21/2018	Retro Report, Inc	$ 1,000	New York, NY	None	General	Public Charity
9/21/2018	Ronald McDonald House	$ 20,000	Baltimore, MD	None	General	Public Charity
9/21/2018	Special Love, Inc	$ 500	Winchester, VA	None	General	Public Charity
9/21/2018	St Elizabeth School	$ 2,000	Baltimore, MD	None	General	Public Charity
9/21/2018	Step Up	$ 3,000	New York, NY	None	General	Public Charity
9/21/2018	Sylvania Franciscan	$ 2,500	Sylvania, OH	None	General	Public Charity
9/21/2018	University of North Carolina, Chapel Hill	$ 5,000	Chapel Hill, NC	None	General	Public Charity
9/21/2018	The Sisters of St Francis of Philadelphia	$ 1,000	Philadelphia, PA	None	General	Public Charity
9/21/2018	Waterfront Partnership of Baltimore	$ 6,250	Baltimore, MD	None	General	Public Charity
9/21/2018	Young Marines National Foundation	$ 1,500	Dumfries, VA	None	General	Public Charity
9/24/2018	Chesapeake Conservancy	$ 125	Annapolis, MD	None	General	Public Charity
9/25/2018	Greater Washington Community Foundation	$ 5,000	Washington, DC	None	General	Public Charity
9/25/2018	Saint Agnes Foundation	$ 3,500	Baltimore, MD	None	General	Public Charity
9/25/2018	Winterthur	$ 250	Winterthur, DE	None	General	Public Charity
9/27/2018	Chesapeake College Foundation	$ 1,500	Wye Mills, MD	None	General	Public Charity
9/28/2018	Adams County Community Foundation	$ 2,500	Gettysburg, PA	None	General	Public Charity
10/1/2018	Boy Scouts of America	$ 1,000	Baltimore, MD	None	General	Public Charity
10/2/2018	JDRF	$ 5,000	Linthicum, MD	None	General	Public Charity
10/3/2018	Baltimore Corps	$ 1,800	Baltimore, MD	None	General	Public Charity
10/3/2018	Brown Memorial Park Avenue Presbyterian Church	$ 1,000	Baltimore, MD	None	General	Public Charity
10/3/2018	Strong City Baltimore	$ 500	Baltimore, MD	None	General	Public Charity
10/4/2018	Babe Ruth Birthplace Foundation	$ 2,500	Baltimore, MD	None	General	Public Charity
10/4/2018	Brandywine Ducks Unlimited	$ 500	Wilmington, DE	None	General	Public Charity
10/9/2018	The Choral Arts Society of Washington	$ 10,000	Washington, DC	None	General	Public Charity
10/10/2018	Baltimore Next Generation Investing Event	$ 10,000	Baltimore, MD	None	General	Public Charity
10/10/2018	Lupus Research Alliance	$ 5,000	New York, NY	None	General	Public Charity
10/11/2018	Waller Creek Conservancy	$ 10,000	Austin, TX	None	General	Public Charity
10/15/2018	United States Holocaust Memorial Museum	$ 500	Washington, DC	None	General	Public Charity
10/16/2018	Broadway Housing Communities	$ 750	New York, NY	None	General	Public Charity
10/18/2018	JDRF	$ 750	Linthicum, MD	None	General	Public Charity
10/23/2018	Building 21	$ 5,000	Plymouth Meeting, PA	None	General	Public Charity
10/23/2018	Richmond Ballet	$ 5,000	Richmond, VA	None	General	Public Charity
10/23/2018	Stroud Water Research Center	$ 2,500	Avondale, PA	None	General	Public Charity
10/24/2018	Cradles to Crayons	$ 250	Philadelphia, PA	None	General	Public Charity
10/29/2018	The Associated	$ 25,000	Baltimore, MD	None	General	Public Charity
10/29/2018	Mercy Health Foundation	$ 10,000	Baltimore, MD	None	General	Public Charity
11/19/2018	Mount Washington Pediatric Hospital	$ 3,000	Baltimore, MD	None	General	Public Charity
11/20/2018	Catholic Charities of the Diocese of Arlington	$ 250	Arlington, VA	None	General	Public Charity
11/20/2018	Montgomery County Historical Society	$ 1,000	Rockville, MD	None	General	Public Charity
11/20/2018	Pratt Library	$ 20,000	Baltimore, MD	None	General	Public Charity
11/20/2018	Religious Community Services (RCS)	$ 2,500	New Bern, NC	None	General	Public Charity
11/20/2018	The Philadelphia Orchestra	$ 3,125	Philadelphia, PA	None	General	Public Charity
11/20/2018	Willowdale Steeplechase	$ 2,500	Kennet Square, PA	None	General	Public Charity
11/20/2018	Johns Hopkins University	$ 50,000	Baltimore, MD	None	General	Public Charity
11/20/2018	Washington College	$ 50,000	Chestertown, MD	None	General	Public Charity
11/20/2018	Penn-Mar Human Services	$ 7,500	Glen Rock, PA	None	General	Public Charity
11/21/2018	Boys and Girls Club of Boston	$ 5,000	Boston, MA	None	General	Public Charity
11/21/2018	Edvestors	$ 2,500	Boston, MA	None	General	Public Charity
11/21/2018	EV Kids	$ 5,000	Dorchester, MD	None	General	Public Charity
11/21/2018	Everyman Theatre	$ 1,000	Baltimore, MD	None	General	Public Charity
11/21/2018	Foundation for MetroWest	$ 2,500	Natick, MA	None	General	Public Charity
11/21/2018	GreenLight Fund	$ 3,000	Boston, MD	None	General	Public Charity

Date	Recipient	Amount	Address	Relationship to Substantial Contributor	Purpose of Grant, Allocation or Contribution	Foundation Status of Recipient
11/21/2018	Greenwich United Way	$ 5,000	Greenwich CT	None	General	Public Charity
11/21/2018	Princeton Public Library	$ 1,500	Princeton, NJ	None	General	Public Charity
11/21/2018	Health Equity International	$ 5,000	Newton, MA	None	General	Public Charity
12/6/2018	DivInc	$ 5,000	Greenwich, CT	None	General	Public Charity
12/11/2018	Allendale Foundation for Educational Excellence	$ 500	Austin TX	None	General	Public Charity
12/11/2018	Urban Arts Partnership	$ 1,125	Greenwich, CT	None	General	Public Charity
12/11/2018	York County History Center	$ 2,500	York PA	None	General	Public Charity
12/11/2018	Delaware Wild Lands, Inc	$ 1,000	Odessa, DE	None	General	Public Charity
12/13/2018	American Heart Association	$ 10,000	Baltimore, MD	None	General	Public Charity
12/17/2018	ArtStream	$ 1,000	Washington, DC	None	General	Public Charity
12/17/2018	United Way of Central Maryland	$ 1,000	Baltimore, MD	None	General	Public Charity
12/18/2018	Delaware Technical & Community College	$ 500	Dover, DE	None	General	Public Charity
12/19/2018	First Mile Stable Charitable Foundation LLC	$ 5,000	Baltimore MD	None	General	Public Charity
1/2/2019	Blue Water Baltimore	$ 12,500	Baltimore, MD	None	General	Public Charity
1/2/2019	First Fruits Farm	$ 20,000	Freeland, MD	None	General	Public Charity
1/2/2019	Friends of Rash Field Park	$ 25,000	Baltimore, MD	None	General	Public Charity
1/2/2019	Habitat for Humanity	$ 50 000	Baltimore, MD	None	General	Public Charity
1/2/2019	International Youth Foundation	$ 12 500	Baltimore, MD	None	General	Public Charity
1/2/2019	Charlotte Heptathlon	$ 250	Charlotte NC	None	General	Public Charity
1/2/2019	University of Baltimore Foundation	$ 10,000	Baltimore, MD	None	General	Public Charity
1/2/2019	Waterfront Partnership of Baltimore	$ 6,250	Baltimore, MD	None	General	Public Charity
1/3/2019	Methodist Home for Children Foundation	$ 5,000	Raleigh, NC	None	General	Public Charity
1/11/2019	Orange County Literacy Council	$ 3,000	Carrboro, NC	None	General	Public Charity
1/14/2019	Baltimore School of the Arts	$ 6,000	Baltimore, MD	None	General	Public Charity
1/14/2019	Foundation for Baltimore County Public Library	$ 2 500	Baltimore, MD	None	General	Public Charity
1/16/2019	Johns Hopkins Children s Center	$ 10,000	Baltimore, MD	None	General	Public Charity
1/28/2019	Charlotte Heptathlon	$ 5,000	Charlotte, NC	None	General	Public Charity
2/4/2019	Virginia Foundation	$ 5,000	Charlottesville, VA	None	General	Public Charity
2/6/2019	Caroline Center	$ 1,000	Baltimore, MD	None	General	Public Charity
2/6/2019	Christ Child Society DC	$ 3,500	Washington, DC	None	General	Public Charity
2/6/2019	Institute of Notre Dame	$ 1 000	Baltimore, MD	None	General	Public Charity
2/6/2019	Junior Achievement of Central Maryland	$ 600	Owings Mills, MD	None	General	Public Charity
2/6/2019	Junior Achievement of Central Maryland	$ 1 300	Owings Mills, MD	None	General	Public Charity
2/11/2019	The Langley School	$ 2,500	McLean, VA	None	General	Public Charity
2/12/2019	Tudor Place Foundation	$ 10,000	Washington, DC	None	General	Public Charity
2/13/2019	Maryland Food Bank	$ 1,000	Baltimore, MD	None	General	Public Charity
2/13/2019	Middleburg Spring Race Association	$ 2,250	Middleburg, VA	None	General	Public Charity
2/14/2019	Piedmont Casa	$ 1,500	Charlottesville, VA	None	General	Public Charity
2/15/2019	Delaware Center for Horticulture	$ 550	Wilmington, DE	None	General	Public Charity
2/15/2019	KLRU	$ 10 000	Austin, TX	None	General	Public Charity
2/15/2019	Let Me Run Inc	$ 1,500	Charlotte NC	None	General	Public Charity
2/21/2019	Boys & Girls Club of Delaware	$ 1,000	Wilmington, DE	None	General	Public Charity
2/26/2019	CHC	$ 3,500	Unionville PA	None	General	Public Charity
2/27/2019	Shootout for Soldiers	$ 500	Hicksville, NY	None	General	Public Charity
2/27/2019	The Gilman School	$ 250	Baltimore, MD	None	General	Public Charity
2/28/2019	DCAD	$ 1,000	Wilmington, DE	None	General	Public Charity
2/28/2019	National Museum of Racing and Hall of Fame	$ 1,000	Saratoga Springs NY	None	General	Public Charity
3/1/2019	Volunteer Hampton Roads	$ 1,500	Hampton Roads, VA	None	General	Public Charity
3/6/2019	Cycle for Survival	$ 2,000	New York, NY	None	General	Public Charity
3/6/2019	Delaware Museum of Natural History	$ 333	Wilmington, DE	None	General	Public Charity
3/6/2019	Fair Chance	$ 10,000	Washington DC	None	General	Public Charity
3/6/2019	Greater Washington Community Foundation	$ 5,000	Washington, DC	None	General	Public Charity
3/6/2019	Potomac Community Resources, Inc	$ 2,500	Potomac, MD	None	General	Public Charity
3/11/2019	Waterfront Partnership of Baltimore	$ 6,250	Baltimore, MD	None	General	Public Charity
3/11/2019	Diocese of Fargo	$ 1 000	Fargo, ND	None	General	Public Charity
3/12/2019	Bolton Street Synagogue	$ 1,000	Fargo, ND	None	General	Public Charity
3/14/2019	Sentara Martha Jefferson Hospital	$ 100	Charlottesville VA	None	General	Public Charity
3/18/2019	Hampden Family Center	$ 500	Baltimore, MD	None	General	Public Charity
3/18/2019	The One Love Foundation	$ 500	Bronxville NY	None	General	Public Charity
3/19/2019	Georgetown Visitation	$ 2,500	Washington, DC	None	General	Public Charity
3/20/2019	ForKids	$ 2 500	Norfolk, VA	None	General	Public Charity
3/20/2019	Urban Arts Partnership	$ 1,008	New York, NY	None	General	Public Charity
3/26/2019	Steamship Trade Association	$ 2,500	Nottingham, MD	None	General	Public Charity
3/27/2019	Children s Environmental Literacy Foundation	$ 500	Valhalla, NY	None	General	Public Charity
3/27/2019	Don Bosco Cristo Ray	$ 1,750	Takoma Park MD	None	General	Public Charity
3/27/2019	Independence School	$ 500	Newark, DE	None	General	Public Charity
3/27/2019	Lutheran Child & Family Services of Illinois	$ 750	Oakbrook Terrace IL	None	General	Public Charity
3/27/2019	Nemours	$ 250	Wilmington DE	None	General	Public Charity
3/28/2019	Bath Community Hospital Foundation	$ 50,000	Hot Springs, VA	None	General	Public Charity
4/1/2019	Outward Bound Baltimore	$ 2,500	Baltimore, MD	None	General	Public Charity
4/1/2019	The Family Tree	$ 5,000	Baltimore, MD	None	General	Public Charity
4/3/2019	Sustainable Food Center	$ 5 000	Austin, TX	None	General	Public Charity
4/4/2019	Jordan McNair Foundation	$ 1,000	Baltimore, MD	None	General	Public Charity
4/4/2019	Maryland Environmental Services	$ 5,000	Millersville MD	None	General	Public Charity
4/5/2019	Friends of the Children Austin	$ 2 500	Austin, TX	None	General	Public Charity
4/9/2019	Habitat for Humanity	$ 500	Baltimore, MD	None	General	Public Charity
4/12/2019	Boys and Girls Club of Boston	$ 5 000	Boston, MA	None	General	Public Charity

Form 990-PF - Part XV - Supplementary Information, Line 3a (Continued)

Date	Recipient	Amount	Address	Relationship to Substantial Contributor	Purpose of Grant, Allocation or Contribution	Foundation Status of Recipient
4/12/2019	Invest In Girls	$ 2,500	Arlington, MA	None	General	Public Charity
4/12/2019	Justine Mee Liff Fund for the Emerald Necklace	$ 2,500	Boston, MA	None	General	Public Charity
4/12/2019	Justine Mee Liff Fund for the Emerald Necklace	$ 10,000	Boston, MA	None	General	Public Charity
4/12/2019	MIT Sloan Breaking the Mold	$ 1,000	Cambridge, MA	None	General	Public Charity
4/12/2019	MIT Sustainability Summit	$ 1,000	Cambridge, MA	None	General	Public Charity
4/12/2019	Roca	$ 5,000	Chelsea, MA	None	General	Public Charity
4/16/2019	Chesapeake Bay Trust	$ 500	Annapolis, MD	None	General	Public Charity
4/16/2019	American Scandinavian Foundation	$ 2,500	New York, NY	None	General	Public Charity
4/16/2019	Breast Cancer Alliance	$ 3,500	Greenwich, CT	None	General	Public Charity
4/16/2019	Creative Alliance, Inc	$ 1,000	Baltimore, MD	None	General	Public Charity
4/16/2019	Els for Autism	$ 5,000	Virginia Beach, VA	None	General	Public Charity
4/16/2019	Maryland SPCA	$ 1,500	Baltimore, MD	None	General	Public Charity
4/16/2019	Washington Jesuit Academy	$ 1,500	Washington, DC	None	General	Public Charity
4/17/2019	Hill School	$ 1,000	Middleburg, VA	None	General	Public Charity
4/22/2019	Passage Home	$ 1,500	Raleigh, NC	None	General	Public Charity
4/24/2019	Jewish Community Center of the South Bay	$ 150	Redondo Beach, CA	None	General	Public Charity
4/25/2019	Strong City Baltimore	$ 500	Baltimore, MD	None	General	Public Charity
4/25/2019	The Women's Initiative	$ 15,000	Charlottesville, VA	None	General	Public Charity
4/25/2019	Virginia Aquarium Marine Science Foundation	$ 5,000	Virginia Beach, VA	None	General	Public Charity
4/29/2019	Archdiocese of Baltimore	$ 5,000	Baltimore, MD	None	General	Public Charity
4/30/2019	Community Concerts at Second	$ 473	Baltimore, MD	None	General	Public Charity
5/1/2019	Ceres	$ 10,000	Boston, MA	None	General	Public Charity
5/1/2019	Hopewell	$ 2,500	Brooklandville, MD	None	General	Public Charity
5/1/2019	Maryland Environmental Trust	$ 10,000	Crownsville, MD	None	General	Public Charity
5/2/2019	MEMRI	$ 2,500	Washington, DC	None	General	Public Charity
5/2/2019	Wolf Trap	$ 10,000	Vienna, VA	None	General	Public Charity
5/2/2019	ACG	$ 8,000	McLean, VA	None	General	Public Charity
5/6/2019	FSU Foundation, Inc	$ 2,500	Framingham, MA	None	General	Public Charity
5/6/2019	Seabury Resources of Aging	$ 1,500	Washington, DC	None	General	Public Charity
5/7/2019	Beth Tfiloh Dahan Community School	$ 18,000	Baltimore, MD	None	General	Public Charity
5/8/2019	Eastern Virginia Medical School	$ 2,500	Norfolk, VA	None	General	Public Charity
5/8/2019	JDRF	$ 600	Linthicum, MD	None	General	Public Charity
5/8/2019	National Rehabilitation Hospital	$ 500	Washington, DC	None	General	Public Charity
5/8/2019	Virginia Wesleyan University	$ 500	Virginia Beach, VA	None	General	Public Charity
5/9/2019	Creative Action	$ 2,000	Austin, TX	None	General	Public Charity
5/9/2019	Heifetz International Music Institute, Inc	$ 1,000	Staunton, VA	None	General	Public Charity
5/13/2019	Chesapeake Bay Foundation	$ 25,000	Annapolis, MD	None	General	Public Charity
5/15/2019	Hudson Valley Shakespeare Festival	$ 700	Cold Spring, NY	None	General	Public Charity
5/15/2019	Peninsula Regional Medical Center Foundation	$ 1,500	Salisbury, MD	None	General	Public Charity
5/15/2019	The Arc Westchester Foundation	$ 1,700	Hawthorne, NY	None	General	Public Charity
5/15/2019	Urban Arts Partnership	$ 1,994	New York, NY	None	General	Public Charity
5/16/2019	Associated Black Charities	$ 10,000	Baltimore, MD	None	General	Public Charity
5/22/2019	Community Foundation of Howard County	$ 1,000	Columbia, MD	None	General	Public Charity
5/28/2019	Norton Museum of Art, Inc	$ 25,000	West Palm Beach, FL	None	General	Public Charity
5/30/2019	Baltimore City Foundation	$ 20,000	Baltimore, MD	None	General	Public Charity
5/31/2019	AFP Maryland	$ 1,000	Abingdon, MD	None	General	Public Charity
6/1/2019	Helping Up Mission	$ 5,000	Baltimore, MD	None	General	Public Charity
6/3/2019	Bryan H Botti Memorial Foundation	$ 5,023	Monkton, MD	None	General	Public Charity
6/3/2019	Community Foundation for Northern Virginia	$ 2,500	Oakton, VA	None	General	Public Charity
6/5/2019	Maple Knoll	$ 500	Cincinnati, OH	None	General	Public Charity
6/10/2019	Baltimore Area Council, BSA	$ 5,000	Baltimore, MD	None	General	Public Charity
6/10/2019	Foundation for MetroWest	$ 500	Natick,MA	None	General	Public Charity
6/10/2019	Teach For America	$ 5,000	Baltimore, MD	None	General	Public Charity
6/19/2019	Hillwood Museum, Estate, & Garden	$ 10,000	Washington, DC	None	General	Public Charity
6/25/2019	Dyslexia Tutoring Program	$ 3,000	Baltimore, MD	None	General	Public Charity
6/25/2019	Gilman School	$ 1,000	Baltimore, MD	None	General	Public Charity
7/1/2019	Waterfront Partnership of Baltimore	$ 6,250	Baltimore, MD	None	General	Public Charity
7/8/2019	GrowNYC	$ 2,000	New York, NY	None	General	Public Charity
7/8/2019	James Wah Foundation	$ 6,000	Hunt Valley, MD	None	General	Public Charity
7/8/2019	The Walters Art Museum	$ 3,250	Baltimore, MD	None	General	Public Charity
7/10/2019	Catholic Development Foundation	$ 400	Fargo, ND	None	General	Public Charity
7/10/2019	Waller Creek Conservancy	$ 8,000	Austin, TX	None	General	Public Charity
7/16/2019	Stroud Water Research Center	$ 2,500	Avondale, PA	None	General	Public Charity
7/18/2019	Community Foundation	$ 1,000	Frederick, MD	None	General	Public Charity
7/18/2019	The Children of God Relief Fund, Inc	$ 1,500	Washington, DC	None	General	Public Charity
7/19/2019	Washington Jesuit Academy	$ 2,500	Washington, DC	None	General	Public Charity
7/22/2019	Greater Washington Community Foundation	$ 5,000	Silver Spring, MD	None	General	Public Charity
7/23/2019	The Trail Foundation	$ 5,000	Austin, TX	None	General	Public Charity
7/26/2019	ASHA for Women	$ 5,000	McLean, VA	None	General	Public Charity
7/31/2019	Adoptions Together	$ 250	Calverton,MD	None	General	Public Charity
7/31/2019	Eastern Shore Land Conservancy	$ 1,000	Easton, MD	None	General	Public Charity
7/31/2019	Marian House	$ 1,000	Baltimore, MD	None	General	Public Charity
7/31/2019	Parks and People Foundation	$ 2,500	Baltimore, MD	None	General	Public Charity
8/1/2019	Believe In Tomorrow Children's Foundation	$ 100	Baltimore, MD	None	General	Public Charity
8/1/2019	Commit Foundation	$ 10,000	Bozeman, MT	None	General	Public Charity
8/6/2019	Preservation Maryland	$ 2,500	Baltimore, MD	None	General	Public Charity
8/6/2019	Sisters of St Francis	$ 2,500	Sylvania, OH	None	General	Public Charity

Date	Recipient	Amount	Address	Relationship to Substantial Contributor	Purpose of Grant, Allocation or Contribution	Foundation Status of Recipient
8/8/2019	Meridian International Center	$ 5,000	Washington, DC	None	General	Public Charity
8/9/2019	Don Bosco Cristo Rey	$ 2,000	Takoma Park, MD	None	General	Public Charity
8/12/2019	B&O Railroad	$ 3,000	Baltimore, MD	None	General	Public Charity
8/12/2019	Joshua M Freeman Foundation	$ 2,500	Selbyville, DE	None	General	Public Charity
8/14/2019	Chesapeake College Foundation	$ 1,500	Wye Mills, MD	None	General	Public Charity
8/14/2019	Professional Firefighters of Chesapeake, IAFF 2449	$ 1,000	Chesapeake, VA	None	General	Public Charity
8/14/2019	Travis Mills Foundation	$ 1,000	Hallowell, ME	None	General	Public Charity
8/15/2019	Chrysler Museum of Art	$ 25,000	Norfolk, VA	None	General	Public Charity
8/15/2019	Living Classrooms	$ 5,000	Baltimore, MD	None	General	Public Charity
8/26/2019	Delaware Sustainable Business Council	$ 350	Washington, DC	None	General	Public Charity
8/26/2019	Phipps Conservatory and Botanical Garden	$ 1,000	Pittsburgh, PA	None	General	Public Charity
8/26/2019	St Elizabeth School	$ 2,000	Baltimore, MD	None	General	Public Charity
8/26/2019	UsAgainstAlzheimer's	$ 5,000	Chevy Chase, MD	None	General	Public Charity
	Total	**$ 1,201,129**				