

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](http://www.irs.gov/Form990PF) for instructions and the latest information.

OMB No 1545-0047

**2019**

Open to Public Inspection

For calendar year 2019 or tax year beginning

, and ending

Name of foundation <b>ROLLINS-LUETKEMEYER FOUNDATION, INC.</b>		A Employer identification number <b>52-6041536</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>1427 CLARKVIEW ROAD</b>	Room/suite <b>500</b>	B Telephone number <b>443-921-4358</b>
City or town, state or province, country, and ZIP or foreign postal code <b>BALTIMORE, MD 21209</b>		C If exemption application is pending, check here <input type="checkbox"/> <b>6</b>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 85,471,315.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		1,352,192.	1,352,192.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,943,350.			
b Gross sales price for all assets on line 6a <b>13,879,799.</b>					
7 Capital gain net income (from Part IV, line 2)			1,943,350.		
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)					
11 Other income					
12 Total. Add lines 1 through 11		3,295,542.	3,295,542.		
13 Compensation of officers, directors, trustees, etc		70,000.	50,000.		20,000.
14 Other employee salaries and wages		150,000.	0.		150,000.
15 Pension plans, employee benefits					
16a Legal fees STMT 2		17,941.	0.		17,941.
b Accounting fees STMT 3		13,570.	0.		13,570.
c Other professional fees STMT 4		135,147.	135,147.		0.
17 Interest					
18 Taxes STMT 5		115,919.	18,272.		11,603.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		634.	0.		634.
24 Total operating and administrative expenses. Add lines 13 through 23		503,211.	203,419.		213,748.
25 Contributions, gifts, grants paid		3,930,369.			3,930,369.
26 Total expenses and disbursements. Add lines 24 and 25		4,433,580.	203,419.		4,144,117.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-1,138,038.			
b Net investment income (if negative, enter -0-)			3,092,123.		
c Adjusted net income (if negative, enter -0-)				N/A	

<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing					
	2 Savings and temporary cash investments			616,945.	2,102,658.	2,102,658.
	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					
	7 Other notes and loans receivable ▶					
	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					
	b Investments - corporate stock	STMT 8		8,052,760.	5,530,772.	13,337,444.
	c Investments - corporate bonds	STMT 9		18,814,807.	19,113,923.	19,354,476.
	11 Investments - land, buildings, and equipment basis ▶					
Less: accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other	STMT 10		38,537,368.	39,222,829.	50,349,758.	
14 Land, buildings, and equipment; basis ▶						
Less: accumulated depreciation ▶						
15 Other assets (describe ▶)	STATEMENT 11)		327,000.	326,979.	326,979.	
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item i)			66,348,880.	66,297,161.	85,471,315.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses			10,789.	15,598.	
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶)					
23 <b>Total liabilities</b> (add lines 17 through 22)			10,789.	15,598.		
<b>Net Assets or Fund Balances</b>	Foundations that follow FASB ASC 958, check here ▶ <input type="checkbox"/>					
	24 Net assets without donor restrictions					
	25 Net assets with donor restrictions					
	Foundations that do not follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/>					
	26 Capital stock, trust principal, or current funds			0.	0.	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
	28 Retained earnings, accumulated income, endowment, or other funds			66,338,091.	66,281,563.	
29 <b>Total net assets or fund balances</b>			66,338,091.	66,281,563.		
30 <b>Total liabilities and net assets/fund balances</b>			66,348,880.	66,297,161.		

**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 29 (must agree with end-of-year figure reported on prior year's return)	1	66,338,091.
2 Enter amount from Part I, line 27a	2	-1,138,038.
3 Other increases not included in line 2 (itemize) ▶	3	1,081,510.
4 Add lines 1, 2, and 3	4	66,281,563.
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 29	6	66,281,563.

Form 990-PF (2019)

**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.)
1a				
b SEE ATTACHED STATEMENT				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a				
b				
c				
d				
e 13,879,799.		11,936,449.	1,943,350.	
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				
b				
c				
d				
e			1,943,350.	
2 Capital gain net income or (net capital loss)		2		1,943,350.
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). If (loss), enter -0- in Part I, line 8		3		N/A

**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))
2018	3,624,450.	82,588,795.	.043885
2017	3,237,075.	76,043,501.	.042569
2016	3,269,355.	67,388,691.	.048515
2015	3,267,480.	68,717,725.	.047549
2014	3,166,827.	69,424,283.	.045616

2 Total of line 1, column (d)	2	.228134
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	.045627
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	80,767,404.
5 Multiply line 4 by line 3	5	3,685,174.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	30,921.
7 Add lines 5 and 6	7	3,716,095.
8 Enter qualifying distributions from Part XII, line 4 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.	8	4,144,117.

3

**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

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2019 estimated tax payments and 2018 overpayment credited to 2019

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2020 estimated tax

50,000. | Refunded

**Part VII-A Statements Regarding Activities**

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?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

If "Yes," attach a detailed description of the activities.

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T

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?

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

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

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 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8b	X	
9		X
10		X

N/A

2

**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? Website address ► N/A	13	X
14 The books are in care of ► THE FOUNDATION Telephone no. ► 443-921-4358 Located at ► 1427 CLARKVIEW ROAD, NO. 500, BALTIMORE, MD ZIP+4 ► 21209		
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 N/A		
16 At any time during calendar year 2019, 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 the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	X

**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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 Organizations relying on a current notice regarding disaster assistance, check here ►	1b	X
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 2019?	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 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► , , ,	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If "Yes," did it have excess business holdings in 2019 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.) N/A	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 2019?	4b	X

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

	Yes	No
<b>5a</b> 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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</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	N/A	<b>5b</b>
Organizations relying on a current notice regarding disaster assistance, check here	<input checked="" type="checkbox"/>	
<b>c</b> 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?	N/A	
If "Yes," attach the statement required by Regulations section 53.4945-5(d).	<input type="checkbox"/> Yes <input type="checkbox"/> No	
<b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		<b>6b</b>
If "Yes" to 6b, file Form 8870.		X
<b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</b> If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	<b>7b</b>
<b>8</b> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.

(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 12		70,000.	0.	0.

**2** Compensation of five highest-paid employees (other than those included on line 1). 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
WILLIAM B DIXON - 509 WHITHORN CT, LUTHERVILLE, MD 21093	EXEC DIRECTOR 35.00	150,000.	0.	0.

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

0

Form 990-PF (2019)



**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	79,378,023.
b	Average of monthly cash balances	1b	2,619,341.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	81,997,364.
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	81,997,364.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,229,960.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	80,767,404.
6	Minimum investment return. Enter 5% of line 5	6	4,038,370.

**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	4,038,370.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	30,921.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	30,921.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,007,449.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	4,007,449.
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	4,007,449.

**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	4,144,117.
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	4,144,117.
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	5	30,921.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,113,196.

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 2018	(c) 2018	(d) 2019
<b>1</b> Distributable amount for 2019 from Part XI, line 7				4,007,449.
<b>2</b> Undistributed income, if any, as of the end of 2019				
<b>a</b> Enter amount for 2018 only			4,042,832.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2019:				
<b>a</b> From 2014				
<b>b</b> From 2015				
<b>c</b> From 2016				
<b>d</b> From 2017				
<b>e</b> From 2018				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2019 from Part XII, line 4: ► \$ 4,144,117.				
<b>a</b> Applied to 2018, but not more than line 2a			4,042,832.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2019 distributable amount				101,285.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				3,906,164.
<b>7</b> 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.			
<b>8</b> Excess distributions carryover from 2014 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2015				
<b>b</b> Excess from 2016				
<b>c</b> Excess from 2017				
<b>d</b> Excess from 2018				
<b>e</b> Excess from 2019				



**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 Paid during the year				
BALTIMORE COMMUNITY FOUNDATION 2 E READ STREET BALTIMORE, MD 21202		PC	UNRESTRICTED	40,000.
BALTIMORE CORPS PO BOX 67348 BALTIMORE, MD 21215		PC	UNRESTRICTED	50,000.
CENTER STAGE 700 N CALVERT ST BALTIMORE, MD 21202		PC	UNRESTRICTED	5,000.
CRISTO REY JESUIT HIGH SCHOOL 420 S CHESTER ST BALTIMORE, MD 21231		PC	UNRESTRICTED	90,000.
GILCHRIST CENTER FOR HOSPICE CARE 11311 MCCORMICK RD HUNT VALLEY, MD 21031		PC	JEWISH HOSPICE PROGRAM	20,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				3,930,369.
b Approved for future payment				
NONE				
Total ▶ 3b				0.





**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	PUBLICLY TRADED SECURITIES #5030	P		12/31/19
b	PUBLICLY TRADED SECURITIES #5055	P		12/31/19
c	SANDTON	P		12/31/19
d	CAMDEN PARTNERS			
e	CASH IN LIEU AND CLASS ACTION PROCEEDS	P		
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 973,157.		619,169.	353,988.
b 11,262,093.		11,209,520.	52,573.
c 83,954.			83,954.
d		107,760.	-107,760.
e 2,598.			2,598.
f 1,557,997.			1,557,997.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			353,988.
b			52,573.
c			83,954.
d			-107,760.
e			2,598.
f			1,557,997.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	1,943,350.
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). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
GOUCHER COLLEGE 1021 DULANEY VALLEY ROAD BALTIMORE, MD 21204		PC	UNRESTRICTED	25,000.
HAMPDEN FAMILY CENTER 1104 W 36TH ST BALTIMORE, MD 21211		PC	UNRESTRICTED	30,000.
IRVINE NATURE CENTER 11201 GARRISON FOREST RD OWINGS MILLS, MD 21117		PC	UNRESTRICTED	10,000.
MARYLAND ZOO IN BALTIMORE 1876 MANSION HOUSE DR BALTIMORE, MD 21217		PC	UNRESTRICTED	20,000.
MCDONOGH SCHOOL 8600 MCDONOGH ROAD OWINGS MILLS, MD 21117		PC	VARIOUS	2,616,369.
MEDSTAR UNION MEMORIAL HOSPITAL 201 E. UNIVERSITY PKWY BALTIMORE, MD 21218		PC	SPINE FELLOWSHIP PROGRAM AND ORTHOPEDICS	87,500.
RONALD MCDONALD HOUSE CHARITIES 635 WEST LEXINGTON STREET BALTIMORE, MD 21201		PC	UNRESTRICTED	75,000.
THE COMMIT FOUNDATION 3169 SUMMER VIEW LANE BOZEMAN, MN 59715		PC	UNRESTRICTED	100,000.
UNITED STATES ADAPTIVE GOLF ALLIANCE 504 BURR RIDGE CLUB BURR RIDGE, IL 60527		PC	UNRESTRICTED	2,000.
URBAN TEACHERS 1500 UNION AVE BALTIMORE, MD 21211		PC	UNRESTRICTED	5,000.
<b>Total from continuation sheets</b>				<b>3,725,369.</b>

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
WASHINGTON COLLEGE 300 WASHINGTON AVE CHESTERTOWN, MD 21620		PC	UNRESTRICTED	200,000.
WESLEY THEOLOGICAL SEMINARY 4500 MASSACHUSETTS AVE NW WASHINGTON, DC 20016		PC	UNRESTRICTED	25,000.
FIRST CONGREGATIONAL CHURCH OF DARIEN 14 BROOKSIDE RD DARIEN, CT 06820		PC	UNRESTRICTED	12,000.
DIGESTIVE HEALTH FOUNDATION 541 N FAIRBANKS COURT CHICAGO, IL 60611		PC	UNRESTRICTED	12,500.
ITINERIS FOUNDATION INC 2050 ROCKROSE AVE BALTIMORE, MD 21211		PC	UNRESTRICTED	25,000.
CALVERT SCHOOL 105 TUSCANY ROAD BALTIMORE, MD 21210		PC	UNRESTRICTED	50,000.
ENTITLEMENTS HOW INC 2365 HARRODSBURG RD LEXINGTON, KY 40504		PC	UNRESTRICTED	100,000.
WARRIOR REUNION FOUNDATION PO BOX 5796 LUTHERVILLE, MD 21094		PC	UNRESTRICTED	50,000.
ERIN LEVITAS EDUCATION FOUNDATION INC 8 RESERVOIR CIRCLE PIKESVILLE, MD 21208		PC	UNRESTRICTED	25,000.
UNIVERSITY OF MARYLAND BALTIMORE FOUNDATION INC 620 LEXINGTON ST BALTIMORE, MD 21201		PC	ERIN LEVITAS INITIATIVE FOR SEXUAL ASSAULT PREVENTION UNIV OF MD SCHOOL OF LAW	225,000.
Total from continuation sheets				



52-6041536

### 3. Grants and Contributions Paid During the Year (Continuation)

**Total from continuation sheets**

FORM 990-PF                      DIVIDENDS AND INTEREST FROM SECURITIES                      STATEMENT      1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ACCRUED INTEREST PAID	-10,479.	0.	-10,479.	-10,479.	
BOND PREMIUM AMORTIZATION	-12,227.	0.	-12,227.	-12,227.	
CAMDEN PARTNERS	68.	0.	68.	68.	
DEPARTMENT OF THE TREASURY	13.	0.	13.	13.	
HARBOR INVESTMENT ADVISORY #300-005022	5,020.	0.	5,020.	5,020.	
HARBOR INVESTMENT ADVISORY #300-005030	119,350.	0.	119,350.	119,350.	
HARBOR INVESTMENT ADVISORY #300-005055	2,759,746.	1,557,997.	1,201,749.	1,201,749.	
SANDTON CREDIT SOLUTIONS	337.	0.	337.	337.	
SKYBRIDGE	41,497.	0.	41,497.	41,497.	
THE REINVESTMENT FUND	6,864.	0.	6,864.	6,864.	
TO PART I, LINE 4	2,910,189.	1,557,997.	1,352,192.	1,352,192.	

FORM 990-PF                      LEGAL FEES                      STATEMENT      2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	17,941.	0.		17,941.
TO FM 990-PF, PG 1, LN 16A	17,941.	0.		17,941.

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FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING AND TAX PREP FEES	13,570.	0.		13,570.
TO FORM 990-PF, PG 1, LN 16B	13,570.	0.		13,570.

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FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CAMDEN PARTNERS IV SPV	3,428.	3,428.		0.
INVESTMENT MGMT FEES	122,537.	122,537.		0.
SANDTON INVESTMENT FEES	1,764.	1,764.		0.
CAMDEN PARTNERS STRATEGIC FUND IV	7,418.	7,418.		0.
TO FORM 990-PF, PG 1, LN 16C	135,147.	135,147.		0.

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FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES 2018 EXTENSION	50,000.	0.		0.
FOREIGN TAXES	18,272.	18,272.		0.
PAYROLL TAXES	11,603.	0.		11,603.
EXCISE TAXES 2019	36,044.	0.		0.
TO FORM 990-PF, PG 1, LN 18	115,919.	18,272.		11,603.

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FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	32.	0.		32.
WORKERS COMP INSURANCE	602.	0.		602.
TO FORM 990-PF, PG 1, LN 23	634.	0.		634.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
FMV IN EXCESS OF COST BASIS - STOCK GRANT TO CHARITY (SEE ATTACHED)	1,081,510.
TOTAL TO FORM 990-PF, PART III, LINE 3	1,081,510.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
HARBOR INVESTMENT 5030	3,859,761.	8,493,428.
HARBOR INVESTMENT 5055	1,671,011.	4,844,016.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,530,772.	13,337,444.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME - HARBOR INVESTMENT 5055	19,113,923.	19,354,476.
TOTAL TO FORM 990-PF, PART II, LINE 10C	19,113,923.	19,354,476.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CAMDEN PARTNERS STRATEGIC FUND IV, LP	COST	15,855.	6,128.
GOLDMAN SACHS EQUITY LONG SHORT MANAGERS	COST	1,000,000.	1,388,987.
GOLDMAN SACHS HEDGE FUND OPPORTUNITY	COST	2,000,000.	2,506,740.
ISHARES TR	COST	1,038,528.	1,274,910.
MUTUAL FUNDS - HARBOR INVESTMENT 5055	COST	33,393,570.	43,394,121.
SANDTON CREDIT SOLUTIONS OFF-SHORE III, LP	COST	157,009.	111,539.
SKYBRIDGE MULTI-ADVISER HEDGE FUND	COST	1,271,436.	1,271,436.
CAMDEN PARTNERS STRATEGIC IV SVP	COST	346,431.	395,897.
TOTAL TO FORM 990-PF, PART II, LINE 13		39,222,829.	50,349,758.

FORM 990-PF	OTHER ASSETS	STATEMENT	11
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DIVIDEND RECEIVABLE	21.	0.	0.
TRF DEVELOPMENT PTRS NOTE RECEIVABLE (PROGRAM RELATED INVESTMENT)	326,979.	326,979.	326,979.
TO FORM 990-PF, PART II, LINE 15	327,000.	326,979.	326,979.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOHN A. LUETKEMEYER 1427 CLARKVIEW ROAD BALTIMORE, MD 21209	PRESIDENT 5.00	0.	0.	0.
RICHARD E. LEVINE 6225 SMITH AVENUE BALTIMORE, MD 21209	VICE PRESIDENT / SECRETARY 0.00	0.	0.	0.
CHRISTINA D. CARR 1427 CLARKVIEW ROAD BALTIMORE, MD 21209	TREASURER 3.00	20,000.	0.	0.
THOMAS F. MULLAN, III 10095 ST. AUGUSTINE AVENUE VERO BEACH, FL 32963	DIRECTOR 0.00	0.	0.	0.
JAMES C. DAVIS 7301 PARKWAY DRIVE HANOVER, MD 21076	DIRECTOR 0.00	0.	0.	0.
ROBERT BLACK, III 2300 W JOPPA ROAD LUTHERVILLE, MD 21093	DIRECTOR 5.00	50,000.	0.	0.
ANDREW R. HILGARTNER 8600 MCDONOGH ROAD OWINGS MILLS, MD 21117	DIRECTOR 0.00	0.	0.	0.
TIMOTHY KRONGARD 13940 MANTUA MILL ROAD REISTERSTOWN, MD 21136	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		70,000.	0.	0.

**Rollins-Luetkemeyer Foundation, Inc.**  
**Form 990PF**  
**EIN: 52-6041536**  
**Tax Year Ending December 31, 2019**

**Distributions of Property Valued at Fair Market Value**

**Form 990-PF, Part I, Line 25, Column (a)**

**Distributions of property valued at fair market value at date of distribution:**

1. Date of Distribution - July 3, 2019
2. Description of Property:  
See Attached Statements
3. Book Value of Property \$ 457,912  
(Original Cost Basis)
4. Fair Market Value \$ 1,539,422  
(Mean Trade Value)
- Adjustment to Fund Balance \$ 1,081,510  
(FMV in excess of basis)

Contribution to McDonogh School

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**Rollins-Luetkemeyer Foundation, Inc.**  
**Form 990PF**  
**EIN: 52-6041536**  
**Tax Year Ending December 31, 2019**

**Distributions of Property Valued at Fair Market Value**

**Form 990-PF, Part I, Line 25, Column (a)**

**Distributions of property valued at fair market value at date of distribution:**

1. Date of Distribution - July 3, 2019
2. Description of Property:  
Alphabet, Inc. 300 shares common stock
3. Book Value of Property \$ 41,659  
(Original Cost Basis)
4. Fair Market Value \$ 336,238  
(Mean Trade Value)
- Adjustment to Fund Balance  
(FMV in excess of basis) \$ 294,579

Contribution to McDonogh School



**Rollins-Luetkemeyer Foundation, Inc.**  
**Form 990PF**  
**EIN: 52-6041536**  
**Tax Year Ending December 31, 2019**

**Distributions of Property Valued at Fair Market Value**

**Form 990-PF, Part I, Line 25, Column (a)**

**Distributions of property valued at fair market value at date of distribution:**

1. Date of Distribution - July 3, 2019
2. Description of Property:  
Berkshire-Hathaway, Inc. 1,520 shares common stock
3. Book Value of Property \$ 93,843  
(Original Cost Basis)
4. Fair Market Value \$ 325,212  
(Mean Trade Value)
- Adjustment to Fund Balance  
(FMV in excess of basis) \$ 231,369

Contribution to McDonogh School

**Rollins-Luetkemeyer Foundation, Inc.**  
**Form 990PF**  
**EIN: 52-6041536**  
**Tax Year Ending December 31, 2019**

**Distributions of Property Valued at Fair Market Value**

**Form 990-PF, Part I, Line 25, Column (a)**

**Distributions of property valued at fair market value at date of distribution:**

1. Date of Distribution - July 3, 2019
2. Description of Property:  
Edwards LifeSciences 1,345 shares common stock
3. Book Value of Property \$ 42,097  
(Original Cost Basis)
4. Fair Market Value \$ 250,446  
(Mean Trade Value)
- Adjustment to Fund Balance  
(FMV in excess of basis) \$ 208,349

Contribution to McDonogh School

**Rollins-Luetkemeyer Foundation, Inc.**  
**Form 990PF**  
**EIN: 52-6041536**  
**Tax Year Ending December 31, 2019**

**Distributions of Property Valued at Fair Market Value**

**Form 990-PF, Part I, Line 25, Column (a)**

**Distributions of property valued at fair market value at date of distribution:**

1. Date of Distribution - July 3, 2019
2. Description of Property:  
Mastercard, Inc. 1,650 shares common stock
3. Book Value of Property (Original Cost Basis) \$ 234,359
4. Fair Market Value (Mean Trade Value) \$ 448,684
- Adjustment to Fund Balance (FMV in excess of basis) \$ 214,325

Contribution to McDonogh School

**Rollins-Luetkemeyer Foundation, Inc.**  
**Form 990PF**  
**EIN: 52-6041536**  
**Tax Year Ending December 31, 2019**

**Distributions of Property Valued at Fair Market Value**

**Form 990-PF, Part I, Line 25, Column (a)**

**Distributions of property valued at fair market value at date of distribution:**

1. Date of Distribution - July 3, 2019
2. Description of Property:  
Paypal Holdings, Inc. 1,530 shares common stock
3. Book Value of Property \$ 45,954  
(Original Cost Basis)
4. Fair Market Value \$ 178,842  
(Mean Trade Value)
- Adjustment to Fund Balance \$ 132,888  
(FMV in excess of basis)

Contribution to McDonogh School