

For calendar year 2020, or tax year beginning 01-01-2020, and ending 12-31-2020

Name of foundation The Elizabeth B and Arthur E Roswell Foundation Inc		A Employer identification number 52-1490498	
Number and street (or P.O. box number if mail is not delivered to street address) co AFS One South Street No 2950		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code Baltimore, MD 21202		B Telephone number (see instructions) (410) 347-7201	
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) ▶\$ 19,871,729		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	250,485			
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	88	88		
	4 Dividends and interest from securities . . .	400,753	400,753		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	510,925			
	b Gross sales price for all assets on line 6a 1,287,699				
	7 Capital gain net income (from Part IV, line 2) . . .		510,925		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	1,162,251	911,766		
	13 Compensation of officers, directors, trustees, etc.	0	0		0
	14 Other employee salaries and wages	55,201	0		55,201
	15 Pension plans, employee benefits	12,216	0		12,216
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	45,000	13,500		31,500
	c Other professional fees (attach schedule)	3,004	3,004		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	16,638	8,638		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	4,978	0		4,978
	21 Travel, conferences, and meetings	2,332	0		2,332
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,587	0		1,587
	24 Total operating and administrative expenses. Add lines 13 through 23	140,956	25,142		107,814
	25 Contributions, gifts, grants paid	1,199,206			1,199,206
	26 Total expenses and disbursements. Add lines 24 and 25	1,340,162	25,142		1,307,020
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-177,911			
	b Net investment income (if negative, enter -0-)		886,624		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	3,261,083	1,103,285	1,103,285
	3 Accounts receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)	64,419	25,765	25,699
	b Investments—corporate stock (attach schedule)	10,754,979	11,691,136	16,100,598
	c Investments—corporate bonds (attach schedule)	1,110,763	1,188,806	1,124,485
	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 ▶ _____)	762,966	1,517,662	1,517,662	
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	15,954,210	15,526,654	19,871,729	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ ☐ and complete lines 24, 25, 29 and 30.			
	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ ☒ and complete lines 26 through 30.			
	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	15,954,210	15,526,654	
	29 Total net assets or fund balances (see instructions)	15,954,210	15,526,654	
30 Total liabilities and net assets/fund balances (see instructions) .	15,954,210	15,526,654		

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	15,954,210
2 Enter amount from Part I, line 27a	2	-177,911
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	15,776,299
5 Decreases not included in line 2 (itemize) ▶ _____	5	249,645
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	15,526,654

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	510,925
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	

1 Reserved			
(a) Reserved	(b) Reserved	(c) Reserved	(d) Reserved
2 Reserved			2
3 Reserved.			3
4 Reserved			4
5 Reserved			5
6 Reserved			6
7 Reserved			7
8 Reserved ,			8

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	Reserved.	1	12,324
c	All other domestic foundations enter 1.39% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	12,324
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-.	5	12,324
6	Credits/Payments:		
a	2020 estimated tax payments and 2019 overpayment credited to 2020	6a	13,391
b	Exempt foreign organizations—tax withheld at source	6b	0
c	Tax paid with application for extension of time to file (Form 8868)	6c	5,000
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	18,391
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached.	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed .	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid .	10	6,067
11	Enter the amount of line 10 to be: Credited to 2021 estimated tax 6,067 Refunded	11	0

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?		Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1a		No
c	Did the foundation file Form 1120-POL for this year?	1b		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ 0 (2) On foundation managers. ► \$ 0	1c		No
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes.</i>	3	Yes	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► MD			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2020 or the taxable year beginning in 2020? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13	Yes	
14	The books are in care of ▶ <u>Jennifer L Bove CPA</u> Telephone no. ▶ <u>(410) 347-7205</u>			

Located at ▶ One South Street Ste 2950 Baltimore MD ZIP+4 ▶ 21202

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ▶ ☐			
	and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2020, 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	Yes	No
	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	
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 2020?	1c	No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2020, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2020? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2020 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 2020.)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2020?	4b	No

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

5a	During the year did the foundation pay or incur any amount to:		Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	☐ Yes ☒ No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions.		5b	No
	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? If "Yes," attach the statement required by Regulations section 53.4945–5(d).	☐ Yes ☐ No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 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	7b	
b	If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?			
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 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, 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 Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
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 Calvert Impact Capital Community Investment - a loan to finance intermediaries and funds that are investing in communities left out of traditional capital markets.	375,000
2 Reinvestment Fund Promissory Note - a loan to provide financing to build wealth and opportunity for low-wealth communities and low-and-moderate-income individuals.	375,000
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	750,000

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	15,459,317
b	Average of monthly cash balances.	1b	1,407,481
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	16,866,798
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	16,866,798
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	253,002
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	16,613,796
6	Minimum investment return. Enter 5% of line 5.	6	830,690

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	830,690
2a	Tax on investment income for 2020 from Part VI, line 5.	2a	12,324
b	Income tax for 2020. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	12,324
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	818,366
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	818,366
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	818,366

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	1,307,020
b	Program-related investments—total from Part IX-B.	1b	750,000
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	2,057,020
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,057,020

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 2019	(c) 2019	(d) 2020
1 Distributable amount for 2020 from Part XI, line 7				818,366
2 Undistributed income, if any, as of the end of 2020:				
a Enter amount for 2019 only.			0	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2020:				
a From 2015.	80,307			
b From 2016.	29,354			
c From 2017.	110,839			
d From 2018.	102,318			
e From 2019.	871,071			
f Total of lines 3a through e.	1,193,889			
4 Qualifying distributions for 2020 from Part XII, line 4: ► \$ 2,057,020				
a Applied to 2019, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2020 distributable amount.				818,366
e Remaining amount distributed out of corpus	1,238,654			
5 Excess distributions carryover applied to 2020. (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	2,432,543			
b Prior years' undistributed income. Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b. Taxable amount—see instructions.		0		
e Undistributed income for 2019. Subtract line 4a from line 2a. Taxable amount—see instructions.			0	
f Undistributed income for 2021. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2015 not applied on line 5 or line 7 (see instructions).	80,307			
9 Excess distributions carryover to 2021. Subtract lines 7 and 8 from line 6a.	2,352,236			
10 Analysis of line 9:				
a Excess from 2016.	29,354			
b Excess from 2017.	110,839			
c Excess from 2018.	102,318			
d Excess from 2019.	871,071			
e Excess from 2020.	1,238,654			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2020, enter the date of the ruling. ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2020	(b) 2019	(c) 2018	(d) 2017	
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).)

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

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

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

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

Ms Betsy Ringel
BPG One South St Ste 2900
Baltimore, MD 212023334
(410) 347-7201

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

Letter

c Any submission deadlines:

None

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

This organization does not make gifts or grants to individuals.

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				1,199,206
b <i>Approved for future payment</i> See Additional Data Table				
Total ▶ 3b				170,000

Enter gross amounts unless otherwise indicated.

	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) (See instructions.)
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			14	88	
4 Dividends and interest from securities.			14	400,753	
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	510,925	
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).		0		911,766	0
13 Total. Add line 12, columns (b), (d), and (e).			13		911,766

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

[illegible]

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of:				
(1) Cash.		1a(1)		No
(2) Other assets.		1a(2)		No
b Other transactions:				
(1) Sales of assets to a noncharitable exempt organization.		1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.		1b(2)		No
(3) Rental of facilities, equipment, or other assets.		1b(3)		No
(4) Reimbursement arrangements.		1b(4)		No
(5) Loans or loan guarantees.		1b(5)		No
(6) Performance of services or membership or fundraising solicitations.		1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.		1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.				

[illegible]

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.		
	*****	2021-07-29	*****
	_____ Signature of officer or trustee	_____ Date	_____ Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN P00251373
	Sandra L Glock				
	Firm's name ▶ ATAPCO FINANCIAL SERVICES INC				Firm's EIN ▶ 52-2174671
	Firm's address ▶ 1 South Street Suite 2950 Baltimore, MD 21202				Phone no. (410) 347-7114

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
6,475 shares of BP stock		2020-01-09	2020-01-16
Bank of America Corp Medium Term 2.5%	P	2019-11-27	2020-11-12
1,225 shares of ishares core S&P500 ETF	P	2020-03-13	2020-12-21
Akron OH bond	P	2017-08-03	2020-06-01
Anheuser Busch bond	P	2014-11-19	2020-09-17
General Electric Cap Corp bond	P	2017-05-03	2020-04-20
4,200 shares of ishares MSCI EAFE Index	P	2016-03-23	2020-12-21
Michigan Muni bond	P	2015-11-18	2020-05-11
Norfolk Southern Co note	P	2013-08-28	2020-06-15
Capital Gains Dividends	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
251,296		840	250,456
25,000		25,026	-26
452,505		317,327	135,178
35,000		38,731	-3,731
33,254		31,187	2,067
36,532		40,760	-4,228
301,112		248,267	52,845
24,687		25,688	-1,001
35,000		48,948	-13,948
93,313			93,313

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			250,456
			-26
			135,178
			-3,731
			2,067
			-4,228
			52,845
			-1,001
			-13,948
			93,313

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Elizabeth B Roswell	Chairman of the Board/Trus 0.00	0	0	0
c/o AFS One South Street Baltimore, MD 21202				
Arthur E Roswell	President/Trustee 0.00	0	0	0
c/o AFS One South Street Baltimore, MD 21202				
Robert A Roswell	Vice President/Trustee 0.00	0	0	0
c/o AFS One South Street Baltimore, MD 21202				
Majorie B Roswell	Vice President/Trustee 0.00	0	0	0
c/o AFS One South Street Baltimore, MD 21202				
Judith R Weinstein	Vice President/Trustee 0.00	0	0	0
c/o AFS One South Street Baltimore, MD 21202				
Barbara S Roswell	Vice President/Trustee 0.00	0	0	0
c/o AFS One South Street Baltimore, MD 21202				
Kenneth B Weinstein	Vice President/Trustee 0.00	0	0	0
c/o AFS One South Street baltimore, MD 21202				
Jill R Robinson	Secretary 0.00	0	0	0
c/o AFS One South Street Baltimore, MD 21202				
Anne A Patterson	Assistant Secretary 0.00	0	0	0
c/o AFS One South Street Baltimore, MD 21202				
Anne A Patterson	Treasurer 0.00	0	0	0
c/o AFS One South Street Baltimore, MD 21202				
Sandra L Glock	Assistant Treasurer 0.00	0	0	0
c/o AFS One South Street Baltimore, MD 21202				
David I Roswell	Trustee 0.00	0	0	0
c/o AFS One South Street Baltimore, MD 21202				
Michael E Roswell	Trustee 0.00	0	0	0
c/o AFS One South Street Baltimore, MD 21202				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Baltimore Green MapPO Box 16244 Baltimore, MD 212100244		501(c)(3)	general support	5,000
Baltimore Green Space 1212 North Wolfe Street Baltimore, MD 212133303		501(c)(3)	general support	15,000
Baltimore Orchard ProjectPO Box 38523 Baltimore, MD 21231		501(c)(3)	general support	4,000
Total ▶ 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Baltimore Tree Trust IncPO Box 26202 Baltimore, MD 212100102		501(c)(3)	general support	5,000
Bike Maryland1415 Bush Street Baltimore, MD 21230		501(c)(3)	general support	5,000
Bikemore2209 Maryland Avenue Baltimore, MD 212185627		501(c)(3)	general support	8,000
Total ▶ 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Black Youth Project 100PO Box 15254 Chicago, IL 60615		501(c)(3)	general support	5,000
Blue Water Baltimore2631 Sisson Street Baltimore, MD 212113119		501(c)(3)	general support	10,000
Brain & Behavior Research Foundation 747 Third Avenue 33rd Floor New York, NY 10017		501(c)(3)	support for research in the treatment of schizophrenia	5,000
Total ▶ 3a				1,199,206

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Brown Memorial Tutoring Program 1316 Park Avenue Baltimore, MD 21217		501(c)(3)	general support	2,500
Cancer Support Community Central New Jersey 3 Crossroads Drive Bedminster, NJ 079212614		501(c)(3)	general support	2,500
CASA de Maryland Inc8151 15th Avenue Langley Park, MD 20783		501(c)(3)	support to promote voter participation in Pennsylvania	40,000
Total ▶ 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CeaseFire Pennsylvania Education Fund PO Box 60095 Philadelphia, PA 191023403		501(c)(3)	general support	5,000
The Center for Popular Democracy 449 Troutman Street Suite A Brooklyn, NY 112372790		501(c)(3)	general support for Maryland Communities United	4,000
Center for Urban Families Inc 2201 North Monroe Street Baltimore, MD 212171321		501(c)(3)	general support	2,500
Total ▶ 3a				1,199,206

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Chesapeake Climate Action Network 6930 Carroll Avenue Suite 720 Takoma Park, MD 209124499		501(c)(3)	general support	7,500
Civic Nation PO Box 34673 1400 L Street NW Washington, DC 200052621		501(c)(3)	support for voter participation and engagement efforts with high school students	25,000
Clean Water Fund 1444 Eye Street NW Suite 400 Washington, DC 200056538		501(c)(3)	general support	10,000
Total ► 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Commonwealth Youthchoirs 35 West Chelten Avenue Philadelphia, PA 191442701		501(c)(3)	general support	2,500
Corporate Accountability International 10 Milk Street Suite 610 Boston, MA 021084600		501(c)(3)	general support	5,000
Democracy NowPO Box 1838 New York, NY 10113		501(c)(3)	general support	7,500
Total ► 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Earth Quaker Action Team 4510 Kingessing Avenue Philadelphia, PA 191433713		501(c)(3)	general support	20,000
Electronic Frontier Foundation 815 Eddy Street San Francisco, CA 941097701		501(c)(3)	general support	15,000
Environmental Defense Fund 257 Park Avenue South New York, NY 100107304		501(c)(3)	support for the Clean Air for Baltimore project	17,500
Total ▶ 3a				1,199,206

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Environmental Grantmakers Association 475 Riverside Drive Suite 960 New York, NY 101150066		501(c)(3)	membership support for 2021	3,706
Face to Face123 East Price Street Philadelphia, PA 191442145		501(c)(3)	general support	10,000
Fairmount Park Conservancy 4700 States Drive Philadelphia, PA 19131		501(c)(3)	general support	5,000
Total ► 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Food Bank Network of Somerset County Inc PO Box 149 Bound Brook, NJ 088050149		501(c)(3)	general support	7,500
Food Moxie559 Carpenter Lane Philadelphia, PA 191193402		501(c)(3)	general support	2,500
Friends of the Wissahickon 40 West Evergreen Avenue Suite 108 Philadelphia, PA 191183324		501(c)(3)	general support	2,500
Total ▶ 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Fulphil3675 Market Street Philadelphia, PA 19104		501(c)(3)	general support	5,000
Fusion Partnerships Inc 1601 Guilford Avenue 2 South Baltimore, MD 212022877		501(c)(3)	general support	8,000
Fusion Partnerships Inc 1601 Guilford Avenue 2 South Baltimore, MD 212022877		501(c)(3)	general support for Whitelock Community Farm	2,500
Total ▶ 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Genesis at the CrossroadsPO Box 14781 Chicago, IL 60614		501(c)(3)	general support	4,000
Germantown United Community Development Corporation 5320 Germantown Avenue Philadelphia, PA 19144		501(c)(3)	general support and support for the Fund for Germantown	11,000
Global Greengrants Fund 2840 Wilderness Place Suite A Boulder, CO 803015414		501(c)(3)	general support	10,000
Total ▶ 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Goucher College 1021 Dulaney Valley Road Baltimore, MD 212042794		501(c)(3)	support for the Goucher Prison Education Partnership	15,000
Habitat for Humanity Philadelphia 1829 North 19th Street Philadelphia, PA 191212205		501(c)(3)	general support	10,000
HomeSharing of Somerset County 120 Finderne Avenue Bridgewater, NJ 088073670		501(c)(3)	general support	6,000
Total ▶ 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Information Technology Disaster Resource Center PO Box 79146 Fort Worth, TX 761790146		501(c)(3)	general support	10,000
Inn Dwelling109 East Price Street Philadelphia, PA 191442145		501(c)(3)	general support	5,000
Interfaith Hospitality Network of Somerset County Inc 98 West End Avenue Somerville, NJ 088760575		501(c)(3)	general support	4,000
Total ► 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Irvine Natural Science Center 11201 Garrison Forrest Road Owings Mills, MD 211172943		501(c)(3)	general support	2,500
It Takes Philly419 Johnson Street Jenkintown, PA 190462705		501(c)(3)	support for the Black Doctors Consortium	5,000
League of Conservation Voters Education Fund 740 15th Street NW Suite 700 Washington, DC 20005		501(c)(3)	general support	5,000
Total ▶ 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Legal Assistance of Western New York 361 South Main Street Geneva, NY 144562645		501(c)(3)	support for the David B. Pels Memorial Fund	5,000
Living Beyond Breast Cancer 40 Monument Road Suite 104 Bala Cynwyd, PA 190041713		501(c)(3)	general support	2,500
The Loading Dock 2 North Kresson Street Baltimore, MD 212241708		501(c)(3)	general support	3,000
Total ▶ 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Louisiana Bucket Brigade 2803 Saint Phillip Street New Orleans, LA 70119		501(c)(3)	general support	20,000
Make the Road New York 301 Grove Street Brooklyn, NY 112375664		501(c)(3)	support to promote voter participation in Pennsylvania	40,000
Maryland Food Bank Inc 2200 Halethorpe Farms Road Baltimore, MD 212270000		501(c)(3)	general support	7,000
Total ▶ 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Maryland Pesticide Education Network 544 Epping Forest Road Annapolis, MD 21401		501(c)(3)	general support	3,000
MAZON Inc 10850 Wilshire Boulevard Suite 400 Los Angeles, CA 900244316		501(c)(3)	general support	9,000
Mighty Writers1501 Christian Street Philadelphia, PA 191462112		501(c)(3)	general support	2,500
Total ▶ 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Mural Arts Philadelphia 1727-29 Mount Vernon Street Philadelphia, PA 19130		501(c)(3)	general support	5,000
NARAL Pro Choice Maryland Fund Inc 1323 North Calvert Street Suite A Baltimore, MD 212023974		501(c)(3)	general support	11,000
NARAL Pro-Choice America Foundation 1725 Eye Street NW Suite 900 Washington, DC 200062420		501(c)(3)	general support	10,000
Total ▶ 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
National Family Farm Coalition c/o NAMA 222 Main Street Gloucester, MA 01930		501(c)(3)	general support	2,500
Natural Resources Defense Council 40 West 20th Street New York, NY 10014211		501(c)(3)	general support	2,500
The Nature Conservancy 4245 North Fairfax Drive Suite 100 Arlington, VA 222031606		501(c)(3)	support for the seasonal stewardship assistant program at South Cape May Meadows	13,000
Total ▶ 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
New Israel FundPO Box 177 Lewiston, ME 042430177		501(c)(3)	support for the Sheli Fund	15,000
New Jersey League of Conservation Voters Education Fund PO Box 1237 Trenton, NJ 086071237		501(c)(3)	general support	3,750
Nutritional Research Foundation 4 Walter Foran Boulevard Suite 408 Flemington, NJ 08822		501(c)(3)	general support	6,000
Total ► 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Out For Justice Inc 1400 East Federal Street Baltimore, MD 21213		501(c)(3)	general support	5,000
Parks & People Foundation 2100 Liberty Heights Avenue Baltimore, MD 212172072		501(c)(3)	general support	12,500
PennFuture610 North Third Street Harrisburg, PA 171011113		501(c)(3)	support to promote voter participation in Pennsylvania	40,000
Total ▶ 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Pennsylvania Innocence Project 1515 Market Street Suite 300 Philadelphia, PA 191021908		501(c)(3)	general support	2,500
Pennsylvania Voice 123 South Broad Street Suite 630 Philadelphia, PA 191091013		501(c)(3)	support to promote voter participation in Pennsylvania	20,000
People for The American Way Foundation 1101 15th Street NW Suite 600 Washington, DC 200055023		501(c)(3)	general support	8,000
Total ► 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Philabundance PO Box 37555 3616 South Galloway Street Philadelphia, PA 19148		501(c)(3)	general support	7,500
Philadelphia Interfaith Hospitality Network Inc 7047 Germantown Avenue Philadelphia, PA 191191865		501(c)(3)	general support	5,000
Philadelphia Student Union 501 South 52nd Street CO1 Philadelphia, PA 19143		501(c)(3)	general support	2,500
Total ▶ 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Philadelphia Youth Basketball Inc 1735 Market Street Concourse Level Philadelphia, PA 19103		501(c)(3)	general support	10,000
Plantation Park Heights Urban Farm 3811 Park Heights Avenue Baltimore, MD 21215		501(c)(3)	general support	3,000
POWER An Interfaith Movement 1429 North 11th Street Philadelphia, PA 19121		501(c)(3)	support to promote voter participation in Pennsylvania	45,000
Total ▶ 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
POWER An Interfaith Movement 1429 North 11th Street Philadelphia, PA 19121		501(c)(3)	general support	20,000
Preservation Maryland 3600 Clipper Mill Road Suite 248 Baltimore, MD 212111949		501(c)(3)	general support for Smart Growth Maryland	5,000
Protect Democracy Project 2020 Pennsylvania Avenue NW 163 Washington, DC 200061811		501(c)(3)	support to ensure the right to free, fair and fully informed government in the United States	60,000
Total ► 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Public Citizens for Children and Youth 990 Spring Garden Street Suite 200 Philadelphia, PA 19123		501(c)(3)	general support	7,500
PushBlack700 12th Street NW Suite 700 Washington, DC 90791		501(c)(3)	general support	50,000
Rutgers Hillel70 College Avenue New Brunswick, NJ 08901		501(c)(3)	general support	18,000
Total ▶ 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Safe Sound Somerset 427 Homestead Road Hillsborough, NJ 08844		501(c)(3)	general support	8,500
The Sentencing Project 1705 Desales Street NW 8th Floor Washington, DC 200364405		501(c)(3)	general support	10,000
SHARE Food Program Inc 2901 West Hunting Park Avenue Philadelphia, PA 191291802		501(c)(3)	general support	7,500
Total ▶ 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Southern Coalition for Social Justice 1415 West Highway 54 Suite 101 Durham, NC 27707		501(c)(3)	general support	5,000
Steps Coalition 11975 Seaway Road Suite B225 Gulfport, MS 395036248		501(c)(3)	general support	20,000
Sunday Suppers3525 I Street Suite 103 Philadelphia, PA 19134		501(c)(3)	general support	2,500
Total ▶ 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Temple University 1115 West Berks Street 4th Floor Gladfelter Hall Philadelphia, PA 191226089		501(c)(3)	support for the Inside-Out Prison Exchange Program	20,000
Texas Environmental Justice Advocacy Services 6733 Harrisburg Boulevard Houston, TX 77011		501(c)(3)	general support	20,000
Texas Jail Project 13121 Louetta Road 1330 Cypress, TX 77429		501(c)(3)	general support	5,000
Total ▶ 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Tides FoundationPO Box 29903 San Francisco, CA 941290903		501(c)(3)	general support for the Florida Rights Restoration Education Fund	100,000
United Houma NationPO Box 4217 Houma, LA 70361		501(c)(3)	support for environmental justice activities	20,000
University of Baltimore Foundation 1130 North Charles Street Baltimore, MD 212015506		501(c)(3)	support for the Innocence Project Clinic at the University of Baltimore School of Law	5,000
Total ▶ 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Urban Affairs Coalition 1207 Chestnut Street Philadelphia, PA 191074131		501(c)(3)	support for the AAPI PA Power Caucus	5,000
WHYY150 North Sixth Street Philadelphia, PA 191061521		501(c)(3)	general support	3,750
Women's Medical FundPO Box 40748 Philadelphia, PA 191070748		501(c)(3)	general support	15,000
Total ▶ 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Your Public Radio Corporation 2216 North Charles Street Baltimore, MD 21218		501(c)(3)	general support	10,000
Zufall Health Center 18 West Blackwell Street Dover, NJ 078013841		501(c)(3)	general support for the Somerville center	5,000
Awbury Arboretum Association Francis Cope House One Awbury Road Philadelphia, PA 191380213		501(c)(3)	support for educational programs	5,000
Total ▶ 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Americans United for Separation of Church and State Inc 1310 L Street NW Suite 200 Washington, DC 200054563		501(c)(3)	general support	7,000
American Red Cross of Central New Jersey 1540 West Park Avenue Ocean, NJ 07712		501(c)(3)	general support	6,000
Alliance For Youth Organizing 915 5th Street NW Washington, DC 200012501		501(c)(3)	support for activities to promote voter participation among young people	50,000
Total ▶ 3a				1,199,206

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Alliance For Global Justice 225 East 26th Street Suite 1 Tucson, AZ 857132925		501(c)(3)	general support for Philly Thrive	20,000
Civic Works Inc2701 St Lo Dr Baltimore, MD 21213		501(c)(3)	general support	4,000
Total ▶ 3a				1,199,206

TY 2020 Accounting Fees Schedule

Name: The Elizabeth B and Arthur E Roswell
Foundation Inc

EIN: 52-1490498

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Acctg & Invest Fees-Atapco Financial Svc	45,000	13,500		31,500

TY 2020 Investments Corporate Bonds Schedule

Name: The Elizabeth B and Arthur E Roswell
Foundation Inc

EIN: 52-1490498

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
VERIZON COMM NT	54,868	56,342
AMERICAN INT'L GROUP NT	25,844	27,681
UNIONPAC RR 2007 PASS THRU	47,462	26,871
American WTR Cap Corp SR NT	54,339	55,194
TCI COMM. INC	47,639	47,136
STRYKER CORP	47,049	50,201
STATE STR CORP	47,171	51,084
SIMON PPTY GROUP	24,655	25,147
Raytheon Corp	39,252	40,913
Providence St Joseph Health	32,671	32,101
PRECISION CASTPARTS CORP	24,546	27,624
Parker-Hannifin Corp	24,917	27,385
Estee Lauder Co SR NT	41,479	43,239
NORSK HYDRO A S DEB	35,827	29,415
BNSF RY CO 2006 PASS THRU	7,773	4,929
MARSH & MCLENNAN	51,328	54,602
LOUISIANA LD & EXPL DEB	50,632	41,938
LOEWS CORP NT	23,667	26,173
LEGGETT & PLATT	21,274	21,436
BNSF RY PASS THRU	69,820	27,109

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Westar Energy Inc	50,472	55,140
BOSTON PPTYS LP	32,566	32,598
BROOKFIELD FIN LLC	46,532	49,396
CITIGROUP INC FXD RT	44,912	44,951
Clorox Co SR NT	41,116	41,280
CPC INTL INC SER E	33,670	33,796
Hershey Co	54,359	53,123
GRAND MET INV'T CORP	67,918	56,449
ZENECA WILMINGTON	45,048	41,232

TY 2020 Investments Corporate Stock Schedule

Name: The Elizabeth B and Arthur E Roswell
Foundation Inc

EIN: 52-1490498

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VANGUARD INTM TRM INV	2,182,220	2,324,297
TIAA-CREF SOCIAL BOND CHOICE	730,000	769,805
TD AMERITRADE I SHARES	35,995	112,617
TD AMERITRADE - CRA	730,100	748,087
ISHARES SMALL VALUE	224,145	368,900
ISHARES MSCI EAFE SMALL CAP FUND	587,412	822,934
ISHARES MSCI EAFE INDEX FUND	1,888,269	2,385,062
ISHARES MSCI ACWI LOW CARBON	1,964,585	2,758,567
ISHARES EMERGING MKTS	910,710	1,322,752
ISHARE CORE SP500 ETF	2,275,597	3,815,839
FIDELITY ADVISOR FLOATING RATE	20,573	19,495
ISHARES RUSSELL 2000 GROWTH	141,530	652,243

TY 2020 Investments Government Obligations Schedule

Name: The Elizabeth B and Arthur E Roswell
Foundation Inc

EIN: 52-1490498

**US Government Securities - End
of Year Book Value:**

0

**US Government Securities - End
of Year Fair Market Value:**

0

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

25,765

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

25,699

TY 2020 Other Assets Schedule

Name: The Elizabeth B and Arthur E Roswell
Foundation Inc

EIN: 52-1490498

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Div & Income Receivable	12,966	7,662	7,662
Calvert Impact Capital - Community Investment Note	375,000	375,000	375,000
Reinvested Fund - Promissory Note	375,000	375,000	375,000
BlueHub Loan Fund Inc - Promissory Note	0	375,000	375,000
Enterprise Community Impact Note	0	375,000	375,000
Claim for fraudulent check		10,000	10,000

TY 2020 Other Decreases Schedule

Name: The Elizabeth B and Arthur E Roswell
Foundation Inc

EIN: 52-1490498

Description	Amount
Tax/Cost basis difference - BP stock sale Atapco gift	249,645

TY 2020 Other Expenses Schedule

Name: The Elizabeth B and Arthur E Roswell
Foundation Inc

EIN: 52-1490498

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Equipment/Equipment Maintenance	1,102	0		1,102
Supplies	52	0		52
Telephone	112	0		112
Bank Fees	4	0		4
Postage	220	0		220
Software	78	0		78
Dues & Subscriptions	19	0		19

TY 2020 Other Professional Fees Schedule

Name: The Elizabeth B and Arthur E Roswell
Foundation Inc

EIN: 52-1490498

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Fees- First Manhattan	3,004	3,004		0

TY 2020 Taxes Schedule

Name: The Elizabeth B and Arthur E Roswell
Foundation Inc

EIN: 52-1490498

Taxes Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign tax	8,638	8,638		0
Excise tax	8,000	0		0

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Go to <u>www.irs.gov/Form990</u> for the latest information.	OMB No. 1545-0047
		2020
Name of the organization The Elizabeth B and Arthur E Roswell Foundation Inc		Employer identification number 52-1490498

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 other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

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

Name of organization
The Elizabeth B and Arthur E Roswell
Foundation Inc

Employer identification number
52-1490498

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	American Trading & Production Corporation One South Street Suite 2800 Baltimore, MD 21202	\$ 250,485	☐ Person ☐ Payroll ☒ Noncash (Complete Part II for noncash contributions.)
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)

Name of organization The Elizabeth B and Arthur E Roswell Foundation Inc	Employer identification number 52-1490498
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Part II Noncash Property			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	6,475 shares of BP stock	\$ 250,485	2020-01-09
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	

Name of organization The Elizabeth B and Arthur E Roswell Foundation Inc	Employer identification number 52-1490498
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Part III

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

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee