

Form **990-PF**
 Department of the Treasury
 Internal Revenue Service

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

▶ **Do not enter social security numbers on this form as it may be made public.**
 ▶ **Go to www.irs.gov/Form990PF for instructions and the latest information.**

OMB No 1545-0052
2018
Open to Public Inspection

For calendar year 2018, or tax year beginning 01-01-2018, and ending 12-31-2018

Name of foundation LOCKHART VAUGHAN FOUNDATION		A Employer identification number 52-1693184	
Number and street (or P O box number if mail is not delivered to street address) JOHN B POWELL JR 2 E READ ST NO 100		B Telephone number (see instructions) (410) 837-9400	
City or town, state or province, country, and ZIP or foreign postal code BALTIMORE, MD 21202		C If exemption application is pending, check here <input type="checkbox"/>	
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) ▶ \$ <u>32,256,056</u>		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>			

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(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)				
	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	775,110	775,110		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	913,740			
	b Gross sales price for all assets on line 6a	5,803,905			
	7 Capital gain net income (from Part IV, line 2)		913,740		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	1,688,850	1,688,850			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages	12,667	0		12,667
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	7,875	3,938		3,937
	c Other professional fees (attach schedule)	32,178	31,500		678
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	11,621	0		11,621
	21 Travel, conferences, and meetings	1,908	0		1,908
	22 Printing and publications				
	23 Other expenses (attach schedule)	7,930	0		7,930
	24 Total operating and administrative expenses. Add lines 13 through 23	74,179	35,438		38,741
	25 Contributions, gifts, grants paid	1,764,946			1,764,946
26 Total expenses and disbursements. Add lines 24 and 25	1,839,125	35,438		1,803,687	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-150,275				
b Net investment income (if negative, enter -0-)		1,653,412			
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	58,757	58,446	58,446
	2 Savings and temporary cash investments	341,889	470,450	470,450
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)	0	1,067,535	1,038,114
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	30,722,408	29,376,348	30,689,046
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	31,123,054	30,972,779	32,256,056	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule).			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	31,123,054	30,972,779	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
29 Retained earnings, accumulated income, endowment, or other funds	0	0		
30 Total net assets or fund balances (see instructions)	31,123,054	30,972,779		
31 Total liabilities and net assets/fund balances (see instructions) .	31,123,054	30,972,779		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	31,123,054
2 Enter amount from Part I, line 27a	2	-150,275
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	30,972,779
5 Decreases not included in line 2 (itemize) ▶ _____	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	30,972,779

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)
1 a CAPITAL GAIN DIVIDEND	P		
b PUBLICLY TRADED SECURITIES	P		
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 326,811			326,811
b 5,477,094		4,890,165	586,929
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			326,811
b			586,929
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	913,740
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	1,744,252	33,680,049	0 051789
2016	1,623,417	30,725,328	0 052836
2015	1,714,232	29,224,297	0 058658
2014	1,755,892	34,143,148	0 051427
2013	1,675,638	32,823,436	0 051050

2 Total of line 1, column (d)	2	0 265760
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	0 053152
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	35,150,410
5 Multiply line 4 by line 3	5	1,868,315
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	16,534
7 Add lines 5 and 6	7	1,884,849
8 Enter qualifying distributions from Part XII, line 4	8	1,803,687

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', and 'Tax due'. Total amount owed is 3,968.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Questions include 'Did the foundation attempt to influence any national, state, or local legislation?' and 'Has the foundation engaged in any activities that have not previously been reported to the IRS?'. Includes 'Yes' and 'No' columns.

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.
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
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of JOHN B POWELL JR Telephone no (410) 837-9400
Located at 2 EAST READ ST SUITE 100 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 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 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.
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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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).
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.
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? 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).
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?
b If "Yes," did it have excess business holdings in 2018 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period?(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2018).
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions. Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions **5b**

Organizations relying on a current notice regarding disaster assistance check here.

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
If "Yes," attach the statement required by Regulations section 53.4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** Yes No
If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** Yes No

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	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	35,064,166
b	Average of monthly cash balances.	1b	621,529
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	35,685,695
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	35,685,695
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	535,285
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	35,150,410
6	Minimum investment return. Enter 5% of line 5.	6	1,757,521

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	1,757,521
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	33,068
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	33,068
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,724,453
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,724,453
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	1,724,453

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	1,803,687
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	1,803,687
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	1,803,687

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				1,724,453
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014.				
c From 2015.				185,640
d From 2016.				200,090
e From 2017.				81,150
f Total of lines 3a through e.	466,880			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>1,803,687</u>				
a Applied to 2017, 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 2018 distributable amount.				1,724,453
e Remaining amount distributed out of corpus	79,234			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))				0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	546,114			
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 2017 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				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 2013 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	546,114			
10 Analysis of line 9				
a Excess from 2014.				
b Excess from 2015.				185,640
c Excess from 2016.				200,090
d Excess from 2017.				81,150
e Excess from 2018.				79,234

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 2018, 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) 2018	(b) 2017	(c) 2016	(d) 2015	
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

JOHN B POWELL JR
2 EAST READ STREET SUITE 100
BALTIMORE, MD 21202
(410) 837-9400

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

THE LOCKHART VAUGHAN FOUNDATION HAS ADOPTED THE ASSOCIATION OF BALTIMORE AREA GRANTMAKERS ("ABAG") GRANT PROPOSAL FORMAT WHICH CAN BE FOUND AT WWW.ABAGRANTMAKERS.ORG. A GRANT PROPOSAL (ONE COPY) SHOULD INCLUDE A COVER LETTER, A PROPOSAL NARRATIVE, AND ATTACHMENTS, ALL AS OUTLINED IN THE ABAG GRANT PROPOSAL FORMAT. BE SURE TO INCLUDE YOUR MOST RECENT FORM 990.

c Any submission deadlines

DEADLINES FOR SUBMISSION OF GRANT PROPOSALS ARE FEBRUARY 20TH, JUNE 20TH, AND OCTOBER 20TH.

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

AN INITIAL REVIEW IS MADE OF EVERY GRANT PROPOSAL THAT IS RECEIVED. IF IT IS DETERMINED THAT A GRANT PROPOSAL IS NOT WITHIN THE FOUNDATION'S PURPOSES OR THAT THE FOUNDATION DOES NOT HAVE ADEQUATE FUNDS, THE ORGANIZATION WILL BE NOTIFIED AS SOON AS POSSIBLE. OTHERWISE, THE FOUNDATION WILL ENDEAVOR TO INFORM EACH ORGANIZATION THAT SUBMITTED A GRANT PROPOSAL OF ITS DECISION WITHIN SIXTY (60) DAYS FOLLOWING THE DEADLINE DATE.

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			
b <i>Approved for future payment</i>				
Total	▶ 3b			

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities.			14	775,110	
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	913,740	
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		1,688,850	0
13 Total. Add line 12, columns (b), (d), and (e).					13 1,688,850

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

Part XVII

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
a Transfers from the reporting foundation to a noncharitable exempt organization of
(1) Cash
(2) Other assets
b Other transactions
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
d If the answer to any of the above is "Yes," complete the following schedule

Table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? Yes No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship

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
Sign Here 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 Firm's name Firm's address Firm's EIN Phone no

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
SUSAN BAKER POWELL 2 EAST READ ST STE 100 BALTIMORE, MD 21202	PRESIDENT/TRUSTEE 2 00	0	0	0
JULIA B SCHNUPP 2 EAST READ ST STE 100 BALTIMORE, MD 21202	TRUSTEE 1 00	0	0	0
BENJAMIN M BAKER III 2 EAST READ ST STE 100 BALTIMORE, MD 21202	TRUSTEE 1 50	0	0	0
JULIA P O'BRIEN 2 EAST READ ST STE 100 BALTIMORE, MD 21202	TRUSTEE 1 00	0	0	0
BRETNALL M POWELL 2 EAST READ ST STE 100 BALTIMORE, MD 21202	TRUSTEE 1 50	0	0	0
KEVIN A SCHNUPP 2 EAST READ ST STE 100 BALTIMORE, MD 21202	TRUSTEE 1 50	0	0	0
DAVID B POWELL 2 EAST READ ST STE 100 BALTIMORE, MD 21202	TRUSTEE 2 00	0	0	0
KATE R POWELL 2 EAST READ ST STE 100 BALTIMORE, MD 21202	TRUSTEE 1 00	0	0	0
JOHN B POWELL JR 2 EAST READ ST STE 100 BALTIMORE, MD 21202	SECRETARY/TREASURER 16 00	0	0	0

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>				
ADVOCATES FOR CHILDREN AND YOUTH ONE NORTH CHARLES STREET SUITE 2400 BALTIMORE, MD 21201	NONE	PC	COMMUNITY DEVELOPMENT GENERAL SUPPORT OF RESEARCH, EDUCATION, AND ADVOCACY OF CHILDREN'S ISSUES	25,000
AFYA BALTIMORE INC5504 YORK ROAD BALTIMORE, MD 21212	NONE	PC	EDUCATION SUMMER LEARNING CAMP	25,000
AMERICAN CIVIL LIBERTIES UNION OF MARYLAND 3600 CLIPPER MILL ROAD SUITE 350 BALTIMORE, MD 21211	NONE	PC	EDUCATION EDUCATION AROUND ADEQUATE FUNDING FOR PUBLIC EDUCATION	50,000
Total ▶ 3a				1,764,946

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>				
AMERICAN RED CROSS CENTRAL MARYLAND CHAPTER 4800 MOUNT HOPE DRIVE BALTIMORE, MD 21215	NONE	PC	GENERAL SUPPORT	15,000
ARCHDIOCESE OF BALTIMORE 320 CATHERDRAL STREET BALTIMORE, MD 21201	NONE	PC	EDUCATION SUPPORT OF "PARTNERS IN EXCELLENCE" FOR BALTIMORE INNER-CITY CATHOLIC SCHOOLS	50,000
ARTS EDUCATION IN MARYLAND SCHOOLS ALLIANCE 175 W OSTEND STREET SUITE A-3 BALTIMORE, MD 21230	NONE	PC	EDUCATION FOSTERING ARTS EDUCATION IN BALTIMORE PUBLIC SCHOOLS	10,000
Total				1,764,946

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>				
ASSOCIATION OF BALTIMORE AREA GRANTMAKERS 2 EAST READ STREET 2ND FLOOR BALTIMORE, MD 21202	NONE	PC	COMMUNITY DEVELOPMENT EDUCATION PROGRAMS AND PROMOTING "BEST PRACTICES" FOR BALTIMORE FOUNDATIONS	5,760
BALTIMORE CITY PUBLIC SCHOOLS 800 NORTH CHARLES STREET SUITE 400 BALTIMORE, MD 21201	NONE	PC	EDUCATION SUPPORT OF "BLUEPRINT FOR SUCCESS"	60,000
BALTIMORE COMMUNITY FOUNDATION 2 EAST READ STREET BALTIMORE, MD 21202	NONE	PC	COMMUNITY DEVELOPMENT ENDOWMENT FOR CIVIC LEADERSHIP FUND	40,000
Total ▶ 3a				1,764,946

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 SCHOOL FOR THE ARTS FOUNDATION INC 712 CATHEDRAL STREET BALTIMORE, MD 21201	NONE	PC	EDUCATION TWIGS AFTER-SCHOOL AND SATURDAY PERFORMING ARTS INSTRUCTION	20,000
BALTIMORE SYMPHONY ORCHESTRA JOSEPH MEYERHOFF SYMPHONY HALL 1212 CATHEDRAL STREET BALTIMORE, MD 21201	NONE	PC	EDUCATION ORCHKIDS" MUSIC INSTRUCTION IN PUBLIC SCHOOLS	15,000
BALTIMORE YOUTH ALLIANCE 6101 LOCH RAVEN BOULEVARD SUITE 408 BALTIMORE, MD 21239	NONE	PC	EDUCATION SUMMER LEARNING - SAT PREPARATION FOR BALTIMORE PUBLIC SCHOOL STUDENTS	10,000
Total				1,764,946

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>				
BLUE WATER BALTIMORE 2631 SISSON STREET BALTIMORE, MD 21211	NONE	PC	ENVIRONMENT WORKING FOR CLEAN WATER IN BALTIMORE WATERWAYS	40,000
BRIDGES AT ST PAUL'S 11152 FALLS ROAD PO BOX 8100 BROOKLANDVILLE, MD 21022	NONE	PC	EDUCATION SUMMER LEARNING FOR BALTIMORE PUBLIC SCHOOL STUDENTS AND MENTORING THROUGH COLLEGE	25,000
BUILDING STEPSPO BOX 1393 BROOKLANDVILLE, MD 21022	NONE	PC	EDUCATION FOSTER BALTIMORE PUBLIC SCHOOL STUDENTS TO PURSUE CAREERS IN STEM	20,000
Total ▶ 3a				1,764,946

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CAMP ONAWAY 26 SUMMIT GROVE AVENUE SUITE 130 BRYN MAWR, PA 19010	NONE	PC	EDUCATION SUMMER CAMPING SCHOLARSHIPS	5,000
CENTRAL MARYLAND TRANSPORTATION ALLIANCE 2 EAST READ STREET BALTIMORE, MD 21202	NONE	PC	ENVIRONMENT WORKING FOR A REGIONAL MASS TRANSIT SYSTEM	25,000
CHESAPEAKE BAY FOUNDATION 6 HERNDON AVENUE ANNAPOLIS, MD 21403	NONE	PC	ENVIRONMENT TO RESTORE THE CHESAPEAKE BAY	50,000
Total ▶ 3a				1,764,946

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>				
CHILDREN'S SCHOLARSHIP FUND BALTIMORE 1000 ST PAUL STREET BALTIMORE, MD 21202	NONE	PC	EDUCATION SCHOLARSHIP ASSISTANCE TO BALTIMORE FAMILIES	45,000
COLLEGEBOUND FOUNDATION 300 WATER STREET SUITE 300 BALTIMORE, MD 21202	NONE	PC	EDUCATION COLLEGE COUNSELING AND FINANCIAL AID FOR BALTIMORE PUBLIC HIGH SCHOOL STUDENTS	25,000
COMMUNITY LAW CENTER 3355 KESWICK ROAD SUITE 200 BALTIMORE, MD 21211	NONE	PC	COMMUNITY DEVELOPMENT FREE LEGAL SERVICES TO BALTIMORE NEIGHBORHOOD GROUPS	20,000
Total ▶ 3a				1,764,946

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>				
CONNECTICUT FUND FOR THE ENVIRONMENT INC 900 CHAPEL STREET SUITE 2202 NEW HAVEN, CT 06510	NONE	PC	ENVIRONMENT TO SUPPORT THE WORK OF THE CLIMATE TASK FORCE	10,000
CRISTO REY JESUIT HIGH SCHOOL 420 SOUTH CHESTER STREET BALTIMORE, MD 21231	NONE	PC	EDUCATION GENERAL SUPPORT OF CRISTO REY JESUIT HIGH SCHOOL	50,000
DERRYFIELD SCHOOL 2108 RIVER ROAD MANCHESTER, NH 03104	NONE	PC	EDUCATION GENERAL SUPPORT	5,000
Total				1,764,946



3a

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DOWNTOWN BALTIMORE FAMILY ALLIANCE PO BOX 12010 BALTIMORE, MD 21281	NONE	PC	COMMUNITY DEVELOPMENT ENCOURAGING YOUNG FAMILIES TO REMAIN IN DOWNTOWN BALTIMORE	15,000
EARTHJUSTICE 50 CALIFORNIA STREET SUITE 500 SAN FRANCISCO, CA 94111	NONE	PC	ENVIRONMENT TO ADVANCE CLEAN ENERGY BEFORE THE MARYLAND PUBLIC SERVICE COMMISSION	25,000
EMMANUEL EPISCOPAL CHURCH 811 CATHEDRAL STREET BALTIMORE, MD 21201	NONE	PC	GENERAL SUPPORT	42,310
Total ▶ 3a				1,764,946

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
ENOCH PRATT FREE LIBRARY 400 CATHEDRAL STREET BALTIMORE, MD 21201	NONE	PC	COMMUNITY DEVELOPMENT BRANCH IMPROVEMENT FUND	25,000
ENOCH PRATT FREE LIBRARY 400 CATHEDRAL STREET BALTIMORE, MD 21201	NONE	PC	EDUCATION SUPPORT OF VARIOUS "EMERGENT LITERACY" PROGRAMS	25,000
ENOCH PRATT FREE LIBRARY 400 CATHEDRAL STREET BALTIMORE, MD 21201	NONE	PC	COMMUNITY DEVELOPMENT GENERAL SUPPORT	32,310
Total				1,764,946



3a

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
EVERYMAN THEATRE 315 W FAYETTE STREET BALTIMORE, MD 21201	NONE	PC	EDUCATION THEATRE MATINEE SERIES FOR PUBLIC HIGH SCHOOL STUDENTS	10,000
FAMILY LEAGUE OF BALTIMORE 230 N CHARLES STREET SUITE 200 BALTIMORE, MD 21218	NONE	PC	EDUCATION SUPPORT SCHOOL READINESS COALITION	35,000
FRIENDS OF PATTERSON PARK 27 SOUTH PATTERSON PARK AVENUE BALTIMORE, MD 21231	NONE	PC	COMMUNITY DEVELOPMENT FOSTER COMMUNITY SUPPORT FOR PATTERSON PARK	10,000
Total				1,764,946

▶ **3a**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FUEL FUND OF MARYLAND 1800 WASHINGTON BOULEVARD BALTIMORE, MD 21230	NONE	PC	GENERAL SUPPORT	15,000
GIRLS ON THE RUN OF THE GREATER CHESAPEAKE 129 LUBRANO DRIVE L-102 ANNAPOLIS, MD 21401	NONE	PC	EDUCATION AFTER-SCHOOL PROGRAM IN BALTIMORE TITLE I SCHOOLS	5,000
HELPING UP MISSION 1029 EAST BALTIMORE STREET BALTIMORE, MD 21202	NONE	PC	COMMUNITY DEVELOPMENT CAPITAL CAMPAIGN FOR WOMEN AND CHILDREN CENTER	85,000
Total				1,764,946

▶ **3a**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
IMPROVING EDUCATION 3503 N CHARLES STREET BALTIMORE, MD 21218	NONE	PC	EDUCATION TO SUPPORT "NETWORKED IMPROVEMENT COMMUNITY" IN BALTIMORE PUBLIC SCHOOLS THROUGH 2ND GRADE FOR IMPROVING EARLY LITERACY OUTCOMES	40,000
INTERNATIONAL RESCUE COMMITTEE 1900 NORTH HOWARD STREET SUITE 200 BALTIMORE, MD 21218	NONE	PC	COMMUNITY DEVELOPMENT CAPITAL CAMPAIGN FOR EXTERIOR AND INTERIOR IMPROVEMENTS AT NEW LOCATION ON HOWARD STREET	10,000
JEMICY SCHOOL 11 CELADON ROAD OWINGS MILLS, MD 21117	NONE	PC	ENVIRONMENT SOLAR ARRAY AND ENVIRONMENTAL EDUCATION	138,000
Total ▶ 3a				1,764,946

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
JUBILEE BALTIMORE 25 EAST 20TH STREET BALTIMORE, MD 21218	NONE	PC	COMMUNITY DEVELOPMENT GENERAL SUPPORT	25,000
KIPP BALTIMORE 4701 GREENSPRING AVENUE BALTIMORE, MD 21209	NONE	PC	EDUCATION SUPPORTING KIPP GRADUATES THROUGH COLLEGE	15,000
LIBERTY ELEMENTARY SCHOOL 3901 MAINE AVENUE BALTIMORE, MD 21207	NONE	PC	EDUCATION LIBERTY ELEMENTARY SUMMER ACADEMY	15,000
Total				1,764,946



3a

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LITERACY AND LEADERSHIP EMPOWERMENT INC 7030 BELLONA AVENUE BALTIMORE, MD 21212	NONE	PC	EDUCATION SUMMER LEARNING PROGRAM - LITERACY TUTORS	10,000
LITERACY LAB 1003 K STREET NW 5TH FLOOR WASHINGTON, DC 20001	NONE	PC	EDUCATION LITERACY TUTORING IN BALTIMORE PUBLIC SCHOOLS	35,000
MARYLAND FOOD BANK 2200 HALETHORPE FARMS ROAD BALTIMORE, MD 21227	NONE	PC	FOOD PANTRY PROGRAM - BALTIMORE CITY	35,000
Total ▶ 3a				1,764,946

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>				
MIDDLE GRADES PARTNERSHIP 1500 UNION AVENUE SUITE 1320 BALTIMORE, MD 21211	NONE	PC	EDUCATION SUMMER LEARNING AND MENTORING MIDDLE SCHOOL STUDENTS IN BALTIMORE	30,000
MOTHER SETON ACADEMY 2215 GREENMOUTN AVENUE BALTIMORE, MD 21218	NONE	PC	EDUCATION CAPITAL CAMPAIGN FOR SCHOOL BUILDING	45,000
NEIGHBORHOOD DESIGN CENTER 120 W NORTH AVENUE SUITE 306 BALTIMORE, MD 21223	NONE	PC	COMMUNITY DEVELOPMENT TO SUPPORT "COMMUNITY DESIGN WORK" IN BALTIMORE CITY	10,000
Total ▶ 3a				1,764,946

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 LEADERSPO BOX 4871 BALTIMORE, MD 21211	NONE	PC	EDUCATION RECRUIT, TRAIN AND SUPPORT NEW PRINCIPALS OF BALTIMORE PUBLIC SCHOOLS	40,000
NEXT ONE UP FOUNDATION INC PO BOX 22503 BALTIMORE, MD 21203	NONE	PC	EDUCATION TUTORING AND MENTORING BALTIMORE PUBLIC HIGH SCHOOL STUDENTS	15,000
OPEN SOCIETY INSTITUTE - BALTIMORE 201 NORTH CHARLES STREET SUITE 1300 BALTIMORE, MD 21201	NONE	PC	COMMUNITY DEVELOPMENT ADVOCATING FOR INCREASED ACCESS TO HIGH QUALITY ADDICTION SERVICES FOR LOW INCOME RESIDENTS	20,000
Total ▶ 3a				1,764,946

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i>				
PIGTOWN MAIN STREET 763 WASHINGTON BLVD BALTIMORE, MD 21230	NONE	PC	COMMUNITY DEVELOPMENT "MAIN STREET" PROGRAM IN PIGTOWN NEIGHBORHOOD, BALTIMORE	18,000
SALVATION ARMY814 LIGHT STREET BALTIMORE, MD 21230	NONE	PC	GENERAL SUPPORT	15,000
ST JOHN'S EPISCOPAL CHURCH 679 FARMINGTON AVENUE WEST HARTFORD, CT 06119	NONE	PC	GENERAL SUPPORT	10,000
Total ▶ 3a				1,764,946

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>				
ST PAUL'S SCHOOL FOR GIRLS 11232 FALLS ROAD PO BOX 8000 BROOKLANDVILLE, MD 21022	NONE	PC	ENVIRONMENT SOLAR ARRAY ON MAIN BUILDING AND ENVIRONMENTAL EDUCATION	48,566
ST VINCENT DE PAUL OF BALTIMORE 2305 N CHARLES STREET SUITE 300 BALTIMORE, MD 21218	NONE	PC	EDUCATION CAMP ST VINCENT SUMMER LEARNING FOR HOMELESS AND FOSTER CHILDREN	15,000
TEACH FOR AMERICA - BALTIMORE 2601 NORTH HOWARD STREET SUITE 300 BALTIMORE, MD 21218	NONE	PC	EDUCATION SUPPORT RECRUITMENT, TRAINING, AND MENTORING OF BALTIMORE CORPS OF TEACH FOR AMERICA	55,000
Total ▶ 3a				1,764,946

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE LOADING DOCK 2 N KRESSON STREET BALTIMORE, MD 21224	NONE	PC	COMMUNITY DEVELOPMENT CAPITAL CAMPAIGN TO ENCHANCE SERVICES	50,000
THREADPO BOX 1584 BALTIMORE, MD 21203	NONE	PC	EDUCATION TUTORING AND MENTORING PROGRAM IN BALTIMORE PUBLIC HIGH SCHOOL	30,000
UNION OF CONCERNED SCIENTISTS TWO BRATTLE SQUARE CAMBRIDGE, MA 02138	NONE	PC	ENVIRONMENT WORK ON ISSUES AROUND CLIMATE CHANGE	25,000
Total ▶ 3a				1,764,946

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 TEACHERS 1800 WASHINGTON BOULEVARD SUITE 411 BALTIMORE, MD 21230	NONE	PC	EDUCATION RECRUITMENT, TRAINING, AND SUPPORT OF TEACHERS IN BALTIMORE PUBLIC SCHOOLS - ALTERNATIVE CERTIFICATION	20,000
VILLAGE LEARNING PLACE 2521 SAINT PAUL STREET BALTIMORE, MD 21218	NONE	PC	EDUCATION "LINK" AFTER- SCHOOL AND SUMMER LEARNING PROGRAMS FOR CHARLES VILLAGE/BARCLAY YOUTH	25,000
Total				1,764,946

▶ **3a**

TY 2018 Accounting Fees Schedule**Name:** LOCKHART VAUGHAN FOUNDATION**EIN:** 52-1693184

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	7,875	3,938		3,937

TY 2018 General Explanation Attachment

Name: LOCKHART VAUGHAN FOUNDATION

EIN: 52-1693184

General Explanation Attachment

Identifier	Return Reference	Explanation	
1		FORM 990-PF, PART XV, LINE 2	<p>THE LOCKHART VAUGHAN FOUNDATION DIRECTS ITS GRANTS TOWARD THREE GOALS IN BALTIMORE, MARYLAND TO ACHIEVE THOSE GOALS, THE FOUNDATION WILL CONSIDER GRANT PROPOSALS THAT ADDRESS ONE OR MORE OF THE SPECIFIC STRATEGIES LISTED BELOW GOAL BALTIMORE CHILDREN WILL HAVE ACCESS TO A QUALITY PUBLIC EDUCATION IN PRE-K THROUGH 12TH GRADE STRATEGIES -SUPPORT EFFORTS THAT PROMOTE SCHOOL READINESS FOR CHILDREN 0-3 -STRENGTHEN THE READING READINESS INSTRUCTION IN PRE-K AND KINDERGARTEN PROGRAMS IN BALTIMORE.-SUPPORT PROGRAMS THAT CHALLENGE MOTIVATED STUDENTS IN BALTIMORE'S PUBLIC SCHOOLS -PROMOTE SCHOOL CHOICE FOR BALTIMORE STUDENTS AND PARENTS -SUPPORT THE RECRUITMENT, TRAINING, AND MENTORING OF ABLE INSTRUCTIONAL LEADERS FOR BALTIMORE PUBLIC SCHOOLS -SUPPORT COST-EFFECTIVE, SCHOOL-BASED AFTER-SCHOOL PROGRAMS -SUPPORT SUMMER LEARNING OPPORTUNITIES FOR AFTER-SCHOOL AND SUMMER LEARNING PROGRAMS, THE TRUSTEES WILL FAVOR PROGRAMS THAT HAVE INTENSE AND SUSTAINED CONTACT WITH STUDENTS WITH A CONSISTENT MESSAGE OF HIGH EXPECTATIONS GOAL BALTIMORE RESIDENTS WILL ENJOY GOOD PARKS, A GREENER ENVIRONMENT, AND A CLEANER CHESAPEAKE BAY WITH HEALTHY WATERSHEDS STRATEGIES - SUPPORT GREENING EFFORTS IN BALTIMORE THAT ARE VISIBLE TO THE WIDER COMMUNITY - SUPPORT EFFORTS IN BALTIMORE TO IMPROVE THE CHESAPEAKE BAY AND ITS WATERSHEDS IN ADDITION, THE TRUSTEES ALLOCATE APPROXIMATELY 13% OF THE GRANTS BUDGET FOR PRESELECTED ORGANIZATIONS THAT ARE ADDRESSING CLIMATE CHANGE THAT IS, THE TRUSTEES DO NOT ACCEPT UNSOLICITED GRANT APPLICATIONS REGARDING CLIMATE CHANGE GOAL BALTIMORE WILL BE A CITY WITH VIBRANT NEIGHBORHOODS STRATEGIES - SUPPORT COMMUNITY ORGANIZATIONS THAT HAVE A RECORD OF ATTRACTING FINANCIAL INVESTMENTS IN THEIR NEIGHBORHOOD REVITALIZATION EFFORTS -SUPPORT ORGANIZATIONS THAT PROVIDE TECHNICAL ASSISTANCE AND ENHANCE THE CAPABILITIES OF GROUPS THAT ARE WORKING FOR COMMUNITY DEVELOPMENT IN BALTIMORE</p>

TY 2018 Investments Corporate Bonds Schedule**Name:** LOCKHART VAUGHAN FOUNDATION**EIN:** 52-1693184**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
TEGNA INC.	44,954	43,890
ICAHN ENTERPRISES	44,174	42,946
REYNOLDS GROUP I	41,971	41,567
LEVEL 3 FINANCING	43,454	43,000
M/I HOMES, INC.	34,045	32,835
GIBRALTAR INDUSTRIES	44,805	44,055
CREDIT ACCEPTANCE	33,649	33,000
ACADIA HEALTHCARE	34,135	33,830
WHITING PETROLEUM	33,490	31,350
CLEAN HARBORS	45,102	43,670
THE WILLIAM CART	30,590	29,850
STEEL DYNAMICS	43,487	43,000
NCR CORP	22,480	21,533
WESCO DISTRIBUTORS	41,166	39,600
DARLING INGREDIENTS	33,766	32,753
ACTUANT CORP	44,258	42,570
TAILORED BRANDS, INC.	33,703	32,000
DAVITA, INC.	32,840	31,760
CCO HOLDINGS, LLC	43,539	42,785
PENSKE AUTOMOTIVE	32,659	31,880

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
LIN TELEVISION	45,029	42,893
SPECTRUM BRANDS	43,107	42,788
GULFPORT ENERGY	35,015	33,250
LAMAR ADVERTISING	33,121	32,835
MURPHY OIL USA, INC.	33,209	32,306
DANA INC	32,921	31,840
BEACON ROOFING	31,683	30,613
THE AES CORP	33,197	32,505
T-MOBILE USA	21,986	21,210

TY 2018 Investments - Other Schedule

Name: LOCKHART VAUGHAN FOUNDATION

EIN: 52-1693184

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
DFA EMERGING MKTS VALUE	AT COST	696,366	723,953
FIRST EAGLE GLOBAL FUND	AT COST	2,758,935	2,669,551
HARDING LOEVNER INTERNATIONAL	AT COST	1,388,047	2,282,327
BRANDYWINE GLOBAL	AT COST	1,284,314	1,132,879
SEAFARER OVERSEAS GROWTH	AT COST	854,826	745,582
T ROWE PRICE CAP APPR FD	AT COST	2,892,241	2,859,146
TEMPLETON GLOBAL	AT COST	1,297,631	1,115,111
VANGUARD INTM TERM	AT COST	744,897	690,199
VANGUARD TOTAL BOND	AT COST	1,414,900	1,428,314
VANGUARD TOTAL STOCK MKT	AT COST	11,778,505	13,268,939
WESTERN ASSET CORE BOND FD	AT COST	1,735,298	1,681,117
SCHWAB FUNDAMENTAL INTL	AT COST	2,530,388	2,091,928

TY 2018 Other Expenses Schedule**Name:** LOCKHART VAUGHAN FOUNDATION**EIN:** 52-1693184**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK SERVICE FEES	9	0		9
DUES	550	0		550
INSURANCE	4,093	0		4,093
INTERNET	375	0		375
MISCELLANEOUS	145	0		145
OFFICE EXPENSE	395	0		395
POSTAGE	389	0		389
REPAIRS AND MAINTENANCE	395	0		395
TELEPHONE	1,579	0		1,579

TY 2018 Other Professional Fees Schedule**Name:** LOCKHART VAUGHAN FOUNDATION**EIN:** 52-1693184

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT CONSULTING FEES	31,500	31,500		0
OTHER PROFESSIONAL FEES	678	0		678