

Return of Private Foundation

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

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2016

Open to Public Inspection

Form **990-PF**

Department of the Treasury
Internal Revenue Service

For calendar year 2016 or tax year beginning , and ending

Name of foundation The Alvin and Fanny B. Thalheimer Foundation, Inc.		A Employer identification number 52-6038383
Number and street (or P.O. box number if mail is not delivered to street address) 6225 Smith Ave., Suite B-100	Room/suite	B Telephone number 410-415-7660
City or town, state or province, country, and ZIP or foreign postal code Baltimore, MD 21209		C If exemption application is pending, check here ... <input type="checkbox"/>
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 <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 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 ... <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 22,775,565.	J Accounting method: <input checked="" type="checkbox"/> Cash Accrual Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ... <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	140,000.		N/A	
	2 Check <input 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	171,028.	171,028.		Statement 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	527,625.			
	b Gross sales price for all assets on line 6a	527,625.			
	7 Capital gain net income (from Part IV, line 2)		527,625.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income	280,849.	280,849.		Statement 2	
12 Total. Add lines 1 through 11	1,119,502.	979,502.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages	27,586.	27,586.		0.
	15 Pension plans, employee benefits				
	16a Legal fees Stmt 3	365.	0.		0.
	b Accounting fees Stmt 4	3,925.	3,925.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes Stmt 5	61,030.	23,530.		0.
	19 Depreciation and depletion	556.	556.		
	20 Occupancy				
	21 Travel, conferences, and meetings	1,278.	1,278.		0.
	22 Printing and publications				
	23 Other expenses Stmt 6	201,664.	201,664.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	296,404.	258,539.		0.
	25 Contributions, gifts, grants paid	3,458,009.			3,458,009.
26 Total expenses and disbursements. Add lines 24 and 25	3,754,413.	258,539.		3,458,009.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-2,634,911.				
b Net investment income (if negative, enter -0-)		720,963.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		821,173.	513,894.	513,894.
	2	Savings and temporary cash investments				
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock				
	c	Investments - corporate bonds				
	11	Investments - land, buildings, and equipment: basis	2,781.			
	Less: accumulated depreciation	Stmt 7	1,900.	1,437.	881.	881.
12	Investments - mortgage loans					
13	Investments - other	Stmt 8		20,307,975.	17,980,899.	22,260,790.
14	Land, buildings, and equipment: basis					
	Less: accumulated depreciation					
15	Other assets (describe)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)			21,130,585.	18,495,674.	22,775,565.
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				
	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			0.	0.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds			21,130,585.	18,495,674.	
30	Total net assets or fund balances			21,130,585.	18,495,674.	
31	Total liabilities and net assets/fund balances			21,130,585.	18,495,674.	

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	21,130,585.
2	Enter amount from Part I, line 27a	2	-2,634,911.
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	18,495,674.
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	18,495,674.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a FROM PASS THROUGH ENTITIES	P		
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 527,625.			527,625.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			527,625.
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	527,625.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	3,395,738.	25,817,670.	.131528
2014	1,125,000.	25,071,524.	.044872
2013	1,599,811.	23,057,673.	.069383
2012	907,819.	20,724,586.	.043804
2011	978,617.	20,649,100.	.047393

2 Total of line 1, column (d)	2	.336980
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.067396
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	23,022,324.
5 Multiply line 4 by line 3	5	1,551,613.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,210.
7 Add lines 5 and 6	7	1,558,823.
8 Enter qualifying distributions from Part XII, line 4	8	3,458,009.

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.

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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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	7,210.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	7,210.
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	7,210.
6	Credits/Payments:		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	96,213.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	96,213.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	89,003.
11	Enter the amount of line 10 to be: Credited to 2017 estimated tax <input checked="" type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	89,003. 0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
<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>		
1c		X
d		
(1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e		
Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2		X
<i>If "Yes," attach a detailed description of the activities.</i>		
3		X
4a		X
4b		N/A
5		X
<i>If "Yes," attach the statement required by General Instruction T.</i>		
6	X	
By language in the governing instrument, or		
By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		
7	X	
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>		
8a		
Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> <u>MD</u>		
8b	X	
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>		
9		X
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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		
10	X	
Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> <u>Stmt 9</u>		

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address ► <u>www.Thalheimerfoundation.org</u>		
14 The books are in care of ► <u>Juliet A. Eurich, Executive Dir.</u> Telephone no. ► <u>410-415-7660</u> Located at ► <u>6225 Smith Ave., Suite B-100, Baltimore, MD</u> ZIP+4 ► <u>21209</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	N/A	
and enter the amount of tax-exempt interest received or accrued during the year	15	
16 At any time during calendar year 2016, 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?		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		X
Organizations relying on a current notice regarding disaster assistance check here	► <input type="checkbox"/>	
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 2016?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ► _____, _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2016 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 2016.)		X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?		X

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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)? Yes No **N/A**

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 **N/A**

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? 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? Yes No **N/A**

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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 10		0.	0.	0.

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

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

Total number of other employees paid over \$50,000 Yes No **0**

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

3 Five highest-paid independent contractors for professional services. 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 N/A	
2	0.
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 None	
2	0.
3 All other program-related investments. See instructions.	
None	
Total. Add lines 1 through 3	0.

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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	20,833,526.
b	Average of monthly cash balances	1b	2,539,392.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	23,372,918.
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	23,372,918.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	350,594.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	23,022,324.
6	Minimum investment return. Enter 5% of line 5	6	1,151,116.

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	1,151,116.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	7,210.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	7,210.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,143,906.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,143,906.
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	1,143,906.

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	3,458,009.
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	3,458,009.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	7,210.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,450,799.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				1,143,906.
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				2,131,378.
f Total of lines 3a through e	2,131,378.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$	3,458,009.			
a Applied to 2015, 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 2016 distributable amount				1,143,906.
e Remaining amount distributed out of corpus	2,314,103.			
5 Excess distributions carryover applied to 2016 (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	4,445,481.			
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 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				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 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	4,445,481.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015	2,131,378.			
e Excess from 2016	2,314,103.			

The Alvin and Fanny B. Thalheimer
Foundation, Inc.

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling ▶

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

	Tax year				(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2 a 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).)

None

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.

None

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

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

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

Juliet A Eurich, Executive Dir., 410-415-7660
6225 Smith Ave., Suite B-100, Baltimore, MD 21209

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

By letter with relevant data.

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:

The Foundation does not make grants or gifts to individuals.

The Alvin and Fanny B. Thalheimer
Foundation, Inc.

Form 990-PF (2016)

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Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
70 FACES MEDIA 24 WEST 30TH STREET, 4TH FLOOR NEW YORK, NY 10001	NONE	EXEMPT	PROGRAM GRANT	15,000.
ACLU FOUNDATION OF MARYLAND, INC. 3600 CLIPPER MILL ROAD, SUITE 350 BALTIMORE, MD 21211	NONE	EXEMPT	PROGRAM GRANT	25,000.
ADAS ISRAEL CONGREGATION 2850 QUEBEC STREET, NW WASHINGTON, DC 20008	NONE	EXEMPT	PROGRAM GRANT	10,000.
ADELANTE LATINA, INC. 2907 WEST STRATHMORE AVENUE BALTIMORE, MD 21209	NONE	EXEMPT	GENERAL SUPPORT	15,000.
ASSOCIATION OF BALTIMORE AREA GRANTMAKERS 2 EAST READ STREET, 2ND FLOOR BALTIMORE, MD 21202-2470	NONE	EXEMPT	GENERAL SUPPORT	5,509.
Total	See continuation sheet(s)			3,458,009.
b Approved for future payment				
ADELANTE LATINA, INC. 2907 WEST STRATHMORE AVENUE BALTIMORE, MD 21209	NONE	EXEMPT	GENERAL SUPPORT	10,000.
AVODAH 45 WEST 36TH STREET, 8TH FLOOR NEW YORK, NY 10018	NONE	EXEMPT	PROGRAM GRANT	15,000.
BARD COLLEGE OFFICE OF INSTITUTIONAL AFFAIRS P.O. BOX 5000 ANNANDALE-ON-HUDSON, NY 12504	NONE	EXEMPT	GENERAL SUPPORT FOR BALTIMORE	20,000.
Total	See continuation sheet(s)			852,500.

Form 990-PF (2016)

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AVODAH 45 WEST 36TH STREET, 8TH FLOOR NEW YORK, NY 10018	NONE	EXEMPT	GENERAL SUPPORT FOR WASHINGTON, D.C.	15,000.
BALTIMORE URBAN DEBATE LEAGUE 2601 NORTH HOWARD STREET, SUITE 150 BALTIMORE, MD 21218	NONE	EXEMPT	PROGRAM GRANT	20,000.
BARD COLLEGE OFFICE OF INSTITUTIONAL AFFAIRS P.O. BOX 5000 ANNANDALE-ON-HUDSON, NY 12504	NONE	EXEMPT	GENERAL SUPPORT FOR BALTIMORE	20,000.
BEND THE ARC: A JEWISH PARTNERSHIP FOR JUSTICE 330 7TH AVENUE NEW YORK, NY 10001	NONE	EXEMPT	GENERAL SUPPORT	20,000.
BIOTECHNICAL INSTITUTE OF MARYLAND, INC. 1101 WEST PRATT STREET, SUITE 302 BALTIMORE, MD 21223	NONE	EXEMPT	GENERAL SUPPORT	25,000.
BIRTHRIGHT ISRAEL FOUNDATION, INC. 33 EAST 33RD STREET, 7TH FLOOR NEW YORK, NY 10016	NONE	EXEMPT	GENERAL SUPPORT	5,000.
BREAKTHROUGH AUSTIN 1050 EAST 11TH STREET, SUITE 350 AUSTIN, TX 78702	NONE	EXEMPT	GENERAL SUPPORT	5,000.
BROOKLYN COMMUNITY HOUSING AND SERVICES 25 CHAPEL STREET, SUITE 1200 BROOKLYN, NY 11201	NONE	EXEMPT	GENERAL SUPPORT	5,000.
BUILDING STEPS P.O. BOX 1393 BROOKLANDVILLE, MD 21022-1393	NONE	EXEMPT	GENERAL SUPPORT	37,500.
CAROL S. PETREA YOUTH GOLF FOUNDATION, INC. P.O. BOX 1820 SHALLOTTE, NC 28459	NONE	EXEMPT	GENERAL SUPPORT	12,500.
Total from continuation sheets				3,387,500.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CAROLINE CENTER 900 SOMERSET STREET BALTIMORE, MD 21202	NONE	EXEMPT	PROGRAM GRANT	25,000.
CENTER FOR URBAN FAMILIES 2201 NORTH MONROE STREET BALTIMORE, MD 21217	NONE	EXEMPT	PROGRAM GRANT	20,000.
CENTRAL SCHOLARSHIP BUREAU 6 PARK CENTER, SUITE 211 OWINGS MILLS, MD 21117	NONE	EXEMPT	PROGRAM GRANT	10,000.
CIVIC WORKS, INC. 2701 SAINT LO DRIVE BALTIMORE, MD 21213	NONE	EXEMPT	PROGRAM GRANT	25,000.
COLLEGEBOUND FOUNDATION 300 WATER STREET, SUITE 300 BALTIMORE, MD 21202	NONE	EXEMPT	PROGRAM GRANT	20,000.
COMMUNITY HELP IN PARK SLOPE 200 FOURTH AVENUE BROOKLYN, NY 11217	NONE	EXEMPT	GENERAL SUPPORT	7,500.
EQUAL JUSTICE INITIATIVE 122 COMMERCE STREET MONTGOMERY, AL 36104	NONE	EXEMPT	GENERAL SUPPORT	5,000.
FIRST TEE OF BALTIMORE, INC. 8508 LOCH RAVEN BOULEVARD, SUITE J BALTIMORE, MD 21286	NONE	EXEMPT	GENERAL SUPPORT	12,500.
FOOTSTEPS, INC. 114 JOHN STREET #930 NEW YORK, NY 10272	NONE	EXEMPT	GENERAL SUPPORT	15,000.
FRANCISCAN CENTER 101 WEST 23RD STREET BALTIMORE, MD 21218	NONE	EXEMPT	GENERAL SUPPORT	25,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FRIENDSHIP PLACE 4713 WISCONSIN AVENUE, NW WASHINGTON, DC 20016-4609	NONE	EXEMPT	GENERAL SUPPORT	2,500.
FUND FOR EDUCATIONAL EXCELLENCE 800 NORTH CHARLES STREET, SUITE 400 BALTIMORE, MD 21201	NONE	EXEMPT	GENERAL SUPPORT AND PROGRAM GRANT	25,000.
GOUCHER COLLEGE 1021 DULANEY VALLEY ROAD BALTIMORE, MD 21204	NONE	EXEMPT	PROGRAM GRANT	25,000.
GREEN EARTH POETS CAFE 521 ST. MARKS AVENUE, SUITE 7C BROOKLYN, NY 11238	NONE	EXEMPT	PROGRAM GRANT	2,500.
HEALTH CARE FOR THE HOMELESS, INC. 421 FALLSWAY BALTIMORE, MD 21202	NONE	EXEMPT	GENERAL SUPPORT	25,000.
HIGHER ACHIEVEMENT BALTIMORE 1500 UNION AVENUE THE UNION MILL, SUITE 2600 BALTIMORE, MD 21211	NONE	EXEMPT	GENERAL SUPPORT FOR BALTIMORE	25,000.
HILLEL-INTERNATIONAL ARTHUR & ROCHELLE BELFER BUILDING 800 EIGHTH STREET, NW WASHINGTON, DC 20001-3724	NONE	EXEMPT	PROGRAM GRANT	100,000.
JEWS UNITED FOR JUSTICE 1100 H STREET, NW, SUITE 630 WASHINGTON, DC 20005	NONE	EXEMPT	GENERAL SUPPORT FOR BALTIMORE	15,000.
JOB OPPORTUNITIES TASK FORCE, INC. 217 EAST REDWOOD STREET, SUITE 1500 BALTIMORE, MD 21202	NONE	EXEMPT	GENERAL SUPPORT	20,000.
KIPP: BALTIMORE 4701 GREENSPRING AVENUE, ROOM 115 BALTIMORE, MD 21209	NONE	EXEMPT	PROGRAM GRANT	15,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LEGAL AID BUREAU, INC. 500 EAST LEXINGTON STREET BALTIMORE, MD 21202	NONE	EXEMPT	PROGRAM GRANT	10,000.
LIFT, INC. 128 M STREET, NW, SUITE 335 WASHINGTON, DC 20001	NONE	EXEMPT	GENERAL SUPPORT	2,500.
MAINE FARMLAND TRUST 97 MAIN STREET BELFAST, ME 04915	NONE	EXEMPT	GENERAL SUPPORT	2,000.
MAINE ORGANIC FARMERS AND GARDENERS ASSOCIATION P.O. BOX 170, 294 CROSBY BROOK ROAD UNITY, ME 04988	NONE	EXEMPT	GENERAL SUPPORT	8,000.
MARYLAND HUMANITIES COUNCIL, INC. 108 WEST CENTRE STREET BALTIMORE, MD 21201-4565	NONE	EXEMPT	PROGRAM GRANT	15,000.
MARYLAND INSTITUTE COLLEGE OF ART 1300 WEST MOUNT ROYAL AVENUE BALTIMORE, MD 21217-4191	NONE	EXEMPT	ENDOWMENT GRANT	100,000.
MARYLAND NEW DIRECTIONS, INC. 2700 NORTH CHARLES STREET, SUITE 200 BALTIMORE, MD 21218	NONE	EXEMPT	GENERAL SUPPORT	20,000.
MOISHE HOUSE 5007 PROVIDENCE ROAD, SUITE E216 CHARLOTTE, NC 28226	NONE	EXEMPT	PROGRAM GRANT	25,000.
NATIONAL AQUARIUM IN BALTIMORE, INC. 501 EAST PRATT STREET, PIER 3 BALTIMORE, MD 21202-3194	NONE	EXEMPT	PROGRAM GRANT	10,000.
NEW LEADERS NATIONAL & NEW YORK PROGRAM OFFICE 30 WEST 26TH STREET, 2ND FLOOR NEW YORK, NY 10010	NONE	EXEMPT	GENERAL SUPPORT FOR BALTIMORE	25,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PLANNED PARENTHOOD FEDERATION OF AMERICA 123 WILLIAM STREET NEW YORK, NY 10038	NONE	EXEMPT	GENERAL SUPPORT	10,000.
PLANNED PARENTHOOD OF GREATER TEXAS, INC. 7424 GREENVILLE AVENUE, SUITE 206 DALLAS, TX 75231	NONE	EXEMPT	GENERAL SUPPORT	20,000.
PROJECT KESHER 600 MAMARONECK AVENUE, SUITE 400 HARRISON, NY 10528	NONE	EXEMPT	PROGRAM GRANT	35,000.
PROJECT MORRY 350 EXECUTIVE BOULEVARD, SUITE 125 ELMSFORD, NJ 10523	NONE	EXEMPT	GENERAL SUPPORT	10,000.
PUPPET WORKS, INC. P.O. BOX 150562 BROOKLYN, NY 11215	NONE	EXEMPT	PROGRAM GRANT	5,000.
RAISING A READER 330 TWIN DOLPHIN DRIVE, SUITE 147 REDWOOD CITY, CA 94065	NONE	EXEMPT	GENERAL SUPPORT FOR BALTIMORE	20,000.
READING PARTNERS 841 EAST FORT AVENUE #233 BALTIMORE, MD 21230	NONE	EXEMPT	GENERAL SUPPORT FOR BALTIMORE	25,000.
RED HOOK INITIATIVE, INC. 767 HICKS STREET BROOKLYN, NY 11231	NONE	EXEMPT	GENERAL SUPPORT	10,000.
RIDING TO THE TOP THERAPEUTIC RIDING CENTER 14 LILAC DRIVE WINDHAM, ME 04062	NONE	EXEMPT	GENERAL SUPPORT	5,000.
SECOND CHANCE, INC. 1700 RIDGELY STREET BALTIMORE, MD 21230	NONE	EXEMPT	PROGRAM GRANT	20,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SHEPHERD'S CLINIC 2800 KIRK AVENUE BALTIMORE, MD 21218	NONE	EXEMPT	GENERAL SUPPORT	20,000.
SIXTH & I SYNAGOGUE, INC. 600 I STREET, NW WASHINGTON, DC 20001	NONE	EXEMPT	GENERAL SUPPORT	10,000.
SOUTH BALTIMORE LEARNING CENTER 28 EAST OSTEND STREET BALTIMORE, MD 21230-4209	NONE	EXEMPT	GENERAL SUPPORT	15,000.
ST. MARY'S REGIONAL MEDICAL CENTER P.O. BOX 7291 LEWISTON, ME 04243	NONE	EXEMPT	GENERAL SUPPORT	5,000.
ST. VINCENT DE PAUL OF BALTIMORE 2305 NORTH CHARLES STREET BALTIMORE, MD 21218	NONE	EXEMPT	PROGRAM GRANT	5,000.
STRONG CITY BALTIMORE 3503 NORTH CHARLES STREET BALTIMORE, MD 21218	NONE	EXEMPT	PROGRAM GRANT	20,000.
TEACH FOR AMERICA, INC. 2601 NORTH HOWARD STREET, SUITE 300 BALTIMORE, MD 21218-4666	NONE	EXEMPT	GENERAL SUPPORT FOR BALTIMORE	40,000.
THE BELL FOUNDATION, INC. 1500 UNION AVENUE, SUITE 117 BALTIMORE, MD 21211	NONE	EXEMPT	GENERAL SUPPORT FOR BALTIMORE	15,000.
THE DIGITAL HARBOR FOUNDATION 1045 LIGHT STREET BALTIMORE, MD 21230	NONE	EXEMPT	GENERAL SUPPORT	10,000.
THE FRESH AIR FUND 633 THIRD AVENUE, 14TH FLOOR NEW YORK, NY 10017	NONE	EXEMPT	PROGRAM GRANT	10,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE HOPE PROGRAM ONE SMITH STREET, 4TH FLOOR BROOKLYN, NY 11201	NONE	EXEMPT	GENERAL SUPPORT	5,000.
THE INGENUITY PROJECT, INC. BALTIMORE POLYTECHNIC INSTITUTE 1400 WEST COLD SPRING LANE BALTIMORE, MD 21209	NONE	EXEMPT	PROGRAM GRANT	15,000.
THE INNOCENCE PROJECT 40 WORTH STREET, SUITE 701 NEW YORK, NY 10013	NONE	EXEMPT	GENERAL SUPPORT	10,000.
THE JOHNS HOPKINS UNIVERSITY 242 GARLAND HALL 3400 NORTH CHARLES STREET BALTIMORE, MD 21218-2688	NONE	EXEMPT	ENDOWMENT GRANT	2,000,000.
THE SCHECHTER INSTITUTES, INC. BOX 3566, P.O. BOX 8500 PHILADELPHIA, PA 19178-3566	NONE	EXEMPT	PROGRAM GRANTS	50,000.
THE VILLAGE LEARNING PLACE, INC. 2521 SAINT PAUL STREET BALTIMORE, MD 21218	NONE	EXEMPT	PROGRAM GRANT	10,000.
THREAD, INC. P.O. BOX 1584 BALTIMORE, MD 21203-1584	NONE	EXEMPT	GENERAL SUPPORT	15,000.
UNITED WAY OF CENTRAL MARYLAND MONTGOMERY PARK 1800 WASHINGTON BOULEVARD, SUITE 340 BALTIMORE, MD 21230	NONE	EXEMPT	PROGRAM GRANT	25,000.
URBAN TEACHERS 1500 UNION AVENUE, SUITE 2200 BALTIMORE, MD 21211	NONE	EXEMPT	GENERAL SUPPORT FOR BALTIMORE	35,000.
WORLD UNION FOR PROGRESSIVE JUDAISM, LTD. 633 THIRD AVENUE NEW YORK, NY 10017-6778	NONE	EXEMPT	PROGRAM GRANTS	95,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BEND THE ARC: A JEWISH PARTNERSHIP FOR JUSTICE 330 7TH AVENUE NEW YORK, NY 10001	NONE	EXEMPT	GENERAL SUPPORT	20,000.
BUILDING STEPS P.O. BOX 1393 BROOKLANDVILLE, MD 21022-1393	NONE	EXEMPT	GENERAL SUPPORT	37,500.
CENTER FOR URBAN FAMILIES 2201 NORTH MONROE STREET BALTIMORE, MD 21217	NONE	EXEMPT	PROGRAM GRANT	20,000.
FOOTSTEPS, INC. 114 JOHN STREET #930 NEW YORK, NY 10272	NONE	EXEMPT	GENERAL SUPPORT	15,000.
HEALTH CARE FOR THE HOMELESS, INC. 421 FALLSWAY BALTIMORE, MD 21202	NONE	EXEMPT	GENERAL SUPPORT	50,000.
HILLEL-INTERNATIONAL ARTHUR & ROCHELLE BELFER BUILDING 800 EIGHTH STREET, NW WASHINGTON, DC 20001-3724	NONE	EXEMPT	PROGRAM GRANT	100,000.
JEWS UNITED FOR JUSTICE 1100 H STREET, NW, SUITE 630 WASHINGTON, DC 20005	NONE	EXEMPT	GENERAL SUPPORT FOR BALTIMORE	15,000.
JOB OPPORTUNITIES TASK FORCE, INC. 217 EAST REDWOOD STREET, SUITE 1500 BALTIMORE, MD 21202	NONE	EXEMPT	GENERAL SUPPORT	40,000.
KIPP: BALTIMORE 4701 GREENSPRING AVENUE, ROOM 115 BALTIMORE, MD 21209	NONE	EXEMPT	PROGRAM GRANT	15,000.
LEGAL AID BUREAU, INC. 500 EAST LEXINGTON STREET BALTIMORE, MD 21202	NONE	EXEMPT	PROGRAM GRANT	10,000.
Total from continuation sheets				807,500.

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MARYLAND HUMANITIES COUNCIL, INC. 108 WEST CENTRE STREET BALTIMORE, MD 21201-4565	NONE	EXEMPT	PROGRAM GRANT	15,000.
MARYLAND INSTITUTE COLLEGE OF ART 1300 WEST MOUNT ROYAL AVENUE BALTIMORE, MD 21217-4191	NONE	EXEMPT	ENDOWMENT GRANT	200,000.
MOISHE HOUSE 5007 PROVIDENCE ROAD, SUITE E216 CHARLOTTE, NC 28226	NONE	EXEMPT	PROGRAM GRANT	25,000.
PROJECT KESHER 600 MAMARONECK AVENUE, SUITE 400 HARRISON, NY 10528	NONE	EXEMPT	PROGRAM GRANT	35,000.
SHEPHERD'S CLINIC 2800 KIRK AVENUE BALTIMORE, MD 21218	NONE	EXEMPT	GENERAL SUPPORT	20,000.
THE DIGITAL HARBOR FOUNDATION 1045 LIGHT STREET BALTIMORE, MD 21230	NONE	EXEMPT	GENERAL SUPPORT	10,000.
THE INGENUITY PROJECT, INC. BALTIMORE POLYTECHNIC INSTITUTE 1400 WEST COLD SPRING LANE BALTIMORE, MD 21209	NONE	EXEMPT	PROGRAM GRANT	30,000.
THE SCHECHTER INSTITUTES, INC. BOX 3566, P.O. BOX 8500 PHILADELPHIA, PA 19178-3566	NONE	EXEMPT	PROGRAM GRANT	50,000.
THE VILLAGE LEARNING PLACE, INC. 2521 SAINT PAUL STREET BALTIMORE, MD 21218	NONE	EXEMPT	PROGRAM GRANT	10,000.
THREAD, INC. P.O. BOX 1584 BALTIMORE, MD 21203-1584	NONE	EXEMPT	GENERAL SUPPORT	15,000.
Total from continuation sheets				

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990 .

OMB No. 1545-0047

2016

Name of the organization

The Alvin and Fanny B. Thalheimer
Foundation, Inc.

Employer identification number

52-6038383

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

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

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

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

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization The Alvin and Fanny B. Thalheimer Foundation, Inc.	Employer identification number 52-6038383
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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	LORD BALTIMORE CAPITAL CORPORATION 6225 SMITH AVENUE, SUITE B-100 BALTIMORE, MD 21209	\$ 140,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization The Alvin and Fanny B. Thalheimer Foundation, Inc.	Employer identification number 52-6038383
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Part II **Noncash Property** (See instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____

Name of organization The Alvin and Fanny B. Thalheimer Foundation, Inc.	Employer identification number 52-6038383
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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 info. once.) ▶ \$ _____
 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	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

Form 990-PF Dividends and Interest from Securities Statement 1

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
From K-1s	168,478.	0.	168,478.	168,478.	
From Various Investments	2,550.	0.	2,550.	2,550.	
To Part I, line 4	171,028.	0.	171,028.	171,028.	

Form 990-PF Other Income Statement 2

Description	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
FROM K-1 INVESTMENTS-OTHER PORTFOLIO	280,849.	280,849.	
Total to Form 990-PF, Part I, line 11	280,849.	280,849.	

Form 990-PF Legal Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
LEGAL FEES	365.	0.		0.
To Fm 990-PF, Pg 1, ln 16a	365.	0.		0.

Form 990-PF Accounting Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING FEES	3,925.	3,925.		0.
To Form 990-PF, Pg 1, ln 16b	3,925.	3,925.		0.

Form 990-PF

Taxes

Statement 5

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FOREIGN TAXES PD FROM K-1S	19,831.	19,831.		0.
FEDERAL TAXES PAID	37,500.	0.		0.
EMPLOYEE PAYROLL TAXES AND FEES	3,699.	3,699.		0.
To Form 990-PF, Pg 1, ln 18	61,030.	23,530.		0.

Form 990-PF

Other Expenses

Statement 6

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
PORTFOLIO DEDUCTIONS FROM K-1S	186,746.	186,746.		0.
SOFTWARE SUPPORT	8,298.	8,298.		0.
BANK FEES	30.	30.		0.
POSTAGE AND DELIVERY	830.	830.		0.
OFFICE SUPPLIES	1,222.	1,222.		0.
TELE-CONFERENCE FEES	274.	274.		0.
MEMBERSHIP FEES	1,700.	1,700.		0.
INSURANCE- CORPORATE	2,029.	2,029.		0.
INSURANCE- WORKERS' COMPENSATION	535.	535.		0.
To Form 990-PF, Pg 1, ln 23	201,664.	201,664.		0.

Form 990-PF

Depreciation of Assets Held for Investment

Statement 7

Description	Cost or Other Basis	Accumulated Depreciation	Book Value	Fair Market Value
COMPUTER EQUIPMENT	2,781.	1,900.	881.	881.
To 990-PF, Part II, ln 11	2,781.	1,900.	881.	881.

Form 990-PF	Other Investments	Statement 8	
Description	Valuation Method	Book Value	Fair Market Value
BLACKSTONE PARTNERS FUND, LTD	COST	6,532,075.	7,011,924.
ASSOCIATED JEWISH CHARITIES INVESTMENT FUND	COST	4,959,204.	6,550,359.
ROCKEFELLER GLOBAL EQUITY FUND	COST	5,294,120.	7,503,007.
MORGAN STANLEY	COST	0.	0.
WELLS FARGO ADVISORS	COST	1,195,500.	1,195,500.
Total to Form 990-PF, Part II, line 13		17,980,899.	22,260,790.

Form 990-PF	List of Substantial Contributors Part VII-A, Line 10	Statement 9
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Name of Contributor	Address
Lord Baltimore Capital Corporation	6225 Smith Ave., Suite B-100 Baltimore, MD 21209

Form 990-PF Part VIII - List of Officers, Directors Trustees and Foundation Managers Statement 10

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
Louis B. Thalheimer 6225 Smith Ave., Suite B-100 Baltimore, MD 21209	President / Director 1.00	0.	0.	0.
Marjorie T. Coleman 6225 Smith Ave., Suite B-100 Baltimore, MD 21209	Vice President / Director 1.00	0.	0.	0.
Juliet A. Eurich 6225 Smith Ave., Suite B-100 Baltimore, MD 21209	Executive Director / Secretary 30.00	0.	0.	0.
Deborah T. Long 6225 Smith Ave., Suite B-100 Baltimore, MD 21209	Director 1.00	0.	0.	0.
Joshua Wachs 6225 Smith Ave., Suite B-100 Baltimore, MD 21209	Director 1.00	0.	0.	0.
Rebekah T. Coleman 6225 Smith Ave., Suite B-100 Baltimore, MD 21209	Director 1.00	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		0.	0.	0.

