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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2008

Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2008, or tax year beginning

07/01, 2008, and ending

06/30, 2009

G Check all that apply ☐ Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

THE MOREHEAD-CAIN FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

POST OFFICE BOX 690

City or town, state, and ZIP code

CHAPEL HILL, NC 27514

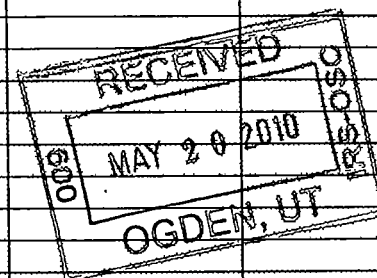
A Employer identification number

56-0599225

B Telephone number (see page 10 of the instructions)

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐H Check type of organization ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 169,147,254.**J Accounting method ☐ Cash ☒ Accrual☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)	295,000.	STMT 1		
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments	2,148,073.	2,148,073.		
4 Dividends and interest from securities				
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-4,242,804.			
b Gross sales price for all assets on line 6a 108,592,629.				
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	-3,522.	-3,522.		STMT 2
12 Total. Add lines 1 through 11	-1,803,253.	2,144,551.		
13 Compensation of officers, directors, trustees, etc.	632,532.	189,806.		516,354.
14 Other employee salaries and wages	676,238.			676,238.
15 Pension plans, employee benefits	267,171.	10,255.		268,428.
16a Legal fees (attach schedule)	62,725.	37,635.		30,050.
b Accounting fees (attach schedule)	21,905.	13,143.		8,762.
c Other professional fees (attach schedule)	1,054,570.	1,032,782.		21,788.
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) *	158,757.	11,949.		75,966.
19 Depreciation (attach schedule) and depletion				
20 Occupancy	91,083.	9,108.		81,975.
21 Travel, conferences, and meetings	93,035.	15,963.		79,263.
22 Printing and publications	9,410.	374.		9,076.
23 Other expenses (attach schedule) STMT. 4	1,037,016.	20,265.		1,005,238.
24 Total operating and administrative expenses. Add lines 13 through 23	4,104,442.	1,341,280.		2,773,138.
25 Contributions, gifts, grants paid	6,075,897.			6,050,830.
26 Total expenses and disbursements. Add lines 24 and 25	10,180,339.	1,341,280.		8,823,968.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-11,983,592.			
b Net investment income (if negative, enter -0-)		803,271.		
c Adjusted net income (if negative, enter -0-)			-0-	



Revenue

Operating and Administrative Expenses

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. **STMT 3

Form **990-PF** (2008)JSA
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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	5,475,940.	27,700,465.	27,700,465.
	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 (attach schedule) (see page 15 of the 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			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) STMT 5	205,203,321.	164,766,827.	134,094,733.
	c Investments - corporate bonds (attach schedule) STMT 6	NONE	6,933,139.	6,614,801.
	11 Investments - land, buildings, and equipment basis			
Less: accumulated depreciation (attach schedule)				
12 Investments - mortgage loans				
13 Investments - other (attach schedule)				
14 Land, buildings, and equipment basis				
Less: accumulated depreciation (attach schedule)				
15 Other assets (describe ▶ STMT 7)	703,953.	737,255.	737,255.	
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	211,383,214.	200,137,686.	169,147,254.	
Liabilities	17 Accounts payable and accrued expenses	418,637.	548,372.	
	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 ▶ STMT 8)	916,851.	654,129.	
23 Total liabilities (add lines 17 through 22)	1,335,488.	1,202,501.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted	210,047,726.	198,935,185.	
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see page 17 of the instructions)	210,047,726.	198,935,185.	
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	211,383,214.	200,137,686.		

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	210,047,726.
2 Enter amount from Part I, line 27a	2	-11,983,592.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	871,051.
4 Add lines 1, 2, and 3	4	198,935,185.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	198,935,185.

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 SEE ATTACHED SCHEDULE D					
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					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	-4,242,804.	
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 pages 13 and 17 of the 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 page 18 of 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))
2007	8,300,430.	226,316,281.	0.036676
2006	6,549,256.	147,029,691.	0.044544
2005	5,871,692.	111,252,725.	0.052778
2004	5,694,418.	108,403,855.	0.052530
2003	5,748,910.	106,785,986.	0.053836
2 Total of line 1, column (d)			2 0.240364
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 0.048073
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			4 185,283,381.
5 Multiply line 4 by line 3			5 8,907,128.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 8,033.
7 Add lines 5 and 6			7 8,915,161.
8 Enter qualifying distributions from Part XII, line 4			8 8,823,968.

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 on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the 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 letter _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	16,065.
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	
3 Add lines 1 and 2		3	16,065.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	16,065.
6 Credits/Payments			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a	50,857.	
b Exempt foreign organizations-tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	50,857.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	34,792.
11 Enter the amount of line 10 to be: Credited to 2009 estimated tax <input type="checkbox"/> 34,792. Refunded <input type="checkbox"/>		11	

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.	1b		X
c Did the foundation file Form 1120-POL for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► NC, _____			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(3)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address **WWW.MOREHEADCAIN.ORG**

14 The books are in care of **STEVEN R. MICHALAK** Telephone no **919 962-1201**
 Located at **P.O. BOX 690 CHAPEL HILL, NC** ZIP + 4 **27514**

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**

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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008? <input type="checkbox"/>	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <input type="checkbox"/>		
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 page 20 of the instructions.) <input type="checkbox"/>	2b	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. <input type="checkbox"/>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2008 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 2008.) <input type="checkbox"/>	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008? <input type="checkbox"/>	4b	X

Form 990-PF (2008)

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 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the 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 page 22 of the instructions)? ☐ **5b** ☒ X

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? ☐ N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **6b** ☒ X

If you answered "Yes" to 6b, also 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** ☒ X

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 page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		976,510.	94,416.	3,609.

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the 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 ☐ NONE

Form 990-PF (2008)

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 page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
SEE STATEMENT 13		890,832.

Total number of others receiving over \$50,000 for professional services **NONE****Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NOT APPLICABLE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NOT APPLICABLE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	

Form 990-PF (2008)

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	177,302,394.
b	Average of monthly cash balances	1b	10,245,070.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	557,491.
d	Total (add lines 1a, b, and c)	1d	188,104,955.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	188,104,955.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	2,821,574.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	185,283,381.
6	Minimum investment return. Enter 5% of line 5	6	9,264,169.

Part XI Distributable Amount (see page 25 of the 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	9,264,169.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	16,065.
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	16,065.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	9,248,104.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	9,248,104.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	9,248,104.

Part XII Qualifying Distributions (see page 25 of the 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	8,823,968.
b	Program-related investments - total from Part IX-B	1b	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	8,823,968.
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 page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	8,823,968.

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				9,248,104.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			907,625.	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2008				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e				
4 Qualifying distributions for 2008 from Part XII, line 4: ► \$ 8,823,968.				
a Applied to 2007, but not more than line 2a . . .			907,625.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2008 distributable amount				7,916,343.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2008. (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2007 Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009.				1,331,761.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9.				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008	NONE			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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 2008, 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)

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

Tax year	Prior 3 years				(e) Total
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	
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 page 27 of the 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).)

N/A

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

N/A

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

N/A

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

SEE STATEMENT 17

c Any submission deadlines:

SEE STATEMENT 17

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

SEE STATEMENT 17

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

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
a <i>Paid during the year</i> SEE STATEMENT 14				
Total			▶ 3a	6,075,897.
b <i>Approved for future payment</i>				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the 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	2,148,073.	
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	-4,242,804.	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a _____						
b <u>INC FROM PASS-THRU</u>		523000	-33,786.	01	30,264.	
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)			-33,786.		-2,064,467.	
13 Total. Add line 12, columns (b), (d), and (e)						-2,098,253.

(See worksheet in line 13 instructions on page 28 to verify calculations.)

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

[illegible]

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

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

[illegible]

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

- b If "Yes," complete the following schedule**

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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 or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date _____

Title

Sign Here

**Paid
Preparer's
Use Only**

Preparer's
signature

Date _____

Check if self-employed

Preparer's identifying number
(See **Signature** on page 30 of the
instructions)

Firm's name (or yours if self-employed), address, and ZIP code

BATCHELOR, TILLERY & ROBERTS, LLP
3605 GLENWOOD AVENUE, SUITE 350
RALEIGH, NC 27612

EIN ▶ 56-1750124

Phone no. 919-787-8212

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

Schedule of Contributors

► Attach to Form 990, 990-EZ, and 990-PF.

OMB No 1545-0047

2008

Name of the organization

THE MOREHEAD-CAIN FOUNDATION

Employer identification number

56-0599225

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 organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

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

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

- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to 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. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year.) ► \$ _____

Caution. Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they **must** answer "No" on Part IV, line 2 of their Form 990, or check the box in the heading of their Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990. These instructions will be issued separately.

Schedule B (Form 990, 990-EZ, or 990-PF) (2008)

Name of organization **THE MOREHEAD-CAIN FOUNDATION**

Employer identification number

56-0599225

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	MOREHEAD SCHOLARSHIP FOUNDATION POST OFFICE BOX 690 CHAPEL HILL, NC 27514	\$ 295,000.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

THE MOREHEAD-CAIN FOUNDATION

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS AND GRANTS RECEIVED

NAME AND ADDRESS	DATE	DIRECT PUBLIC SUPPORT
MOREHEAD SCHOLARSHIP FOUNDATION	VARIOUS	295,000.
POST OFFICE BOX 690		
CHAPEL HILL, NC 27514		
TOTAL CONTRIBUTION AMOUNTS		295,000.

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER INC (LOSS) FROM PASS-THRU ENTITIES	-3,522.	-3,522.
TOTALS	-3,522.	-3,522.
	=====	=====

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
EMPLOYMENT TAXES	87,915.	11,949.	75,966.
EXCISE TAXES	70,842.	NONE	NONE
TOTALS	158,757.	11,949.	75,966.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----
INSURANCE	50,592.	12,648.	37,944.
OFFICE FURN, EQUIPMENT, MAINT.	79,654.	4,911.	60,084.
OFFICE SUPPLIES, POSTAGE, ETC.	32,655.	1,490.	33,885.
TELEPHONE	12,164.	1,216.	11,374.
MOREHEAD BLDG & ART GALLERY	861,951.	NONE	861,951.
	-----	-----	-----
TOTALS	1,037,016.	20,265.	1,005,238.
	=====	=====	=====

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
EQUITIES	202,314,498.	161,649,772.	131,816,719.
REAL ESTATE INVESTMENT TRUSTS	2,888,823.	3,117,055.	2,278,014.
TOTALS	205,203,321.	164,766,827.	134,094,733.

THE MOREHEAD-CAIN FOUNDATION

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
FIXED INCOME SECURITIES	NONE	6,933,139.	6,614,801.
TOTALS	NONE	6,933,139.	6,614,801.

THE MOREHEAD-CAIN FOUNDATION

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	----
ACCRUED INT & DIVIDENDS REC.	68,814.	13,902.	13,902.
FEDERAL EXCISE TAX RECEIVABLE	14,904.	34,062.	34,062.
CSV SPLIT DOLLAR INSURANCE	490,901.	519,108.	519,108.
REFUNDABLE DEPOSITS	4,200.	2,500.	2,500.
NC SALES TAX RECEIVABLE	35,544.	17,868.	17,868.
OTHER ASSETS	89,590.	149,815.	149,815.
	-----	-----	-----
TOTALS	703,953.	737,255.	737,255.
	=====	=====	=====

FORM 990PF, PART II - OTHER LIABILITIES

=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----
ACCRUED TRUSTEES FEES	167,756.	94,129.
DEVELOPMENT FUND	560,000.	560,000.
DUE TO BROKER	189,095.	NONE
	-----	-----
TOTALS	916,851.	654,129.
	=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES
=====DESCRIPTION
-----AMOUNT

ADJUSTMENTS TO OPENING INVESTMENT COST

871,051.

TOTAL

871,051.
=====

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
CHARLES E. LOVELACE, JR. POST OFFICE BOX 690 CHAPEL HILL, NC 27514	EXECUTIVE DIRECTOR 40.	285,000.	19,674.	3,609.
MEGAN M. MAZZOCCHI POST OFFICE BOX 690 CHAPEL HILL, NC 27514	ASSOCIATE DIRECTOR 40.	138,600.	25,279.	NONE
STEVEN R. MICHALAK POST OFFICE BOX 690 CHAPEL HILL, NC 27514	TREASURER 40.	141,700.	9,298.	NONE
KAREN L. JAMES POST OFFICE BOX 690 CHAPEL HILL, NC 27514	DIR ENRICHMENT & ADVISING 40.	93,600.	14,831.	NONE
EMILY OLIVER POST OFFICE BOX 690 CHAPEL HILL, NC 27514	DIRECTOR OF DEVELOPMENT 40.	105,000.	17,457.	NONE
LUCY HANES CHATHAM POST OFFICE BOX 690 CHAPEL HILL, NC 27514	CHAIRMAN/TRUSTEE 5.	41,809.	NONE	NONE

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
TIMOTHY B. BURNETT POST OFFICE BOX 690 CHAPEL HILL, NC 27514	VICE CHAIRMAN/TRUSTEE 5.	20,905.	NONE	NONE
A. HOLLY CLUETT GWYNNE-TIMOTHY POST OFFICE BOX 690 CHAPEL HILL, NC 27514	TRUSTEE 3.	15,350.	NONE	NONE
JOHN A. LARKIN III POST OFFICE BOX 690 CHAPEL HILL, NC 27514	TRUSTEE 3.	20,905.	NONE	NONE
G. KENNEDY THOMPSON POST OFFICE BOX 690 CHAPEL HILL, NC 27514	TRUSTEE 3.	20,905.	NONE	NONE
JAMES D. WEAVER POST OFFICE BOX 690 CHAPEL HILL, NC 27514	TRUSTEE 3.	NONE	NONE	NONE
MARGARET W. WEAVER POST OFFICE BOX 690 CHAPEL HILL, NC 27514	TRUSTEE 3.	20,986.	NONE	NONE
DIANE DORNEY	DIR ENRICHMENT & ADVISING 40.	71,750.	7,877.	NONE

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
POST OFFICE BOX 690 CHAPEL HILL, NC 27514		976,510.	94,416.	3,609.
	GRAND TOTALS			

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS
=====

NAME AND ADDRESS -----	TYPE OF SERVICE -----	COMPENSATION -----
ROBINSON, BRADSHAW & HINSON, PA 101 NORTH TRYON STREET, SUITE 1900 CHARLOTTE, NC 28246	LEGAL SERVICES	68,838.
BRANDTRUST 875 N. MICHIGAN AVENUE, SUITE 2945 CHICAGO, IL 60611	MARKETING SERVICES	93,250.
CIRQUE PRODUCTIONS 304 MEADOW LANE CHAPEL HILL, NC 27517	MEDIA SERVICES	59,636.
UNC MANAGEMENT COMPANY 1400 ENVIRON WAY CHAPEL HILL, NC 27517	INVSTMT MANAGEMENT	669,108.

	TOTAL COMPENSATION	890,832. =====

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SCHOLARSHIP AWARDS	NONE N/A	SCHOLARSHIP GRANTS FOR UNDERGRADUATE STUDY SEE STATEMENT 16	5,078,312.
UNIVERSITY OF NORTH CAROLINA-CHAPEL HILL			
MOREHEAD HOUSE MAINTENANCE	N/A PUBLIC	TO MAINTAIN FACILITY FOR DISTINGUISHED GUESTS	158,078.
SCHOLARSHIP PROGRAM	N/A PUBLIC	SUPPORT & PROMOTION OF THE MOREHEAD-CAIN SCHOLARS PROGRAM	799,273.
ENRICHMENT PROGRAM	NONE N/A	OTHER SUPPORT OF THE SUMMER ENRICHMENT PROGRAM	32,384.
OTHER	N/A PUBLIC	CONTRIBUTION TO UNC-CH	3,300.
OTHER	N/A PRIVATE FOUNDATION	CONTRIBUTION TO UNC-CH EDUCATIONAL FOUNDATION	2,500.
OTHER	N/A PUBLIC	CONTRIBUTION TO NC NETWORK OF GRANTMAKERS	1,800.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

OTHER

N/A
PUBLIC

CONTRIBUTION TO NATIONAL MS SOCIETY

250.

TOTAL CONTRIBUTIONS PAID

6,075,897.

Scholarship Grants for Undergraduate Study at UNC-Chapel Hill
Year Ended 6/30/2009

Name	Class	Grant Amount
Amy Caroline Abramowitz	2011	24,360.50
Robert Joseph Ackerman	2011	21,370.00
Danielle Maria Allen	2009	16,370.00
Nicholas Kenneth Hinzy Andersen	2012	24,222.25
Jessica Nicole Anderson	2012	21,751.50
Margaret Elizabeth Anderson	2013	5,683.40
Lynzentia Anka-Lufford	2010	23,096.29
Eva Jacqueline Archer	2011	27,829.73
Anne Lewis Baer	2010	20,170.00
Brock Robert Baker	2009	33,268.00
William Johnston Barbour	2013	2,054.80
David Strauss Baron	2011	19,900.70
Kate Josephine Baustian	2012	20,276.23
Edmund Theodore Baxa III	2011	33,597.00
Erin Elizabeth Becker	2011	21,370.00
Mikhail Mikhailovich Belikov	2010	32,204.53
Adam James Biel	2009	33,268.00
Thomas Joseph Bolek	2011	21,370.00
William McDaniel Bondurant	2011	21,370.00
Graham Alan Boone	2009	17,855.88
Marion Celia Boulicault	2010	31,431.00
Crister Bond Brady	2009	34,755.05
Jonathan James Branch	2013	1,675.69
Adam David Brawley	2012	22,726.33
Laura Elizabeth Brentnell	2011	8,185.00
Hampton Hunter Bruton	2012	24,828.07
Nina Sophia Bryce	2013	1,949.40
Sarah Margaret Bufkin	2013	5,323.20
Catherine Shepherd Burns	2010	22,055.53
Anastasia Elise Bury	2013	1,915.91
Elias Mauricio Clarke Campbell	2009	18,475.00
Timothy Guy Campbell	2010	19,970.00
Kaitlin Marie Carr	2010	32,197.50
Christopher Lee Carter	2011	21,715.00
Emily Dare Carter	2010	12,460.00
Kaylan Alyssa Christofferson	2009	18,661.96
Susan Eleanor Clark	2012	26,275.99
William McElwee Clayton	2012	22,602.52
Geoffrey Jarrard Cole	2012	21,336.94
Oswaldo Antonio Contreras	2013	5,753.40
Julia Claire Conway	2009	33,898.00
Tyler Johnson Cook	2012	23,552.69
Grayson Elliott Cooper	2012	20,128.29
Sarah Anne Core	2011	20,082.50
Rebecca Joy Crabb	2012	25,161.19
Seth Bachman Crabtree	2013	4,414.00
Stephen James Crawford	2010	16,370.00
Alexis Meredith Cribbs	2012	27,418.09

Scholarship Grants for Undergraduate Study at UNC-Chapel Hill
Year Ended 6/30/2009

Name	Class	Grant Amount
Wesley Lawrence Crouse	2011	12,460.00
John Wesgaard Danello	2012	21,446.19
Vikram Ajay Dashputre	2010	16,370.00
Erik Mason Davies	2012	22,953.92
Rachael Joyce Debnam	2009	13,185.00
Pamela Elizabeth Della Valle	2009	17,965.00
Anthony Eric Dent	2012	27,835.40
Laurence Deschamps-Laporte	2011	26,885.00
Joshua Bryan Diamonstein	2009	33,268.00
Emma Henriette Din	2011	25,200.00
Tiffany Kim Dixon	2010	19,870.00
Leah Rose Downey	2013	3,078.08
Jason Allen Dunn	2013	1,991.88
Sara El-Bohy	2014	5,000.00
Selena Howard Elmer	2012	29,333.73
Amos James Espeland	2010	21,970.00
Ariel Christina Eure	2013	4,195.00
Katherine Anne Evans	2009	16,370.00
Kelsey Rushing Farson	2012	21,099.28
Joshua Michael Ford	2012	22,597.52
Scott Davis Gallisdorfer	2010	16,370.00
Matthew Joseph Garza	2009	39,201.00
Emmett Feldman Gilles	2013	1,993.87
Shenise Nicole Gilyard	2012	26,191.79
Adam Michael Glass	2012	18,986.13
Marissa Rachael Gluck	2013	4,695.00
Clarence Lanier Gobble	2010	21,338.20
Thomas Michael Golden	2011	37,493.00
Amanda Claire Grayson	2013	3,995.00
Jessica Lauren Gregory	2012	27,862.87
Keith Michael Grose	2011	25,165.00
Amanda Yamila Gutierrez	2009	33,268.00
Joel J. Hage	2013	2,048.08
Jessica Rae Hanson	2010	21,409.74
Ashley Chaunte Harrington	2010	20,645.00
Sydney Elizabeth Hartsell	2012	18,108.70
Allison Colleen Hawkins	2012	26,640.40
Elizabeth Cusick Hazeltine	2011	38,670.00
Hadley Alisha Heath	2010	38,670.00
Danielle Marguerite Heider	2012	27,499.21
Anasa Samantha Hicks	2011	22,564.00
George Bennett Hodgins	2009	16,639.50
Dale Louis Hoff	2010	12,279.75
Tyler Colin Holden	2009	16,370.00
Zealan Hoover	2013	500.00
Philippa Virginia Carey Howells	2013	6,336.07
Molly Alexandra Hrudka	2013	4,395.00
Ying Hua	2010	16,370.00

Scholarship Grants for Undergraduate Study at UNC-Chapel Hill
Year Ended 6/30/2009

Name	Class	Grant Amount
Sunny Chang Huang	2013	1,664.91
John Andrew Hulbert	2009	8,185.00
Ricardo Alcides Hurtado	2011	25,200.00
Ashelyn Nicole James	2009	16,631.45
Lisa Elizabeth Jeffries	2011	19,070.00
Ryan Robert Jepson	2013	2,838.28
Sarah Katherine Johnson	2013	5,114.40
Michael James Johnston	2011	24,019.22
William Grant Johnston	2013	500.00
Kelsey Michaela Jost-Creegan	2013	4,965.40
Adam Jutha	2013	275.95
Eliza Simpson Kern	2012	23,148.42
Nayab Hasan Khan	2013	277.19
Kevin Robert Kiley	2010	19,070.00
Helen Elizabeth Koch	2010	22,130.00
Amber Micole Koonce	2012	26,086.04
Anna Virginia Krueger	2011	32,886.00
Holly Virginia Kuestner	2012	20,958.69
Monisha Kumar	2013	3,835.79
Mark Laichena	2011	3,000.00
Alex Wolfe Lassiter	2010	16,370.00
Ann Mills Lassiter	2011	39,318.72
Audrey Ann Lavallee-Belanger	2013	2,727.69
Emma Rachel Lawrence	2009	37,840.42
Michael Thomas Lawson	2013	500.00
Tyler Nathaniel Layne	2009	33,436.90
Alexander Christopher Laurence Lee	2011	16,370.00
Nicholas Mark Lennon	2012	25,833.99
Dominic Michael Lerario	2009	16,370.00
Todd Patrick Lewis	2012	27,219.64
Evan Chen Lien	2011	21,370.00
Alexander Lim	2010	22,140.90
Charlotte Clement Lindemanis	2013	1,252.40
Ying Liu	2009	17,401.63
Charlotte Jo Lloyd	2010	13,353.00
Justin Charles Loiseau	2011	27,750.00
Elizabeth Blair Longino	2010	15,715.85
Jessica Lauren Lynch	2010	16,783.00
Sarah Lynn MacDonald	2010	16,370.00
Gregor Campbell MacLennan	2012	31,590.66
Brent Ford Macon	2012	22,844.19
Michael James Mahoney	2010	20,270.00
William Aaron Manning	2010	20,170.00
Anna Koester Marshall	2009	16,370.00
Russell James Westcott Martin	2012	28,328.77
Melissa Ashley-Marie Martinez	2013	4,571.63
Logan Chambers Mauney	2013	4,195.00
Elizabeth Landon McCain	2012	21,650.43

Scholarship Grants for Undergraduate Study at UNC-Chapel Hill
Year Ended 6/30/2009

Name	Class	Grant Amount
Anthony Morris McClenny	2012	24,733.99
Laura Kathryn McCreedy	2014	5,000.00
Travis Johnson McElveen	2011	27,329.00
Colleen Shannon McGary	2010	20,170.00
Kevin James McMullin	2009	33,268.00
Eve Stefanie Georgia McTurk	2010	22,569.53
Hogan Eastwood Medlin	2011	21,450.00
Landon Charles Meekins	2009	18,887.90
Jordan Elliot Meer	2013	5,095.80
Adam Migliore Meyer	2012	21,329.19
Michael Altaf Mian	2011	30,485.00
Jennifer Michelle Milikowsky	2009	33,268.00
Matthew James Miller	2012	19,734.01
Jasmine Renee Mitchell	2010	16,370.00
Elizabeth Nicole Monier	2011	25,336.75
Janel Natasha Monroe	2010	20,170.00
Alastair James Rushton Monty	2011	40,288.00
William Griffin Morrel	2012	22,717.20
Michael Niekrash Morrill	2010	20,370.00
Olivia Paige Myrick	2011	25,735.44
Rachel Maureen Myrick	2013	4,637.40
Ronald Jason Nemeyer	2011	40,260.00
Christopher Patton Nickell	2012	24,053.22
Abigail Faye Nix	2012	21,681.99
Emily Elizabeth Nix	2009	34,550.80
Andrew Montgomery Sawyer Noland	2010	16,370.00
Katherine Marie Novinski	2011	38,056.87
Katherine Elizabeth Oberembt	2009	34,318.00
Christina Adams Olson	2012	23,100.89
Sarah Kathleen Osborne	2013	500.00
Caroline Wills Ott	2012	26,776.21
Eleanor Rousseau Oxholm	2009	19,863.41
Lucia Anne Parker	2009	16,370.00
Laura Taylor Paschall	2012	24,033.99
Courtney Elizabeth Patterson	2010	20,534.70
Edward Julian Clough Perkins	2009	33,268.00
Daniel Mark Peterson	2013	5,943.08
Grace Phillips	2013	(205.50)
Brock Thomas Phillips	2009	22,895.83
Chelsea Erin Phipps	2013	1,502.00
Julia Blair Powell	2011	21,370.00
Lauren-Kristine Blanks Pryzant	2013	10,495.00
Julia Victoria Ramos	2013	4,524.40
Colby James Ramsay	2010	21,608.16
Daniel Gerard Randolph	2009	16,370.00
Gregory Forest Randolph	2012	21,727.43
Lily Margaret Roberts	2012	25,672.85
Elizabeth Meade Rodenbough	2013	1,158.40

Scholarship Grants for Undergraduate Study at UNC-Chapel Hill
Year Ended 6/30/2009

Name	Class	Grant Amount
Marco Sabatino Romeo	2011	22,715.99
Evan Kershaw Rose	2011	38,737.70
Lindsay Elizabeth Rosenfeld	2013	2,965.58
Oliver Brennan Rose	2013	1,382.20
Henry Laurence Ross	2013	1,100.40
Melinda Helen Roth	2013	4,095.00
Philip Alexander Rouse	2013	2,186.95
James Patrick Ryan	2013	4,672.80
Aisha Ihab Saad	2009	20,960.00
Emir Singh Sandhu	2009	38,928.00
Jennifer Lynn Sawicki	2010	16,370.00
Raymond Donnell Sawyer	2013	1,822.49
Spencer Norman Scheidt	2012	25,898.73
Caroline Catherine Schneider	2009	17,120.00
Hilary Erin Schronce	2009	16,970.00
Bryanna Nicole Schwartz	2011	39,938.00
James Phillip Scotton	2012	22,567.49
John Avery Scotton	2011	20,715.00
Alexander Douglas Selig	2012	33,854.99
Joel Katende Semakula	2012	27,842.14
Evgeniya Serdetchnaia	2012	34,311.68
Tara Gayatri Seshan	2013	4,395.00
Sarah Alena Shapiro	2011	36,068.23
Jacob Gerald Sharp	2012	22,532.20
Austin Thomas Shaw	2013	500.00
Siyuan Peter Sheng	2012	26,334.19
Emily Rebecca Sheppard	2013	1,860.57
Katherine Battle Shintay	2012	25,942.19
Steven Paul Shorkey	2011	19,540.00
Patrick Joseph Short	2013	1,892.59
Kara Maria Simpson	2013	500.00
Morgan Skiperdene	2013	1,582.60
Parris Matthew Smallwood	2013	1,366.50
Elizabeth Anne Smith	2012	23,145.25
Gregory Richard Smith	2011	21,370.00
Troy Gregory Smith	2012	25,789.48
Maria Christine Solitario	2011	21,370.00
Ann Emmad Soltan	2012	24,707.35
Christopher Knight Sopher	2010	13,885.00
Henry Lawlor Spelman	2010	22,549.20
Alexander Maxwell Stephens	2010	24,518.00
John Raymond Stevenson	2010	24,325.76
Victoria Stilwell	2012	27,756.97
Natalie Shelayne Sutton	2011	29,321.00
Anthony Rees Sweeney-Taylor	2010	5,800.00
Joseph Moore Terrell	2013	4,529.08
Catherine Cole Thomas	2011	21,819.00
Tristram Rennie Thomas	2009	34,750.79

Scholarship Grants for Undergraduate Study at UNC-Chapel Hill
Year Ended 6/30/2009

Name	Class	Grant Amount
William Harris Thomason	2012	24,846.69
Hayley Marie Thompson	2009	35,476.59
Thomas Varkey Thriveni	2010	16,370.00
Nathan Spencer Tilley	2013	5,000.00
Rachel Ann Valentine	2009	17,234.08
Stephen Legrande Vance	2009	18,487.30
Robert Hudson Vincent	2013	4,195.00
Kim Thien Vuong	2012	26,602.47
Marshall Barnard Wade	2011	7,265.00
Nida Waheed	2011	21,120.00
Franklin Stampley Walden	2011	21,370.00
Bradley Anson Waters	2011	40,059.00
James Joseph Waters	2010	23,761.00
Cody Matthew Welton	2013	5,320.63
Erika Mayfield Wesonga	2013	4,510.90
Sloan Patrice Whiteside	2013	4,671.30
Kevin Michael Whitfield	2011	21,792.96
Robert Casper Wiggins	2011	21,808.13
Kerry Anne Williams	2011	21,370.00
Sebastian Cain Williams	2010	22,766.78
Suzanne McCullough Willis	2009	33,268.00
Terrence Levon Wilson	2010	20,040.00
Cara Elizabeth Wittekind	2009	16,612.45
Carroll Wesley Wollard	2012	23,127.01
William Myles Wynn	2009	16,370.00
Vivian Wenyi Xue	2013	4,463.20
Brendan Yorke	2013	1,972.07
Elisabeth Irene Yorke	2009	33,633.25
Calvin Young	2010	16,370.00
Amy Rebecca Zipursky	2010	21,060.15
Emily Frykman Zuehlke	2013	4,858.90
Scholarship Grants for Undergraduate Study		<u>5,078,311.82</u>

WHAT IS THE MOREHEAD-CAIN? • APPLICATION AND SELECTION • NEWS • OUR SCHOLARS • OUR ALUMNI • GIVING • M-C NETWORK

MENU

HOME
WHAT IS THE MOREHEAD-CAIN?
BENEFITS AND EXPECTATIONS
SUMMER ENRICHMENT
HISTORY
TRUSTEES + STAFF
CONTACT



WHAT IS THE MOREHEAD-CAIN?

Access to limitless academic and professional opportunity. A community of gifted and committed young leaders striving to achieve excellence and inspire it in the endeavors of others. A demanding life full of exceptional challenges and countless rewards. A lifelong challenge to make a difference in the world.

The Morehead-Cain is all this and much more. The tangible benefits are just as impressive. A four-year undergraduate scholarship to the University of North Carolina at Chapel Hill, personal access to some of the world's best professors, a diverse and thriving college campus in one of America's most picturesque settings, and the opportunity to take on leadership roles in a wide variety of academic, social, and service organizations.

But these are merely the "nuts and bolts" of the Program. The true gift of the Morehead-Cain Scholarship? A lifelong challenge to make a difference in the world by growing and developing as a leader. This challenge empowers each Morehead-Cain Scholar to fully explore his or her talents and aspirations. But it doesn't end with the academic year. The Summer Enrichment Program provides Scholars with a truly remarkable range of customized experiences and internships aimed at giving them greater self-knowledge and an understanding of how they can make a difference in the world.

Morehead-Cain Scholars grow and learn in environments that kindle intellects, challenge capabilities, teach invaluable skills, and illuminate personal goals.

The Morehead-Cain is truly an experience that will last a lifetime. Over the course of four undergraduate years, Morehead-Cain Scholars begin to forge relationships with a vibrant network of nearly 3,000 Morehead Alumni—some of the most influential and prominent people in a wide array of careers around the globe. Scholars also meet and work with Summer Enrichment Program sponsors in the U.S. and abroad, many of whom become mentors and potential employers.

Perhaps most important, the Morehead-Cain helps every Scholar discover the very best he or she has to offer. In exchange, Scholars are expected to make a perpetual commitment to lifelong personal growth through hard work, discipline, humility, and compassion. Morehead-Cain Scholars accept rigorous challenges that may intimidate others. They embrace obstacles as opportunities to lead. They understand that with great gifts come even greater responsibilities.

Morehead-Cain Scholars constantly strive to fulfill their potential, stretch their limits, and employ their talents in every situation.

Morehead-Cain Scholars. Extraordinary people. Creating extraordinary lives.

For an in-depth look at the Morehead-Cain experience, please see our multimedia presentation—*Living Proof: The Extraordinary Lives of Morehead Scholars and Alumni*

WHAT IS THE MOREHEAD-CAIN? • APPLICATION AND SELECTION • NEWS • OUR SCHOLARS • OUR ALUMNI • GIVING • M-C NETWORK

MENU

HOME
WHAT IS THE MOREHEAD-CAIN?
BENEFITS AND EXPECTATIONS
SUMMER ENRICHMENT
HISTORY
TRUSTEES + STAFF
CONTACT



BENEFITS AND EXPECTATIONS

Benefits

The Morehead-Cain provides a full four-year scholarship to the University of North Carolina at Chapel Hill that includes:

- An annual stipend that covers full tuition and all other normal expenses, including student fees, housing, meals, books, supplies, travel, and miscellaneous
- Laptop computers for all entering freshmen
- A fully funded, four-year Summer Enrichment Program, beginning the summer before the freshman year

- Discovery Fund grants of up to \$8,000 total over the course of four years at Carolina to be used for educational opportunities

The total value of the scholarship over the four years is approximately \$80,000 for in-state residents and \$140,000 for out-of-state residents.

Scholars also benefit from the unwavering support of the staff of the Morehead-Cain Foundation. Each Scholar is assigned an individual staff member who is available for consultation on educational, career, and personal issues. The staff advisor also helps each Scholar customize his or her summer experiences to reflect the Scholar's individual talents, interests, and aspirations.

The Morehead Alumni, now numbering nearly 3,000 and flourishing in locations throughout the United States and the world, provide current Scholars with an extended family of friends, mentors, and contacts. Practically every day the Foundation staff helps arrange formal and informal mentoring relationships between Scholars and Alumni. Alumni offer Scholars Summer Enrichment Program experiences, mentoring, graduate school advice, and career opportunities.

- Throughout the academic year, Alumni from a wide array of professions participate in the **Alumni Speaker Series**. Alumni meet with interested Scholars in small groups that allow one-on-one interaction.
- In addition, the **Alumni-in-Residence Program** welcomes up to five Alumni at a time to campus. Each program has a theme and the Alumni who participate are experts in that particular field. Recent programs have dealt with international affairs and innovation and entrepreneurship. Alumni spend several days on campus participating in panel discussions, meeting with Scholars individually, and leading workshops.
- Alumni are eager to mentor or offer advice to current Scholars about professional and post-graduate decisions. Alumni participate in **Alumni Advisory Teams** that are focused on a variety of topics, from applying to law, medical, or graduate school, to careers in many different fields. Scholars have a direct link to the Advisory Teams via the Foundation's custom-designed extranet, the M-C Network.

Expectations

Morehead-Cain Scholars must first discover and pursue their own passions and strengths and then impact campus life using their particular talents. They must do the things they love to do, and become enthusiastic leaders while doing them.

But most important is the lifelong challenge expected of a Morehead-Cain Scholar: to perpetually seek ways to give to whatever communities they become a part of—local, national, or global—and along the way, to continually discover new passions and strengths that will build enduring leadership skills.

The lifelong challenge is to create an extraordinary life.

WHAT IS THE MOREHEAD-CAIN? • APPLICATION AND SELECTION • NEWS • OUR SCHOLARS • OUR
ALUMNI • GIVING • M-C NETWORK

MENU

HOME
WHAT IS THE MOREHEAD-CAIN?
BENEFITS AND EXPECTATIONS
SUMMER ENRICHMENT
HISTORY
TRUSTEES + STAFF
CONTACT



SUMMER ENRICHMENT

At the heart of the Morehead-Cain experience is the Summer Enrichment Program. Four diverse, customized summer experiences. Four opportunities for Scholars to understand more about the world and themselves. Hands-on experience in:

- [Outdoor Leadership](#)
- [Public Service](#)
- [International Research](#)
- [Private Enterprise](#)

From the Summer
Enrichment Program
Scholars gain knowledge.
Independence. Global
awareness. Practical skills.
Many also chart a road map
for the rest of their lives.

Supported by the full
resources of the Foundation
staff, Morehead-Cain
Alumni, and friends of the
Foundation, Scholars have
boundless opportunities at

their fingertips. They receive a stipend each summer to cover all expenses,
including travel and housing. They also benefit from a network of nearly
3,000 Morehead-Cain Alumni who have created extraordinary lives of their
own and are eager to help the next generation of Scholars in their journey.



Watch Videos of current Morehead-Cain
Scholars to see the Summer Enrichment
Program in action

**To sponsor a Morehead-Cain Scholar for an internship
or other opportunity, please fill out this form.**

WHAT IS THE MOREHEAD-CAIN? • APPLICATION AND SELECTION • NEWS • OUR SCHOLARS • OUR
ALUMNI • GIVING • M-C NETWORK

MENU

HOME
WHAT IS THE MOREHEAD-CAIN?
BENEFITS AND EXPECTATIONS
SUMMER ENRICHMENT
HISTORY
TRUSTEES + STAFF
CONTACT



OUTDOOR LEADERSHIP

For three weeks during the summer after their senior year in high school, Morehead-Cain Scholars participate in outdoor leadership courses in wilderness locations across the nation. The courses teach them valuable teamwork and survival skills while enhancing their confidence and their appreciation for luxuries and comforts that are often taken for granted. After pushing themselves to their limits both physically and mentally, Scholars are ready to take on the challenges of college life and their commitment to UNC with renewed vigor and determination.

Outward Bound & National Outdoor Leadership Schools

- Outward Bound West (Arizona, California, Colorado, Oregon, Utah, Washington)
- Hurricane Island Outward Bound School (Maine)
- National Outdoor Leadership School (Wyoming)
- North Carolina Outward Bound School (North Carolina)
- Voyageur Outward Bound School (Minnesota, Montana)

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WHAT IS THE MOREHEAD-CAIN? • APPLICATION AND SELECTION • NEWS • OUR SCHOLARS • OUR ALUMNI • GIVING • M-C NETWORK

MENU

HOME
WHAT IS THE MOREHEAD-CAIN?
BENEFITS AND EXPECTATIONS
SUMMER ENRICHMENT
HISTORY
TRUSTEES + STAFF
CONTACT



PUBLIC SERVICE

The second year of the Summer Enrichment Program reflects John Motley Morehead's belief that along with privilege comes responsibility. During the Public Service summer, Scholars are placed in eight- to 10-week hands-on community service projects across the nation and abroad. About 75 percent of the Public Service placement are abroad, and Scholars often spend their summers in such places as Africa, the Far East, Eastern Europe, and Latin America. Scholars who work in the United States have interned with medical or dental community clinics or have worked as teachers with such organizations as the TEAK Fellowship and Breakthrough—programs that target economically disadvantaged but academically gifted middle-schoolers and prepare them to enter and thrive in college-preparatory high school programs. Morehead-Cain Scholars can also choose to work with a variety of youth and community service organizations both at home and abroad.

Examples of Public Service Internships

- Akany Famojena Orphanage (Madagascar)
- American Red Cross (Chapel Hill, NC)
- Amigos de las Americas (Brazil, Costa Rica, Dominican Republic, Honduras, Mexico, Nicaragua, Panama, Paraguay)
- Art Start (New York, NY)
- Breakthrough Collaborative (Atlanta, GA, Austin, TX, Cambridge, MA, Hong Kong, Locust Valley, NY, Miami, FL, Raleigh, NC, Richmond, VA, San Jose, CA, Santa Fe, NM)
- Campus Crusade International (South Africa)
- Canadian International Development Agency -- HIV/AIDS Education (Guyana)
- Central Kentucky Riding for the Handicapped (Lexington, KY)
- Child Family Health International (San Francisco, CA)
- Cooperativa Femenina de las Nubes (Chillanes, Ecuador)
- Coral Cay Conservation (Fiji, Philippines)
- Cross-Cultural Solutions (Brazil, China, Costa Rica, Ghana, Guatemala, India, Peru, Russia, Tanzania, Thailand)
- Day School Summerbridge (San Francisco, CA)
- East Bay Conservation Corps (Oakland, CA)
- FINCA International (Washington, DC)
- Florida State Attorney's Office (Orlando, FL)
- Foundation for Sustainable Development (Argentina, Bolivia, Ecuador, India, Kenya, Nicaragua, Peru, Uganda)
- Global Frontier Missions (Mexico)
- Global Routes (Costa Rica, Ecuador, Ghana, St. Lucia, Thailand)
- Global Service Corps (Tanzania, Thailand)
- Greenpeace (Vienna, Austria)
- Habitat for Humanity (Chile, Malawi)
- Holt International Children's Services (India, Thailand)
- Humanitarian Foundation (Costa Rica)
- i-to-i International (Australia, Bolivia, Brazil, Cambodia, China, Costa Rica, Croatia, Dominican Republic, Ecuador, El Salvador, Ghana, Guatemala, Honduras, India, Ireland, Kenya, Korea, Mexico, Mongolia, Peru, South Africa, Sri Lanka, Thailand)
- Ikamva Labantu (South Africa)
- Instituto Ecuatoriano de Seguridad Social Campesino (Chillanes, Ecuador)
- King County Department of Youth Services (Seattle, WA)
- KIPP Schools (Atlanta, GA, Newark, NJ, San Francisco, CA)
- Lakeside Education Enrichment Program (Seattle, WA)
- Latin American Youth Centre (Washington, DC)
- Learning Bridge (Norfolk, VA)
- Los Angeles Child Guidance Clinic (Los Angeles, CA)
- The Luke Society (Peru)
- Madras Institute to Habilitate Retarded Afflicted (India)
- Maheyno Tributary Mamelodi (Kwa-Zulu Natal, South Africa)
- The Mayhew Program (Bristol, NH)
- Mazra'ih Center for Cooperative Development (Costa Rica)
- Medical Missions International (Peru)
- Methodist Home for Children (Raleigh, NC)
- The Ministry of Hope Organization (Lilongwe, Malawi)
- Nepali Educational Fund (Nepal)
- The North Carolina Zoo Project (Uganda)

- Operation Crossroads Africa (Botswana, Ethiopia, The Gambia, Ghana, Lesotho, Malawi, Namibia, South Africa, Tanzania, Uganda)
- ProWorld Service Corps (Belize, Peru)
- Rivington House (New York, NY)
- San Diego Youth and Community Services (San Diego, CA)
- Shyriya Hospital (Ruhengeri, Rwanda)
- SOS Rhino (Malaysia)
- Sporting Chance Foundation (Chicago, IL)
- St. Camillus Home of Charity (India)
- St. Francis Medical Center (Honolulu, HI)
- StandUp for Kids (San Diego, CA)
- Students for Students International (S4Si) (Zanzibar, Tanzania)
- Summer Scholars (Warrenton, NC)
- Summerbridge (Boca Raton, FL; Cincinnati, OH; Fort Worth, TX; Houston, TX; Louisville, KY; Manchester, NH; New Haven, CT; New Orleans, LA; New York, NY; Philadelphia, PA; Providence, RI; Sacramento, CA; San Francisco, CA)
- Sweekar Rehabilitation Institute for Handicapped (India)
- Teaching and Projects Abroad (Australia, Bolivia, Chile, China, Ghana, India, Mexico, Mongolia, Nepal, Peru, Romania, Russia, South Africa, Sri Lanka, Thailand, Togo)
- TEAK Fellowships (New York, NY)
- United Cricket Board (South Africa)
- Venice Family Clinic (Venice, CA)
- WorldTeach (China, Costa Rica, Ecuador, Namibia, Poland)
- Yokohama International Volunteer Association (Japan)
- Zambian Judicial System (Zambia)

WHAT IS THE MOREHEAD-CAIN? • APPLICATION AND SELECTION • NEWS • OUR SCHOLARS • OUR ALUMNI • GIVING • M-C NETWORK

MENU

HOME
WHAT IS THE MOREHEAD-CAIN?
BENEFITS AND EXPECTATIONS
SUMMER ENRICHMENT
HISTORY
TRUSTEES + STAFF
CONTACT



INTERNATIONAL RESEARCH

During the third Morehead-Cain summer, Scholars are given the freedom to develop a proposal for a six to twelve week International Research project. Scholars travel to virtually every part of the world, in many cases fulfilling lifelong dreams and achieving long-held goals. Along with the usual handful of Scholars who embark on intensive honors thesis research, many Scholars undertake a diverse range of projects. Past projects have included post-tsunami disaster-readiness research in Thailand and India; coral reef management and restoration in Australia, Fiji, and New Zealand; Latin American journalists' perceptions of the U.S. media in Panama, Argentina, Chile, and Peru; and Roman and Byzantine architecture in Italy, Greece, and Turkey.

Some Scholars who have chosen to design career-oriented experiences have worked at medical clinics, law offices, newspapers, laboratories, major corporations,

and government offices in the United States and abroad. International Research participants travel throughout the world pursuing a variety of academic interests.

Examples of International Research Destinations

In the summer of 2008, Scholars traveled and studied in locations around the globe, including:

- Argentina
- Australia
- Austria
- Azerbaijan
- Belgium
- Belize
- Bhutan
- Bolivia
- Cambodia
- Canada
- Chile
- China
- Croatia
- Czech Republic
- Denmark
- Dominican Republic
- Egypt
- El Salvador
- England
- France
- Germany
- Greece
- Guam
- Ireland
- Israel
- Italy
- Japan
- Jordan
- Lithuania
- Madrid
- Malaysia
- Mexico
- Mongolia
- Morocco
- Myanmar
- Netherlands
- New Zealand
- Nicaragua
- Norway
- Peru
- Poland
- Portugal
- Republic of Georgia
- Saipan
- Seoul
- Singapore

- South Africa
- South Korea
- Spain
- Switzerland
- Thailand
- Trinidad and Tobago
- Tunisia
- Turkey
- Uganda
- United Kingdom
- United States of America
- Uruguay
- Venezuela
- Vietnam

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WHAT IS THE MOREHEAD-CAIN? • APPLICATION AND SELECTION • NEWS • OUR SCHOLARS • OUR ALUMNI • GIVING • M-C NETWORK

MENU

HOME
WHAT IS THE MOREHEAD-CAIN?
BENEFITS AND EXPECTATIONS
SUMMER ENRICHMENT
HISTORY
TRUSTEES + STAFF
CONTACT



PRIVATE ENTERPRISE

Before their senior year, Scholars participate in a variety of internships in the public and private sectors in fields such as manufacturing, public relations, media, and finance. These eight- to 12-week placements are usually in metropolitan areas—New York, London, Washington, Toronto, Chicago, Cape Town, San Francisco. The Private Enterprise experience is designed to give Scholars an insider's view of the corporate structure. Scholars are placed under the direction of top executives who are leaders in their respective fields. The Private Enterprise summer provides Scholars with an experience that is as close to a "real job" as possible.

Scholars have devised marketing plans, shadowed physicians, assisted in stage-managing Broadway productions, helped produced television shows, interviewed potential employees, and researched investment strategies.

The Private Enterprise experience may or may not directly relate to a Scholar's career aspirations; the goal is to sensitize Scholars to the challenges of organizational management and leadership and to expose them to creative decision making. The Private Enterprise summer allows the Scholar to "try on" a particular career or lifestyle to see whether or not it fits.

Private Enterprise
Prior to Senior Year (Eight to Twelve Weeks)

- Albright Group, LLC (Washington, DC)
- AT&T (Washington, DC)
- BBC Productions NY (New York, NY)
- Bear, Stearns & Co. Inc. (New York, NY)
- BellSouth Corporation (Atlanta, GA)
- Brigham & Women's Hospital (Boston, MA)
- British Council (Washington, DC)
- British Museum (London, England)
- Bronx Defenders (Bronx, NY)
- Brookwood Associates, Inc. (Atlanta, GA)
- Bureau of Land Management (Fairbanks, AK)
- Burnes and Clegg, Inc. (New York, NY)
- Center for Community Self-Help (Durham, NC)
- Center for the New Economy (Puerto Rico)
- Center for Strategic and International Studies (Washington, DC)
- Charlie Rose Show (New York, NY)
- Cherokee Investment Partners, LLC (Raleigh, NC)
- Chicago Institute of Neurosurgery and Neuroresearch (Evanston, IL)
- Children's Medical Center (Denver, CO)
- CineBLAST (New York, NY)
- Citigroup Smith Barney (New York, NY)
- Clayton Utz (Australia)
- Cleveland Browns (Berea, OH)
- Clinica Evangelica Morava/Hospital San Pablo (Honduras, Puerto Rico)
- CNBC (Washington, DC)
- Columbia-Presbyterian Medical Center (New York, NY)
- Conservation Fund (Arlington, VA)
- Coors Brewing Company (Golden, CO)
- Corrs Chambers Wessgarth (Australia)
- Credit Suisse First Boston (New York, NY)
- CS First Boston (Palo Alto, CA)
- The Daily Show (New York, NY)
- David R. Godine Publishing, Inc. (Boston, MA)
- DeKalb Medical Center (Decatur, GA)
- Demokratikus Ifjúságot Alapítvány (Hungary)
- Detroit Free Press (Detroit, MI)
- Deutsche Bank (London, England)
- diaDexus (San Francisco, CA)
- Do Something (New York, NY)
- Don Mar Warehouse (London, England)
- Edison Schools (New York, NY)
- Entwistle & Cappucci, LLP (New York, NY)
- Environmental Defense (Washington, DC)
- Ermenegildo Zegna (New York, NY)
- Fast Track 100, Ltd. (Oxford, England)

- Fellowship of Christian Athletes (Kansas City, MO)
- Forensic Science Agency of Northern Ireland (Belfast, Ireland)
- Genzyme (Boston, MA)
- George Washington University Medical Center (Washington, DC)
- Glaciological and Arctic Sciences Institute (Alaska)
- GlaxoSmithKline Biologicals (Belgium, Singapore)
- Global Learning (Petaluma, CA)
- Goldman, Sachs & Company (New York, NY, London, England)
- Granta Books (London, England)
- Hartford Stage (Hartford, CT)
- Hill and Company Communications (Oakland, CA)
- Historic Charleston Foundation (Charleston, SC)
- Hospital for Sick Children (Toronto, Canada)
- Hospital Puerto Lempira (Honduras)
- idealab! (Pasadena, CA)
- Immunex Corporation (Seattle, WA)
- Inspire Pharmaceuticals, Inc. (Durham, NC)
- Institute of Hematology and Blood Transfusion (Czech Republic)
- Interactive Media Solutions (Boston, MA)
- International Association for Study of Sexuality, Culture, and Society (San Francisco, CA)
- International Centre for Sustainable Cities (Vancouver, Canada)
- International Justice Mission (Washington, DC)
- International Rescue Committee (Croatia)
- J. P. Morgan Chase & Co. (New York, NY)
- Juvenile Probation Office of Suffolk County (Boston, MA)
- King & Spaulding (London, England)
- Knowledge Exchange Institute (Moscow, Russia)
- Lakeland Volunteers in Medicine (Lakeland, FL)
- Lara Grylls PR, Ltd. (London, England)
- Larry King Live! (Washington, DC)
- LasalleHolland, Inc. (New York, NY)
- Leo Burnett (Chicago, IL)
- Los Alamos National Laboratories (Los Alamos, NM)
- McColl Partners (Charlotte, NC)
- McKinsey & Co. (Atlanta, GA)
- McLean Psychiatric Hospital (Boston, MA)
- Merrill Lynch (Capitola, CA)
- Monitor Company (Cambridge, MA)
- Morgan Stanley (New York, NY)
- Motley Fool, Inc. (Alexandria, VA)
- MTV Networks (New York, NY; London, England)
- Museum of International Folk Art (Santa Fe, NM)
- National Broadcasting Company (London, England)
- National Center for Rural Education (Chapel Hill, NC)
- National Geographic Channel (Washington, DC)
- National Geographic Magazine (Washington, DC)
- National Geographic Society (Washington, DC)
- National Geographic Television (Washington, DC)
- National Public Radio (Washington, DC)
- National Trust for Scotland (Edinburgh, Scotland)
- Neville McCarthy Associates (London, England)
- New Schools Venture Fund (San Francisco, CA)
- New York City Department of Education (New York, NY)

- New York Shakespeare Festival (New York, NY)
- Organization for Security and Cooperation in Europe (Croatia)
- Orphanage Outreach (Dominican Republic)
- Peruvian-American Medical Society (Peru)
- Philadelphia Phillies (Philadelphia, PA)
- Phoenix Indian Medical Center (Phoenix, AZ)
- Piedmont Health Services (Moncure, NC)
- Progressive Policy Institute (Washington, DC)
- Project Renewal (New York, NY)
- Public Defender Service (Washington, DC)
- Raleigh Court United Methodist Church (Roanoke, VA)
- Red Hat, Inc. (Research Triangle Park, NC)
- Reef Environmental Education Foundation (Key Largo, FL)
- Rejoice Urban Development Project (Thailand)
- Resources for the Future (Washington, DC)
- RF Binder Partners, Inc. (New York, NY)
- Rhodopi International Theatre Collective (Smolyan and Sofia, Bulgaria)
- Richard Frankel Productions (New York, NY)
- Saint Joseph's Hospital (Atlanta, GA)
- Salud Community Health Care (Denver, CO; Charlottesville, VA)
- Samaritan's Purse (Boone, NC)
- San Francisco Giants (San Francisco, CA)
- Sandia National Laboratories (Albuquerque, NM)
- Screenwriting (Los Angeles, CA)
- Siberian Institute for Ecological Initiatives (Novosibirsk)
- Slate.com (New York, NY)
- Small Enterprise Assistance Funds (Washington, DC; Croatia, Poland, Uzbekistan)
- Sony Television (Culver City, CA)
- Sotheby's Auctioneers (London, England)
- Special Olympics International (Washington, DC)
- The Sports Network (Scarborough, Canada)
- St. Petersburg Times (Florida)
- Steadman-Hawkins Foundation and Clinic (Vail, CO)
- Teaching for Change (Washington, DC)
- TransAfrica (Washington, DC)
- U.S. Chamber of Commerce (Washington, DC)
- U.S. Embassy Tokyo (Tokyo, Japan)
- U.S. Fund for UNICEF (New York, NY)
- U.S. Geological Survey (Anchorage, AK)
- U.S. Olympic Committee (Colorado Springs, CO)
- U.S. State Department (Africa; Barcelona, Spain; Guatemala; Washington, DC)
- UNITE (New York, NY)
- United Nations Environment Programme (Nairobi, Kenya)
- United Nations High Commissioner for Refugees (Switzerland)
- United Nations Office on Children and Armed Conflict (New York, NY)
- United Nations Population Fund (Geneva, Switzerland)
- United States Association of Blind Athletes (Colorado Springs, CO)
- United States Tennis Association (Key Biscayne, FL)
- University of North Carolina Press (Chapel Hill, NC)
- W. W. Norton & Company, Inc. (New York, NY)
- Wachovia Bank (Istanbul and Moscow, Russia)
- Wang Center for the Performing Arts (Boston, MA)

- The Wall Street Journal (Washington, DC)
- Washington Office on Latin America (Washington, DC)
- Washington Opera (Washington, DC)
- The White House (Washington, DC)
- Wilderness Society (Atlanta, GA)

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WHAT IS THE MOREHEAD-CAIN? • APPLICATION AND SELECTION • NEWS • OUR SCHOLARS • OUR ALUMNI • GIVING • M-C NETWORK

MENU

HOME
CRITERIA
MYTHS AND ASSUMPTIONS
FOR COUNSELORS
FOR PROSPECTIVE SCHOLARS



CRITERIA

To be eligible you must be:

- a competitive applicant to the University of North Carolina at Chapel Hill.
- in the 12th grade and on track to graduate in the spring of 2010.
- unmarried and without children.

To be selected you must demonstrate:

Moral Force of Character

This is the bedrock of the Morehead-Cain culture.
Integrity. Empathy. Bravery. Humility. Maturity. Generosity.

Scholarship

We seek not so much the student as the scholar--the one for whom knowledge is about more than grades and test scores, and for whom learning is an appetite rather than a means to an end.

Physical Vigor

It is as simple as a demonstrated commitment to an active lifestyle and a dedication to fitness and physical activity.

Leadership

For the Morehead-Cain, it may not be what you think. We look not so much for titles or roles. Rather, we look for courage and action.

Morehead-Cains initiate. They act and they impact. They influence and they inspire.

Financial need is not considered in making nominations or selections. The Morehead-Cain is conferred solely on the basis of merit.

WHAT IS THE MOREHEAD-CAIN? • APPLICATION AND SELECTION • NEWS • OUR SCHOLARS • OUR ALUMNI • GIVING • M-C NETWORK

MENU

HOME
CRITERIA
MYTHS AND ASSUMPTIONS
FOR COUNSELORS
FOR PROSPECTIVE SCHOLARS



MYTHS AND ASSUMPTIONS

MYTH: There are minimum SAT and GPA requirements used to evaluate students during the selection process.

There are no minimum academic requirements utilized during selection. The SAT range is approximately 1050 to 1600 combined on the verbal and math sections. The middle fiftieth percentile is between 650 and 750 on each section of the SAT. The middle fiftieth percentile on the ACT is between 30 and 34. Most recipients maintain an A average and are ranked in the top 15% of their graduating class.

MYTH: I need to take all AP or IB classes to be offered the Morehead-Cain.

Each high school offers varied curriculums. The selection committee will evaluate your transcript within the context of the course offerings of your high school. The committee wants to see that you have taken advantage of the academic opportunities offered in your school. However, we encourage students to find the appropriate balance of courses and activities that will enable them to be successful.

MYTH: I need to be the captain of a team or hold an elected class office to receive the scholarship.

It is not the position that makes an individual a leader, but the action he or she takes to address a situation or need.

MYTH: I need to play a varsity sport to receive the scholarship.

While physical vigor is a criterion, the selection committee will evaluate your commitment to an active lifestyle, not your relative skill level as an athlete.

MYTH: More than one student from my high school cannot receive the Morehead-Cain in the same year.

Students are evaluated on an individual basis based on how each meets our selection criteria.

MYTH: The University of North Carolina at Chapel must be my first choice in order to receive the Scholarship.

The Morehead-Cain Foundation encourages school nominating committees to nominate students who are the best fit for the Morehead-Cain Scholars Program, regardless of their interest in UNC.

MYTH: If I receive the Morehead-Cain, I am automatically admitted to the University and/or the Honors Program.

The Scholarship selection process is separate from the University admissions process. You need to complete the University application in addition to the Scholarship application. The University admissions committee will evaluate your University application separately. Admission to UNC's Honors Program is extended by invitation from the University based upon a review of your application.

MYTH: I may apply Early Decision to other institutions.

Students may only apply to non-binding early action or early notification programs if they wish to be considered for the Morehead-Cain Scholars Program.

WHAT IS THE MOREHEAD-CAIN? • APPLICATION AND SELECTION • NEWS • OUR SCHOLARS • OUR ALUMNI • GIVING • M-C NETWORK

MENU

HOME
CRITERIA
MYTHS AND ASSUMPTIONS
FOR COUNSELORS
FOR PROSPECTIVE SCHOLARS



NORTH CAROLINA COUNSELORS

All secondary schools in North Carolina are eligible to nominate students to for the Morehead-Cain. In addition, students at North Carolina schools may apply without being nominated by their school nominating committees.

The North Carolina School Nomination Process

STEP 1 - Determine the number of official school nominees you may select:

Size of Senior Class

Number of Nominees

Up to 199	2
200-399	3
400-499	4
500+	5

STEP 2 - Convene a school nominating committee

The committee may include counselors, school administrators, and other faculty members.

STEP 3 - Select nominees

The committee should nominate the students who best meet the selection criteria for the Morehead-Cain, regardless of his or her interest in attending the University of North Carolina at Chapel Hill.

STEP 4 - Encourage other qualified students to apply

Students who feel they meet the qualifications for the Morehead-Cain may complete an application as a direct applicant after consulting with their counselor.

STEP 5 - Refer all candidates to the online application (Deadline to submit the application is Thursday, October 1, 2009.)

Students will identify themselves as school nominees or direct applicants on the application. Counselors will identify a student as a school nominee or a direct applicant on the School Report form.

Please complete the School Report form for each of your candidates and mail the completed forms with a copy of your candidates' transcripts to:

The Morehead-Cain Foundation
Attn: Transcripts
222 East Franklin Street, Morehead Planetarium Building, East Wing, Ground Floor
Post Office Box 690
Chapel Hill, NC 27514

The postmark deadline is **Thursday, October 1, 2009.**

If you need assistance determining your school's nominee(s), please download the Preliminary Nomination Information Form or the Candidate Suggestion Form.

Questions? Ask the Director of Selection

WHAT IS THE MOREHEAD-CAIN? • APPLICATION AND SELECTION • NEWS • OUR SCHOLARS • OUR ALUMNI • GIVING • M-C NETWORK

MENU

HOME
CRITERIA
MYTHS AND ASSUMPTIONS
FOR COUNSELORS
FOR PROSPECTIVE SCHOLARS



OUT-OF-STATE COUNSELORS

Secondary schools outside of North Carolina are eligible to nominate one student from the senior class each year by invitation only from the Morehead-Cain Foundation.

Click the appropriate link to find our out-of-state nominating [schools](#) by [state](#).

Any college counselor who is interested in having his or her high school become an official Morehead-Cain out-of-state nominating school should please revisit this page after January 1, 2010. Our school selection process for the 2010-2011 selection cycle will begin at that time.

To RSVP for our counselor luncheon during the 2009 NACAC National Conference (Friday, September 25 at noon) please [click here](#).

The Out-of-state School Nomination Process

STEP 1 - Convene a school nominating committee

The committee may include counselors, school administrators, and other faculty members.

STEP 2 - Select one nominee

The committee should nominate the one student who best meets the selection criteria for the Morehead-Cain, regardless of his or her interest in attending the University of North Carolina at Chapel Hill.

STEP 3 - Refer your school nominee to the online application (Deadline to submit the application is Thursday, October 1, 2009.)

Please note that if you are a counselor at a secondary school that is not an official out-of-state nominating school, your students may still be eligible for the Morehead-Cain if they apply to the University of North Carolina at Chapel Hill by the November 2 early notification deadline through our Admissions Referral Program.

We request that you please complete the School Report form for your school nominee and mail it with a copy of your nominee's transcript to:

The Morehead-Cain Foundation
Attn: Transcripts
222 East Franklin Street, Morehead Planetarium Building, East Wing, Ground Floor
Post Office Box 690
Chapel Hill, NC 27514

The postmark deadline is **Thursday, October 1, 2009.**

Questions? Ask the Director of Selection

WHAT IS THE MOREHEAD-CAIN? • APPLICATION AND SELECTION • NEWS • OUR SCHOLARS • OUR ALUMNI • GIVING • M-C NETWORK

MENU

HOME
CRITERIA
MYTHS AND ASSUMPTIONS
FOR COUNSELORS
FOR PROSPECTIVE SCHOLARS



INTERNATIONAL COUNSELORS

International secondary schools are eligible to nominate up to three students from the senior class each year by invitation from the Morehead-Cain Foundation.

A list of our international nominating schools can be found [here](#).

Any college counselor who is interested in having his or her high school become an official Morehead-Cain international nominating school should please revisit this page after January 1, 2010. Our school selection process for the 2010-2011 selection cycle will begin at that time.

To RSVP for our counselor luncheon during the 2009 NACAC National Conference (Friday, September 25 at noon) please [click here](#).

The International School Nomination Process

STEP 1 - Convene a school nominating committee

The committee may include counselors, school administrators, and other faculty members.

STEP 2 - Select nominees

The committee should nominate up to three students who best meet the selection criteria for the Morehead-Cain, regardless of their interest in attending the University of North Carolina at Chapel Hill.

STEP 3 - Refer your school nominees to the online application (Deadline to submit the application is Thursday October 1, 2009.)

Please note that if you are a counselor at a secondary school that is not an official international nominating school, your students may still be eligible for the Morehead-Cain if they apply to the University of North Carolina at Chapel Hill by the November 2 early notification deadline through our Admissions Referral Program.

We request that you please complete a School Report form and mail it with your nominees' transcripts to:

The Morehead-Cain Foundation
Attn: Transcripts
222 East Franklin Street, Morehead Planetarium Building, East Wing, Ground Floor
Post Office Box 690
Chapel Hill, NC 27514

The postmark deadline is **Thursday, October 1, 2009.**

Questions? Ask the Director of Selection

WHAT IS THE MOREHEAD-CAIN? • APPLICATION AND SELECTION • NEWS • OUR SCHOLARS • OUR ALUMNI • GIVING • M-C NETWORK

MENU

HOME
CRITERIA
MYTHS AND ASSUMPTIONS
FOR COUNSELORS
FOR PROSPECTIVE SCHOLARS



BRITISH COUNSELORS

All secondary schools in the United Kingdom are eligible to nominate one or more students for the Morehead-Cain.

The British School Nomination Process

STEP 1 - Convene a school nominating committee

The committee may include counselors, school administrators, and other faculty members.

STEP 2 - Select nominees

The committee should nominate students who best meet the selection criteria for the Morehead-Cain, regardless of their interest in attending the University of North Carolina at Chapel Hill.

STEP 3 - Refer your school nominees to the online application *(Deadline to submit the application is Thursday October 1, 2009)*

We request that you please complete the School Report form and mail it with your nominees' transcripts to:

Ms. Katherine Plummer
The British Morehead Scholarship Programme
c/o The English-Speaking Union
Dartmouth House
37 Charles Street
London W1J 5ED
Tel: 020 7529 1550

Email: education@esu.org
Website: <http://www.esu.org>

The postmark deadline is **Thursday, October 1, 2009.**

Questions? Ask the Director of Selection

WHAT IS THE MOREHEAD-CAIN? • APPLICATION AND SELECTION • NEWS • OUR SCHOLARS • OUR ALUMNI • GIVING • M-C NETWORK

MENU

HOME
CRITERIA
MYTHS AND ASSUMPTIONS
FOR COUNSELORS
FOR PROSPECTIVE SCHOLARS



NORTH CAROLINA STUDENTS

There are two ways for students attending high school in North Carolina to be considered for the Morehead-Cain. They can:

- Receive one of the nominations of your high school and complete the online Morehead-Cain application.
- complete the online Morehead-Cain application as a direct applicant.

The Timeline

August 22, 2009	Online application available
October 1, 2009	Application deadline
December 4, 2009	Semifinalists invited to interview with members of the Regional Selection Committee at one of five locations in early January. For more information on Regional Interviews, please click here.
January 15, 2010	Deadline for prospective Scholars to apply to the University of North Carolina at Chapel Hill.
January 22, 2010	Finalists invited to Chapel Hill to attend our Final Selection Weekend.
February 27–March 2, 2010	Final Selection Weekend in Chapel Hill, N.C.
March 4, 2010	The Morehead-Cain Class of 2014 is selected.
April 12, 2010	Deadline for Morehead-Cain recipients to notify the Morehead-Cain Foundation of their decision to become a Scholar.

Please note that the process of admission to the University of North Carolina at Chapel Hill is **separate** from the application for the Morehead-Cain Scholarship. Although you are not required to apply to the University to be considered for the Morehead-Cain, you must do so before you can receive the Scholarship. Therefore, we strongly encourage you to apply to the University as soon as possible. All forms and correspondence dealing with admission to Carolina should go directly to the University Office of Undergraduate Admissions.

Questions? Ask the Director of Selection

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WHAT IS THE MOREHEAD-CAIN? • APPLICATION AND SELECTION • NEWS • OUR SCHOLARS • OUR ALUMNI • GIVING • M-C NETWORK

MENU

HOME
CRITERIA
MYTHS AND ASSUMPTIONS
FOR COUNSELORS
FOR PROSPECTIVE SCHOLARS



OUT OF STATE STUDENTS

There are three ways for students attending high schools outside of North Carolina to be considered for the Morehead-Cain. They can:

- Attend an official out-of-state nominating school, receive the school's nomination, and complete the online Morehead-Cain application.
- Be nominated by one of the Morehead-Cain Affiliate Programs (HOBV, School Year Abroad, the Mountain School, Rainier Scholars) and complete the Morehead-Cain application.

- Apply to the University of North Carolina at Chapel Hill by the November 2nd early notification deadline to be considered through our Admissions Referral Program. Those students identified through our Admissions Referral Program will be contacted by the Morehead-Cain Foundation and invited to apply for the Scholarship on Friday, December 18, 2009.

The Timeline

August 22, 2009	Online application available
October 1, 2009	Application deadline
October 31, 2009	Semifinalists are invited to speak with a Morehead-Cain Foundation staff member in an evaluative telephone interview.
November 2, 2009	Deadline for out-of-state students to apply to the University of North Carolina at Chapel Hill if they wish to be considered for the Morehead-Cain through our Admissions Referral Program.
December 4, 2009	Finalists invited to Chapel Hill to attend our Final Selection Weekend.
December 18, 2009	Scholarship candidates identified through the Admissions Referral Program are invited to apply for the Morehead-Cain by January 8, 2010.
January 15, 2010	Deadline for prospective Scholars to apply to the University of North Carolina at Chapel Hill.
January 22, 2010	Admissions Referral Program finalists invited to Chapel Hill to attend our Final Selection Weekend.
February 27–March 2, 2010	Final Selection Weekend in Chapel Hill, N.C.
March 4, 2010	The Morehead-Cain Class of 2014 is selected.
April 12, 2010	Deadline for Morehead-Cain recipients to notify the Morehead-Cain Foundation of their decision to become a Scholar.

Please note that the process of admission to the University of North Carolina at Chapel Hill is **separate** from the application for the Morehead-Cain Scholarship. Although you are not required to apply to the University to be considered for the Morehead-Cain, you must do so before you can receive the Scholarship. Therefore, we strongly encourage you to apply to the University as soon as possible. All forms and correspondence dealing with admission to Carolina should go directly to the University Office of Undergraduate Admissions.

Questions? Ask the Director of Selection

WHAT IS THE MOREHEAD-CAIN? • APPLICATION AND SELECTION • NEWS • OUR SCHOLARS • OUR ALUMNI • GIVING • M-C NETWORK

MENU

HOME
CRITERIA
MYTHS AND ASSUMPTIONS
FOR COUNSELORS
FOR PROSPECTIVE SCHOLARS



BRITISH STUDENTS

You must be nominated by your school to be considered for the Morehead-Cain. All secondary schools in the United Kingdom are eligible to nominate one or more students each year.

The Timeline

August 22, 2009

Online application available

October 19, 2009	Application deadline
November 22-24, 2009	British Morehead-Cain interviews in London. British Morehead-Cain Selection Committee selects finalists.
January 15, 2010	Deadline for finalists to apply to the University of North Carolina at Chapel Hill.
February 27-March 2, 2010	Final Selection Weekend in Chapel Hill, N.C.
March 4, 2010	The Morehead-Cain Class of 2014 is selected
April 12, 2010	Deadline for Morehead-Cain recipients to notify the Morehead-Cain Foundation of their decision to become a Scholar.

If you are interested in learning more about the British Morehead-Cain experience, please contact Mr. Henry Stevens.

If you need assistance, please contact Ms. Katherine Plummer using the following information:

Ms. Katherine Plummer
The British Morehead Scholarship Programme
c/o The English-Speaking Union
Dartmouth House
37 Charles Street
London W1J 5ED
Tel: 020 7529 1550

Please note that the process of admission to the University of North Carolina at Chapel Hill is **separate** from the application for the Morehead-Cain Scholarship. Although you are not required to apply to the University to be considered for the Morehead-Cain, you must do so before you can receive the Scholarship. Therefore, we strongly encourage you to apply to the University as soon as possible. All forms and correspondence dealing with admission to Carolina should go directly to the University Office of Undergraduate Admissions.

Additionally, you will need to submit a financial certificate which can be found in the UNC international application.

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CONTACT

WHAT IS THE MOREHEAD-CAIN? • APPLICATION AND SELECTION • NEWS • OUR SCHOLARS • OUR ALUMNI • GIVING • M-C NETWORK

MENU

HOME
CRITERIA
MYTHS AND ASSUMPTIONS
FOR COUNSELORS
FOR PROSPECTIVE SCHOLARS



CANADIAN STUDENTS

There are two ways for students attending high school in Canada to be considered for the Morehead-Cain. They can:

Be endorsed by their schools or cégeps and come through the Canadian Merit Scholarship Foundation area committee system.

- Applications are distributed on behalf of the Canadian Morehead-Cain Programme by the Canadian Merit Scholarship Foundation (CMSF). Complete the application (check the Morehead-Cain box on page five) and submit it in duplicate with transcripts to your school.

Apply directly, without sponsorship:

- Applications are distributed on behalf of the Canadian Morehead-Cain Programme by the Canadian Merit Scholarship Foundation (CMSF). Complete the application (check the Morehead-Cain box on page five) in duplicate and obtain transcripts. Make sure that your signature is on page one and that a properly authorized person has completed the verification on page two. Mail the two applications and transcripts, flat and unfolded, in a 9 x 12 envelope, to the Canadian Morehead-Cain Programme (address below).

The Timeline

October 20, 2009	Online application available
December 27, 2009	Finalists invited to Toronto for final interviews.
January 15, 2010	Deadline for finalists to apply to the University of North Carolina at Chapel Hill.
February 19-21, 2010	Final selection interviews in Toronto.
February 22, 2010	The Morehead-Cain Class of 2014 is selected.
April 12, 2010	Deadline for Morehead-Cain recipients to notify the Morehead-Cain Foundation of their decision to become a Scholar.

If you need assistance, please contact Dr. Robert Cluett using the following information:

Dr. Robert Cluett, Executive Officer
Canadian Morehead-Cain Programme
680 Huyck's Point Road, R.R. #1
Wellington, Ontario K0K 3L0

Please note that the process of admission to the University of North Carolina at Chapel Hill is **separate** from the application for the Morehead-Cain Scholarship. Although you are not required to apply to the University to be considered for the Morehead-Cain, you must do so before you can receive the Scholarship. Therefore, we strongly encourage you to apply to the University as soon as possible. All forms and correspondence dealing with admission to Carolina should go directly to the University Office of Undergraduate Admissions.

Additionally, you will need to submit a financial certificate which can be found in the UNC international application.

WHAT IS THE MOREHEAD-CAIN? • APPLICATION AND SELECTION • NEWS • OUR SCHOLARS • OUR ALUMNI • GIVING • M-C NETWORK

MENU

HOME
CRITERIA
MYTHS AND ASSUMPTIONS
FOR COUNSELORS
FOR PROSPECTIVE SCHOLARS



INTERNATIONAL STUDENTS

There are two ways for international students to be considered for the Morehead-Cain. They can:

- Attend an official international nominating school, receive one of the school's nominations, and complete the online Morehead-Cain application. International schools may nominate up to three candidates per year.
- Apply to the University of North Carolina at Chapel Hill by the November 2nd early notification deadline to be considered through our Admissions Referral Program. Those students identified through our Admissions Referral Program will be contacted by the

The Timeline

August 22, 2009	Online application available
October 1, 2009	Application deadline
October 31, 2009	Semifinalists are invited to speak with a Morehead-Cain Foundation staff member in an evaluative telephone interview
November 2, 2009	Deadline for international students to apply to the University of North Carolina at Chapel Hill if they wish to be considered for the Morehead-Cain through our Admissions Referral Program.
December 4, 2009	Finalists invited to Chapel Hill to attend our Final Selection Weekend.
December 18, 2009	Candidates selected through the University of North Carolina at Chapel Hill's Admissions Referral Program are invited to apply for the Morehead-Cain by January 8, 2010.
January 15, 2010	Deadline for finalists to apply to the University of North Carolina at Chapel Hill.
January 22, 2010	Admissions Referral Program finalists invited to Chapel Hill to attend our Final Selection Weekend.
February 27–March 2, 2010	Final Selection Weekend in Chapel Hill, N.C.
March 4, 2010	The Morehead-Cain Class of 2014 is selected.
April 12, 2010	Deadline for Morehead-Cain recipients to notify the Morehead-Cain Foundation of their decision to become a Scholar.

Please note that the process of admission to the University of North Carolina at Chapel Hill is **separate** from the application for the Morehead-Cain Scholarship. Although you are not required to apply to the University to be considered for the Morehead-Cain, you must do so before you can receive the Scholarship. Therefore, we strongly encourage you to apply to the University as soon as possible. All forms and correspondence dealing with admission to Carolina should go directly to the University Office of Undergraduate Admissions.

Questions? Ask the Director of Selection

PROSPECTIVE SCHOLAR and COUNSELOR INFORMATION

Student _____ School Nominee _____ Direct Applicant _____
First Name Last Name

High School _____ CEEB Code _____
School Name

Counselor _____ Telephone _____
First Name Last Name Country Code Area Code Phone Number

Has this student ever been dismissed, suspended, or placed on probation, or left school voluntarily for an extended period of time (Yes/No)? _____

Do you know of any incident of conduct involving this student that might serve to discredit his or her consideration for the Morehead-Cain Scholarship (Yes/No)? _____

Please include a short explanation below if you answered "yes" to either of the disciplinary questions above

ACADEMIC INFORMATION

Class Rank. _____ In a class of _____ GPA _____ On a scale of _____

Weighted (Yes/No) _____ Weighted (Yes/No) _____

How many students share this rank? _____ The highest current GPA in this student's class _____

Number of terms on which this rank is based _____ If school does not rank, please indicate nearest percentile from the top _____

Of this student's graduating class, approximately what percent plan to attend a four-year college? _____

CURRICULUM and COURSE INFORMATION

Does the school have a service-hour requirement (Yes/No)? _____ If yes, how many total hours? _____

Are classes taken on a block schedule (Yes/No)? _____ If yes, please explain what type of block (e.g., 4/4): _____

Are students limited in the number of AP/IB and other advanced courses they are allowed to take? If yes, please explain

Does your school offer the International Baccalaureate (IB) Program and/or Advanced Placement (AP) courses? _____

Total number of IB courses offered _____ Total number of AP courses offered. _____

Total number of IB courses this student has taken _____ Total number of AP courses this student has taken: _____

This student will likely qualify for an IB Diploma (Yes/No) _____

CURRENT YEAR AP/IB COURSES

Subject _____	Subject _____
Subject _____	Subject _____
Subject _____	Subject _____

THE
Morehead-Cain
SCHOLARS PROGRAM

Student _____
First Name Last Name

High School _____
School Name

TEST INFORMATION

AP/IB SCORES COMPLETED

Subject _____	Score _____	Year Taken _____
Subject _____	Score _____	Year Taken _____
Subject _____	Score _____	Year Taken _____
Subject _____	Score _____	Year Taken _____

Subject _____	Score _____	Year Taken _____
Subject _____	Score _____	Year Taken _____
Subject _____	Score _____	Year Taken _____
Subject _____	Score _____	Year Taken _____

SAT REASONING TEST (or SAT I)

Month/Year Taken _____ / _____	Month/Year Taken. _____ / _____
Critical Reading _____	Critical Reading _____
Math _____	Math _____
Writing _____	Writing _____
Month/Year Taken _____ / _____	
Critical Reading _____	
Math _____	
Writing _____	

ACT TEST

Month/Year Taken _____ / _____	Month/Year Taken _____ / _____
English _____	English _____
Math _____	Math _____
Reading _____	Reading _____
Science _____	Science _____
Composite _____	Composite _____

SAT SUBJECT TESTS (or SAT II)

Subject _____	Score _____	Year Taken _____
Subject _____	Score _____	Year Taken _____
Subject _____	Score _____	Year Taken _____

Subject _____	Score _____	Year Taken _____
Subject _____	Score _____	Year Taken _____
Subject _____	Score _____	Year Taken _____

Counselor's Signature _____

Date _____ / _____ / _____

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► **Attach to Form 1041, Form 5227, or Form 990-T. See the separate instructions for Form 1041 (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

2008

Name of estate or trust

THE MOREHEAD-CAIN FOUNDATION

Employer identification number

56-0599225

Note: Form 5227 filers need to complete **only** Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b

1b

2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824

2

3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts

3

4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2007 Capital Loss Carryover Worksheet

4

5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ►

5

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					
SEE STATEMENT 1			108,592,629.	112,835,433.	-4,242,804.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b

6b

7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824

7

8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts

8

9 Capital gain distributions

9

10 Gain from Form 4797, Part I

10

11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2007 Capital Loss Carryover Worksheet

11

12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ►

12

-4,242,804.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2008

Part III Summary of Parts I and II**Caution: Read the instructions before completing this part.**

	(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13 Net short-term gain or (loss)	13		
14 Net long-term gain or (loss):			
a Total for year	14a		-4,242,804.
b Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b		
c 28% rate gain	14c		
15 Total net gain or (loss). Combine lines 13 and 14a	15		-4,242,804.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the Capital Loss Carryover Worksheet, as necessary.

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of	16	(3,000.)
a The loss on line 15, column (3) or b \$3,000		

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the Capital Loss Carryover Worksheet on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18 Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20 Add lines 18 and 19	20		
21 If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0-	21		
22 Subtract line 21 from line 20. If zero or less, enter -0-	22		
23 Subtract line 22 from line 17. If zero or less, enter -0-	23		
24 Enter the smaller of the amount on line 17 or \$2,200	24		
25 Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25		
26 Subtract line 25 from line 24	26		
27 Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27		
28 Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29 Subtract line 28 from line 27	29		
30 Multiply line 29 by 15% (.15)	30		
31 Figure the tax on the amount on line 23. Use the 2008 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions)	31		
32 Add lines 30 and 31	32		
33 Figure the tax on the amount on line 17. Use the 2008 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions)	33		
34 Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on line 1a of Schedule G, Form 1041 (or line 36 of Form 990-T)	34		

Schedule D Detail of Long-term Capital Gains and Losses

[illegible]

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)
- Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868**

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization	Employer identification number
	THE MOREHEAD-CAIN FOUNDATION	56-0599225
	Number, street, and room or suite no. If a P.O. box, see instructions	
	POST OFFICE BOX 690	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	CHAPEL HILL, NC 27514	

Check type of return to be filed (file a separate application for each return):

- | | | |
|---|---|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

- The books are in the care of ► STEVEN R. MICHALAK

Telephone No. ► 919 962-1201

FAX No. ► _____

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 02/15, 2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ☐ calendar year _____ or
 ► ☒ tax year beginning 07/01, 2008, and ending 06/30, 2009.

2 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 50,857.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 50,857.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ NONE

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 4-2009)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the extended due date for filing the return See instructions	Name of Exempt Organization THE MOREHEAD-CAIN FOUNDATION	Employer identification number 56-0599225
	Number, street, and room or suite no. If a P.O. box, see instructions POST OFFICE BOX 690	For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions CHAPEL HILL, NC 27514	

Check type of return to be filed (File a separate application for each return).

<input type="checkbox"/> Form 990	<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 6069
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec 401(a) or 408(a) trust)	<input type="checkbox"/> Form 4720	<input type="checkbox"/> Form 8870
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 5227	

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of **STEVEN R. MICHALAK**
Telephone No **919 962-1201** FAX No. _____
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 4 I request an additional 3-month extension of time until **05/17/2010**
- 5 For calendar year _____, or other tax year beginning **07/01/2008**, and ending **06/30/2009**
- 6 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension **ADDITIONAL TIME IS REQUIRED TO ASSEMBLE THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN.**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	8a \$ 50,857.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$ 50,857.
c Balance Due. Subtract line 8b from line 8a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	8c \$ NONE

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature **John A. Warr** Title **CPA** Date **02/12/2010**
BATCHELOR, TILLERY & ROBERTS, LLP
3605 GLENWOOD AVENUE, SUITE 350
RALEIGH, NC 27612

Form **8868** (Rev 4-2009)