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Form **990-PF**

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

OMB No 1545-0052

2008Department of the Treasury
Internal Revenue Service

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 **10/01/08**, and ending **9/30/09**Check all that apply ☐ Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

Use the IRS label.
Otherwise, print or type.
See Specific Instructions.

Name of foundation

THE MARY A HARRISON FOUNDATION

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

Room/suite

C/O JP MORGAN SVCS INC, PO BOX 6089

City or town, state, and ZIP code

NEWARK**DE 19714-6089****A Employer identification number****26-0433030****B Telephone number (see page 10 of the instructions)****212-464-2487****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** ☐Check type of organization ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

Fair market value of all assets at end

J Accounting method ☒ Cash ☐ Accrual☐ Other (specify)

year (from Part II, col (c),

line 16) **\$ 12,028,430**

(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 pg 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)****2 Check** ☒ **if the foundation is not required to attach Sch B****3 Interest on savings and temporary cash investments****4 Dividends and interest from securities****24,154****24,154****5a Gross rents****b Net rental income or (loss)****6a Net gain or (loss) from sale of assets not on line 10****-1,594,136****b Gross sales price for all assets on line 6a****268,868****7 Capital gain net income (from Part IV, line 2)****0****8 Net short-term capital gain****0****9 Income modifications****10a Gross sales less returns & allowances****b Less Cost of goods sold****c Gross profit or (loss) (attach schedule)****11 Other income (attach schedule)****STMT 1****53,207****49,574****12 Total Add lines 1 through 11****-1,516,775****73,728****0****13 Compensation of officers, directors, trustees, etc****24,000****24,000****14 Other employee salaries and wages****15 Pension plans, employee benefits****16a Legal fees (attach schedule)****SEE STMT 2****510****510****b Accounting fees (attach schedule)****c Other professional fees (attach schedule)****STMT 3****31,846****31,846****17 Interest****18 Taxes (attach schedule) (see page 14 of the instructions)****19 Depreciation (attach schedule) and depletion****20 Occupancy****21 Travel, conferences, and meetings****2,983****2,983****22 Printing and publications****23 Other expenses (att sch)****24 Total operating and administrative expenses.**

Add lines 13 through 23

59,339**0****59,339****25 Contributions, gifts, grants paid****675,000****675,000****26 Total expenses and disbursements. Add lines 24 and 25****734,339****0****0****734,339****27 Subtract line 26 from line 12****a Excess of revenue over expenses & disbursements****-2,251,114****b Net investment income (if negative, enter -0-)****73,728****c Adjusted net income (if negative, enter -0-)****0**

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

Form **990-PF** (2008)

DAA

6/14 4/16

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1 Cash—non-interest-bearing						
	2 Savings and temporary cash investments				2,580,264	1,559,879	1,557,852
	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						
	10a Investments—U S and state government obligations (attach schedule)						
	b Investments—corporate stock (attach schedule)						
	c Investments—corporate bonds (attach schedule)						
	11 Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶						
	12 Investments—mortgage loans						
	13 Investments—other (attach schedule) SEE STATEMENT 4				12,371,586	11,141,832	10,470,578
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶						
15 Other assets (describe ▶)							
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)				14,951,850	12,701,711	12,028,430	
Liabilities	17 Accounts payable and accrued expenses						
	18 Grants payable						
	19 Deferred revenue						
	20 Loans from officers, directors, trustees, and other disqualified persons						
	21 Mortgages and other notes payable (attach schedule)						
	22 Other liabilities (describe ▶)						
	23 Total liabilities (add lines 17 through 22)				0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.						
	24 Unrestricted						
	25 Temporarily restricted						
	26 Permanently restricted						
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.						
	27 Capital stock, trust principal, or current funds				14,951,850	12,701,711	
	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)				14,951,850	12,701,711	
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)				14,951,850	12,701,711		

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	14,951,850
2 Enter amount from Part I, line 27a	2	-2,251,114
3 Other increases not included in line 2 (itemize)▶ SEE STATEMENT 5	3	975
4 Add lines 1, 2, and 3	4	12,701,711
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	12,701,711

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 WORKSHEET				
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7			2	-1,594,136
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	-1,599,964

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	884,173	18,493,933	0.047809
2006	688,934	15,390,558	0.044763
2005	651,814	13,869,833	0.046995
2004	614,237	13,252,074	0.046350
2003	535,226	12,641,761	0.042338
2 Total of line 1, column (d)			2 0.228255
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 0.045651
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			4 11,729,452
5 Multiply line 4 by line 3			5 535,461
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 737
7 Add lines 5 and 6			7 536,198
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 734,339

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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	737
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0
3 Add lines 1 and 2		3	737
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	737
6 Credits/Payments:			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a	10,000	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	10,000	
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	9,263	
11 Enter the amount of line 10 to be Credited to 2009 estimated tax <input checked="" type="checkbox"/> 9,263 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?		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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input checked="" type="checkbox"/> VA		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)

12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address **► N/A**

14 The books are in care of **► JP MORGAN SVCS INC** Telephone no **► 302-634-2931**
PO BOX 6089
 Located at **► NEWARK, DE** ZIP+4 **► 19714-6089**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here **►** ☐ and enter the amount of tax-exempt interest received or accrued during the year **► 15**

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		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?		N/A
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 ► 20 , 20 , 20 , 20		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions)		N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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)		N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?		X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 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)? ☐ Yes ☒ No **5b**

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No **6b**

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **7b**

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? ☐ Yes ☒ No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see 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
GEORGE A HARRISON C/O JPMORGAN CHASE BANK N.A. 270 PARK AVE, NEW YORK NY 10017	PRESIDENT 5	12,000	0	0
CINDY HARRISON C/O JPMORGAN CHASE BANK N.A. 270 PARK AVE, NEW YORK NY 10017	VICE PRES 5	12,000	0	0

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

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
NONE		

Total number of others receiving over \$50,000 for professional services ▶**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses
1 N/A

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 N/A
All other program-related investments See page 24 of the instructions
3

Total. Add lines 1 through 3 ▶

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	9,529,616
b	Average of monthly cash balances	1b	2,378,457
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	11,908,073
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	11,908,073
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	178,621
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,729,452
6	Minimum investment return. Enter 5% of line 5	6	586,473

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	586,473
2a	Tax on investment income for 2008 from Part VI, line 5	2a	737
b	Income tax for 2008 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	737
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	585,736
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	585,736
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	585,736

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	734,339
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	734,339
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	737
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	733,602

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				585,736
2 Undistributed income, if any, as of the end of 2007.				
a Enter amount for 2007 only			732,171	
b Total for prior years 20____, 20____, 20____			<i>See Attached</i>	
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 ▶ \$ 734,339				
a Applied to 2007, but not more than line 2a			732,171	
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				2,168
e Remaining amount distributed out of corpus				
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				
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				583,568
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				
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				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see 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
N/A

c Any submission deadlines
N/A

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE STATEMENT 6				675,000
Total			▶ 3a	675,000
b Approved for future payment N/A				
Total			▶ 3b	

Part XVII	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?
- a** Transfers from the reporting foundation to a noncharitable exempt organization of
- (1) Cash
- (2) Other assets
- b** Other transactions
- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees
- d** If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting organization. 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

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[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
N/A		

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

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

J. P. MORGAN SERVICES INC.
P. O. BOX 6089
NEWARK, DE 19714-6089

Date _____

Check if
self-employed ▶ ☐

Preparer's identifying
number (see **Signature** on
page 30 of the instructions)
P00028281

EIN ► 22-2189421

Phone no **302-634-3824**

Form 990-PF	Capital Gains and Losses for Tax on Investment Income		2008
For calendar year 2008, or tax year beginning		10/01/08	and ending 9/30/09

Name THE MARY A HARRISON FOUNDATION	Employer Identification Number 26-0433030
---	---

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) SEE ATTACHED	P	VARIOUS	VARIOUS
(2) CIGNA SECURITIES LITIGATION	P	11/11/60	10/20/08
(3) JPM GLOBAL ACCESS PORTFOLIOS LLC	P		
(4) JPM GLOBAL ACCESS PORTFOLIOS LLC	P		
(5) OLD WESTBURY PRIV EQ FUND VII	P		
(6) OLD WESTBURY PRIV EQ FUND VII	P		
(7) OLD WESTBURY PRIV EQ FUND VIII	P		
(8) OLD WESTBURY PRIV EQ FUND VIII	P		
(9) OLD WESTBURY PRIV EQ FUND IX	P		
(10) OLD WESTBURY PRIV EQ FUND IX	P		
(11)			
(12)			
(13)			
(14)			
(15)			

(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)
(1) 262,908		258,800	4,108
(2) 102			102
(3)		1,603,779	-1,603,779
(4) 1,238			1,238
(5)		215	-215
(6) 3,913			3,913
(7) 77			77
(8) 630			630
(9)		155	-155
(10)		55	-55
(11)			
(12)			
(13)			
(14)			
(15)			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
(1)			4,108
(2)			102
(3)			-1,603,779
(4)			1,238
(5)			-215
(6)			3,913
(7)			77
(8)			630
(9)			-155
(10)			-55
(11)			
(12)			
(13)			
(14)			
(15)			

Federal Statements

26-0433030

FYE: 9/30/2009

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
JPM URBAN RENAISSANCE PROP FD	\$ -137	-137	\$
JPM GLOBAL ACCESS PORTFOLIOS	64,072	60,400	
OLD WESTBURY PE FUND VII	-5,231	-5,223	
OLD WESTBURY PE FUND VIII	-4,227	-4,262	
OLD WESTBURY PE FUND IX	-1,270	-1,270	
TOTAL	\$ 53,207	\$ 49,574	\$ 0

Statement 2 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
CAPLIN & DRYSDALE	\$ 510	\$	\$	\$ 510
TOTAL	\$ 510	\$ 0	\$ 0	\$ 510

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
PHILANTHROPIC SERVICES FEE	\$ 31,401	\$	\$	\$ 31,401
VA CORP FEE	445			445
TOTAL	\$ 31,846	\$ 0	\$ 0	\$ 31,846

Federal Statements

FYE: 9/30/2009

Statement 4 - Form 990-PF, Part II, Line 13 - Other Investments

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
JPM GLOBAL ACCESS PORTFOLIO LLC	\$ 12,000,000	\$ 10,461,531	COST	\$ 9,893,484
HIGHBRIDGE MEZZANINE	39,974	44,070	COST	24,155
KKR EUROPEAN FUND III PI OFFSHORE LP	29,768	44,284	COST	13,428
CLAYTON DUBILIER & RICE OFFSHORE		20,630	COST	5,641
JPM URBAN RENAISSANCE PROPERTY FUND		140,332	COST	106,827
OLD WESTBURY PE FUND VIII	104,838	122,604	COST	98,317
OLD WESTBURY PE FUND VII	185,015	193,357	COST	222,830
OLD WESTBURY PE FUND IX	11,991	15,024	COST	8,806
SEE ATTACHED STATEMENT		100,000	COST	97,090
TOTAL	\$ <u>12,371,586</u>	\$ <u>11,141,832</u>		\$ <u>10,470,578</u>

Statement 5 - Form 990-PF, Part III, Line 3 - Other Increases

<u>Description</u>	<u>Amount</u>
2007 CASH BALANCE ADJUSTMENT	\$ 973
ROUNDING	2
TOTAL	\$ <u>975</u>

Federal Statements

Statement 6 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year

Name	Address	Relationship	Status	Purpose	Amount
MAYMONT FOUNDATION					
RICHMOND VA		NONE	PUBLIC	GENERAL	25,000
COLD SPRING HARBOR LAB					
COLD SPRING HARBOR NY		NONE	PUBLIC	GENERAL	35,000
MASSEY CANCER CENTER					
RICHMOND VA		NONE	PUBLIC	GENERAL	50,000
UNIV OF VA MEDICAL SCHOOL					
CHARLOTTESVILLE VA		NONE	PUBLIC	GENERAL	80,000
INTL HOSP FOR CHILDREN					
RICHMOND VA		NONE	PUBLIC	GENERAL	11,250
JAMES RIVER ASSOC					
RICHMOND VA		NONE	PUBLIC	GENERAL	30,000
STEWART SCHOOL					
RICHMOND VA		NONE	PUBLIC	GENERAL	100,000
THREE BAYS PRESERVATION					
OSTERVILLE MA		NONE	PUBLIC	GENERAL	25,000
ST CATHERINES SCHOOL					
RICHMOND VA		NONE	PUBLIC	GENERAL	200,000
FAISON CNTR FOR EXCELLENCE					
RICHMOND VA		NONE	PUBLIC	GENERAL	50,000
HOLLINS UNIVERSITY					
ROANOKE VA		NONE	PUBLIC	GENERAL	20,000
VCU SCHOOL OF THE ARTS					
RICHMOND VA		NONE	PUBLIC	GENERAL	2,500
COTOCHESSET HISTORIC PRES					
OSTERVILLE MA		NONE	PUBLIC	GENERAL	45,000
JUVENILE DIABETES RES FDN					
NEW YORK NY		NONE	PUBLIC	GENERAL	1,250
TOTAL					<u>675,000</u>

ACCT 5897 Q12673002
FROM 10/01/2008
TO 09/30/2009

J P MORGAN CHASE BANK, N.A.
STATEMENT OF CAPITAL GAINS AND LOSSES
THE MARY A HARRISON FOUNDATION

TRUST YEAR ENDING 09/30/2009

PAGE 25

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TAX PREPARER. MT2
TRUST ADMINISTRATOR
INVESTMENT OFFICER MSI

LEGEND. F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
500 0000 AMERIPRISE FINANCIAL INC - 03076C106 - MINOR = 31000						
SOLD		06/12/2009	12114 68			
ACQ	500 0000	06/11/2009	12114 68	12500 00	SUB TRUST Q41115009 -385 32	ST
500 0000 BB & T CORP - 054937107 - MINOR = 31000						
SOLD		05/13/2009	10093 33			
ACQ	500 0000	05/12/2009	10093 33	10000 00	SUB TRUST Q41115009 93 33	ST
2000 0000 BRIDGEPOINT EDUCATION INC - 10807M105						
SOLD		04/15/2009	20799 46			
ACQ	2000 0000	04/14/2009	20799 46	21000 00	-200 54	ST
5000 0000 CHIMERA INVESTMENT CORP - 16934Q109						
SOLD		04/16/2009	14624 61			
ACQ	5000 0000	04/15/2009	14624 61	15000 00	-375 39	ST
500 0000 CLIFFS NATURAL RESOURCES INC - 18683K101						
SOLD		05/14/2009	10344 73			
ACQ	500 0000	05/13/2009	10344 73	10500 00	SUB TRUST Q41115009 -155 27	ST
4500 0000 DUKE REALTY CORP - 264411505 - MINOR = 31000						
SOLD		04/16/2009	36597 09			
ACQ	4500 0000	04/16/2009	36597 09	34425 00	2172 09	ST
250 0000 ENERGIZER HOLDINGS INC - 29266R108 - MINOR = 31000						
SOLD		05/15/2009	12702 17			
ACQ	250 0000	05/14/2009	12702 17	12250 00	SUB TRUST Q41115009 452 17	ST
1500 0000 FIDELITY NATIONAL TITLE GROUP INC - 31620R105 - MINOR = 31000						
SOLD		04/15/2009	27974 27			
ACQ	1500 0000	04/14/2009	27974 27	28500 00	-525 73	ST
2500 0000 FORD MTR CO DEL COM - 345370860 - MINOR = 31000						
SOLD		05/13/2009	11699 69			
ACQ	2500 0000	05/12/2009	11699 69	11875 00	SUB TRUST Q41115009 -175 31	ST
2500 0000 FORTRESS INVESTMENT GROUP LLC - 34958B106 - MINOR = 31000						
SOLD		05/15/2009	11874 68			
ACQ	2500 0000	05/14/2009	11874 68	12500 00	SUB TRUST Q41115009 -625 32	ST
500 0000 HERTZ GLOBAL HOLDINGS INC - 42805T105 - MINOR = 31000						
SOLD		05/21/2009	3144 91			
ACQ	500 0000	05/20/2009	3144 91	3250 00	SUB TRUST Q41115009 -105 09	ST
500 0000 J P MORGAN CHASE & CO COM - 46625H100 - MINOR = 31001						
SOLD		06/29/2009	16980 56			
ACQ	500 0000	06/02/2009	16980 56	17625 00	SUB TRUST Q41115009 -644 44	ST
500 0000 MGM MIRAGE INC - 552953101 - MINOR = 31000						
SOLD		05/14/2009	3529 90			
ACQ	500 0000	05/13/2009	3529 90	3500 00	SUB TRUST Q41115009 29 90	ST
1000 0000 PRIVATEBANCORP INC - 742962103 - MINOR = 31000						
SOLD		05/14/2009	19404 49			
ACQ	1000 0000	05/13/2009	19404 49	19250 00	SUB TRUST Q41115009 154 49	ST
2500 0000 WEINGARTEN RLTY INVS - 948741103 - MINOR = 31001						
SOLD		04/17/2009	38549 00			
ACQ	2500 0000	04/17/2009	38549 00	35625 00	2924 00	ST
500 0000 WELLS FARGO & CO NEW - 949746101 - MINOR = 31000						
SOLD		05/08/2009	12474 67			
ACQ	500 0000	05/08/2009	12474 67	11000 00	SUB TRUST Q41115009 1474 67	ST
TOTALS			262908 24	258800 00		

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
SUBTOTAL FROM ABOVE	4108 24	0 00	0 00	0 00	0 00	0 00*
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIVIDENDS	0 00	0 00	102 11			0 00
	4108 24	0 00	102 11	0 00	0 00	0 00
STATE						
SUBTOTAL FROM ABOVE	4108 24	0 00	0 00	0 00	0 00	0 00*
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIVIDENDS	0 00	0 00	102 11			0 00
	4108 24	0 00	102 11	0 00	0 00	0 00
CAPITAL LOSS CARRYOVER						
FEDERAL	0 00		0 00			
UNKNOWN	N/A		N/A			

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

Other Assets Summary

Asset Categories	Asset Categories			
	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Structured Investments	0.00	97,090.00	97,090.00	17%



Other Assets Detail

	Quantity	Price	Estimated Value	Cost	Estimated Gain/Loss
Structured Investments					
BARC 18M ASIA MKT PLS NOTE 03/24/11 (75% CONTIN BARRIER-0%PMT-UNCAPPED) INITIAL LEVEL-ASIA 09/18/09 100 00 06739J-D6-7	50,000.000	95.81	47,905.00	50,000.00	(2,095.00)
HSBC 18M SPX MKT PLS NOTE 03/24/11 ~85% CONTIN BARRIER-4 1%PMT-UNCAPPED INITIAL LEVEL-SPX:09/18/09 1068 30 4042K0-ZR-9	50,000.000	98.37	49,185.00	50,000.00	(815.00)
Total Structured Investments			\$97,090.00	\$100,000.00	(\$2,910.00)

**THE MARY A HARRISON FOUNDATION
FORM 990-PF
EIN 26-0433030
TAX YEAR SEPTEMBER 30, 2009**

ATTACHMENT TO FORM 990-PF, PART XIII

LINE 2a, Column (c) – Undistributed Income from Prior Year

The Mary A Harrison Foundation represents 20% of the Harrison Family Foundation (EIN 54-1692935), which has been dissolved. As such, The Mary A Harrison Foundation is responsible for 20% of the 9/30/08 undistributed income from the Harrison Family Foundation.

20% of the Harrison Family Foundation Undistributed Income 9/30/08	\$218,635
Mary A Harrison Foundation Undistributed Income 9/30/08	<u>513,536</u>
Net Undistributed Income Required to be paid by The Mary A Harrison Fdn by 9/30/09	<u>\$732,171</u>

**THE MARY A HARRISON FOUNDATION
FORM 990-PF
EIN 26-0433030
TAX YEAR SEPTEMBER 30, 2009**

ATTACHMENT TO FORM 990-PF, PART V

The Mary A Harrison Foundation represents 20% of the Harrison Family Foundation (EIN 54-1692935), which has been dissolved. As such, The Mary A Harrison Foundation has reflected 20% of its predecessor's experience in the calculation to qualify for reduced excise tax under Section 4940(e).