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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2009

Department 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 2009, or tax year beginning

, and ending

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeUse the IRS
label.
Otherwise,
print
or type
See Specific
Instructions.

Name of foundation

THE DALTON FAMILY FOUNDATION

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

9083 FALLING LEAF DR

Room/suite

City or town, state, and ZIP code

BONITA SPRINGS, FL 34135

A Employer identification number

26-3432969

B Telephone number

330-715-0914

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 foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 2,153,847. (Part I, column (d) must be on cash basis.)

J Accounting method

☒

Cash

☐

Accrual

☐ Other (specify)**Part I Analysis of Revenue and Expenses**

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

Revenue

Operating and Administrative Expenses

1 Contributions, gifts, grants, etc., received

800.

N/A

2 Check ☒ if the foundation is not required to attach Sch. B

3 Interest on savings and temporary cash investments

14,719.

14,719.

STATEMENT 1

4 Dividends and interest from securities

20,984.

20,984.

STATEMENT 2

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

15,382.

b Gross sales price for all assets on line 6a 585,678.

7 Capital gain net income (from Part IV, line 2)

15,382.

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit or (loss)

11 Other income

1,368.

1,368.

STATEMENT 3

12 Total. Add lines 1 through 11

53,253.

52,453.

13 Compensation of officers, directors, trustees, etc.

0.

0.

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees

STMT 4

1,745.

145.

1,600.

c Other professional fees

STMT 5

6,167.

6,167.

0.

17 Interest

18 Taxes

STMT 6

2,043.

2,043.

0.

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

24 Total operating and administrative expenses. Add lines 13 through 23

9,955.

8,355.

1,600.

25 Contributions, gifts, grants paid

28,019.

28,019.

26 Total expenses and disbursements. Add lines 24 and 25

37,974.

8,355.

29,619.

27 Subtract line 26 from line 12

15,279.

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

44,098.

c Adjusted net income (if negative, enter -0-)

N/A

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	1,841,646.	48,926.	48,926.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	130,854.	1,963,353.	2,104,921.
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	1,972,500.	2,012,279.	2,153,847.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>			
	24 Unrestricted and complete lines 24 through 26 and lines 30 and 31.			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	1,972,500.	2,012,279.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 Total net assets or fund balances	1,972,500.	2,012,279.	
31 Total liabilities and net assets/fund balances	1,972,500.	2,012,279.		

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	1,972,500.
2 Enter amount from Part I, line 27a	2	15,279.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	24,500.
4 Add lines 1, 2, and 3	4	2,012,279.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,012,279.

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	FIFTH THIRD ACCOUNT - SEE ATTACHED STATEMENT	P	VARIOUS	VARIOUS
b	DB COMMODITY INDEX TRACKING FUND	P	VARIOUS	VARIOUS
c	DB COMMODITY INDEX TRACKING FUND	P	VARIOUS	VARIOUS
d	CAPITAL GAINS DIVIDENDS			
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	585,096.		570,296.	14,800.
b	360.			360.
c	206.			206.
d	16.			16.
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			14,800.
b			360.
c			206.
d			16.
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	15,382.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8 }	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see 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))
2008	3,000.	530,709.	.005653
2007			
2006			
2005			
2004			

2	Total of line 1, column (d)	2	.005653
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	.005653
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,020,358.
5	Multiply line 4 by line 3	5	11,421.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	441.
7	Add lines 5 and 6	7	11,862.
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	8	29,619.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	441.
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			
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	441.
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	441.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 800.		
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	800.
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	359.
11 Enter the amount of line 10 to be Credited to 2010 estimated tax	359. Refunded	11	0.

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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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
1c 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 \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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 instructions) <u>OH</u>		
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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? 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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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? Website address ► N/A	13	X	
14	The books are in care of ► THORNHILL FINANCIAL, INC. Telephone no ► 440-238-0445 Located at ► 18400 PEARL ROAD, STRONGSVILLE, OH ZIP+4 ► 44136			
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		N/A

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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c
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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
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 2009 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 2009.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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 2009?		4b

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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)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

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?

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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ARTHUR R. DALTON	TRUSTEE			
9083 FALLING LEAF DRIVE				
BONITA SPRINGS, FL 34135	0.00	0.	0.	0.
JANET B. DALTON	TRUSTEE			
9083 FALLING LEAF DRIVE				
BONITA SPRINGS, FL 34135	0.00	0.	0.	0.
LINDSAY R. SINES	TRUSTEE			
7374 VALLEY VIEW RD				
HUDSON, OH 44236	0.00	0.	0.	0.
BREANNE C. DALTON	TRUSTEE			
1808 EAST HINES HILL ROAD				
HUDSON, OH 44236	0.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,153,879.
b	Average of monthly cash balances	1b	897,246.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,051,125.
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	2,051,125.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	30,767.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,020,358.
6	Minimum investment return. Enter 5% of line 5	6	101,018.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	101,018.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	441.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	441.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	100,577.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	100,577.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	100,577.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	29,619.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	29,619.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	441.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	29,178.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				100,577.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			4,270.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 29,619.				
a Applied to 2008, but not more than line 2a			4,270.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				25,349.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				75,228.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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 9				
Total			3a	28,019.
b Approved for future payment				
NONE				
Total			3b	0.

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
	(a) Business code	(b) Amount	(c) Exclu- sion 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			14	14,719.	
4 Dividends and interest from securities			14	20,984.	
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			18	1,368.	
8 Gain or (loss) from sales of assets other than inventory			18	15,382.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		52,453.	0.
13 Total. Add line 12, columns (b), (d), and (e)				52,453.	52,453.

(See worksheet in line 13 instructions 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

- | | | Yes | No |
|----------|--|--------------|----|
| 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 | 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
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 _____

TRUSTEE

Title

Preparer's
signature

Date: _____

Check if self-employed

Preparer's identifying number

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

THORNHILL FINANCIAL, INC.
18400 PEARL ROAD
STRONGSVILLE, OH 44136

EIN ▶

Phone no 440-238-0445

Form **990-PF** (2009)

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
DB COMMODITY INDEX TRACKING FUND	31.
FIFTH THIRD INVESTMENT ACCOUNT	14,688.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	14,719.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIFTH THIRD INVESTMENT ACCOUNT	21,000.	16.	20,984.
TOTAL TO FM 990-PF, PART I, LN 4	21,000.	16.	20,984.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DB COMMODITY INDEX TRACKING FUND	1,368.	1,368.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,368.	1,368.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,745.	145.		1,600.
TO FORM 990-PF, PG 1, LN 16B	1,745.	145.		1,600.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FIFTH THIRD MGMT FEES DB COMMODITY INDEX TRACKING FUND BROKERAGE FEES	5,975. 192.	5,975. 192.		0. 0.	
TO FORM 990-PF, PG 1, LN 16C	6,167.	6,167.		0.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL TAXES STATE TAXES FOREIGN TAXES	1,550. 200. 293.	1,550. 200. 293.		0. 0. 0.	
TO FORM 990-PF, PG 1, LN 18	2,043.	2,043.		0.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
DESCRIPTION	AMOUNT		
ADJUSTMENT TO 2008 DISTRIBUTION AMOUNT	24,500.		
TOTAL TO FORM 990-PF, PART III, LINE 3	24,500.		

FORM 990-PF	CORPORATE STOCK		STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
FIFTH THIRD INVESTMENT ACCOUNT	1,963,353.	2,104,921.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,963,353.	2,104,921.		

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 9

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
HARDING UNIVERSITY PO BOX 12280 SEARCY, AR 72149	N/A DONATION FOR GENERAL OPERATIONS	OPERATING	200.
NORTH STAR MINISTRIES AKRON, OH 44308	N/A DONATION FOR GENERAL OPERATIONS	OPERATING	500.
PRISON FELLOWSHIP PO BOX 1550 MERRIFIELD, VA 22116	N/A DONATION FOR GENERAL OPERATIONS	OPERATING	394.
CUYAHOGA VALLEY CHRISTIAN ACADEMY 4687 WYOGA LAKE ROAD CUYAHOGA FALLS, OH 44224	N/A DONATION FOR GENERAL OPERATIONS	OPERATING	100.
INTERVARSITY CHRISTIAN FELLOWSHIP 6400 SCHROEDER ROAD, PO BOX 7895 MADISON, WI 53707	N/A DONATION FOR GENERAL OPERATIONS	OPERATING	100.
WKSU (KENT STATE UNIVERSITY) 1613 EAST SUMMIT STREET KENT, OH 44242	N/A DONATION FOR GENERAL OPERATIONS	OPERATING	240.
TRUE NORTH 202 US ROUTE ONE FALMOUTH, ME 04105	N/A DONATION FOR GENERAL OPERATIONS	OPERATING	5,410.
CHURCH AT BROOK HILLS 3145 BROOK HIGHLAND PARKWAY BIRMINGHAM, AL 35242	N/A DONATION FOR GENERAL OPERATIONS	OPERATING	2,925.

THE DALTON FAMILY FOUNDATION

26-3432969

SERVING IN MISSION (SIM) INTERNATIONAL 14830 CHOATE CIRCLE CHARLOTTE, NC 28273	N/A DONATION FOR GENERAL OPERATIONS	OPERATING	100.
CAMPUS OUTREACH PO BOX 732076 ORMOND BEACH, FL 32173	N/A DONATION FOR GENERAL OPERATIONS	OPERATING	100.
HUDSON COMMUNITY CHAPEL 750 W. STREETSBORO STREET HUDSON, OH 44236	N/A DONATION FOR GENERAL OPERATIONS	OPERATING	3,805.
MOUNTAIN BROOK BAPTIST CHURCH 3631 MONTEVALLO ROAD SOUTH BIRMINGHAM, AL 35213	N/A DONATION FOR GENERAL OPERATIONS	OPERATING	150.
CHURCH ON THE RISE 3550 CROKER ROAD WESTLAKE, OH 44145	N/A DONATION FOR GENERAL OPERATIONS	OPERATING	6,000.
CUYAHOGA VALLEY NATIONAL PARK ASSOCIATION 1403 WEST HINES HILL ROAD PENINSULA, OH 44264	N/A DONATION FOR GENERAL OPERATIONS	OPERATING	45.
YOUTH CHALLENGE 800 SHARON DRIVE WESTLAKE, OH 44145	N/A DONATION FOR GENERAL OPERATIONS	OPERATING	1,000.
AKRON CHILDREN'S HOSPITAL ONE PERKINS SQUARE AKRON, OH 44308	N/A DONATION FOR GENERAL OPERATIONS	OPERATING	498.
MDA LAFAYETTE 3300 E. SUNRISE DRIVE TUCSON, AZ 85718	N/A DONATION FOR GENERAL OPERATIONS	OPERATING	100.
NATIONAL MS SOCIETY 733 THIRD AVE, 3RD FLOOR NEW YORK, NY 10017	N/A DONATION FOR GENERAL OPERATIONS	OPERATING	500.

THE DALTON FAMILY FOUNDATION26-3432969

CITY MISSION 5310 CARNEGIE AVE. CLEVELAND, OH 44103	N/A DONATION FOR GENERAL OPERATIONS	OPERATING	170.
SALVATION ARMY 190 WEST STREETSBORO STREET HUDSON, OH 44236	N/A DONATION FOR GENERAL OPERATIONS	OPERATING	200.
HAVEN OF REST MINISTRIES 175 E. MARKET STREET, PO BOX 547 AKRON, OH 44309	N/A DONATION FOR GENERAL OPERATIONS	OPERATING	200.
HUDSON COMMUNITY CHAPEL 750 W. STREETSBORO STREET HUDSON, OH 44236	N/A FOOD PURCHASED AND DONATED TO FOOD DRIVE	OPERATING	282.
SUMMIT CHURCH 19601 BEN HILL GRIFFEN PARKWAY FORT MYERS, FL 33913	N/A DONATION FOR GENERAL OPERATIONS	OPERATING	5,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

28,019.

2009 Tax Information Statement

Page 7 of 21

Account Number: 520009125709
 Recipient's Tax ID number: XX-XXX2969
 Payer's Federal ID number: 31-0676865
 Questions? (800)336-6782 ext 5960
☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address
 THE DALTON FAMILY FOUNDATION
 1808 E HINES HILL RD
 HUDSON, OH 44236

Payer's Name and Address
 FIFTH THIRD BANK
 P O BOX 630858
 CINCINNATI, OH 45263-0858

2009 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS are Gross Proceeds less commissions and option premiums.

Number of shares (Box 5)	CUSIP (Box 1b)	Description (Box 7)	Date Acquired	Date of Sale (Box 1a)	Stocks, Bonds, etc. (Box 2)	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld (Box 4)
Short Term Sales Reported on 1099-B								
250.0000	002824100	ABBOTT LABS	04/07/2009	07/02/2009	11,529.70	10,752.50	777.20	0.00
1000.0000	03485P201	ANGLO AMERN PLC ADR NEW	01/16/2009	06/18/2009	13,129.66	10,030.00	3,099.66	0.00
200.0000	037411105	APACHE CORP COM	04/15/2009	07/02/2009	13,922.64	13,168.00	754.64	0.00
575.0000	00206R102	AT&T INC	06/18/2009	07/02/2009	14,105.88	13,884.81	221.07	0.00
250.0000	053015103	AUTOMATIC DATA PROCESSING INC	01/16/2009	06/18/2009	8,884.77	9,705.00	-820.23	0.00
500.0000	054937107	B B & T CORPORATION COM	06/18/2009	07/09/2009	10,499.72	11,095.00	-595.28	0.00
500.0000	060505104	BANK OF AMERICA CORP	03/23/2009	07/02/2009	6,434.83	3,575.00	2,859.83	0.00
200.0000	075887109	BECTON DICKINSON & CO	05/14/2009	07/02/2009	13,905.64	13,245.28	660.36	0.00
325.0000	151020104	CELGENE CORP COM	06/18/2009	07/02/2009	15,136.88	14,868.75	268.13	0.00
400.0000	191216100	COCA COLA CO	05/14/2009	07/02/2009	19,647.49	17,903.28	1,744.21	0.00
475.0000	126650100	CVS CORP	06/18/2009	07/02/2009	14,857.61	14,820.00	37.61	0.00
200.0000	244199105	DEERE & CO	01/16/2009	06/18/2009	8,209.78	7,786.00	423.78	0.00
900.0000	268648102	EMC CORP/MASS	04/07/2009	07/02/2009	11,519.70	11,024.01	495.69	0.00
225.0000	302571104	FPL GROUP INC	05/14/2009	07/02/2009	12,528.93	12,436.38	92.55	0.00
100000.0000	3128X86P2	FREDDIE MAC 08/25/09 STEP CPN 08/25/16	07/29/2009	11/25/2009	100,000.00	99,900.00	100.00	0.00

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

2009 Tax Information Statement

Account Number: 520009125709
 Recipient's Tax ID number: XX-XXX2969
 Payer's Federal ID number: 31-0676865
 Questions? (800)336-6782 ext 5960
☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address
 THE DALTON FAMILY FOUNDATION
 1808 E HINES HILL RD
 HUDSON, OH 44236

Payer's Name and Address
 FIFTH THIRD BANK
 P O BOX 630858
 CINCINNATI, OH 45263-0858

Number of shares (Box 5)	CUSIP (Box 1b)	Description (Box 7)	Date Acquired	Date of Sale (Box 1a)	Stocks Bonds, etc. (Box 2)	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld (Box 4)
30.0000	38259P508	GOOGLE INC-CL A	04/15/2009	07/02/2009	12,246.89	11,055.60	1,191.29	0.00
575.0000	437076102	HOME DEPOT INC	06/18/2009	07/02/2009	13,149.91	13,570.00	-420.09	0.00
325.0000	438516106	HONEYWELL INTERNATIONAL INC	06/18/2009	07/02/2009	9,980.49	10,678.27	-697.78	0.00
750.0000	458140100	INTEL CORP	04/15/2009	07/02/2009	12,569.68	11,529.00	1,040.68	0.00
100.0000	459200101	INTERNATIONAL BUSINESS MACHS	04/07/2009	07/02/2009	10,209.74	9,927.00	282.74	0.00
25.0000	459200101	INTERNATIONAL BUSINESS MACHS	06/18/2009	07/02/2009	2,552.43	2,678.50	-126.07	0.00
150.0000	46625H100	J P MORGAN CHASE & CO	06/18/2009	07/02/2009	4,966.37	5,061.00	-94.63	0.00
200.0000	46625H100	J P MORGAN CHASE & CO	03/23/2009	07/02/2009	6,621.83	5,182.00	1,439.83	0.00
100.0000	57636Q104	MASTERCARD INC CL A	04/15/2009	07/02/2009	16,529.57	16,181.00	348.57	0.00
300.0000	58405U102	MEDCO HEALTH SOLUTIONS INC	06/18/2009	07/02/2009	13,373.65	13,932.00	-558.35	0.00
400.0000	655844108	NORFOLK SOUTHERN CORP	12/16/2008	07/02/2009	14,907.61	18,121.84	-3,214.23	0.00
250.0000	665859104	NORTHERN TR CORP COM	06/18/2009	07/02/2009	13,295.66	13,080.00	215.66	0.00
200.0000	670346105	NUCOR CORP	06/18/2009	07/02/2009	8,493.78	9,300.00	-806.22	0.00
350.0000	681919106	OMNICOM GROUP	06/18/2009	07/02/2009	10,839.22	11,357.50	-518.28	0.00
700.0000	68389X105	ORACLE CORP	05/14/2009	07/02/2009	14,706.62	12,934.74	1,771.88	0.00
175.0000	74005P104	PRAXAIR INC	06/18/2009	07/02/2009	12,169.18	12,753.49	-584.31	0.00
225.0000	742718109	PROCTER & GAMBLE CO	06/18/2009	07/02/2009	11,539.95	11,308.01	231.94	0.00
300.0000	747525103	QUALCOMM INC	06/18/2009	07/02/2009	13,292.66	13,470.00	-177.34	0.00
300.0000	755111507	RAYTHEON CO COMMON	12/16/2008	07/02/2009	12,977.66	15,001.92	-2,024.26	0.00

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2009 Tax Information Statement

Page 9 of 21

Account Number: 520009125709
 Recipient's Tax ID number: XX-XX2969
 Payer's Federal ID number: 31-0676865
 Questions? (800)336-6782 ext 5960
☐ Corrected ☐ 2nd TIN notice

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 1808 E HINES HILL RD
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Payer's Name and Address
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 P O BOX 630858
 CINCINNATI, OH 45263-0858

Number of shares (Box 5)	CUSIP (Box 1b)	Description (Box 7)	Date Acquired	Date of Sale (Box 1a)	Stocks Bonds, etc. (Box 2)	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld (Box 4)
.0000	78462F9BP	SPDR TRUST SERIES 1 CALL OPTION @ 94		02/26/2009	4,859.99	0.00	4,859.99	0.00
700.0000	847560109	SPECTRA ENERGY CORP	06/18/2009	07/02/2009	11,619.70	11,849.25	-229.55	0.00
600.0000	871829107	SYSCO CORP	05/14/2009	07/02/2009	13,181.66	13,888.92	-707.26	0.00
300.0000	87612E106	TARGET CORP	05/14/2009	07/02/2009	11,255.71	12,301.92	-1,046.21	0.00
450.0000	94106L109	WASTE MANAGEMENT INC	12/16/2008	07/02/2009	12,397.18	13,881.69	-1,484.51	0.00
300.0000	949746101	WELLS FARGO COMPANY	03/23/2009	07/02/2009	7,067.81	4,674.00	2,393.81	0.00
250.0000	983024100	WYETH	01/16/2009	06/18/2009	11,239.71	9,547.48	1,692.23	0.00
300.0000	98385X106	XTO ENERGY INC	04/15/2009	07/02/2009	10,964.71	9,858.00	1,106.71	0.00
400.0000	988498101	YUM! BRANDS INC COMMON STOCK	05/14/2009	07/02/2009	13,773.64	12,979.28	794.36	0.00
Total Short Term Sales Reported on 1099-B						570,296.42	14,799.82	0.00

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