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

2009

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 , 2009, and ending , 20

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

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

Name of foundation THE ABINGTON FOUNDATION		A Employer identification number 34-1404854
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (216) 621-2901
1422 EUCLID AVENUE	627	
City or town, state, and ZIP code CLEVELAND, OH 44115-1901		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>

H Check type of organization: ☒ 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 of year (from Part II, col (c), line 16) ▶ \$ 24,575,367.

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)

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 ☐

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)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	315,725.	315,725.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-596,880.			
	b Gross sales price for all assets on line 6a	3,016,012.			
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less cost of goods sold				
	11 Gross profit or (loss) (attach schedule)	5,246,425.	431,650.		ATCH 1
	12 Total. Add lines 1 through 11	4,965,270.	747,375.		
	13 Compensation of officers, directors, trustees, etc.	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) ATCH 2	72.	36.	0.	36.
	b Accounting fees (attach schedule) ATCH 3	7,300.	5,475.	0.	1,825.
	c Other professional fees (attach schedule) *	202,997.	52,205.		150,792.
	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	2,984.	746.		2,238.
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 5	7,516.	45.		7,471.
	24 Total operating and administrative expenses. Add lines 13 through 23	220,869.	58,507.	0.	162,362.
	25 Contributions, gifts, grants paid	796,153.			796,153.
	26 Total expenses and disbursements. Add lines 24 and 25	1,017,022.	58,507.	0.	958,515.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	3,948,248.			
	b Net investment income (if negative, enter -0-)		688,868.		
	c Adjusted net income (if negative, enter -0-)			-0-	

914-16

8

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	16,462.	50,345.	50,345.
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 16 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) ATCH 6	18,579,990.	16,898,735.	16,898,735.
c	Investments - corporate bonds (attach schedule) ATCH 7	2,130,775.	2,412,657.	2,412,657.
11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) ATCH 8	10,474,635.	5,213,630.	5,213,630.
14	Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	31,201,862.	24,575,367.	24,575,367.

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)			

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 and complete lines 27 through 31. ▶ <input checked="" 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	31,201,862.	24,575,367.	
30	Total net assets or fund balances (see page 17 of the instructions)	31,201,862.	24,575,367.	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	31,201,862.	24,575,367.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	31,201,862.
2	Enter amount from Part I, line 27a	2	3,948,248.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	35,150,110.
5	Decreases not included in line 2 (itemize) ▶ ATTACHMENT 9	5	10,574,743.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	24,575,367.

Form **990-PF** (2009)

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 PART IV SCHEDULE					
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) 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	(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)			2	-1,853,632.	
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> </div>					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			3		
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> 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. </div> </div>					

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.

(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	1,911,515.	27,536,782.	0.069417
2007	2,310,640.	34,359,313.	0.067249
2006	2,052,046.	33,638,075.	0.061004
2005	1,896,027.	33,196,625.	0.057115
2004	1,735,191.	32,549,493.	0.053309
2 Total of line 1, column (d)			2 0.308094
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 0.061619
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 20,790,429.
5 Multiply line 4 by line 3			5 1,281,085.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 6,889.
7 Add lines 5 and 6			7 1,287,974.
8 Enter qualifying distributions from Part XII, line 4			8 958,515.

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)

1 a 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 ruling letter if necessary - see Instructions)	1	13,777.
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		
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	13,777.
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	13,777.
6 Credits/Payments		
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	8,400.
b Exempt foreign organizations-tax withheld at source	6b	0.
c Tax paid with application for extension of time to file (Form 8868)	6c	0.
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	8,400.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	108.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	5,485.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax <input type="checkbox"/> 0. Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 \$ (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		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
4 a 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?	X	
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	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) OH,		
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 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

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 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? Website address ► WWW.FMSCLEVELAND.COM/ABINGTON	13	X	
14	The books are in care of ► FOUNDATION MGMT SERVICES Telephone no ► 216-621-2901 Located at ► 1422 EUCLID AVENUE, SUITE 627 CLEVELAND, OH ZIP + 4 ► 44115-1901			
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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here <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 2009?	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 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 page 20 of the instructions)	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)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	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 2009?	4b	X

Form 990-PF (2009)

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** ☐Organizations relying on a current notice regarding disaster assistance check here. ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** ☐**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
ATTACHMENT 10		0.	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

Total number of other employees paid over \$50,000 ☐ NONE

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
ATTACHMENT 11		150,792.
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 N/A	
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 N/A	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
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	21,102,141.
b	Average of monthly cash balances	1b	4,894.
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	21,107,035.
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	0.
3	Subtract line 2 from line 1d	3	21,107,035.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	316,606.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	20,790,429.
6	Minimum investment return. Enter 5% of line 5	6	1,039,521.

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	1,039,521.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	13,777.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	13,777.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,025,744.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,025,744.
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	1,025,744.

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	958,515.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	958,515.
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	958,515.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				1,025,744.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20 07, 20 06, 20 05				
3 Excess distributions carryover, if any, to 2009:				
a From 2004 0.				
b From 2005				
c From 2006				
d From 2007 361,752.				
e From 2008 551,298.				
f Total of lines 3a through e	913,050.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 958,515.				
a Applied to 2008, but not more than line 2a				
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 2009 distributable amount				958,515.
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).)	67,229.			67,229.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	845,821.			
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 2008 Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010.				
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 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	845,821.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007 294,523.				
d Excess from 2008 551,298.				
e Excess from 2009				

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 2009, 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) 2009	(b) 2008	(c) 2007	(d) 2006	
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 28 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))

NONE

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

NONE

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see 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.

ATTACHMENT 12

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

SEE STMT ATTACHED

c Any submission deadlines.

SEE STMT ATTACHED

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

SEE STMT ATTACHED

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>	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT ATTACHED				796,153.
Total.			▶ 3a	796,153.
b Approved for future payment ATTACHMENT 13				
Total.			▶ 3b	30,000.

Enter gross amounts unless otherwise indicated

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

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?		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

Sign Here	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		11/5/10 Date	Treasurer Title
Paid Preparer's Use Only	 Preparer's signature		NOV 01 2010 Date	<input type="checkbox"/> Check if self-employed
	Firm's name (or yours if self-employed), address, and ZIP code MEADEN & MOORE, LTD. 1100 SUPERIOR AVENUE, SUITE 1100 CLEVELAND, OH 44114		EIN ▶ 34-1818258 Phone no 216-241-3272	

FORM 990-PF, PART XV, GRANTS AND CONTRIBUTIONS PAID

Grantee	Relationship to foundation	Foundation status	Description	Grants paid
AFS Intercultural Program	none	public charity	for scholarships for Cleveland students	\$ 5,000
America SCORES Cleveland	none	public charity	for after-school programming in CMSD schools	10,000
American Red Cross	none	public charity	for the Nurse Assistant Training program	8,334
Art House, Inc	none	public charity	for Urban Bright Art-in-Education at R G Jones K-8 School	3,000
Bellaire Puntas Development Corporation	none	public charity	for the Options program for at-risk middle school students at 2 CMSD schools	20,000
Boys and Girls Clubs of Cleveland	none	public charity	for the Academic Success program	25,000
Boys Hope Girls Hope	none	public charity	for Hope Prep, an outreach program for middle school students	10,000
Business Volunteers Unlimited	none	public charity	for capacity building services for nonprofit organizations	5,000
Center for Community Solutions	none	public charity	for groundWork, a long-term statewide initiative to increase funding for early care and education in Ohio	15,000
Center for Families and Children	none	public charity	to hire a consultant for start-up of a pre-school program in collaboration with Citizens' Academy	20,000
Central School of Practical Nursing, Inc	none	public charity	for the continuation of the I V therapy program	9,000
City Year Cleveland	none	public charity	for programming in CMSD schools	20,000
Cleveland Baseball Federation	none	public charity	for the 2009 summer program for Cleveland youth	10,000
Cleveland Foodbank, Inc	none	public charity	for the Fresh Produce Initiative, a program distributing free produce to member agencies	15,000
Cleveland Metropolitan School District	none	public charity	for the All-City Arts after school program	30,000
Cleveland Public Theater	none	public charity	for the education programs	12,500
Cleveland Scholarship Programs, Inc	none	public charity	for advisory services for CMSD middle school students	20,000
Community Re-Entry	none	public charity	for Women's Re-entry Network	10,000
Cuyahoga Community College Foundation	none	public charity	to purchase a mobile computer lab for the Youth Technology Academy	29,000
Cuyahoga Valley National Park Association	none	public charity	to provide environmental education experiences for low-income students	8,150
Delaware Valley Grantmakers	none	public charity	for membership	825
Dress for Success	none	public charity	to provide appropriate workplace clothing for women	10,000
Eleanor B Rainey Memorial Institute, Inc	none	public charity	to construct a new facility	25,000
Facing History and Ourselves	none	public charity	for the Choosing to Participate exhibit, to explore issues of prejudice and injustice in collaboration with CMSD	5,000
Foundation Center-Cleveland	none	public charity	for program support	3,000
Free Clinic of Greater Cleveland	none	public charity	for the Teen Clinic Outreach program	15,000
Fund for Our Economic Future	none	public charity	for Phase 2 to address economic challenges facing the region	41,000

Great Lakes Theater Festival	none	public charity	for the capital campaign to renovate the Hanna Theatre	33,334
ideastream	none	public charity	for NewsDepth, a locally produced news program for 3rd-5th grade students in Ohio, including CMSD	10,000
Junior Achievement of Greater Cleveland, Inc	none	public charity	for economic education for middle school students in CMSD	5,000
Karamu House	none	public charity	for the youth theater program	15,000
Laurel School	none	public charity	for the North Star program, a partnership with the CMSD Girls Leadership Academy at Warner School	20,000
Minds Matter	none	public charity	for programming for high-achieving high school students for low-income families	10,000
Montclair Fund for Educational Excellence	none	public charity	for the AVID program ant Montclair High School	25,000
Museum of Contemporary Art-Cleveland (MOCA)	none	public charity	for the School-to-Museum program	5,000
Musical Arts Association (Cleveland Orchestra)	none	public charity	for education concerts for the CMSD and low-income school districts	25,000
Ohio Grantmakers Forum	none	public charity	for membership	4,108
Ohio Grantmakers Forum	none	public charity	for a pilot program to encourage, foster and produce significant strategic restructuring plans among nonprofit human service organizations in Cuyahoga County	5,000
Old Stone Foundation	none	public charity	for the Old Stone Center for Education to provide education and job training service to teen members	7,500
Open Doors Inc	none	public charity	for program support	16,000
Opera Cleveland	none	public charity	for education programs	5,000
Playhouse Square Foundation	none	public charity	for the Partners in Performance program, which provides transportation, tickets and professional development for CMSD students and teachers	5,000
Preterm	none	public charity	for renovations to the existing facility and to achieve LEED-EB certification	25,000
Progressive Arts Alliance	none	public charity	for an arts-integrated residency program at George Washington Carver School	5,000
Project LEARN	none	public charity	for Education at Work, a partnership with St Vincent Charity Hospital to help hospital employees and neighborhood residents obtain GEDs and enter college	10,000
Roots of American Music	none	public charity	for a music residency program at Woodland Hills Elementary in the CMSD	5,000
Scenarios USA	none	public charity	for "What's the REAL DEAL?" a program of curriculum development, teacher support, and community engagement for students of the CMSD and inner ring suburbs	10,000
Scranton Road Ministries Community Development Corporation	none	public charity	for an after-school technology program	16,500
St Malachi Center	none	public charity	for the Transitions summer program for middle school youth	5,000

THE ABINGTON FOUNDATION
EIN 34-1404854

Suicide Prevention Education Alliance of NE Ohio	none	public charity	for the Recognizing Adolescent Depression and Suicide Prevention program	5,000
Support Center for Child Advocates	none	public charity	to enhance volunteer services	25,000
United Way of Greater Cleveland	none	public charity	for the annual campaign	25,000
University Circle, Inc	none	public charity	for the Early Learning Initiative	42,000
University of Kentucky Research Foundation	none	public charity	Return of grant	(598)
Urban Community School	none	public charity	for construction of a multimedia stage	15,000
Voices for Ohio's Children	none	public charity	for advocacy for early childhood systems of care in Cuyahoga County and Ohio	10,000
West Side Community House	none	public charity	for the Community Aging Initiative	12,500
Westside Industrial Retention and Expansion Network	none	public charity	for expansion of the School-to-Career program	10,000
TOTAL				\$ 796,153

**THE ABINGTON FOUNDATION
FORM 990-PF, PART XV — LINES 2b-c**

#34-1404854

APPLICATION INFORMATION

- Applicants must have tax exempt 501(c)(3) status.
- Two sets of materials (an original and one copy) are required, except where noted

Cover Sheet/Letter

- A cover sheet or letter with the name, address, phone/fax numbers of the applicant organization
- Name and title of contact person
- Title of project
- Brief summary of project, including amount of request and total budget for project
- Signatures of the Executive Director and Chairperson of the Board

Project Description

Please limit the project description to four (4) pages

- Problem or issue to be addressed and/or need for program in the community
- Population to be served
- Project's goals and objectives
- Intended outcomes and plans for objective evaluation
- Time frame for implementation
- Current and future project funding strategy
- Organization's qualifications to effectively implement the project

Project Budget

List all expenses for the project and all pending and committed sources of income. Identify which portion of the budget the Foundation is being asked to support

Applicant Information

- Mission and purpose
- Size, location and history
- Services offered and most current service statistics
- List of Board members and key personnel

Collaboration

If the proposal involves a partnership with one or more entities, a letter of support from the partner entities should be included. In the case of schools, a letter of support from the superintendent of each school district must be included with the application.

Financial Information (One set only)

- Most recent audited financial statement and management letter OR Form 990 tax return if the organization has no audit
- Most recent Annual Report

Financial Information (One set only) cont'd

- Board approved operating budgets showing actual income and expenses for the last complete fiscal year and projected for the current fiscal year
- IRS letter verifying tax exempt 501(c)(3) status is current

Grant Reports

All grant recipients are required to submit a final report on the use of grant funds. The Abington Foundation actively monitors and evaluates the outcomes of grant awards, and therefore the timely submission of a grant report is extremely important. If a grant recipient is unable to meet the reporting deadline, we request that the Foundation be contacted in writing or by phone prior to the due date. **No new grant requests will be considered until a satisfactory report has been received.** The grant report form can be accessed at www.fmscleveland.com/grantreportform

The Board of Trustees meets 3 times a year to consider applications and award grants. In order to allow ample time for the Trustees to review each request thoroughly, the following schedule has been adopted.

<u>Deadline</u>	<u>Meeting</u>
December 1	January
May 1	June
September 1	October

Send completed proposals (an original and one copy) to:

The Abington Foundation
c/o Foundation Management Services, Inc
1422 Euclid Avenue, Suite 627
Cleveland, Ohio 44115-1952

Applicants are acknowledged soon after the application is received, and they receive written notification of the Trustees' decision within several weeks of each Board Meeting.

Technical Assistance

The staff of the Abington Foundation are available to discuss application procedures. As part of the review process, they often make site visits to requesting organizations. They also reserve the right to contact other funders and professionals in the field regarding the grant applicants under review.

Staff

Foundation Management Services, Inc., a grants management and advisory firm serving private foundations in Greater Cleveland

GRANT PHILOSOPHY

Before his death, David Knight Ford and his four sons, who comprised the original Board of Trustees, adopted the following grant philosophy to guide the Foundation's grantmaking program:

Primary Program Areas

Education – pre-primary through higher

Health care – with an emphasis on geriatrics and nursing

Economic independence – the promotion or sustaining of individual and family self-sufficiency

Cultural activities – with an emphasis on arts education and historic preservation

Current Priorities

The Trustees have identified two age groups, within the broad category of Education, on which they plan to focus a significant portion of the Foundation's resources over the next few years. These areas represent critical periods in a child's development: the early years, from birth to age 5, when major brain development occurs, and early adolescence, ages 10-15, when important education, career and lifestyle decisions are made. Trustees welcome grant requests that address the educational needs of these two age groups.

Geographic Focus

Proposals will be accepted from organizations based in Northeast Ohio which have a significant impact on Cuyahoga County. Proposals from organizations located outside of the region will be considered only if invited by a Trustee.

Type of Support

Priority will be given to requests for specific programs or projects. Organizations are discouraged from submitting requests for endowment, sponsorship, seminars or general operating support.

Donors' Interest

Preference will also be given to organizations and activities that were supported by the donors, David Knight Ford and Elizabeth Brooks Ford, during their lifetimes.

**THE ABINGTON FOUNDATION
FORM 990-PF, PART I and XVI-A**

#34-1404854

Note that income per Part I, column (a) ties directly to reviewed financial statements prepared on a modified cash basis. Under this method of accounting, investments in limited partnerships are recorded to tie to partnership book capital accounts. For Part I, column (b) purposes, these amounts are per the Schedules K-1 received from each partnership investment representing interest, dividend and capital gain income passed through to the partner/investor. Part XVI-A ties to Part I column (a) as required.

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,016,012.		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					163,216.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-1296882.	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					2,289.	
		CAPITAL G/L - SEE STMT ATTACHED PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
		3,738,267.					-722,255.	
TOTAL GAIN (LOSS)							<u>-1853632.</u>	

FORM 990-PF, PART IV - CAPITAL GAINS AND LOSSES

<u>Description</u>	<u>Date</u>	<u>Shares/ Sold</u>	<u>Par Value</u>	<u>Proceeds</u>	<u>Cost</u>	<u>Gains/ Loss</u>
PIMCO Funds-Total Return Fund	Jan-09	1,460		15,000	15,321	(321)
PIMCO Funds-Total Return Fund	Jan-09	2,944		30,000	30,883	(883)
Western Asset Core Plus Bond	Jan-09	9,849		85,000	99,873	(14,873)
Harbor Capital Appreciation FD	Feb-09	2,316		55,000	78,413	(23,413)
Janus Adviser Intech Rsk Mgd	Feb-09	6,961		60,000	100,162	(40,162)
PIMCO Funds-Total Return Fund	Feb-09	788		8,000	8,268	(268)
Vanguard International Growth	Feb-09	1,267		45,000	102,403	(57,403)
Western Asset Core Plus Bond	Feb-09	2,555		22,000	25,909	(3,909)
PIMCO Funds-Total Return Fund	Feb-09	299		3,000	3,131	(131)
Common Trust Fund Receivable	Mar-09	42		42,000	42,000	-
Harbor Capital Appreciation FD	Mar-09	264		5,500	8,932	(3,432)
PIMCO Funds-Total Return Fund	Mar-09	549		5,500	5,758	(258)
Vanguard International Growth	Mar-09	47		1,600	3,762	(2,162)
Vanguard International Growth	Apr-09	347		13,000	28,036	(15,036)
Dodge & Cox International	Apr-09	1,479		30,000	66,779	(36,779)
Harbor Capital Appreciation FD	Apr-09	2,314		55,000	78,347	(23,347)
Vanguard International Growth	Apr-09	963		35,000	77,849	(42,849)
Mutual Fund Receivable	Apr-09	55,000		55,000	55,000	-
Dodge & Cox International	May-09	8,006		200,000	341,793	(141,793)
Nuveen NWQ Small Cap Value	May-09	771		11,000	9,381	1,619
Vanguard International Growth	May-09	3,440		150,000	278,021	(128,021)
Mutual Fund Receivable	May-09	20,000		20,000	20,000	-
Mutual Fund Receivable	May-09	11,000		11,000	11,000	-
Mutual Fund Receivable	May-09	27,000		27,000	27,000	-
Dodge & Cox International	Jun-09	4,019		102,000	171,567	(69,567)
Dreyfus Invt Bos Co Sm/Mdgap Gr	Jun-09	421		4,000	3,865	135
Harbor Capital Appreciation FD	Jun-09	523		14,000	17,721	(3,721)
PIMCO Funds-Total Return Fund	Jun-09	764		8,000	8,015	(15)
Touchstone Div Sm Cap Growth	Jun-09	2,016		15,000	12,238	2,762
Vanguard International Growth	Jun-09	1,985		88,000	160,420	(72,420)
Western Asset Core Plus Bond	Jun-09	1,752		16,000	17,770	(1,770)
Waltheusen Small Cap Value Fd	Jun-09	361		2,980	2,913	67
Nuveen NWQ Small Cap Value	Jul-09	28,317		402,386	344,619	57,767
Touchstone Div Sm Cap Growth	Jul-09	56,303		415,520	341,762	73,758
Shorebank	Aug-09	100,000		100,000	100,000	-
DFA US Large Cap Value Portfolio	Sep-09	239		3,783	6,069	(2,286)
Waltheusen Small Cap Value Fd	Sep-09	378		3,763	3,053	710
AQR International Equity Fd	Sep-09	34,688		350,000	437,288	(87,288)
Harbor Capital Appreciation FD	Nov-09	688		22,000	23,286	(1,286)
Janus Adviser Intech Rsk Mgd	Nov-09	10,493		117,000	154,965	(37,965)
PIMCO Funds-Total Return Fund	Nov-09	3,748		41,000	40,556	444
Western Asset Core Plus Bond	Nov-09	8,506		86,000	86,255	(255)
AQR International Equity Fd	Nov-09	12,885		138,000	162,436	(24,436)
DFA US Large Cap Value Portfolio	Nov-09	3,981		67,000	100,918	(33,918)
Waltheusen Small Cap Value Fd	Nov-09	3,327		34,980	24,530	10,450
TOTAL GAINS/LOSSES FOR 2009				\$ 3,016,012	\$ 3,738,267	\$ (722,255)

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SETTLEMENT INCOME	153.	153.
NET INCOME FROM K-1'S (LPS)	2,289,258.	431,497.
FEDERAL TAX REFUND	15,537.	0.
UNREALIZED GAIN ON INVESTMENTS	2,941,477.	
TOTALS	5,246,425.	431,650.

ATTACHMENT 2FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	72.	36.		36.
TOTALS	<u>72.</u>	<u>36.</u>	<u>0.</u>	<u>36.</u>

ATTACHMENT 3FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING	7,300.	5,475.		1,825.
TOTALS	<u>7,300.</u>	<u>5,475.</u>	<u>0.</u>	<u>1,825.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT MANAGEMENT FEES	30,000.	30,000.	
INVESTMENT CUSTODIAL FEES	22,205.	22,205.	
ADMIN-FOUNDATION MANAGEMENT	150,792.		150,792.
TOTALS	<u>202,997.</u>	<u>52,205.</u>	<u>150,792.</u>

ATTACHMENT 5FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
MISCELLANEOUS	2,189.		2,189.
OHIO FILING FEE	200.	0.	200.
BANK FEES	45.	45.	0.
INSURANCE	2,848.		2,848.
BOARD MEETING EXPENSE	2,234.		2,234.
TOTALS	7,516.	45.	7,471.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 6

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
EQUITY MUTUAL FUNDS	16,898,735.	16,898,735.
TOTALS	<u>16,898,735.</u>	<u>16,898,735.</u>

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ATTACHMENT 7</u>	
	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FIXED INCOME MUTUAL FUNDS	2,412,657.	2,412,657.
TOTALS	<u>2,412,657.</u>	<u>2,412,657.</u>

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ATTACHMENT 8</u>	
	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
INVESTMENT IN LTD PARTNERSHIPS	5,213,630.	5,213,630.
TOTALS	<u>5,213,630.</u>	<u>5,213,630.</u>

ATTACHMENT 9FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

CHANGE IN METHOD OF ACCOUNTING FROM CASH
BASIS TO MODIFIED CASH BASIS TO REPORT
INVESTMENTS AT FMV VERSUS COST BASIS

10,574,743.

TOTAL

10,574,743.

THE ABINGTON FOUNDATION

34-1404854

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 10

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
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CHARLES K. FORD
1422 EUCLID AVE #627
CLEVELAND, OH 44115

TRUSTEE
2.00

0. 0. 0.

DAVID K. FORD
1422 EUCLID AVE #627
CLEVELAND, OH 44115

TRUSTEE
2.00

0. 0. 0.

ALLEN H. FORD
1422 EUCLID AVE #627
CLEVELAND, OH 44115

PRESIDENT
2.00

0. 0. 0.

OLIVER M. FORD
1422 EUCLID AVE #627
CLEVELAND, OH 44115

TRUSTEE
2.00

0. 0. 0.

NED FORD
1422 EUCLID AVE #627
CLEVELAND, OH 44115

TRUSTEE
2.00

0. 0. 0.

DAVID K. FORD JR.
1422 EUCLID AVE #627
CLEVELAND, OH 44115

TREASURER
2.00

0. 0. 0.

THE ABINGTON FOUNDATION

34-1404854

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 10 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
LESLIE A. FORD 1422 EUCLID AVE #627 CLEVELAND, OH 44115	TRUSTEE 2.00	0.	0.	0.
HOPE F. MURPHY 1422 EUCLID AVE #627 CLEVELAND, OH 44115	TRUSTEE 2.00	0.	0.	0.
TOMAS REVESZ 1422 EUCLID AVENUE #627 CLEVELAND, OH 44115	TRUSTEE 2.00	0.	0.	0.
GRAND TOTALS		0.	0.	0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 11

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
FOUNDATION MANAGEMENT SERVICES 1422 EUCLID AVENUE, SUITE 627 CLEVELAND, OH 44115-1952	MGMT SVCS	150,792.
TOTAL COMPENSATION		<u>150,792.</u>

THE ABINGTON FOUNDATION

34-1404854

ATTACHMENT 12

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

THE ABINGTON FOUNDATION

C/O FOUNDATION MANAGEMENT SERVICES
1422 EUCLID AVENUE, SUITE 627
CLEVELAND, OH 44115-1592

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 13

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AFS INTERCULTURAL PROGRAM ONE WHITEHALL STREET, 2ND FLOOR NEW YORK, NY 10004	NONE PUBLIC CHARITY		FOR SCHOLARSHIPS FOR CLEVELAND STUDENTS (OVER 3 YEARS)	10,000
LAUREL SCHOOL ONE LYMAN CIRCLE SHAKER HEIGHTS, OH 44122	NONE PUBLIC CHARITY		FOR THE NORTH STAR PROGRAM, A PARTNERSHIP WITH CMSD GIRLS LEADERSHIP ACADEMY AT WARNER SCHOOL	20,000

TOTAL CONTRIBUTIONS APPROVED

30,000

THE ABINGTON FOUNDATION

34-1404854

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 14

DESCRIPTION	BUSINESS CODE	EXCLUSION		RELATED OR EXEMPT FUNCTION INCOME
		AMOUNT	CODE	
SETTLEMENT INCOME			01	153.
FEDERAL TAX REFUND				15,537.
INCOME FROM PARTNERSHIPS- BOOK	525990	6.	14	2,289,252.
UNREALIZED GAIN ON ASSETS				2,941,477.
TOTALS		6.		2,957,014.

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 THE ABINGTON FOUNDATION	Employer identification number 34-1404854
	Number, street, and room or suite no. If a P.O. box, see instructions. 1422 EUCLID AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CLEVELAND, OH 44115-1901	

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 ▶ FOUNDATION MGMT SERVICES

Telephone No ▶ 216 621-2901

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 08/15, 2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for

- ▶ ☒ calendar year 2009 or
▶ ☐ tax year beginning _____, _____, and ending _____, _____

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	\$ <u>8400</u>
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	\$ <u>8400</u>
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	\$ <u>NONE</u>

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)

MEADEN & MOORE, LTD. #34-1818258
CERTIFIED PUBLIC ACCOUNTANTS
 1100 SUPERIOR AVE., STE. 1100
 CLEVELAND, OHIO 44114

- 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 ABINGTON FOUNDATION	Employer identification number 34-1404854
	Number, street, and room or suite no. If a P.O. box, see instructions 1422 EUCLID AVENUE	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions CLEVELAND, OH 44115-1901	

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 ☒ FOUNDATION MGMT SERVICES
Telephone No. ☒ 216 621-2901 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.

- I request an additional 3-month extension of time until 11/15/2010
- For calendar year 2009, or other tax year beginning _____, and ending _____
- If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- State in detail why you need the extension: ADDITIONAL TIME IS REQUESTED TO OBTAIN ALL OF THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE 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 \$
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 \$
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 \$

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 ☒ MEADEN & MOORE, LTD.
1100 SUPERIOR AVENUE, SUITE 1100
CLEVELAND, OH 44114

Title ☒ CPA

Date ☒ AUG 12 2010

Form 8868 (Rev. 4-2009)