



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF**

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

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service (77)

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

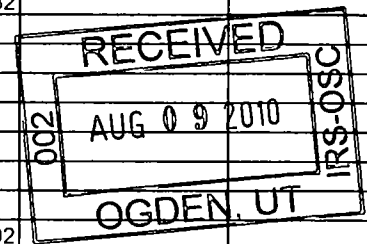
2009

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 change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation THE GEORGE W CODRINGTON CHARITABLE FDN		A Employer identification number 34-6507457
	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) (212) 922-6844
	City or town, state, and ZIP code PITTSBURGH PA 15230-0185		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			D 1. Foreign organizations, check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 15,554,442			D 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>
			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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	283,657	282,007		
	5 a Gross rents				
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	-409,320			
	b Gross sales price for all assets on line 6a	1,685,292			
	7 Capital gain net income (from Part IV, line 2)			0	
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	25,992	10,875			
12 Total. Add lines 1 through 11	-99,671	292,882			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	6,592	6,592		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	110,953	83,216		27,737
	24 Total operating and administrative expenses. Add lines 13 through 23	117,545	89,808		27,737
	25 Contributions, gifts, grants paid	473,700			473,700
26 Total expenses and disbursements. Add lines 24 and 25	591,245	89,808		501,437	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-690,916				
b Net investment income (if negative, enter -0-)		203,074			
c Adjusted net income (if negative, enter -0-)					



SCANNED AUG 12 2010

17

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing		0	
	2	Savings and temporary cash investments	222,080	320,190	320,190
	3	Accounts receivable	0		
		Less allowance for doubtful accounts	0	0	0
	4	Pledges receivable	0		
		Less allowance for doubtful accounts	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule)	0		
		Less allowance for doubtful accounts	0	0	0
	8	Inventories for sale or use		0	
	9	Prepaid expenses and deferred charges		0	
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule)	18,080,498	0	0
	c	Investments—corporate bonds (attach schedule)	0	0	0
	11	Investments—land, buildings, and equipment basis	0		
	Less accumulated depreciation (attach schedule)	0	0	0	
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	0	17,291,472	15,234,252	
14	Land, buildings, and equipment basis	0			
	Less accumulated depreciation (attach schedule)	0	0	0	
15	Other assets (describe)	0	0	0	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	18,302,578	17,611,662	15,554,442	
Liabilities	17	Accounts payable and accrued expenses		0	
	18	Grants payable			
	19	Deferred revenue		0	
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe)	0	0	
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	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	18,302,578	17,611,662	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see page 17 of the instructions)	18,302,578	17,611,662		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	18,302,578	17,611,662		

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	18,302,578
2	Enter amount from Part I, line 27a	2	-690,916
3	Other increases not included in line 2 (itemize)	3	0
4	Add lines 1, 2, and 3	4	17,611,662
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	17,611,662

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement			
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 0	0	0	0
b 0	0	0	0
c 0	0	0	0
d 0	0	0	0
e 0	0	0	0

(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 0	0	0	0
b 0	0	0	0
c 0	0	0	0
d 0	0	0	0
e 0	0	0	0

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	-409,320
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 }	3	0

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	1,112,094	18,234,417	0.060989
2007	1,007,157	20,182,818	0.049902
2006	1,059,947	19,116,113	0.055448
2005	1,029,452	18,184,745	0.056611
2004	1,073,771	17,625,768	0.060921

2 Total of line 1, column (d)	2	0.283871
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	0.056774
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	13,821,561
5 Multiply line 4 by line 3	5	784,705
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,031
7 Add lines 5 and 6	7	786,736
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18	8	501,437

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 and enter "N/A" on line 1
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)
- b Domestic foundations that meet the section 4940(e) requirements in Part V, check here 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-)
- 3 Add lines 1 and 2
- 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)
- 5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-
- 6 Credits/Payments
 - a 2009 estimated tax payments and 2008 overpayment credited to 2009
 - b Exempt foreign organizations—tax withheld at source
 - c Tax paid with application for extension of time to file (Form 8868)
 - d Backup withholding erroneously withheld
- 7 Total credits and payments Add lines 6a through 6d
- 8 Enter any **penalty** for underpayment of estimated tax Check here if Form 2220 is attached
- 9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed**
- 10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**
- 11 Enter the amount of line 10 to be **Credited to 2010 estimated tax** Refunded

6a	13,000
6b	
6c	0
6d	

1	4,061
2	0
3	4,061
4	
5	4,061
6	
7	13,000
8	0
9	0
10	8,939
11	4,878

Part VII-A Statements Regarding Activities

- 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?
- 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
- c Did the foundation file Form 1120-POL for this year?
- 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
- 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*
- 4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
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
- 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?
- 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*
- 8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions)
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*
- 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
- 10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b	N/A	
5		X
6	X	
7	X	
8b		X
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(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 ▶ N/A	13	X	
14	The books are in care of ▶ BNY Mellon, N A Telephone no ▶ (212) 922-6844 Located at ▶ P O BOX 185 PITTSBURGH PA ZIP+4 ▶ 15230-0185			
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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	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 ▶ 20 _____, 20 _____, 20 _____, 20 _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20 _____, 20 _____, 20 _____, 20 _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 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	N/A
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

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Yes No
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) N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

	5b	N/A
	6b	X
	7b	N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
BNY Mellon, N.A. P O BOX 185 PITTSBURGH PA 15230-0185	TRUSTEE	27,300	NONE	NONE
-----	00	0	0	0
-----	00	0	0	0
-----	00	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
None				

Total number of other employees paid over \$50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE"

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
.....		0
.....		0
.....		0
.....		0

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 24 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 NONE	
2	
All other program-related investments. See page 24 of the instructions	
3 NONE	0
Total. Add lines 1 through 3 ▶	0

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	13,855,487
b	Average of monthly cash balances	1b	176,555
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	14,032,042
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	
3	Subtract line 2 from line 1d	3	14,032,042
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see page 25 of the instructions)	4	210,481
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,821,561
6	Minimum investment return. Enter 5% of line 5	6	691,078

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	691,078
2a	Tax on investment income for 2009 from Part VI, line 5	2a	4,061
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	4,061
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	687,017
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	687,017
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	687,017

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	501,437
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	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	501,437
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	501,437

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				687,017
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2009				
a From 2004	226,168			
b From 2005	16,461			
c From 2006	150,984			
d From 2007	1,049,830			
e From 2008	226,111			
f Total of lines 3a through e	1,669,554			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 501,437				
a Applied to 2008, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2009 distributable amount				501,437
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))	185,580			185,580
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,483,974			
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				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0
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)	40,588			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	1,443,386			
10 Analysis of line 9				
a Excess from 2005	16,461			
b Excess from 2006	150,984			
c Excess from 2007	1,049,830			
d Excess from 2008	226,111			
e Excess from 2009	0			

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling

N/A

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				(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
	0				0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0				0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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))

N/A

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

N/A

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

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

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

CRAIG R MARTAHUS 3900 KEY CENTER, 127 PUBLIC SQUARE CLEVELAND OH 44114

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

LETTER APPLICATION

c Any submission deadlines

NONE

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

NO GRANTS TO INDIVIDUALS

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 Attached Statement	N/A	PUBLIC	CONTINUAL SUPPORT	473,700
Total			▶ 3a	473,700
b Approved for future payment NONE				
Total			▶ 3b	NONE

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Net Gain or Loss
		Long Term CG Distributions	292						1,685,292		2,094,612		-409,320
		Short Term CG Distributions							0		0		0
1	X	HIRTLE CALLAGHAN VALUE B	433565108			2/25/2008		9/24/2009	400,000	571,539			
2	X	HIRTLE CALLAGHAN GROWT	433565207			2/25/2008		5/21/2009	100,000	137,127			
3	X	HIRTLE CALLAGHAN GROWT	433565207			2/25/2008		7/30/2009	100,000	122,750			
4	X	HIRTLE CALLAGHAN GROWT	433565207			2/25/2008		8/3/2009	300,000	362,866			
5	X	HIRTLE CALLAGHAN GROWT	433565207			2/25/2008		9/24/2009	350,000	407,458			
6	X	HIRTLE CALLAGHAN SM CAP	433565306			2/25/2008		12/18/2009	250,000	299,643			
7	X	HIRTLE CALLAGHAN FXD INC	433565801			2/25/2008		5/21/2009	35,000	36,432			
8	X	HIRTLE CALLAGHAN FXD INC	433565801			2/25/2008		6/16/2009	150,000	156,797			
9													
10													

Line 11 (990-PF) - Other Income

		25,992	10,875	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1				
2	FED TAX REFUND	15,117	0	
3	CLASS ACTION PROCEEDS	10,875	10,875	
4				
5				
6				
7				
8				
9				
10				

Line 18 (990-PF) - Taxes

		6,592	6,592	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	6,592	6,592		
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		110,953	83,216	0	27,737
1	Amortization See attached statement	0	0	0	0
2	HIRTLE CALLAGHAN INV ADV & MGMT FEES	74,095	55,572		18,523
3	THOMPSON HINE, LLP - LEGAL FEES	9,558	7,169		2,389
4	BNY MELLON TRUSTEE FEES	27,300	20,475		6,825
5					
6					
7					
8					
9					
10					

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	CORPORATE STOCK FYE 2008		18,080,498			
2						
3						
4						
5						
6						
7						
8						
9						
10						
			18,080,498	0	0	0

Part II, Line 13 (990-PF) - Investments - Other

				0				
	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year			
1	OTHER INVESTMENTS			17,291,472	15,234,252			
2								
3								
4								
5								
6								
7								
8								
9								
10								

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
1	HIRTLE CALLAGHAN VALUE EQTY	433565108		2/25/2008	9/24/2009	400,000	0	571,539	-171,539				-171,539
2	HIRTLE CALLAGHAN GROWTH EQTY	433565207		2/25/2008	5/21/2009	100,000	0	137,127	-37,127				-37,127
3	HIRTLE CALLAGHAN GROWTH EQTY	433565207		2/25/2008	7/30/2009	100,000	0	122,750	-22,750				-22,750
4	HIRTLE CALLAGHAN GROWTH EQTY	433565207		2/25/2008	8/3/2009	300,000	0	362,866	-62,866				-62,866
5	HIRTLE CALLAGHAN GROWTH EQTY	433565207		2/25/2008	9/24/2009	350,000	0	407,458	-57,458				-57,458
6	HIRTLE CALLAGHAN SM CAP EQTY	433565306		2/25/2008	12/18/2009	250,000	0	299,643	-49,643				-49,643
7	HIRTLE CALLAGHAN FXD INCM II	433565801		2/25/2008	5/21/2009	35,000	0	36,432	-1,432				-1,432
8	HIRTLE CALLAGHAN FXD INCM II	433565801		2/25/2008	6/16/2009	150,000	0	156,797	-6,797				-6,797
9						0	0	0	0				0
10						0	0	0	0				0

Part XVI-A, Lines 11a-11e (990-PF) - Other Revenue

		Unrelated Business Income		Excluded by Section 512, 513, or 514		
Program Service Revenue		Business Code	Amount	Exclusion Code	Amount	Related or Exempt Function Income
1	EXCISE TAX REFUND				15,117	
2	CLASS ACTION PROCEEDS			14	10,875	
3						
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
15						
16						
17						
18						
19						
20						

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	<u>Date</u>	<u>Amount</u>
1 Credit from prior year return	1	13,000
2 First quarter estimated tax payment	2	0
3 Second quarter estimated tax payment	3	0
4 Third quarter estimated tax payment	4	0
5 Fourth quarter estimated tax payment	5	0
6 Other payments	6	0
7 Total	7	13,000

BNY / Mellon

Tax Transaction Detail Excluding Distributions and Municipal Income

GEORGE CODRINGTON FDN/HIRTLE/NA

Account Id: 10585170210

Trust Year 1/1/2009 - 12/31/2009

Tax Code/Desc	Cusip/Desc	Transactions	Income	Principal
102	CHARITABLE CONTRIBUTIONS			
	000000000	MISCELLANEOUS ENTRY		
01/08/09		0 Units		
		Reg Code 000	-3,000 00	0 00
		CHARITABLE GIFT		
		2008 GEORGE W CODRINGTON CHARITABLE FND		
		UNITED WAY OF GREATER CLEVELAND		
		PER LETTER DATED 12-30-08		
		FROM JANET M PENNONI		

BNY / Mellon

Tax Transaction Detail Excluding Distributions and Municipal Income

GEORGE CODRINGTON FDN/HIRTLE/NA

Account Id 10585170210

Trust Year 1/1/2009 - 12/31/2009

Abbreviated Worksheet

Tax Code/Desc	Cusip/Desc	Transactions	Income	Principal
102		CHARITABLE CONTRIBUTIONS		
	000000000	MISCELLANEOUS ENTRY		
01/08/09		0 Units Reg Code 000 CHARITABLE GIFT 2008 GEORGE W CODRINGTON CHARITABLE FND PLAYHOUSE SQUARE FOUNDATION PER LETTER DATED 12-30-08 FROM JANET M PENNONI	-1,500 00	0 00
01/08/09		0 Units Reg Code 000 CHARITABLE GIFT 2008 GEORGE W CODRINGTON CHARITABLE FND GREAT LAKES SCIENCE CENTER PER LETTER DATED 12-30-08 FROM JANET M PENNONI	-1,500 00	0 00
01/08/09		0 Units Reg Code 000 CHARITABLE GIFT 2008 GEORGE W CODRINGTON CHARITABLE FND UNIVERSITY CIRCLE, INC PER LETTER DATED 12-30-08 FROM JANET M PENNONI	-3,000 00	0 00
01/08/09		0 Units Reg Code 000 CHARITABLE GIFT 2008 GEORGE W CODRINGTON CHARITABLE FND JUMP START INC PER LETTER DATED 12-30-08 FROM JANET M PENNONI	-1,000 00	0 00
01/08/09		0 Units Reg Code 000 CHARITABLE GIFT 2008 CHARITABLE CONTRIBUTIONS THE CITY MISSION 5310 CARNEGIE AVENUE CLEVELAND, OH 44103 PER LETTER DATED 12-31-08 BY CRAIG R MARTAHUS	-500 00	0 00
01/08/09		0 Units Reg Code 000 CHARITABLE GIFT 2008 CHARITABLE CONTRIBUTIONS THE FREE MEDICAL CLINIC OF GREATER CLEVELAND 12201 EUCLID AVENUE CLEVELAND, OH 44106 PER LETTER DATED 12-31-08 BY CRAIG R MARTAHUS	-500 00	0 00
01/08/09		0 Units Reg Code 000 CHARITABLE GIFT 2008 CHARITABLE CONTRIBUTIONS THE CLEVELAND FOODBANK 15500 SOUTH WATERLOO ROAD CLEVELAND, OH 44106 PER LETTER DATED 12-31-08 BY CRAIG R MARTAHUS	-500 00	0 00

BNY / Mellon

Tax Transaction Detail Excluding Distributions and Municipal Income

GEORGE CODRINGTON FDN/HIRTLE/NA

Account Id: 10585170210

Trust Year 1/1/2009 - 12/31/2009

Abbreviated Worksheet

Tax Code/Desc	Cusip/Desc	Transactions	Income	Principal
102		CHARITABLE CONTRIBUTIONS		
	000000000	MISCELLANEOUS ENTRY		
01/14/09		0 Units Reg Code 000 CHARITABLE GIFT CK TO THE MUSICAL ARTS ASSOCIATION 2008 GIF THE MUSICAL ARTS ASSOCIATION AS PER REQUEST DATED 1-12-09 BY JANET M PENNONI	0 00	-5,000 00
03/05/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO SALVATION ARMY - ZELMA GEORGE UNIT SALVATION ARMY ZELMA GEORGE UNIT 2507 E 22ND STREET CLEVELAND OHIO 44115 PER FAX DTD 3/2/09 FROM CRAIG R MARTAHUS	0 00	-10,000 00
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO AMERICAN RED CROSS AMERICAN RED CROSS RE TO SUPPORT THE NURSES ASSISTANT TRAINII PROGRAM PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS	-11,000 00	0 00
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO CITIZENS ACADEMY CITIZENS ACADEMY RE FOR GENERAL OPERATING SUPPORT PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS	-3,000 00	0 00
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO CLEVELAND FOODBANK CLEVELAND FOODBANK RE FOR GENERAL OPERATING SUPPORT PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS	-11,000 00	0 00
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO CLEVELAND HOUSING NETWORK CLEVELAND HOUSING NETWORK RE FOR GENERAL OPERATING SUPPORT PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS	-4,000 00	0 00
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO CLEVELAND INSTITUTE OF MUSIC CLEVELAND INSTITUTE OF MUSIC RE TO THE 2008-2009 ANNUAL FUND PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS	-5,000 00	0 00

BNY / Mellon

Tax Transaction Detail Excluding Distributions and Municipal Income

GEORGE CODRINGTON FDN/HIRTLE/NA

Account Id: 10585170210

Trust Year 1/1/2009 - 12/31/2009

Abbreviated Worksheet

Tax Code/Desc	Cusip/Desc	Transactions	Income	Principal
102		CHARITABLE CONTRIBUTIONS		
	000000000	MISCELLANEOUS ENTRY		
08/07/09		0 Units Reg Code 000	-3,000 00	0 00
		CHARITABLE GRANT CK TO CLEVELAND INTERNATIONAL FILM FESTIVA CLEVELAND INTERNATIONAL FILM FESTIVAL RE GENERAL OPOPERATING SUPPORT DURING FIS PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS		
08/07/09		0 Units Reg Code 000	-3,500 00	0 00
		CHARITABLE GRANT CK TO CORNUCOPIA INC CORNUCOPIA INC RE FOR GENERAL OPERATING SUPPORT PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS		
08/07/09		0 Units Reg Code 000	-5,000 00	0 00
		CHARITABLE GRANT CK TO CUYAHOGA COMMUNITY COLLEGE FOUND. CUYAHOGA COMMUNITY COLLEGE FDN RE FOR CONTINUED SUPPORT OF SCHOLARSHIP PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS		
08/07/09		0 Units Reg Code 000	-2,000 00	0 00
		CHARITABLE GRANT CK TO CUYAHOGA VALLEY NATIONAL PARK ASSO CUYAHOGA VALLEY NATIONAL PARK ASSOCIATION RE FOR CONTINUED SUPPORT TO SCHOLARSHIP PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS		
08/07/09		0 Units Reg Code 000	-2,000 00	0 00
		CHARITABLE GRANT CK TO DOBAMA THEATRE DOBAMA THEATRE RE SUPPORT THE BIANCHI KIDS PLAYWRITING FE PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS		
08/07/09		0 Units Reg Code 000	-6,000 00	0 00
		CHARITABLE GRANT CK TO FAIRHILL CENTER FAIRHILL CENTER RE TO SUPPORT OPERATING NEEDS IN 2009 PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS		
08/07/09		0 Units Reg Code 000	-8,000 00	0 00
		CHARITABLE GRANT CK TO GREAT LAKES SCIENCE CENTER GREAT LAKES SCIENCE CENTER RE TO SUPPORT EDUCATIONAL PROGRAMMING PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS		
08/07/09		0 Units Reg Code 000	-9,000 00	0 00
		CHARITABLE GRANT CK TO GREATER CLEVELAND COUNCIL BOY SCOL GREATER CLEVELAND COUNCIL BOY SCOUTS RE FOR OPERATING SUPPORT OF CAMP BEAUMO RESERVATION PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS		

BNY / Mellon

Tax Transaction Detail Excluding Distributions and Municipal Income

GEORGE CODRINGTON FDN/HIRTLE/NA

Account Id: 10585170210

Trust Year 1/1/2009 - 12/31/2009

Abbreviated Worksheet

Tax Code/Desc	Cusip/Desc	Transactions	Income	Principal
102		CHARITABLE CONTRIBUTIONS		
	000000000	MISCELLANEOUS ENTRY		
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO HOPEWELL HOPEWELL RE FOR SUPPORT OF PROGRAMS COSTS AND GE OPERATING NEEDS PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS	-6,000 00	0 00
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO JOHN CARROLL UNIVERSUTY JOHN CARROLL UNIVERSITY RE FOR SUPPORT OF SUMMER RESEARCH PROG WAY OF STUDENTS STIPENDS PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS	0 00	-15,000 00
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO MUSEUM OF CONTEMPORARY ART MUSEUM OF CONTEMPORARY ART RE FOR GENERAL OPERATING SUPPORT PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS	-1,000 00	0 00
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO PROVIDENCE HOUSE PROVIDENCE HOUSE RE TO SUPPORT DAYS OF CARE PROGRAM PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS	-3,000 00	0 00
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO ROCK AND ROLL HALL OF FAME ROCK AND ROLL HAME OF FAME RE FOR GENERAL OPERATING SUPPORT PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS	-3,000 00	0 00
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO SENIOR CITIZENS RESOURCES SENIOR CITIZEN RESOURCES RE FOR GENERAL OPERATING SUPPORT PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS	0 00	-2,000 00
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO SUICIDE PREVENTION EDUCATION ALLIANC SUICIDE PREVENTION EDUCATION ALLIANCE RE FOR SUPPORT OF RECOGNIZING ADOLESCEN DEPRESSION AND SUICIDE PREVENTION PROGRA PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS	0 00	-1,000 00

BNY / Mellon

Tax Transaction Detail Excluding Distributions and Municipal Income

GEORGE CODRINGTON FDN/HIRTLE/NA

Account Id: 10585170210

Trust Year 1/1/2009 - 12/31/2009

Abbreviated Worksheet

Tax Code/Desc	Cusip/Desc	Transactions	Income	Principal
102		CHARITABLE CONTRIBUTIONS		
	000000000	MISCELLANEOUS ENTRY		
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO THE CHILDREN'S MUSEUM OF CLEVELAND THE CHILDREN'S MUSEUM OF CLEVELAND RE FOR GENERAL OPERATING SUPPORT PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS	0 00	-4,750 00
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO THE CLEVELAND INSTITUTE OF ART THE CLEVELAND INSTITUTE OF ART RE SUPPORT THE INSTITUTE'S SCHOLARSHIP FUI PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS	0 00	-6,000 00
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO THE CLEVELAND MUSIC SCHOOL SETTLEM THE CLEVELAND MUSIC SCHOOL SETTLEMENT RE TO SUPPORT 2008-2009 GENERAL OPERATION PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS	0 00	-4,000 00
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO THE CLEVELAND ORCHESTRA THE CLEVELAND ORCHESTRA RE TO SUPPORT THE 2008-2009 ANNUAL FUND PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS	0 00	-45,000 00
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO THE CLEVELAND PLAY HOUSE THE CLEVELAND PLAY HOUSE RE TO SUPPORT THE 2008-2009 SEASON OF COMI EDUCATION PROGRAMS PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS	0 00	-9,000 00
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO THE FREE MEDICAL CLINIC OF GREATER C THE FREE MEDICAL CLINIC OF GREATER CLEVELAND RE TO SUPPORT GENERAL OPERATING EXPENSE PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS	0 00	-15,000 00
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO THE OLD STONE FOUNDATION THE OLD STONE FOUNDATION RE TO SUPPORT THE OLD STONE CENTER FOR EI PROGRAM PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS	0 00	-1,500 00

BNY / Mellon

Tax Transaction Detail Excluding Distributions and Municipal Income

GEORGE CODRINGTON FDN/HIRTLE/NA

Account Id: 10585170210

Trust Year 1/1/2009 - 12/31/2009

Abbreviated Worksheet

Tax Code/Desc	Cusip/Desc	Transactions	Income	Principal
102		CHARITABLE CONTRIBUTIONS		
	000000000	MISCELLANEOUS ENTRY		
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO THE WESTERN RESERVE HISTORICAL SOC THE WESTERN RESERVE HISTORICAL SOCIETY RE TO SUPPORT THE ANNUAL FUND PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS	0 00	-6,500 00
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO UNIVERSITY CIRCLE UNIVERSITY CIRCLE RE TO SUPPORT THE ANNUAL SUSTAINING FD AC PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS	0 00	-12,000 00
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO BECK CENTER FOR THE ARTS BECK CENTER FOR THE ARTS RE FOR CONTINUED SUPPORT PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS	0 00	-7,500 00
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO CENTRAL SCHOOL OF PRACTICAL NURSING CENTRAL SCHOOL OF PRACTICAL NURSING RE FOR GENERAL OPERATING SUPPORT	0 00	-3,000 00
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO VOCATIONAL GUIDANCE SERVICES VOCATIONAL GUIDANCE SERVICES RE FOR GENERAL OPERATING SUPPORT PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS	0 00	-10,000 00
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO YMCA OF GREATER CLEVELAND YMCA OF GREATER CLEVELAND RE FOR GENERAL OPERATING SUPPORT PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS	0 00	-8,000 00
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO YWCA YWCA RE TO SUPPORT THE CLEVELAND DOMESTIC VIOI OUTREACH PROGRAM PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS	0 00	-4,000 00
08/07/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO DANCECLEVELAND DANCECLEVELAND RE TO SUPPORT 2009-2010 DANCE SERIES PER FAX DTD 8/4/09 FROM CRAIG R MARTAHUS	-6,000 00	0 00

BNY / Mellon

Tax Transaction Detail Excluding Distributions and Municipal Income

GEORGE CODRINGTON FDN/HIRTLE/NA

Account Id: 10585170210

Trust Year 1/1/2009 - 12/31/2009

Abbreviated Worksheet

Tax Code/Desc	Cusip/Desc	Transactions	Income	Principal
102		CHARITABLE CONTRIBUTIONS		
	000000000	MISCELLANEOUS ENTRY		
08/12/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO LAW ENFORCEMENT FOUNDATION LAW ENFORCEMENT FOUNDATION	-1,000 00	0 00
09/29/09		0 Units Reg Code 000 CHARITABLE GRANT RE GRANT FOR GENERAL OPERATING SUPPORT CENTER FOR FAMILIES & CHILDREN	0 00	-3,000 00
09/29/09		0 Units Reg Code 000 CHARITABLE GRANT RE GRANT FOR GENERAL SUPPORT OF CONCERT CITY MUSIC CLEVELAND	0 00	-2,000 00
09/29/09		0 Units Reg Code 000 CHARITABLE GRANT RE GRANT FOR GENERAL OPERATING SUPPORT CLEVELAND HEARING & SPEECH	0 00	-8,000 00
09/29/09		0 Units Reg Code 000 CHARITABLE GRANT RE GRANT FOR GENERAL OPERATING SUPPORT CLEVELAND ZOOLOGICAL SOCIETY	0 00	-4,000 00
09/29/09		0 Units Reg Code 000 CHARITABLE GRANT RE TO SUPPORT THE 2009/2010 SEASON DANCING WHEELS COMPANY & SCHOOL	0 00	-1,000 00
09/29/09		0 Units Reg Code 000 CHARITABLE GRANT RE FOR PHASE 2 OF THE FUND (2007-2009) FUND FOR ECONOMIC FUTURE	0 00	-50,000 00
09/29/09		0 Units Reg Code 000 CHARITABLE GRANT RE SUPPORT RESIDENT FAMILY SPECIALISTS PROGRAM NEW LIFE COMMUNITY	0 00	-1,000 00
09/29/09		0 Units Reg Code 000 CHARITABLE GRANT RE GENERAL OPERATING SUPPORT DURING FISCAL YR PLAYHOUSE SQUARE	0 00	-17,500 00
09/29/09		0 Units Reg Code 000 CHARITABLE GRANT RE SUPPORT OF GENERAL OPERATIONS THE SALVATION ARMY	0 00	-30,000 00
09/29/09		0 Units Reg Code 000 CHARITABLE GRANT RE SUPPORT OF GENERAL OPERATIONS THE SALVATION ARMY	0 00	-1,000 00
09/29/09		0 Units Reg Code 000 CHARITABLE GRANT RE GENERAL OPERATING SUPPORT DURING FISCAL YR THE TRUST FOR PUBLIC LAND	0 00	-1,000 00
09/29/09		0 Units Reg Code 000 CHARITABLE GRANT RE TO SUPPORT CONTINUING PROGRAMMING IN THE WOMEN'S RE-ENTRY NETWORK	0 00	-8,000 00

BNY / Mellon

Tax Transaction Detail Excluding Distributions and Municipal Income

GEORGE CODRINGTON FDN/HIRTLE/NA

Account Id: 10585170210

Trust Year 1/1/2009 - 12/31/2009

Abbreviated Worksheet

Tax Code/Desc	Cusip/Desc	Transactions	Income	Principal
102		CHARITABLE CONTRIBUTIONS		
	000000000	MISCELLANEOUS ENTRY		
09/29/09		0 Units Reg Code 000 CHARITABLE GRANT RE FOR GENERAL OPERATING SUPPORT UNITED WAY	-35,000 00	0 00
09/29/09		0 Units Reg Code 000 CHARITABLE GRANT RE FOR GENERAL OPERATING SUPPORT WIRE-NET	0 00	-4,000 00
09/29/09		0 Units Reg Code 000 CHARITABLE GRANT RE TO SUPPORT THE 2009-2010 SEASON, WVIZ-PBS & 90 3 WCPN IDEASTREAM BACKSTAGE WITH	0 00	-20,000 00
09/29/09		0 Units Reg Code 000 CHARITABLE GRANT RE TO SUPPORT GENERAL OPERATING EXPENSE YOUNG AUDIENCES 2009--2010 ACADEMIC YEAR	0 00	-1,000 00
12/07/09		0 Units Reg Code 000 CHARITABLE GRANT THE CLEVELAND MUSEUM OF ART RE TO SUPPORT THE ANNUAL FUND PER FAX DT FROM CRAIG MARTAHUS	0 00	-11,250 00
12/30/09		0 Units Reg Code 000 CHARITABLE GRANT CK TO PLAYHOUSE SQUARE PLAYHOUSE SQUARE RE GENERAL OPERATING SUPPORT	0 00	-3,700 00

In Making Applications for a Codrington Grant

APPLICATIONS for Grants by the Codrington Foundation should be directed to the Trustee or to The Supervisory Board of the Foundation.

The application should state fully but briefly the following:

1. The amount of the grant requested.
2. The need for the grant.
3. The area served by the applicant.
4. A brief history of the applicant's organization.
5. Description of applicant's contributions to the area.
6. Listing of the applicant's officers and trustees.

It is the Codrington Foundation policy to make only annual grants, and grants are not made to individuals.

Meetings of the Supervisory Board are usually held in March, June, September, November and December, at which time pending applications are carefully considered.

**THE GEORGE W. CODRINGTON CHARITABLE FOUNDATION
SUPERVISORY BOARD**

Craig R. Martahus, Chairman

**Address: Bus. - Thompson Hine LLP
3900 Key Center
127 Public Square
Cleveland, OH 44114-1291**

William R. Seelbach, Vice Chairman

**Bus. - Ohio Aerospace Institute
22800 Cedar Point Rd.
Brook Park, OH 44142**

Raymond T. Sawyer, Secretary

**Address: Bus. - Thompson Hine LLP
3900 Key Center
127 Public Square
Cleveland, OH 44114-1291**

Curtis E. Moll

**Address: Bus. - MTD Products, Inc.
5965 Grafton Road
Valley City, OH 44280**

TAX MARKET VALUE DETAIL REPORT FOR PFSO TO MOBIUS

ACCOUNT NO	ACCOUNT NAME	CUSIP ID	ASSET SHORT NAME	SHARES	MARKET VALUE	FEDERAL TAX COST
10585170210	GEORGE CODRINGT	262006208	DREYFUS GOVT CASH MGMT INSTL	74,399 30	74,399 30	74,399 30
10585170210	GEORGE CODRINGT	262006208	DREYFUS GOVT CASH MGMT INSTL	222,195 05	222,195 05	222,195 05
10585170210	GEORGE CODRINGT	433565108	HIRTLE CALLAGHAN VALUE EQTY	183,620 85	1,979,432 77	2,686,066 59
10585170210	GEORGE CODRINGT	433565207	HIRTLE CALLAGHAN GROWTH EQTY	228,070 48	2,659,301 82	2,830,354 69
10585170210	GEORGE CODRINGT	433565306	HIRTLE CALLAGHAN SM CAP EQTY	30,844 72	332,814 55	400,141 79
10585170210	GEORGE CODRINGT	433565405	HIRTLE CALLAGHAN INTL EQTY	326,060 31	3,185,609 32	3,987,982 36
10585170210	GEORGE CODRINGT	433565603	HIRTLE CALLAGHAN FIXED INC	140,744 31	1,224,475 52	1,370,000 00
10585170210	GEORGE CODRINGT	433565801	HIRTLE CALLAGHAN FXD INCM II	116,549 38	1,146,845 90	1,156,771 05
10585170210	GEORGE CODRINGT	433565819	HIRTLE CALLAGHAN R/E SEC	20,636 83	273,644 41	202,715 71
10585170210	GEORGE CODRINGT	433565884	HIRTLE CALLAGHAN HY BOND	77,085 04	521,865 75	540,000 00
10585170210	GEORGE CODRINGT	784924425	SSGA EMERGING MARKETS FUND-S	18,642 37	359,052 14	473,152 58
10585170210	GEORGE CODRINGT	922031737	VANGUARD INFLAT PROTECTED-AD	9,671 34	238,398 68	235,000 00
TOTAL FOR ACCT#10585170210					12,218,035 21	14,178,779 12
10585170220	GEORGE CODRINGT	262006208	DREYFUS GOVT CASH MGMT INSTL	15,514 80	15,514 80	15,514 80
10585170220	GEORGE CODRINGT	9E9996761	EARLY STAGE PARTNERS - CODRI	478,862 00	545,902 68	493,637 38
10585170220	GEORGE CODRINGT	9E9996779	EARLY STAGE PARTNERS II - CO	50,000 00	50,000 00	100,000 00
TOTAL FOR ACCT#10585170220					611,417 48	609,152 18
10586291100	GEORGE CODRINGT	262006208	DREYFUS GOVT CASH MGMT INSTL	2 44	2 44	2 44
10586291100	GEORGE CODRINGT	262006208	DREYFUS GOVT CASH MGMT INSTL	8,078 34	8,078 34	8,078 34
10586291100	GEORGE CODRINGT	9D9992937	HCC TOTAL RETURN OFFSHORE FU	1,731 53	2,040,045 78	2,100,000 00
10586291100	GEORGE CODRINGT	9D9992945	HCC ABSOLUTE RETURN OFFSHORE	429 41	433,545 50	475,000 00
10586291100	GEORGE CODRINGT	9E9992851	S/E/S/T/C HCC ABSOLUTE RETUR	1	0	0
10586291100	GEORGE CODRINGT	9E9992893	S/E/S/T/C HCC TOTAL RETURN O	1	0	0
10586291100	GEORGE CODRINGT	9G9996618	HCC PRIV EQUITY OFFSHORE FUN	245 52	243,316 96	240,650 18
TOTAL FOR ACCT#10586291100					2,724,989 02	2,823,730 96

TOTAL FOR ALL ACCOUNTS 15,554,441.71 17,611,662.26

Form **8868**
 (Rev. April 2009)
 Department of the Treasury
 Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ **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
- 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	Name of Exempt Organization THE GEORGE W CODRINGTON CHARITABLE FDN	Employer identification number 34-6507457
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P O box, see instructions BNY Mellon, N A PO BOX 185	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions PITTSBURGH PA 15230-0185	

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 ▶ **BNY Mellon, N A P O BOX 185 PITTSBURGH PA 15230-0185**

Telephone No ▶ **(212) 922-6844** 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 8/15/2010, 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

3 a 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	\$	13,000
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	\$	13,000
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	\$	0

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