Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , 2009, 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

ELIZABETH RING MATHER
WILLIAM GWINN MATHER FUND
1111 SUPERIOR AVENUE - SUITE #1000
CLEVELAND, OH 44114

A Employer identification number: 34-6519863
B Telephone number (see the instructions): 216-696-4200
C If exemption application is pending, check here ► ☐
D 1 Foreign organizations, check here ► ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ► ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ► ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► ☐

H Check type of organization [X] Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ► $ 12,303,568.

J Accounting method [X] Cash ☐ Accrual
☐ Other (specify) ________
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc, received (att sch)	564,700.			See Statement 1
2	Ck ► ☐ if the foundn is not req to att Sch B				
3	Interest on savings and temporary cash investments	19,250.	19,250.		
4	Dividends and interest from securities	214,694.	214,694.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain/(loss) from sale of assets not on line 10	-745,536.			See Statement 2
b	Gross sales price for all assets on line 6a 4,595,976.				
7	Capital gain net income (from Part IV, line 2)		0.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit/(loss) (att sch)				
11	Other income (attach schedule) See Statement 3	-1,495.			
12	**Total.** Add lines 1 through 11	51,613.	233,944.	0.	
13	Compensation of officers, directors, trustees, etc	0.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) See St 4	103,230.	51,615.		51,615.
b	Accounting fees (attach sch) See St 5	21,000.	10,500.		10,500.
c	Other prof fees (attach sch) See St 6	38,005.	19,003.		19,002.
17	Interest				
18	Taxes (attach schedule) See Stmt 7	76,823.	76,823.		
19	Depreciation (attach sch) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	1,900.			1,900.
22	Printing and publications				
23	Other expenses (attach schedule) See Statement 8	138,565.	52,149.		86,416.
24	**Total operating and administrative expenses.** Add lines 13 through 23	379,523.	210,090.		169,433.
25	Contributions, gifts, grants paid Stmt 14	964,502.			964,502.
26	**Total expenses and disbursements.** Add lines 24 and 25	1,344,025.	210,090.	0.	1,133,935.
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	-1,292,412.			
b	**Net investment income** (if negative, enter -0-)		23,854.		
c	**Adjusted net income** (if negative, enter -0)			0.	

Revenue / Operating and Administrative Expenses

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Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
ASSETS 1 Cash – non-interest-bearing			
2 Savings and temporary cash investments	6,633,192.	3,393,524.	3,393,524.
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 the instructions)			
7 Other notes and loans receivable (attach sch) ►			
Less allowance for doubtful accounts ►			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10a Investments – U S and state government obligations (attach schedule)			
b Investments – corporate stock (attach schedule) See Statement 9	3,462,808.	2,126,872.	2,735,208.
c Investments – corporate bonds (attach schedule) See Statement 10		2,881,826.	2,979,612.
11 Investments – land, buildings, and equipment basis ►			
Less accumulated depreciation (attach schedule) ► See Statement 11	101,372.	69,429.	69,429.
12 Investments – mortgage loans			
13 Investments – other (attach schedule) See Statement 12	2,626,263.	3,136,981.	3,125,795.
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 instructions Also, see page 1, item I)	12,823,635.	11,608,632.	12,303,568.
LIABILITIES 17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, & other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe ►)			
23 **Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES **Foundations that follow SFAS 117, check here ► ☐ 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 ► [X] and complete lines 27 through 31.			
27 Capital stock, trust principal, or current funds	12,823,635.	11,608,632.	
28 Paid-in or capital surplus, or land, building, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds			
30 **Total net assets or fund balances** (see the instructions)	12,823,635.	11,608,632.	
31 **Total liabilities and net assets/fund balances** (see the instructions)	12,823,635.	11,608,632.	

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	12,823,635.
2	Enter amount from Part I, line 27a	2	-1,292,412.
3	Other increases not included in line 2 (itemize) ► See Statement 13	3	77,409.
4	Add lines 1, 2, and 3	4	11,608,632.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	11,608,632.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a				
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) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) — If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	-745,536.
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 the instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see 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 (column (b) divided by column (c))
2008	1,070,605.	12,471,257.	0.085846
2007	1,296,137.	8,550,551.	0.151585
2006	1,122,974.	6,915,273.	0.162390
2005	1,086,296.	6,552,262.	0.165789
2004	932,312.	6,656,073.	0.140069

2	**Total** of line 1, column (d)	2	0.705679
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	0.141136
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	11,859,246.
5	Multiply line 4 by line 3	5	1,673,767.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	239.
7	Add lines 5 and 6	7	1,674,006.
8	Enter qualifying distributions from Part XII, line 4	8	1,133,935.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see 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 instr.) 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, column (b)			1	477.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0.
3 Add lines 1 and 2			3	477.
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	477.
6 Credits/Payments				
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	53,998.		
b Exempt foreign organizations – tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments Add lines 6a through 6d			7	53,998.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►			9	0.
10 **Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►			10	53,521.
11 Enter the amount of line 10 to be Credited to 2010 estimated tax ►	20,000.	Refunded ►	11	33,521.

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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
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?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ► $ 0. **(2)** On foundation managers ► $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see 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*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses.*	10		X

Part VII-A Statements Regarding Activities *Continued*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► LUCY I. WELLER, PRESIDENT Telephone no ► 216-696-4200

Located at ► 1111 SUPERIOR AVE - #1000, CLEVELAND, OH ZIP + 4 ► 44114

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 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.

				Line	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?	☐ Yes	☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes	☒ 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)?	☐ Yes	☒ 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)	☐ Yes	☒ 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 the instructions)?			1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ► ☐					
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? If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__	☐ Yes	☒ No			
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 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?	☐ Yes	☒ 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 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 instructions)? **5b** N/A

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

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If 'Yes' to 6b, file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **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 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
LUCY I. WELLER 1111 SUPERIOR AVENUE - #1000 CLEVELAND, OH 44114	President 0	0.	0.	0.
CORNELIA I. HALLINAN 1111 SUPERIOR AVENUE - #1000 CLEVELAND, OH 44114	Secretary 0	0.	0.	0.
GEORGE R. IRELAND 1111 SUPERIOR AVENUE - #1000 CLEVELAND, OH 44114	Treasurer 0	0.	0.	0.
JAMES D. IRELAND III 1111 SUPERIOR AVENUE - #1000 CLEVELAND, OH 44114	Trustee 0	0.	0.	0.

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over $50,000 for professional services ►		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see 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 instructions 3	
Total. Add lines 1 through 3 ►	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:			
a Average monthly fair market value of securities		1a	7,457,834.
b Average of monthly cash balances		1b	4,582,010.
c Fair market value of all other assets (see instructions)		1c	
d **Total** (add lines 1a, b, and c)		1d	12,039,844.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2 Acquisition indebtedness applicable to line 1 assets		2	0.
3 Subtract line 2 from line 1d		3	12,039,844.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	180,598.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	11,859,246.
6 **Minimum investment return.** Enter 5% of line 5		6	592,962.

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

1 Minimum investment return from Part X, line 6		1	592,962.
2a Tax on investment income for 2009 from Part VI, line 5	2a 477.		
b Income tax for 2009 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b		2c	477.
3 Distributable amount before adjustments Subtract line 2c from line 1		3	592,485.
4 Recoveries of amounts treated as qualifying distributions		4	
5 Add lines 3 and 4		5	592,485.
6 Deduction from distributable amount (see instructions)		6	
7 **Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	592,485.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes		
a Expenses, contributions, gifts, etc — total from Part I, column (d), line 26	1a	1,133,935.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 **Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,133,935.
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 instructions)	5	
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,133,935.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				592,485.
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 601,058.				
b From 2005 764,141.				
c From 2006 787,238.				
d From 2007 932,653.				
e From 2008 499,952.				
f **Total** of lines 3a through e	3,585,042.			
4 Qualifying distributions for 2009 from Part XII, line 4 ► $ 1,133,935.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2009 distributable amount				592,485.
e Remaining amount distributed out of corpus	541,450.			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,126,492.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount – see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount – see 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 instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	601,058.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	3,525,434.			
10 Analysis of line 9				
a Excess from 2005 764,141.				
b Excess from 2006 787,238.				
c Excess from 2007 932,653.				
d Excess from 2008 499,952.				
e Excess from 2009 541,450.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1a 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)

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a 'Assets' alternative test — enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test — enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

See Statement 15

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

See Statement 15

c Any submission deadlines

See Statement 15

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

See Statement 15

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	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*				
Total			► **3a**	
b *Approved for future payment*				
Total			► **3b**	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (see the instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	19,250.	
4 Dividends and interest from securities			14	214,694.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income	900001	-1,495.			
8 Gain or (loss) from sales of assets other than inventory			18	-745,536.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-1,495.		-511,592.	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 -513,087.

(See worksheet in the instructions for line 13 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See the instructions)
N/A	

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is 'Yes,' complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

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

b If 'Yes,' complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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] | 10/8/10 | ► President

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only	Preparer's signature ► [signature] Phillip A. Ranney	Date 10/6/10	Check if self-employed ► ☐	Preparer's Identifying number (See Signature in the instrs)
	Firm's name (or yours if self employed), address, and ZIP code ► Schneider Smeltz Ranney LaFond 1111 Superior Avenue, Ste 1000 Cleveland, OH 44114		EIN ►	
			Phone no ► (216) 696-4200	

Name of organization	Employer identification number
ELIZABETH RING MATHER	34-6519863

Part I Contributors (see instructions)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	SEE STATEMENT 1	$ 564,700.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
ELIZABETH RING MATHER	34-6519863

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	N/A	$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization: ELIZABETH RING MATHER

Employer identification number: 34-6519863

Part III ***Exclusively*** **religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** (Complete cols **(a)** through **(e)** and the following line entry)

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc, contributions of **$1,000 or less** for the year (Enter this information once – see instructions) ► $ N/A

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Form **8582**

Department of the Treasury
Internal Revenue Service (99)

Passive Activity Loss Limitations

▶ See separate instructions.
▶ Attach to Form 1040 or Form 1041.

OMB No 1545-1008

2009

Attachment Sequence No 88

Name(s) shown on return: ELIZABETH RING MATHER WILLIAM RING MATHER FUND

Identifying number: 34-6519863

Part I 2009 Passive Activity Loss

Caution: *Complete Worksheets 1, 2, and 3 on page 2 before completing Part I.*

Rental Real Estate Activities With Active Participation (For the definition of active participation, see **Special Allowance for Rental Real Estate Activities** on page 3 of the instructions.)			
1a Activities with net income (enter the amount from Worksheet 1, column (a))	1a		
b Activities with net loss (enter the amount from Worksheet 1, column (b))	1b	( )	
c Prior years unallowed losses (enter the amount from Worksheet 1, column (c))	1c	( )	
d Combine lines 1a, 1b, and 1c			1d
Commercial Revitalization Deductions From Rental Real Estate Activities			
2a Commercial revitalization deductions from Worksheet 2, column (a)	2a	( )	
b Prior year unallowed commercial revitalization deductions from Worksheet 2, column (b)	2b	( )	
c Add lines 2a and 2b			2c ( )
All Other Passive Activities			
3a Activities with net income (enter the amount from Worksheet 3, column (a))	3a	0 00	
b Activities with net loss (enter the amount from Worksheet 3, column (b))	3b	(1495 00)	
c Prior years unallowed losses (enter the amount from Worksheet 3, column (c))	3c	(0 00)	
d Combine lines 3a, 3b, and 3c			3d (1495 00)
4 Combine lines 1d, 2c, and 3d. If the result is net income or zero, all losses are allowed, including any prior year unallowed losses entered on line 1c, 2b, or 3c **Do not** complete Form 8582. Report the losses on the forms and schedules normally used			4 (1495 00)

If line 4 is a loss and:
- Line 1d is a loss, go to Part II.
- Line 2c is a loss (and line 1d is zero or more), skip Part II and go to Part III.
- Line 3d is a loss (and lines 1d and 2c are zero or more), skip Parts II and III and go to line 15.

Caution: *If your filing status is married filing separately and you lived with your spouse at any time during the year,* **do not** *complete Part II or Part III. Instead, go to line 15.*

Part II Special Allowance for Rental Real Estate Activities With Active Participation

Note: *Enter all numbers in Part II as positive amounts. See page 8 of the instructions for an example*

5 Enter the **smaller** of the loss on line 1d or the loss on line 4			5 0 00
6 Enter $150,000. If married filing separately, see page 8	6		
7 Enter modified adjusted gross income, but not less than zero (see page 8)	7	0 00	
Note: *If line 7 is greater than or equal to line 6, skip lines 8 and 9, enter -0- on line 10. Otherwise, go to line 8.*			
8 Subtract line 7 from line 6	8	0 00	
9 Multiply line 8 by 50% (5) **Do not** enter more than $25,000 If married filing separately, see page 8			9 0 00
10 Enter the **smaller** of line 5 or line 9			10 0 00

If line 2c is a loss, go to Part III. Otherwise, go to line 15.

Part III Special Allowance for Commercial Revitalization Deductions From Rental Real Estate Activities

Note: *Enter all numbers in Part III as positive amounts. See the example for Part II on page 8 of the instructions.*

11 Enter $25,000 reduced by the amount, if any, on line 10 If married filing separately, see instructions	11	0 00
12 Enter the loss from line 4	12	0 00
13 Reduce line 12 by the amount on line 10	13	0 00
14 Enter the **smallest** of line 2c (treated as a positive amount), line 11, or line 13	14	0 00

Part IV Total Losses Allowed

15 Add the income, if any, on lines 1a and 3a and enter the total	15	0 00
16 **Total losses allowed from all passive activities for 2009.** Add lines 10, 14, and 15. See page 11 of the instructions to find out how to report the losses on your tax return	16	0 00

Caution: *The worksheets must be filed with your tax return. Keep a copy for your records.*

Worksheet 1—For Form 8582, Lines 1a, 1b, and 1c (See pages 7 and 8 of the instructions.)

Name of activity	Current year		Prior years	Overall gain or loss	
	(a) Net income (line 1a)	(b) Net loss (line 1b)	(c) Unallowed loss (line 1c)	(d) Gain	(e) Loss
Total. Enter on Form 8582, lines 1a, 1b, and 1c . . . . ▶					

Worksheet 2—For Form 8582, Lines 2a and 2b (See page 8 of the instructions.)

Name of activity	(a) Current year deductions (line 2a)	(b) Prior year unallowed deductions (line 2b)	(c) Overall loss
Total. Enter on Form 8582, lines 2a and 2b . . . . ▶			

Worksheet 3—For Form 8582, Lines 3a, 3b, and 3c (See page 8 of the instructions.)

Name of activity	Current year		Prior years	Overall gain or loss	
	(a) Net income (line 3a)	(b) Net loss (line 3b)	(c) Unallowed loss (line 3c)	(d) Gain	(e) Loss
MADRONA VENTURE FUND I-A, LP		21			21
THE PEPPERTREE FUND, LP		192			192
PEPPERTREE SPECIAL VENTURE FUND, LLC		195			195
PRIMUS CAPITAL FUND III LTD PARTNERSH		47			47
PRIMAS CAPITAL FUND V LTD PARTNERSHIP		1040			1040
Total. Enter on Form 8582, lines 3a, 3b, and 3c . . . . ▶	0	1495	0		

Worksheet 4—Use this worksheet if an amount is shown on Form 8582, line 10 or 14 (See page 9 of the instructions.)

Name of activity	Form or schedule and line number to be reported on (see instructions)	(a) Loss	(b) Ratio	(c) Special allowance	(d) Subtract column (c) from column (a)
Total . . . . ▶			1.00		

Worksheet 5—Allocation of Unallowed Losses (See page 9 of the instructions.)

Name of activity	Form or schedule and line number to be reported on (see instructions)	(a) Loss	(b) Ratio	(c) Unallowed loss
MADRONA VENTURE FUND I-A, LP	990-PF, LINE 11	21	.01	21
THE PEPPERTREE FUND, LP	990-PF, LINE 11	192	.13	192
PEPPERTREE SPECIAL VENTURE FUND, LLC	990-PF, LINE 11	195	.13	195
PRIMAS CAPITAL FUND III LTD PARTNERSH	990-PF, LINE 11	47	.03	47
PRIMAS CAPITAL FUND V LTD PARTNERSHIP	990-PF, LINE 11	1040	.70	1040
Total . . . . ▶		1495	1.00	1495

Worksheet 6—Allowed Losses (See pages 9 and 10 of the instructions.)

Name of activity	Form or schedule and line number to be reported on (see instructions)	(a) Loss	(b) Unallowed loss	(c) Allowed loss
Total . . . . ▶				

Worksheet 7—Activities With Losses Reported on Two or More Forms or Schedules (See page 10 of the instructions.)

Name of activity:	(a)	(b)	(c) Ratio	(d) Unallowed loss	(e) Allowed loss
Form or schedule and line number to be reported on (see instructions):					
1a Net loss plus prior year unallowed loss from form or schedule . ▶					
b Net income from form or schedule . . . . . . ▶					
c Subtract line 1b from line 1a If zero or less, enter -0- ▶		0	0.000000	0	0
Form or schedule and line number to be reported on (see instructions):					
1a Net loss plus prior year unallowed loss from form or schedule . ▶					
b Net income from form or schedule . . . . ▶					
c Subtract line 1b from line 1a If zero or less, enter -0- ▶		0	0.000000	0	0
Form or schedule and line number to be reported on (see instructions):					
1a Net loss plus prior year unallowed loss from form or schedule . ▶					
b Net income from form or schedule . . . . ▶					
c Subtract line 1b from line 1a If zero or less, enter -0- ▶		0	0.000000	0	0
Total . . . . ▶		0	1.00	0	0

34-6519863

ELIZABETH RING MATHER & WILLIAM GWINN MATHER FUND

1111 Superior Avenue, Suite 1000
Cleveland, Ohio 44114

Contributions, Gifts and Grants Received
For the Year Ended December 31, 2009

Name and Address	Date of the Gift	Adjusted Basis	Fair Markt Value
Part I, Line 1 Contributions, Gifts and Grants Received			
Elizabeth Ring Mather Trust dated 3/7/57 James D. Ireland III, Trustee Lucy I. Weller, Trustee Cornelia Hallinan, Trustee George R. Ireland, Trustee United States Trust Company, Trustee 114 West 47th Street New York, New York 10036-1510			
Cash	01/16/09	$21,464	$21,464
Cash	02/13/09	$26,453	$26,453
Cash	03/16/09	$95,614	$95,614
Cash	04/16/09	$41,882	$41,882
Cash	05/15/09	$21,075	$21,075
Cash	06/16/09	$67,662	$67,662
Cash	07/16/09	$21,831	$21,831
Cash	08/14/09	$18,286	$18,286
Cash	09/16/09	$66,899	$66,899
Cash	10/16/09	$19,649	$19,649
Cash	11/16/09	$38,402	$38,402
Cash	12/16/09	$125,483	$125,483
Total Contributions Received		$564,700	$564,700

34-6519863

ELIZABETH RING MATHER & WILLIAM GWINN MATHER FUND

1111 Superior Avenue, Suite 1000
Cleveland, Ohio 44114

Capital Gains and Losses
For the Year Ended December 31, 2009

Description	How Acquired D-Donation P-Purchased	Date Acquired	Date Sold	Net Proceeds	Cost	Commissions	Expenses of Sale	Gain/Loss
Part I, Line 6a, Net Gain/(Loss) From Sale of Assets Not on Line 10								
SALES - ART								
Sotheby's								
Albotto, *Elegant Figures Standing by Arch*	D	10/14/1991	1/31/2009	$ 19,080 00	$ 50,000 00	$ -	$ 49 95	$ (30,969 95)
Total from 1/31/09 Sotheby's auction				**$ 19,080 00**	**$ 50,000 00**	**$ -**	**$ 49 95**	**$ (30,969 95)**
SUBTOTAL - 2009 SALE OF ART				**$ 19,080 00**	**$ 50,000 00**	**$ -**	**$ 49 95**	**$ (30,969 95)**
SALES - BOOKS								
Peter Kelsogloff Rare Books Inc								
Cooper, Autobigraphical Romance	D	10/14/1991	4/1/2009	$ 225 00	$ 1 00	$ 90 00	$ 31 00	$ 103 00
Rivington Royal Gazette	D	10/14/1991	4/1/2009	$ 95 00	$ 1 00	$ 38 00	$ 13 00	$ 43 00
Mather, Invisible World	D	10/14/1991	4/1/2009	$ 9,500 00	$ 1 00	$ 3,800 00	$ 380 00	$ 5,319 00
Macalister, Ecclesiastical Vestments	D	10/14/1991	4/1/2009	$ 50 00	$ 1 00	$ 20 00	$ 8 00	$ 21 00
Margoliouth, Cairo	D	10/14/1991	4/1/2009	$ 45 00	$ 1 00	$ 18 00	$ 6 00	$ 20 00
Heinsius, On History	D	10/14/1991	4/1/2009	$ 125 00	$ 1 00	$ 50 00	$ 19 00	$ 55 00
Mitchell, View of the World	D	10/14/1991	4/1/2009	$ 100 00	$ 1 00	$ 40 00	$ 18 00	$ 41 00
Murphy, Sunset Highways	D	10/14/1991	4/1/2009	$ 45 00	$ 1 00	$ 18 00	$ 7 00	$ 19 00
Charter Oak	D	10/14/1991	4/1/2009	$ 50 00	$ 1 00	$ 20 00	$ 7 00	$ 22 00
Garrett, Bubble	D	10/14/1991	4/1/2009	$ 50 00	$ 1 00	$ 20 00	$ 7 00	$ 22 00
Grolier Club Publications	D	10/14/1991	4/1/2009	$ 25 00	$ 1 00	$ 10 00	$ 4 00	$ 10 00
Osler, Evolution of Medicine	D	10/14/1991	4/1/2009	$ 250 00	$ 1 00	$ 100 00	$ 35 00	$ 114 00
Murray, Constantinople	D	10/14/1991	4/1/2009	$ 125 00	$ 1 00	$ 50 00	$ 19 00	$ 55 00
Harper, Incunabula Catalogues	D	10/14/1991	4/1/2009	$ 200 00	$ 1 00	$ 80 00	$ 28 00	$ 91 00
Bacqueville, Amerique Septentriolnale	D	10/14/1991	4/1/2009	$ 1,250 00	$ 1 00	$ 500 00	$ 13 00	$ 736 00
Candide	D	10/14/1991	4/1/2009	$ 125 00	$ 1 00	$ 50 00	$ 18 00	$ 56 00
Total From 4/1/09 Peter Keisogloff book sale				**$ 12,260 00**	**$ 16 00**	**$ 4,904 00**	**$ 613.00**	**$ 6,727 00**
Peter Keisogloff Rare Books Inc								
Lanston, Monotype	D	10/14/1991	9/8/2009	$ 225 00	$ 1 00	$ 90 00	$ -	$ 134 00
Ayres, Economic Recovery	D	10/14/1991	9/8/2009	$ 95 00	$ 1 00	$ 38 00	$ 13 47	$ 42 53
Blackmore, Lorna Doone	D	10/14/1991	9/8/2009	$ 45 00	$ 1 00	$ 18 00	$ 6 72	$ 19 28
Adams, Clinton Maps book	D	10/14/1991	9/8/2009	$ 35 00	$ 1 00	$ 14 00	$ 5 37	$ 14 63
Quicksteps through Scandinavia	D	10/14/1991	9/8/2009	$ 95 00	$ 1 00	$ 38 00	$ 5 23	$ 50 77
F Eden, A Garden in Venice	D	10/14/1991	9/8/2009	$ 250 00	$ 1 00	$ 100 00	$ 13 75	$ 135 25
Persian Miniatures Catalogue	D	10/14/1991	9/8/2009	$ 95 00	$ 1 00	$ 38 00	$ 15 39	$ 40 61
The St Memin Indian Portraits	D	10/14/1991	9/8/2009	$ 95 00	$ 1 00	$ 38 00	$ 13 47	$ 42 53
Private Papers of James Boswell from Malahide Castle	D	10/14/1991	9/8/2009	$ 3,400 00	$ 1 00	$ 1,360 00	$ 267 04	$ 1,771 96
Total From 9/8/09Peter Kelsogloff book sale				**$ 4,335 00**	**$ 9 00**	**$ 1,734 00**	**$ 340 44**	**$ 2,251 56**
Peter Kelsogloff Rare Books Inc								
Contemporary Broadside Editions of the Declaration	D	10/14/1991	11/13/2009	$ 250 00	$ 1 00	$ 100 00	$ 35 24	$ 113 76
Marshall, Gardening Volume 2	D	10/14/1991	11/13/2009	$ 120 00	$ 1 00	$ 48 00	$ -	$ 71 00
Scott, Antiquary	D	10/14/1991	11/13/2009	$ 550 00	$ 1 00	$ 220 00	$ 81 73	$ 247 27
Cortes, Obras	D	10/14/1991	11/13/2009	$ 450 00	$ 1 00	$ 180 00	$ 64 29	$ 204 71
Peking Views Series	D	10/14/1991	11/13/2009	$ 350 00	$ 1 00	$ 140 00	$ 19 25	$ 189 75
Bruce Rogers Bible	D	10/14/1991	11/13/2009	$ 27,020 00	$ 1 00	$ 10,800 00	$ -	$ 16,219 00
Total From 11/13/09 Peter Keisogloff book sale				**$ 28,740 00**	**$ 6 00**	**$ 11,488 00**	**$ 200 51**	**$ 17,045 49**
SUBTOTAL - 2009 SALE OF BOOKS				**$ 45,335 00**	**$ 31 00**	**$ 18,126 00**	**$ 1,153 95**	**$ 26,024 05**
SALES - PERSONAL PROPERTY								
Dargate Auction Galleries LLC								
5 Faience Items	D	10/14/1991	2/8/2009	$ 20 00	$ -	$ 3 00	$ -	$ 17 00
Bin of Pastry Cooking Items	D	10/14/1991	2/8/2009	$ 30 00	$ -	$ 4 50	$ -	$ 25 50
Total from 02/08/09 Dargate Sale				**$ 50 00**	**$ -**	**$ 7 50**	**$ -**	**$ 42 50**
SUBTOTAL - 2009 HOUSEHOLD GOODS				**$ 50 00**	**$ -**	**$ 7 50**	**$ -**	**$ 42 50**
TOTAL ART, BOOKS, FURNITURE				**$ 64,465 00**	**$ 50,031 00**	**$ 18,133 50**	**$ 1,203 90**	**$ (4,903 40)**

Description	How Acquired D-Donation P-Purchased	Date Acquired	Date Sold	Net Proceeds	Cost	Commissions	Expenses of Sale	Gain/Loss
SALES - SECURITIES								
42,533 081 shares Blackrock High Yield Bond Fund	P	2/12/2009	9/1/2009	$269,234 40	$225,000 00	$0 00	$0 00	$44,234 40
66,312 000 shares Columbia Select Large Cap Grow Fd	P	11/2/1999	9/1/2009	$594,818 64	$999,984 96	$0 00	$0 00	($405,166 32)
53,248 000 shares Columbia Pacific/Asia Fund	P	11/2/1999	9/1/2009	$371,671 04	$499,998 72	$0 00	$0 00	($128,327 68)
10,161 544 shares Fidelity Spartan US Equity Idx Fd	P	various	9/1/2009	$367,949 51	$164,959 64	$0 00	$0 00	$202,989 87
18,122 463 shares Longleaf Partners Fund	P	various	9/1/2009	$389,270 51	$374,365 49	$0 00	$0 00	$14,905 02
4,409 819 shares White Oak Growth Stock Fund	P	12/14/2000	9/1/2009	$130,266 05	$300,000 00	$0 00	$0 00	($169,733 95)
14,844 000 shares Corinthian Colleges Inc	P	1/1/2002	9/4/2009	$281,602 73	$6,068 00	$0 00	$0 00	$275,534 73
914 000 shares Isilon Sys Inc	P	7/23/2007	9/4/2009	$5,057 75	$959 70	$0 00	$0 00	$4,098 05
7,400 000 shares Key Bank (New)	P	1/1/2004	9/4/2009	$47,099 78	$2,615 93	$0 00	$0 00	$44,483 85
3,600 000 shares Maxxam Inc	P	3/10/1999	9/4/2009	$35,487 52	$203,817 12	$0 00	$0 00	($168,329 60)
22,494 000 shares MetroPCS Communications Inc	P	10/11/2007	9/4/2009	$172,949 65	$8,982 67	$0 00	$0 00	$163,966 98
818 000 shares Travelers Cos Inc	P	9/12/1996	9/4/2009	$40,595 23	$15,800 94	$0 00	$0 00	$24,794 29
5,000 000 shares Uranium Res Inc	P	7/25/1997	9/4/2009	$4,602 88	$105,490 00	$0 00	$0 00	($100,887 12)
1,400 000 shares Maxxam Inc	P	3/10/1999	9/8/2009	$13,675 68	$79,764 16	$0 00	$0 00	($66,088 48)
28,089 888 shares Tweedy Browne Value Fund	P	12/18/2000	9/9/2009	$460,393 26	$700,000 00	$0 00	$0 00	($239,606 74)
133,056 896 shares Morgan Stanley Inst'l Fund	P	various	9/15/2009	$1,236 098 56	$1,584,333 46	$0 00	$0 00	($348,234 90)
Madrona Venture Fund I-A, L P EIN 91-2005324, per K-1	P	11/21/99	various	$ (628 00)	$ -	$ -	$ -	$ (628 00)
The Peppertree Fund LP EIN 34-1937157, per K-1	P	04/21/01	various	$ 2,587 00	$ -	$ -	$ -	$ 2,587 00
The Peppertree Fund LP EIN 34-1937157, per K-1	P	04/21/01	various	$ (2,220 00)	$ -	$ -	$ -	$ (2,220 00)
Peppertree Special Venture Fund, LLC EIN 20-8956675, per K-1	P	05/16/07	various	$ 2,587 00	$ -	$ -	$ -	$ 2,587 00
Peppertree Special Venture Fund, LLC EIN 20-8956675, per K-1	P	05/16/07	various	$ (2,220 00)	$ -	$ -	$ -	$ (2,220 00)
Primus Capital Fund III LP EIN 34-1756783, per K-1	P	12/23/94	various	$ 13 00	$ -	$ -	$ -	$ 13 00
Primus Capital Fund IV LP EIN 52-2240834, per K-1	P	07/21/97	various	$ 17,916 00	$ -	$ -	$ -	$ 17,916 00
Primus Capital Fund V LP EIN 52-2240834, per K-1	P	07/28/00	various	$ 87,741 00	$ -	$ -	$ -	$ 87,741 00
TOTAL SALES - SECURITIES				$4,526,549 19	$5,272,140 79	$0 00	$0 00	($745,591 60)
LONG TERM CAPITAL GAIN DISTRIBUTIONS								
PIMCO Total Return Fund	P	02/13/09	12/15/09	$ 4,958 92	$ -	$ -	$ -	$ 4,958 92
TOTAL CAPITALGAINS DISTRIBUTIONS				$ 4,958 92	$ -	$ -	$ -	$4,958 92
GRAND TOTAL GAINS/LOSSES				$4,595,973 11	$5,322,171.79	$ 18,133 50	$ 1,203 90	$ (745,536 08)

ELIZABETH RING MATHER & WILLIAM GWINN MATHER FUND

1111 Superior Avenue, Suite 1000
Cleveland, Ohio 44114

Other Income
For the Year Ended December 31, 2009

	(a) Revenue Per Books	(b) Net Investment Income	c) Adjusted Net Income	(d) Charitable Purpose
Part I, Line 11, Other Income (loss):				
Madrona Venture Fund I-A, LP	(21)	-	-	-
The Peppertree Fund, LP	(192)	-	-	-
Peppertree Special Venture Fund, LLC	(195)	-	-	-
Primus Capital Fund III Limited Partnership	(47)	-	-	-
Primus Capital Fund V Limited Partnership	(1,040)	-	-	-
Total	$ (1,495)	$ -	$ -	$ -

34-6519863

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Legal Fees
For the Year Ended December 31, 2009

	(a) Expenses Per Books	(b) Net Investment Income	c) Adjusted Net Income	(d) Charitable Purpose
Part I, Line 16(a) Legal Fees:				
Schneider, Smeltz, Ranney & LaFond PLL (Foundation Administration and Legal Fees)	$103,230	$51,615	$0	$51,615
Total:	$103,230	$51,615	$0	$51,615

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Legal Fees
For the Year Ended December 31, 2009

		(a) Expenses Per Books	(b) Net Investment Income	c) Adjusted Net Income	(d) Charitable Purpose
Part I, Line 16(b) Accounting Fees:					
McGladrey & Pullen (Auditor's Fees)		$21,000	$10,500	$0	$10,500
	Total:	$21,000	$10,500	$0	$10,500

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Other Fees
For the Year Ended December 31, 2009

		(a) Expenses Per Books	(b) Net Investment Income	c) Adjusted Net Income	(d) Charitable Purpose
Part I, Line 16(c) Other Professional Fees:					
Innovest Portfolio Solutions LLC		$33,169	$16,585	$0	$16,584
US Trust Management Fees		$4,836	$2,418	$0	$2,418
	Total.	$38,005	$19,003	$0	$19,002

ELIZABETH RING MATHER & WILLIAM GWINN MATHER FUND

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Taxes
For the Year Ended December 31, 2009

		(a) Expenses Per Books	(b) Net Investment Income	c) Adjusted Net Income	(d) Charitable Purpose
Part I, Line 18 Taxes:					
US Treasury - Excise Tax		$75,500	$75,500	$0	$0
Foreign Tax		$1,323	$1,323	$0	$0
	Total:	$76,823	$76,823	$0	$0

ELIZABETH RING MATHER & WILLIAM GWINN MATHER FUND

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Other Expenses
For the Year Ended December 31, 2009

	(a) Expenses Per Books		(b) Net Investment Income		c) Adjusted Net Income		(d) Charitable Purpose	
Part I, Line 23 Other Expenses:								
Attorneys Expenses	$	637	$	-	$	-	$	637
Cost of Sale of art, books and personal property	$	37,426	$	-	$	-	$	37,426
Dues and Subscriptions	$	55	$	-	$	-	$	55
Duplication of Gwinn Documents	$	15,255	$	-	$	-	$	15,255
Insurance	$	1,267	$	-	$	-	$	1,267
Madrona Venture Fd LP (EIN 91-2005324, per K-1)	$	1,661	$	1,661	$	-	$	-
Peppertree Fund, LP (EIN 34-1937157, per K-1)	$	17,186	$	17,186	$	-	$	-
Peppertree SVF (EIN 20-8956675, per K-1)	$	18,838	$	18,838	$	-	$	-
Primus Capital Fund IV (EIN 31-1526772, per K-1)	$	189	$	189	$	-	$	-
Primus Capital Fund V (EIN 52-224-834, per K-1)	$	7,614	$	7,614	$	-	$	-
Primus Capital Fund VI (EIN 26-0327997, per K-1)	$	6,661	$	6,661				
State of Ohio - Filing Fee	$	200	$	-	$	-	$	200
Storage of Gwinn Documents	$	31,576	$	-	$	-	$	31,576
Total	$	138,565	$	52,149	$	-	$	86,416

ELIZABETH RING MATHER & WILLIAM GWINN MATHER FUND

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Investments Held at the Close of Tax Year
For the Year Ended December 31, 2009

Part II, Line 10(b), Corporate Stock

		Beginning of Year (a) Book Value	End of Year (b) Book Value	End of Year (c FMV
62,596 921 shs	Allianz NFJ Dividend Value Fund	$ -	$ 543,774	$ 652,886
20,061 579 shs	Artisan Mid Cap Value Fund	$ -	$ 261,321	$ 360,707
---	Columbia Select Large Cap Growth Fund	$ 999,985	$ -	$ -
---	Columbia Pacific/Asia Fund	$ 499,999	$ -	$ -
---	Corinthian Colleges, Inc	$ 6,068	$ -	$ -
---	Fidelity Instl Trust	$ 164,960	$ -	$ -
7,123 756 shs	Harbor International Fund	$ -	$ 267,000	$ 390,880
---	Isilon Systems Inc	$ 960	$ -	$ -
---	Key Corp (New)	$ 2,616	$ -	$ -
---	Longleaf Partners Funds	$ 374,366	$ -	$ -
---	Maxxam Inc	$ 283,581	$ -	$ -
---	MetroPCS Communicatons, Inc	$ 8,983	$ -	$ -
---	Oak Assocs Funds	$ 300,000	$ -	$ -
15,207 753 shs	Pioneer Oak Ridge Small Cap Growth Fund	$ -	$ 260,000	$ 341,870
29803 707 shs	Ranier Large Cap Equity Portfolio	$ -	$ 522,831	$ 645,548
---	Travelers Cos Inc	$ 15,801	$ -	$ -
---	Tweedy Browne Fund	$ 700,000	$ -	$ -
---	Uranium Resources Inc (New)	$ 105,490	$ -	$ -
17,071 893 shs	Virtus Foreign Opportunities Cl I	$ -	$ 271,946	$ 343,316
	Total Line 10(b)	$ 3,462,808	$ 2,126,872	$ 2,735,208

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Investments Held at the Close of Tax Year
For the Year Ended December 31, 2009

Part II, Line 10(c), Corporate Bonds

		Beginning of Year (a) Book Value	End of Year (b) Book Value	End of Year (c FMV
32390 996 shs	Fidelity Floating Rate High Income Fund	$ -	$ 268,826	$ 304,799
43,797 329 shs	Harbor High Yield Bond Fund	$ -	$ 441,000	$ 458,996
205,168 242 shs	Pimco Total Return Fund Instl	$ -	$ 2,172,000	$ 2,215,817
	Total Line 10(c)	$ -	$ 2,881,826	$ 2,979,612

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Investments Held at the Close of Tax Year
For the Year Ended December 31, 2009

Part II, Line 11 - Investments - Land, Building, and Equipment

	Beginning of Year (a) Book Value	End of Year (b) Book Value	End of Year (c FMV
Furniture & Fixtures	$ 101,372	$ 69,429	$ 69,429
Total Line 11	$ 101,372	$ 69,429	$ 69,429

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Investments Held at the Close of Tax Year
For the Year Ended December 31, 2009

Part II, Line 13, Investments - Other

		Beginning of Year (a) Book Value	End of Year (b) Book Value	End of Year (c FMV
---	Morgan Stanley Instl Fund	$ 1,584,334	$ -	$ -
6,334 178 shs	Common Sense Offshore, Ltd	$ -	$ 950,000	$ 934,608
950 shs	Private Advisors Stable Value Fund, Ltd	$ -	$ 950,000	$ 954,206
	Madrona Venture Fund I-A, L P	$ 63,677	$ 70,106	$ 70,106
	The Peppertree Fund, L P	$ 237,384	$ 252,783	$ 252,783
	Peppertree Special Venture Fund, LLC	$ 282,325	$ 296,832	$ 296,832
	Primus Capital Fund III, L P	$ 137	$ 102	$ 102
	Primus Capital Fund IV, L.P	$ 72,738	$ 107,845	$ 107,845
	Primus Capital Fund V, L P	$ 266,738	$ 303,314	$ 303,314
	Primus Capital Fund VI, L.P	$ 118,931	$ 205,999	$ 205,999
	Total Line 13	$ 2,626,263	$ 3,136,981	$ 3,125,795

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Changes in Fund Balances
For the Year Ended December 31, 2009

Part III, Analysis of Changes in Net Assets or Fund Balances:
Line 3 increases not included in line 2 (itemize)

Carry forward of art, books, and personal property capitalized expenses to future assets	$	39,922
Current year increase in value of limited partnerships.		37,487
Total of Part III, Line 5	$	77,409

ELIZABETH RING MATHER & WILLIAM GWINN MATHER FUND

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Contributions, Gifts, Grants to Public Charities
For the Year Ended December 31, 2009

Recipient
(All grant recipients are publc charities) — **Amount**

Part XV, Line 3(a) Grants and contributions Paid During the Tax Year 2008

Cash Grants & Allocations:

Grant Recipient:	Purpose	Cash
American Cancer Society 10501 Euclid Avenue Cleveland, Ohio 44106	Unrestricted operating support for the American Cancer Society's Hope Lodge	$20,000 00
Brown University 110 Elm Street Providence, Rhode Island 02903	Unrestricted operating support	$10,000 00
Carnegie Mellon University 5000 Forbes Avenue Pittsburg, Pennsylvania 15213	Unrestricted operating support	$10,000 00
Center for Families and Children 4500 Euclid Avenue Cleveland, Ohio 44103	Capital Grant to Building on Hope Campaign	$5,000 00
Cleveland Animal Protective League 1729 Willey Avenue Cleveland, Ohio 44113	Unrestricted operating support	$5,000 00
Cleveland Foodbank 15500 Waterloo Road Cleveland, Ohio 44110	Unrestricted operating support	$5,000 00
Cleveland Foundation 1801 Superior Avenue Cleveland, OH 44114	The Plain Dealer Newspaper in Education Fund	$1,000 00
Cleveland Institute of Art 11141 East Boulevard Cleveland, Ohio 44106	Unrestricted operating support	$10,000 00
Cleveland Institute of Music 11021 East Boulevard Cleveland, Ohio 44106	Unrestricted operating support	$10,000 00

Recipient (All grant recipients are public charities)		Amount

Part XV, Line 3(a) Grants and contributions Paid During the Tax Year 2008

Cash Grants & Allocations:

Grant Recipient:	Purpose	Cash
Cleveland Museum of Art 11150 East Boulevard Cleveland, Ohio 44106	Unrestricted operating support	$15,000 00
Columbia College 208 Hamilton Hall 1130 Amsterdam Avenue New York, New York 10027	Unrestricted operating support	$5,000 00
Crohn's Colitis Foundation of America 386 Park Avenue South - 17th Floor New York, New York 10016	Unrestricted operating support	$16,000 00
Cuyahoga Community College Foundation 700 Carnegie Avenue Cleveland, Ohio 44115	Operating grant to support the 2009 Partnership for Achieving Student Success (PASS) Academy	$10,000 00
Cuyahoga Valley National Park Association 1403 West Hines Road Peninsula, Ohio 44264	Support fo low income children to attend the "All The Rivers Run" summer camp	$2,445 00
The Episcopal Diocese of Ohio 2230 Euclid Avenue Cleveland, Ohio 44115	Grant for Kenyon College Chaplaincy Endowment	$5,000 00
Eliza Bryant Village 7201 Wade Park Avenue Cleveland, Ohio 44103	Unrestricted operating support	$1,000 00
Fishers Island Communty Center, Inc P O Box 464 Fishers Isle, New York 06390-0464	Unrestricted operating support	$10,000 00
Freedom Center*** 106 East Gambier Street Mount Vernon, Ohio 43050	Unrestricted operating support	$5,000 00
Friends of the Public Garden 87 Mount Vernon Street Boston, MA 02108	Unrestricted operating support	$5,000 00
Generation Foundation 1111 Superior Avenue - Suite #1000 Cleveland, Ohio 44114	Operational support for economic development projects	$15,000 00

Recipient (All grant recipients are publc charities)		Amount

Part XV, Line 3(a) Grants and contributions Paid During the Tax Year 2008

Cash Grants & Allocations:

Grant Recipient:	Purpose	Cash
Gilmour Academy 34001 Cedar Road Gates Mills, Ohio 44040	Endowment and capital grant for the "Promise and Renewal" campaign	$42,500 00
Great Lakes Science Center* 601 Erieside Avenue Cleveland, Ohio 44114	Unrestricted operating support	$80,000 00
Great Lakes Theater Festival 1501 Euclid Avenue - #300 Cleveland, Ohio 44115	Grant for the *Re-Imagine A Classic* campaign	$16,667 00
Hathaway Brown School 19600 North Park Boulevard Shaker Heights, Ohio 44122	Unrestricted operating support	$5,000 00
Holden Arboretum 9500 Sperry Road Kirtland, OH 44094	Unrestricted operating support	$1,000 00
Hunger Network 614 West Superior Ave # 744 Cleveland, OH 44113	Unrestricted operating support	$5,000 00
Ideastream 1375 Euclid Avenue Cleveland, OH 44115	Unrestricted operating support	$1,000 00
Isabella Stewart Gardner Museum 280 The Fenway Boston, MA 02115	Unrestricted operating support	$5,000 00
JumpStart 737 Bolivar Road Cleveland, Ohio 44115	Operational support for economic development project	$83,333 00
Kenyon College Gambier, Ohio 43022	Grant to the *We Are Kenyon* campaign for the Perry C Lentz House	$75,000 00
Mineral Information Institute 501 Violet Street Golden, Colorado 80401	Unrestricted operating support	$2,500 00

Recipient (All grant recipients are public charities)		Amount

Part XV, Line 3(a) Grants and contributions Paid During the Tax Year 2008

Cash Grants & Allocations:

Grant Recipient:	Purpose	Cash
Museum of Fine Arts - Boston Avenue of the Arts 465 Huntington Avenue Boston, MA 02115	Unrestricted operating support	$5,000 00
Musical Arts Association 10001 Euclid Avenue Cleveland, OH 44106	Unrestricted operating support	$50,000 00
National Alliance on Mental Illness, Greater Cleveland 1400 West 25th St - 4th Floor Cleveland, OH 44113	Unrestricted operating support	$3,000 00
Ohio Grantmakers Forum 37 West Broad Street - #800 Columbus, Ohio 43215	Unrestricted operating support	$2,144 00
Outward Bound, Inc ** 100 Mystery Point Road Garrison, New York 10524	Unrestricted operating support	$10,000 00
Parkworks 1422 Euclid Avenue - #733 Cleveland, Ohio 44115	Unrestricted operating support	$10,000 00
Peer Health Exchange c/o Skadden Arps, Slate Meagher & Flom LLP One Beacon Street, 31-313 Boston, MA 02108	Unrestricted operating support	$5,000 00
Planned Parenthood 3500 Lorain Avenue - #400 Cleveland, Ohio 44113	Unrestricted operating support	$10,000 00
Princeton in Asia 194 Nassau Street #212 Princeton, NJ 08542	Unrestricted operating support	$5,000 00
Scenic Ohio P O Box 5835 Akron, Ohio 44372	Unrestricted operating support	$2,500 00
Sears House Foundation 42 Beacon Street Boston, MA 02108	Unrestricted operating support	$10,000 00

Recipient (All grant recipients are publc charities)		Amount

Part XV, Line 3(a) Grants and contributions Paid During the Tax Year 2008

Cash Grants & Allocations:

Grant Recipient:	Purpose	Cash
Smith College 7 College Lane Northampton, MA 01063	Unrestricted operating support	$5,000 00
Society of Economics Geologists, Inc 7811 Shaffer Parkway Littleton, CO 80127	Unrestricted operating support	$5,000 00
St Georges School PO Box 1910 New Port, RI 02840	Unrestricted operating support	$5,000.00
St. John's Episcopal Church c/o Doherty, Beals & Banks, PC Certified Public Accountants 187 Williams Street P O Box 59 New London, CT 06320	Unrestricted operating support	$2,500 00
St. Paul's Episcopal Church 2747 Fairmount Blvd Cleveland Heights, OH 44106	Unrestricted operating support	$12,500 00
Summer Search 500 Columbus Avenue Jamaica Plains, MA 02130	Unrestricted operating support	$5,000 00
The Richard M. Ross Museum On the Campus of the Ohio Wesleyan University 60 S Sandusky Street Delaware, OH 43015	Unrestricted operating support	$5,000 00
Thompson Island Outward Bound School** P O Box 127 Boston, Massachusetts 02127	Unrestricted operating support	$5,000 00
Trinity Foundation 2230 Euclid Avenue Cleveland, Ohio 44115	Grant for the Legacy Campaign to construct Trinity Commons	$50,000 00
United Way - Ten Plus 1331 Euclid Avenue Cleveland, Ohio 44115	Unrestricted operating support	$10,557 00

Recipient (All grant recipients are public charities)		Amount

Part XV, Line 3(a) Grants and contributions Paid During the Tax Year 2008

Cash Grants & Allocations:

Grant Recipient:	Purpose	Cash
Universtiy Circle, Inc * 10831 Magnolia Drive Cleveland, Ohio 44106	Unrestricted operating support for the Gwinn Estate facility used by non-profit organizations	$214,856 00
University Hospitals Case Medical Center 11100 Euclid Avenue Cleveland, Ohio 44106	Grant for the Morley Neuropsychiatry Chair	$25,000 00
Urban Community School 4909 Lorain Avenue Cleveland, Ohio 44102	Unrestricted operating support	$2,000 00
Western Reserve Academy 115 College Street Hudson, OH 44236	Unrestricted operating support	$5,000 00
Western Reserve Historical Society 10825 East Boulevard Cleveland, OH 44106	Grant for the biography of John Milton Hay	$2,000 00
Wharton Graduate School of Business University of Pennsylvania 3451 Walnut St Philadelphia, PA 19104	Unrestricted operating support	$5,000 00
Yale University P O Box 2038 New Haven, Connecticut 06521	Unrestricted operating support	$10,000 00
	Total:	**$964,502.00**

* James D Ireland III is a Trustee
** George R Ireland is a Trustee
*** Cornelia I Hallinan

ELIZABETH RING MATHER & WILLIAM GWINN MATHER FUND

1111 Superior Avenue, Suite 1000
Cleveland, Ohio 44114

Taxes
For the Year Ended December 31, 2009

Part XV, Line 2a-d Application Submission Information

Name:	Lucy I Weller, President
Street Address:	1111 Superior Avenue, #1000
City, State, Zip Code.	Cleveland, OH 44114
Telephone	216-696-4200
Form and Content.	Application can be made in letter form to include detail of organization, project budget and summary of grant request.
Submission Deadline	None
Restrictions on Awards.	No grants are made to individuals. No limitations to geographical area; however, grants are generally made to qualifying organizations in the Cleveland, Ohio area and other locations where trustees reside.