PFBDM 10/04/2010 11 10 AM

2 Forms 8868 Filed

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 , 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: Burton D. Morgan Foundation

Number and street (or P.O box number if mail is not delivered to street address): 22 Aurora St. Room/suite:

City or town, state, and ZIP code: Hudson OH 44236

A Employer identification number: 34-6598971

B Telephone number (see page 10 of the instructions): 330-655-1660

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 118,266,359

J Accounting method: ☐ 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 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)	2,644,916			
2	Check ▶ ☐ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	1,239	1,239		
4	Dividends and interest from securities	1,365,921	1,365,921		
5a	Gross rents	15,200	15,200		
b	Net rental income or (loss) 14,240				
6a	Net gain or (loss) from sale of assets not on line 10 Stmt 1	-13,608,777			
b	Gross sales price for all assets on line 6a 78,058,127				
7	Capital gain net income (from Part IV, line 2)		0		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns & allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) Stmt 2	-45,804	26		
12	Total. Add lines 1 through 11	-9,627,305	1,382,386	0	
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc.	370,996	86,996		284,000
14	Other employee salaries and wages	415,658	83,381		332,277
15	Pension plans, employee benefits	109,523	22,729		86,794
16a	Legal fees (attach schedule) See Stmt 3	153	31		122
b	Accounting fees (attach schedule) Stmt 4	23,444	4,703		18,741
c	Other professional fees (attach schedule) Stmt 5	498,303	378,271		6,333
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) Stmt 6	35,100			
19	Depreciation (attach schedule) and depletion Stmt 7	186,852	37,483		
20	Occupancy	31,557	6,330		25,227
21	Travel, conferences, and meetings	18,871	3,786		15,085
22	Printing and publications	25,889	5,193		20,696
23	Other expenses (att. sch.) Stmt 8	401,236	30,751		124,094
24	Total operating and administrative expenses. Add lines 13 through 23	2,117,582	659,654		913,369
25	Contributions, gifts, grants paid	5,339,687			5,339,687
26	Total expenses and disbursements. Add lines 24 and 25	7,457,269	659,654	0	6,253,056
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-17,084,574			
b	Net investment income (if negative, enter -0-)		722,732		
c	Adjusted net income (if negative, enter -0-)			0	

RECEIVED OCT 1 8 2010 OGDEN, UT

SCANNED OCT 25 2010

19

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. Form **990-PF** (2009)

DAA

14

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	End of year (c) Fair Market Value
Assets				
1	Cash—non-interest-bearing	153,582	12,259	12,259
2	Savings and temporary cash investments			
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶	100		
4	Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
7	Other notes and loans receivable (att. schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges	20,572	15,361	15,361
10a	Investments—U.S and state government obligations (attach schedule) Stmt 9	2,972,328	999,656	999,926
b	Investments—corporate stock (attach schedule) See Stmt 10	51,308,218	44,738,435	59,168,682
c	Investments—corporate bonds (attach schedule) See Stmt 11		193,316	201,000
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach sch.) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule) See Statement 12	66,896,635	59,966,798	54,216,078
14	Land, buildings, and equipment basis ▶ 4,288,720			
	Less accumulated depreciation (attach sch.) ▶ Stmt 13 625,667	3,821,192	3,663,053	3,653,053
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	125,172,627	109,588,878	118,266,359
Liabilities				
17	Accounts payable and accrued expenses	20,903	46,003	
18	Grants payable	7,723,709	5,287,209	
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	7,744,612	5,333,212	
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	117,428,015	104,255,666	
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see page 17 of the instructions)	117,428,015	104,255,666	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	125,172,627	109,588,878	

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	117,428,015
2	Enter amount from Part I, line 27a	2	-17,084,574
3	Other increases not included in line 2 (itemize) ▶ See Statement 14	3	3,912,225
4	Add lines 1, 2, and 3	4	104,255,666
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	104,255,666

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	-13,608,318
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	1,576,007

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	5,028,881	132,277,815	0.038018
2007	5,171,850	152,548,765	0.033903
2006	5,251,329	132,514,967	0.039628
2005	4,873,307	132,860,115	0.036680
2004	6,106,981	115,840,453	0.052719

2	**Total** of line 1, column (d)	2	0.200948
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	0.040190
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	103,935,187
5	Multiply line 4 by line 3	5	4,177,155
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	7,227
7	Add lines 5 and 6	7	4,184,382
8	Enter qualifying distributions from Part XII, line 4	8	6,253,056

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	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	1	7,227
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	7,227
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	7,227
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 36,320		
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	36,320
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	29,093
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 29,093 Refunded ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	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. ▶ $ ______ **(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.	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? N/A	4b		
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? N/A	6		
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	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ OH			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation See Stmt 15	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 on page 27)? 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)

			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 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?	13	X	

Website address ▶ www.bdmorganfdn.org

14 The books are in care of ▶ Denise M. Griggs Telephone no. ▶ 330-655-1660

Located at ▶ 22 Aurora St. Hudson, OH ZIP+4 ▶ 44236

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

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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 page 20 of the instructions)?	1b		X
	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? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 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.) N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		X

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

5a	During the year did the foundation pay or incur any amount to:		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☒ Yes ☐ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	5b	X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☒ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945-5(d).		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b	X
	If "Yes" to 6b, file Form 8870.		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
See Statement 16				

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
Jean Van Ness, Hudson 22 Aurora St, OH 44236	Sr. Prog Off 40.00	93,414	6,416	0
Leslie Nelson, Hudson 22 Aurora St, OH 44236	Sr. Prog Off 40.00	90,231	6,053	0
Marie Erb, Hudson 22 Aurora St., OH 44236	Grants Mgr 30.00	52,215	3,754	0

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
Essex Investment Management Co. LLC Boston 125 High St., 29th Flr MA 02110	Investment Mgt	124,447
Smith Group Asset Management Dallas 100 Crescent Court; Suite 1150 TX 75201	Investment Mgt	69,174

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 See Statement 17	5,042
2 The Foundation convenes grantees by sponsoring various meetings and forums to promote collaboration and dissemination of entrepreneurial ideas and iniatives.	2,055
3 See Statement 18	1,437
4 The Foundation President and program officers speak at and host various events relative to entrepreneurship matters and entrepreneurship grantmaking.	

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 N/A	
2	
All other program-related investments. See page 24 of the instructions. 3	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	89,705,273
b	Average of monthly cash balances	1b	9,940,950
c	Fair market value of all other assets (see page 24 of the instructions)	1c	5,871,733
d	**Total** (add lines 1a, b, and c)	1d	105,517,956
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	105,517,956
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	1,582,769
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	103,935,187
6	**Minimum investment return.** Enter 5% of line 5	6	5,196,759

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	5,196,759
2a	Tax on investment income for 2009 from Part VI, line 5 2a 7,227		
b	Income tax for 2009. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	7,227
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	5,189,532
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	5,189,532
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	5,189,532

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	6,253,056
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	6,253,056
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	7,227
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	6,245,829

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				5,189,532
2	Undistributed income, if any, as of the end of 2009:				
a	Enter amount for 2008 only				
b	Total for prior years: 20 ____ , 20 ____ , 20 ____				
3	Excess distributions carryover, if any, to 2009:				
a	From 2004 — 532,696				
b	From 2005				
c	From 2006				
d	From 2007				
e	From 2008				
f	**Total** of lines 3a through e	532,696			
4	Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 6,253,056				
a	Applied to 2008, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d	Applied to 2009 distributable amount				5,189,532
e	Remaining amount distributed out of corpus	1,063,524			
5	Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e. Subtract line 5	1,596,220			
b	Prior years' undistributed income Subtract line 4b from line 2b				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e	Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions				
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				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)	532,696			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	1,063,524			
10	Analysis of line 9				
a	Excess from 2005				
b	Excess from 2006				
c	Excess from 2007				
d	Excess from 2008				
e	Excess from 2009 — 1,063,524				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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		This section is N/A			
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

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

See attached submission requirements

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

See attached application format and procedures

c Any submission deadlines:

See attached submission deadlines

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

See attached award restrictions or limitations

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 See Attached				5,339,687
Total			▶ 3a	5,339,687
b Approved for future payment See Attached				961,303
Total			▶ 3b	961,303

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1,239	
4 Dividends and interest from securities			14	1,365,921	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	14,240	
6 Net rental income or (loss) from personal property					
7 Other investment income			15	26	
8 Gain or (loss) from sales of assets other than inventory			18	-13,608,777	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b See Statement 19		-3,959		-41,871	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		-3,959		-12,269,222	0

13 Total. Add line 12, columns (b), (d), and (e) 13 -12,273,181

(See worksheet in line 13 instructions on page 28 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 page 29 of 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

Deborah D. Hoover 10-11-10 President/CEO

Signature of officer or trustee Date Title

Paid Preparer's Use Only

Preparer's signature	Date 10/04/10	Check if self-employed ☐	Preparer's identifying number (see Signature on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code	The Burton D. Morgan Foundation 22 Aurora St Hudson, OH 44236	EIN	Phone no

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	**Schedule of Contributors** ▶ **Attach to Form 990, 990-EZ, or 990-PF.**	OMB No 1545-0047 **2009**

Name of the organization	**Employer identification number**
Burton D. Morgan Foundation	34-6598971

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not aggregate to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc , purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year ▶ $ ....

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box in the heading of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
Burton D. Morgan Foundation	34-6598971

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Estate of Burton D. Morgan 10 W. Streetsboro St. Hudson OH 44236	$ 750,000	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
2	Estate of Burton D. Morgan 10 W. Streetsboro St. Hudson OH 44236	$ 1,894,916	Person [ ] Payroll [ ] Noncash [X] (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
Burton D. Morgan Foundation

Employer identification number
34-6598971

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
2	50% interest in Freeprt Farms LL	$ 1,339,707	02/28/09

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	2.2546% interest in Axletech Res	$ 53,959	02/28/09

(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
		$	

Part II Annualized Income Installment Method

		(a)	(b)	(c)	(d)
20 Annualization periods (see instructions)	20	First 2 months	First 4 months	First 7 months	First 10 months
21 Enter taxable income for each annualization period (see instructions for the treatment of extraordinary items)	21	120,455	240,911	421,594	602,277
22 Annualization amounts (see instructions)	22	6.00000	3.00000	1.71429	1.20000
23a Annualized taxable income. Multiply line 21 by line 22	23a	722,730	722,733	722,734	722,732
b Extraordinary items (see instructions)	23b				
c Add lines 23a and 23b	23c	722,730	722,733	722,734	722,732
24 Figure the tax on the amount on line 23c using the instructions for Form 1120, Schedule J, line 2 (or comparable line of corporation's return)	24	7,227	7,227	7,227	7,227
25 Enter any alternative minimum tax for each payment period (see instructions)	25				
26 Enter any other taxes for each payment period (see instructions)	26				
27 Total tax. Add lines 24 through 26	27	7,227	7,227	7,227	7,227
28 For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c (see instructions)	28				
29 Total tax after credits Subtract line 28 from line 27 If zero or less, enter -0-	29	7,227	7,227	7,227	7,227
30 Applicable percentage	30	25%	50%	75%	100%
31 Multiply line 29 by line 30	31	1,807	3,614	5,420	7,227

Part III Required Installments

Note: Complete lines 32 through 38 of one column before completing the next column		1st installment	2nd installment	3rd installment	4th installment
32 If only Part I or Part II is completed, enter the amount in each column from line 19 or line 31. If both parts are completed, enter the **smaller** of the amounts in each column from line 19 or line 31	32	1,807	3,614	5,420	7,227
33 Add the amounts in all preceding columns of line 38 (see instructions)	33		1,807	3,614	5,420
34 **Adjusted seasonal or annualized income installments.** Subtract line 33 from line 32. If zero or less, enter -0-	34	1,807	1,807	1,806	1,807
35 Enter 25% of line 5 on page 1 of Form 2220 in each column **Note:** "Large corporations," see the instructions for line 10 for the amounts to enter	35	1,807	1,807	1,807	1,806
36 Subtract line 38 of the preceding column from line 37 of the preceding column	36				1
37 Add lines 35 and 36	37	1,807	1,807	1,807	1,807
38 **Required installments.** Enter the **smaller** of line 34 or line 37 here and on page 1 of Form 2220, line 10 (see instructions)	38	1,807	1,807	1,806	1,807

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description			How Received				
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
LAPTOP--NEVADA			Purchase				
	11/01/05	7/31/09	$	$ 1,835	$	$ 1,376	$ -459
Total			$ 0	$ 1,835	$ 0	$ 1,376	$ -459

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
Avista II Capital Partners	$ 26	$ 26	$
City of Hudson Refund of Bond	7,826		
Honorarium	150		
Freeport Farms Ordinary loss	-14,005		
Avista I Ordinary Loss	-22,278		
GMO Forestry Fund 8-B LP Loss	-3,979		
GMO Forestry Fund 8-B LP Loss	-3,965		
NEO Capital Fund	6		
Avista I Other Loss	-9,616		
Avista II Other Income	31		
Total	$ -45,804	$ 26	$ 0

Statement 3 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Legal Expenses	$ 153	$ 31	$	$ 122
Total	$ 153	$ 31	$ 0	$ 122

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Audit	$ 17,000	$ 3,410	$	$ 13,590
Other accounting	6,444	1,293		5,151
Total	$ 23,444	$ 4,703	$ 0	$ 18,741

Statement 5 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Investment Custodial Fees	$ 48,778	$ 48,778	$	$
Investment Management Fees	239,409	239,409		
Investment Consultant	8,500	8,500		
Grants Mgt Software Consultant	997	200		797
Strategic Plan Consultant	5,500	1,103		4,397
HR Consultant	1,425	286		1,139
Axletech Resilience Investors LL	52	20		
GMO Forestry Fund 8-B	16,642	71		
NEO Capital Fund	5,833	3,963		
Avista I Capital Partners	66,998	63,499		
Avista II Capital Partners	104,169	12,442		
Total	$ 498,303	$ 378,271	$ 0	$ 6,333

Statement 6 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Excise Tax Estimate Payments	$ 35,100	$	$	$
Total	$ 35,100	$ 0	$ 0	$ 0

Federal Statements

Statement 7 - Form 990-PF, Part I, Line 19 - Depreciation

Description Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
FURNITURE 6/30/93	$ 1,925	$ 1,925	S/L	10	$	$	$
FURN 8/31/93	3,844	3,844	S/L	10			
CHAIRS-FOREMOST 2/28/94	1,394	1,394	S/L	10			
FILE CABINETS-FOREMOST 4/30/94	1,003	1,003	S/L	10			
FILE CABINET 2/20/00	1,306	1,154	S/L	10	130		
DESK - BREWSTER STROUD 11/21/95	952	952	S/L	10			
FURNITURE 3/19/96	1,740	1,740	S/L	10			
H P 4500LJ PRINTER 8/15/00	2,884	2,884	S/L	5			
FILE CABINET 2/28/02	1,306	892	S/L	10	131		
DELL LATITUDE & PRINTER 2/13/03	2,841	2,841	S/L	5			
PORTRAIT 30 X 24 10/31/03	3,400	1,757	S/L	10	340		
LATERAL FILE 12/15/03	1,494	759	S/L	10	150		
FIREKING FILE 12/15/03	1,574	800	S/L	10	158		
FURNITURE 1/15/04	799	400	S/L	10	79		
HP PHOTOSMART PRINTER 2/11/04	110	108	S/L	5	2		
KODAK DIGITAL CAMERA 2/11/04	740	728	S/L	5	12		
FURNITURE 4/15/04	10,757	5,110	S/L	10	1,075		
COMPUTERS 6/08/04	7,154	6,558	S/L	5	596		

Federal Statements

Statement 7 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

Description Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
CREDENZA 6/17/04	$ 220	$ 99	S/L	10	$ 22	$	$
OFFICE FURNISHINGS 6/22/04	404	182	S/L	10	40		
FILE CABINET 7/01/04	886	399	S/L	10	88		
TAPE BACK-UP DRIVE 11/30/04	992	810	S/L	5	182		
MICROCASSETTE TRANSCIBER 11/30/04	319	261	S/L	5	58		
PRINTER STAND/STORAGE 1/14/05	868	347	S/L	10	87		
PRINTER 1/18/05	800	627	S/L	5	160		
CASSETTE RECORDER 3/23/05	319	239	S/L	5	64		
HP COLOR PRINTER 5/16/05	800	573	S/L	5	160		
DDH TABLE 7/01/05	536	188	S/L	10	53		
DELL COMPUTER 8/15/05	1,229	840	S/L	5	246		
DDH TABLE/DESK 9/01/05	535	178	S/L	10	54		
BONFOEY - ARTWORK 10/24/05	4,440	1,406	S/L	10	444		
H P PRINTER 10/24/05	1,370	868	S/L	5	274		
LAPTOP--NEVADA 11/01/05	1,835	1,162	S/L	5	214		
LAPTOP--BURNER 11/23/05	1,685	1,039	S/L	5	337		
BDM PORTRAIT 2/01/06	3,400	992	S/L	10	340		
WINDSOR CHAIRS 5/15/06	5,023	1,339	S/L	10	503		

Federal Statements

Statement 7 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

Description / Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
COMPUTERS 6/14/06	$ 1,746	$ 902	S/L	5	$ 349	$	$
COMPUTERS 6/30/06	1,222	611	S/L	5	244		
MAINE COTTAGE 7/12/06	453	113	S/L	10	46		
INTERSTATE 7/28/06	4,726	1,142	S/L	10	473		
FURNITURE 8/15/06	61,600	14,887	S/L	10	6,160		
COMPUTERS 8/15/06	12,521	6,052	S/L	5	2,504		
CHEST 9/04/06	2,100	490	S/L	10	210		
MAPLE SERVER 9/04/06	750	175	S/L	10	75		
DELL COMPUTERS 9/19/06	1,534	690	S/L	5	307		
ROCKWELL PRINT 9/29/06	7,050	1,586	S/L	10	705		
CREDENZA 11/13/06	1,389	301	S/L	10	139		
FURNITURE 11/17/06	1,184	247	S/L	10	118		
FRAMING 11/17/06	1,414	295	S/L	10	141		
FURNITURE 11/20/06	12,059	2,512	S/L	10	1,206		
COMPUTERS 9/09/06	123,214	57,500	S/L	5	24,642		
FURNITURE 9/09/06	87,605	20,441	S/L	10	8,761		
Baldwin House 12/03/07	14,493	393	S/L	40	362		
Baldwin House 12/03/07	47,482	1,286	S/L	40	1,187		

Statement 7 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

Description							
Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
Gardens Limited-Lanscaping							
9/09/06	$ 11,772	$ 1,831	S/L	15	$ 785	$	$
Gardens Limited-Landscaping							
9/09/06	10,365	1,612	S/L	15	691		
Gardens Limited-Lanscaping							
10/04/06	23,819	3,573	S/L	15	1,588		
Gardens Limited-Lanscaping							
11/16/06	3,850	535	S/L	15	256		
Gardens Limited-Landscaping							
12/05/06	2,460	342	S/L	15	164		
Gardens Limited-Landscaping							
12/28/06	1,489	199	S/L	15	99		
Rockwell Print-Downhill Racer							
12/20/06	3,850	770	S/L	10	385		
Warwick Communications							
9/09/06	53,509	12,485	S/L	10	5,351		
Land							
6/09/05	233,024			0			
Gardens Limited							
12/05/06	18,810	2,613	S/L	15	1,254		
Rose Upholstry - chair							
12/05/06	870	145	S/L	10	87		
Exterior lights							
11/14/06	1,039	225	S/L	10	104		
Parking lot signs							
7/31/06	1,086	175	S/L	15	72		
Keyless entry							
10/25/06	4,194	606	S/L	15	279		
Builing - purchase and costs							
9/09/06	798,176	46,560	S/L	40	19,955		
Architect fees							
9/09/06	120,903	7,053	S/L	40	3,022		
Architect fees							
9/09/06	75,387	4,398	S/L	40	1,884		
Bath Specialities (Welty - Item no. 9)							
9/06/06	4,031	1,881	S/L	5	806		

Statement 7 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

Description							
Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
Grading & Earthwork (Welty - Item No. 14)							
9/06/06	$ 141,413	$ 21,998	S/L	15	$ 9,427	$	$
Site Utilities (Welty - Item No. 15)							
9/09/06	17,573	2,734	S/L	15	1,171		
Concrete Paving (Welty Item No. 21/22)							
9/09/06	14,757	2,295	S/L	15	984		
Flooring (Welty Item No. 35/CO9/CO17)							
9/06/06	74,670	34,846	S/L	5	14,934		
Fire Extinguishers (Welty Item No. 38/39)							
9/06/06	758	354	S/L	5	152		
Window Treatments (Welty Item No. 41)							
9/06/06	9,718	4,535	S/L	5	1,944		
Security System (Welty Item No. 49/CO18)							
9/06/06	17,876	2,781	S/L	15	1,191		
Toilet Seat Covers (Welty Item No. CO3)							
9/06/06	201	94	S/L	5	40		
Site Concrete (Welty Item No. CO6)							
9/06/06	17,040	2,651	S/L	15	1,136		
Concrete Extras (Welty Item No. CO11)							
9/06/06	3,502	545	S/L	15	233		
Mirrors (Welty Item No. CO21/CO25)							
9/06/06	939	438	S/L	5	188		
Renovations 22 Aurora St.							
9/06/06	1,811,692	105,682	S/L	40	45,292		
Kitchen backsplash							
9/09/06	1,486	231	S/L	15	99		
Welty Renovations - Baldwin House							
12/03/07	35,000	948	S/L	40	875		
Construction Costs							
12/03/07	128,697	3,486	S/L	40	3,217		
Signage - lobby & restroom							
5/31/07	6,266	661	S/L	15	418		
Architectural Services							
7/06/07	12,090	453	S/L	40	303		
Wrought iron fence and misc							
3/20/07	6,666	778	S/L	15	444		

Statement 7 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

Description Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
Install cut stone in fountain							
4/09/07 $	2,552 $	298	S/L	15 $	170 $		$
DDH Laptop							
4/17/07	1,326	442	S/L	5	265		
Bromelkamp database software							
12/01/07	9,520	3,438	S/L	3	3,173		
Security DVR							
10/05/07	1,750	438	S/L	5	350		
Boardroom credenza							
3/09/07	1,437	263	S/L	10	144		
Blue sideboard - kitchen							
5/31/07	3,812	604	S/L	10	381		
Framing Denison							
4/09/07	450	79	S/L	10	45		
Framing Downhill Racer							
4/09/07	527	92	S/L	10	53		
Rockwell Print Extra Good Boys & Girls							
4/17/07	10,050	1,675	S/L	10	1,005		
Upholstery Mr. Morgan's chairs							
4/30/07	1,700	283	S/L	10	170		
Framing Rockwell Santa							
6/22/07	1,301	195	S/L	10	130		
Framing Purdue							
6/22/07	905	136	S/L	10	90		
Baldwin House - landscaping							
12/03/07	5,588	404	S/L	15	372		
Landscaping - BH							
12/03/07	11,579	836	S/L	15	772		
Construction Costs							
12/03/07	21,730	589	S/L	40	543		
Baldwin House - Arch Services							
12/03/07	455	12	S/L	40	12		
Laptop comp - DMG							
12/07/07	1,227	266	S/L	5	245		
Water meter							
12/03/07	675	49	S/L	15	45		

Federal Statements

Statement 7 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

Description							
Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
Landscape Arch Design - BH							
12/03/07	$ 1,125	$ 81	S/L	15	$ 75	$	$
Arch Services							
12/03/07	982	27	S/L	40	24		
Reprogramming Board room equipment							
12/15/07	3,900	423	S/L	10	390		
Baldwin House							
12/03/07	324	9	S/L	40	8		
Rear stairwell door							
7/06/07	2,933	73	S/L	40	74		
Construction Costs							
12/03/07	17,521	475	S/L	40	438		
JCVN Officer Chair							
2/08/08	1,453	133	S/L	10	145		
DMG Office Chair							
2/08/08	1,453	133	S/L	10	145		
MEE Credenza							
2/08/08	2,169	199	S/L	10	217		
JCVN Laptop							
2/08/08	1,175	215	S/L	5	235		
Additional Fist Pearl License							
2/29/08	1,060	294	S/L	3	354		
BDM Portrait-Mitsuno Ishii Reedy							
5/31/08	6,500	379	S/L	10	650		
Door, hardware and installation							
3/07/08	2,234	47	S/L	40	55		
Basement dehumidifier							
4/18/08	2,059	34	S/L	40	52		
First Pearl license - software							
4/23/08	1,600	356	S/L	3	533		
Sewage Pump - basement							
5/01/08	1,563	26	S/L	40	39		
BH Threshold basement							
6/13/08	455	7	S/L	40	11		
Exterior lamps and wiring							
7/28/08	731	30	S/L	10	74		

Federal Statements

Statement 7 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

Description Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
Laptop computer - Nelson							
6/01/08	$ 1,130	$ 132	S/L	5	$ 226	$	$
3 PDA's Verizon							
6/09/08	1,317	256	S/L	3	439		
Framing Lewis & Reedy							
6/09/08	415	24	S/L	10	42		
CAD Documentation							
6/26/08	900	45	S/L	10	90		
Huang artwork & framing							
7/09/08	262	13	S/L	10	26		
Chuck Kovacic artwork & framing							
7/09/08	223	11	S/L	10	22		
Baldwin House exterior painting							
9/11/08	1,710	14	S/L	40	43		
Telephone Lines							
9/12/08	2,562	21	S/L	40	64		
Norman Rockwell "America Marches Forward"							
10/03/08	4,050	101	S/L	10	405		
Framing "America Marches Forward"							
12/01/08	594	5	S/L	10	59		
2 Drawer Lateral Fire King File							
2/04/09	1,395		S/L	10	128		
2 Drawer Lateral Fire King File							
2/04/09	1,395		S/L	10	128		
MS Office 2007 (7 licenses)							
5/29/09	3,281		S/L	3	638		
Roof Restoration / Siding Replacment							
6/11/09	10,900		S/L	15	424		
Laptop - Nevada							
8/01/09	892		S/L	3	124		
Improvements							
9/14/09	1,652		S/L	40	14		
Chenoweth portrait							
9/23/09	1,262		S/L	10	32		
Norman Rockwell "High Dive"							
12/22/09	6,500		S/L	10			

Federal Statements

Statement 7 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

Description							
Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
Framing "High Dive"							
12/22/09	$ 1,890	$	S/L	10	$	$	$
Net Investment income / Rounding					6	37,483	
Total	$ 4,290,555	$ 440,196			$ 186,852	$ 37,483	$ 0

Federal Statements

Statement 8 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
Avista I Limited Partership				
UBI Loss per K-1	68,009			
Avista II Limited Partnersh				
Net UBI Loss per K-1	177,767			
Avista I Capital Partners				
Loss per k-1	960	960		
Expenses				
Office Services and Supplies	40,536	8,131		32,405
Dues & Subscriptions	7,672	1,539		6,133
Insurance	23,936	4,802		19,134
Auto	8,356	1,176		6,680
Bank Fees	554	111		443
Filing Fee	200	40		160
Maintenance	25,276	5,070		20,206
NEOCEP expense	1,437			1,437
Meetings and Events	46,533	8,922		37,610
Cash basis adjustment column				-114
Total	$ 401,236	$ 30,751	$ 0	$ 124,094

Federal Statements

Statement 9 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
U.S. Treasury Bills	$ 2,972,328	$ 999,656	Cost	$ 999,926
Total	$ 2,972,328	$ 999,656		$ 999,926

Statement 10 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
See Attached Stmt	$ 51,308,218	$ 44,738,435	Cost	$ 59,168,682
Total	$ 51,308,218	$ 44,738,435		$ 59,168,682

Statement 11 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Frontier 8.125% due 10-1-18	$	$ 100,438	Cost	$ 101,250
Smithfield Foods Inc SR NT 7% 8-1-11		92,878	Cost	99,750
Total	$ 0	$ 193,316		$ 201,000

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2009

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

Name: Burton D. Morgan Foundation

Employer Identification Number: 34-6598971

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1)	Publicly traded securities	P		
(2)	Publicly traded securities	P		
(3)	Class action settlements	P	Various	Various
(4)	Axletech Resilience	P	02/28/09	12/31/09
(5)	Morgan Freeport	P		
(6)	Freeport Farms K-1	P	Various	Various
(7)	Estate of Burton D. Morgan Cap Loss	P	Various	Various
(8)	GMO Forestry Fund 1231	P	Various	Various
(9)	NEO Capital Fund	P	Various	Various
(10)	NEO Capital Fund	P	Various	Various
(11)	Avista I	P	Various	Various
(12)	Avista I	P	Various	Various
(13)	Avista I 1231 Gain	P	Various	Various
(14)	Avista II 1231 Loss	P	Various	Various
(15)				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	65,805,698		79,680,109	-13,874,411
(2)	12,153,067		10,585,331	1,567,736
(3)	58,871			58,871
(4)			5,300	-5,300
(5)	24,991		29,192	-4,201
(6)			424,957	-424,957
(7)			722,883	-722,883
(8)			1	-1
(9)	19			19
(10)	3,022			3,022
(11)	1,706			1,706
(12)			218,667	-218,667
(13)	10,753			10,753
(14)			5	-5
(15)				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(1)				-13,874,411
(2)				1,567,736
(3)				58,871
(4)				-5,300
(5)				-4,201
(6)				-424,957
(7)				-722,883
(8)				-1
(9)				19
(10)				3,022
(11)				1,706
(12)				-218,667
(13)				10,753
(14)				-5
(15)				

Statement 12 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Money Market Funds	$ 11,535,139	$ 15,867,929	Cost	$ 15,867,929
Mutual Funds	30,955,215	21,457,434	Cost	15,739,188
Exchange Traded Funds	15,692,389	13,363,041	Cost	11,831,519
Closely held securities	999,340	1,640,105	Cost	1,237,967
Private Equity Fund	5,979,628	5,903,365	Cost	7,749,286
Limited Partnership	1,734,924	1,734,924	Cost	1,790,189
Total	$ 66,896,635	$ 59,966,798		$ 54,216,078

Federal Statements

Statement 13 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
Computers	$ 92,291	$ 185,757	$ 126,687	$ 59,070
Furniture	241,223	340,908	119,291	221,617
Buildings and Improvements	2,902,562	3,154,815	345,639	2,809,176
Landscaping	70,001	81,782	17,231	64,551
Baldwin House	282,091	292,434	16,819	275,615
Land	233,024	233,024		223,024
Total	$ 3,821,192	$ 4,288,720	$ 625,667	$ 3,653,053

Federal Statements

Statement 14 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
Book Tax Difference in Grants Paid	$ 2,436,500
Book Tax Difference Freeport Farms	438,962
Book Tax Difference Estate of Burton D. Morgan	722,883
Book Tax Difference GMO Forestry Fund 8-B	21,042
Book Tax Difference NEO Capital Fund	2,689
Book Tax Difference Avista I Capital Partners	30,836
Book Tax Difference Avista II Capital Partners	259,313
Total	$ 3,912,225

Statement 15 - Form 990-PF, Part VII-A, Line 8b - Not Filing with Attorney General Explanation

Description
Ohio does not require actual copy of 990-PF, it only requires a verification of filing form and filing fee.

Federal Statements

Statement 16 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
Deborah D. Hoover 22 Aurora St. Hudson OH 44236	President	50.00	215,499	17,453	0
Denise M. Griggs 22 Aurora St. Hudson OH 44236	C.F.O.	40.00	113,497	10,623	0
Keith A. Brown 22 Aurora St. Hudson OH 44236	Trustee	2.00	6,000	0	0
J. Martin Erbaugh 22 Aurora St. Hudson OH 44236	Vice Pres.	2.00	6,000	0	0
Richard A. Chenoweth 22 Aurora St. Hudson OH 44236	Trustee	2.00	6,000	0	0
Stanley Gault 22 Aurora St. Hudson OH 44236	Trustee	2.00	6,000	0	0
John V. Frank 22 Aurora St. Hudson OH 44236	Trustee	2.00	6,000	0	0
Richard N. Seaman 22 Aurora St. Hudson OH 44236	Sec/Treas	2.00	6,000	0	0
Mark D. Robeson 22 Aurora St. Hudson OH 44236	Trustee	2.00	6,000	0	0

Statement 17 - Form 990-PF, Part IX-A, Line 1 - Summary of Direct Charitable Activities

Description
The Foundation produces and distributes a general newsletter conveying information related to the Foundation and entrepreneurship grantmaking several times per year. The Foundation also publishes and distributes electronic newsletters specifically related to Northeast Ohio collegiate and youth entrepreneurship programs.

Statement 18 - Form 990-PF, Part IX-A, Line 3 - Summary of Direct Charitable Activities

Description
The Foundation assists five Northeast Ohio colleges with engaging students, faculty and administration in spreading entrepreneurship across their campuses both in and out of the classroom by provdiding assessment, survey and other consulting services along with grant dollars.

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description
See attached application format and procedures

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description
See attached submission deadlines

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description
See attached award restrictions or limitations

Federal Statements

Statement 19 - Form 990-PF, Part XVI-A, Line 11 - Other Revenue

Description	Business Code	Unrelated Amount	Exclusion Code	Exclusion Amount	Related Income
City of Hudson Refund of Bo		$	1	$ 7,826	$
Honorarium			1	150	
Freeport Farms Ordinary los			18	-14,005	
Avista I Ordinary Loss			18	-22,278	
GMO Forestry Fund 8-B LP Lo			18	-3,979	
GMO Forestry Fund 8-B LP Lo	110000	-3,965			
NEO Capital Fund	900099	6			
Avista I Other Loss			18	-9,616	
Avista II Other Income			18	31	
Total		$ -3,959		$ -41,871	$ 0

The Burton D. Morgan Foundation
34-6598971
2009 990-PF

Attachment to Form 990-PF Part VII-B, Question 5c on page 6

Expenditure Responsibility Statement
For the Year 2009

Pursuant to the IRC Regulation § 53.4945-5(d)(2), The Burton D. Morgan Foundation provides the following information:

(i)	Grantee:	Hudson Presbyterian Church 201 W. Streetsboro Road Hudson, OH 44236
(ii)	Amount of Grant:	April 24, 2006 - $5,000 and May 15, 2007 - $5,000 to Hudson Presbyterian Church for the benefit of Wesley Methodist Church in Tarpum Bay, Eleuthera, Bahamas.
(iii)	Background of organizations and Purpose of Grant:	The Hudson Presbyterian Church is a member of the Presbyterian Church (U.S.A.) and provides worship services and adult and youth programs as well as various mission-related activities. Established 200 years ago, Wesley Methodist Church is today part of the Bahamas Conference of the Methodist Church, which is led by Bahamians or Methodists residents in the Bahamas, and the leadership of their local church body is managed by a Congregational Board. Wesley's ministries include worship services, women's ministry meetings, prayer meetings, Bible studies, and children's, youth and senior choir groups. The grant supported the college scholarship program for students graduating from Preston D. Albury High School in the Bahamas.
(iv) & (vi)	Reports:	Hudson Presbyterian Church sent a letter on May 6, 2008, including a narrative and financial report from Wesley Methodist Church dated April 14, 2008. Additional letters were received on June 19, 2009, and March 30, 2010, from Hudson Presbyterian Church, including updated reports from Wesley Methodist Church on the expenditure of the funds.
(v)	Diversions:	To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.
(vii)	Verification:	The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

The Burton D. Morgan Foundation
34-6598971
2009 990-PF

Attachment to Form 990-PF Part VII-B, Question 5c on page 6

Expenditure Responsibility Statement
For the Year 2009

Pursuant to the IRC Regulation § 53.4945-5(d)(2), The Burton D. Morgan Foundation provides the following information:

(i)	Grantee:	St. Vincent Quadrangle Incorporated 1900 Euclid Avenue, Suite 101 Cleveland, OH 44115-2230
(ii)	Amount of Grant:	September 22, 2008 - $10,000 to St. Vincent Quadrangle Incorporated for the benefit of the RED DOT Project.
(iii)	Background of organizations and Purpose of Grant:	St. Vincent Quadrangle Incorporated is a member organization created as a community development corporation that connects academic, health-care, and human services including Cleveland State University, Cuyahoga Community College, and St. Vincent Charity Hospital. The Quadrangle, Inc.'s mission is to "advance the economic success and improve the quality of life of its district by providing economic and community development services and by building strong partnerships among government, businesses, non-profit institutions, and residents." The RED DOT Project is a "non-profit resource that expands the market for the region's art by directly connecting Northeast Ohio artists, arts businesses, and service providers to potential markets, resulting in real business opportunities." The grant was for first-year support of the market expansion and infrastructure development initiative.
(iv) & (vi)	Reports:	An interim report from St. Vincent Quadrangle Incorporated and the RED DOT Project was received on November 12, 2008. A final report was received on May 18, 2009.
(v)	Diversions:	To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.
(vii)	Verification:	The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

The Burton D. Morgan Foundation
34-6598971
2009 990-PF

Attachment to Form 990-PF Part VII-B, Question 5c on page 6

Expenditure Responsibility Statement
For the Year 2009

Pursuant to the IRC Regulation § 53.4945-5(d)(2), The Burton D. Morgan Foundation provides the following information:

(i) Grantee:	BioEnterprise 11000 Cedar Avenue, Suite 100 Cleveland, OH 44106
(ii) Amount of Grant:	June 15, 2009 - $15,000 to BioEnterprise for the benefit of TiE Ohio fund at least eight educational and networking programs that are open to the public and are designed to encourage and support entrepreneurship.
(iii) Background of organizations and Purpose of Grant:	TiE Ohio registered with the state as a nonprofit corporation in August 2008 and was chartered as the 50th chapter of TiE Global in October 2008. Its mission is "to promote emerging entrepreneurship, especially from international entrepreneurs, in the region." Founded in 1992, TiE Global is the world's largest entrepreneurial network with over 12,000 members in 53 chapters across 12 countries. Its mission is "to foster conscious entrepreneurship globally by educating, mentoring, and networking." BioEnterprise is a business formation, recruitment, and acceleration initiative designed to grow health care companies and commercialize bioscience technologies. Based in Cleveland, BioEnterprise's founders/ partners are Cleveland Clinic, University Hospitals, Case Western Reserve University, Summa Health System and BioInnovation Institute .
(iv) & (vi) Reports:	An interim report from BioEnterprise and TiE Ohio was received on January 19, 2010, and the final report was received on October 8, 2010.
(v) Diversions:	To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.
(vii) Verification:	The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

The Burton D. Morgan Foundation
34-6598971
Form 990-PF for the year ending December 31, 2009

Part XV, Line 2a – Submission requirements

All grant requests must be addressed to:

Deborah D. Hoover
President
The Burton D. Morgan Foundation
22 Aurora Street
Hudson, Ohio 44236
Phone: (330) 655-1660
Fax: (330) 655-1673

Part XV, Line 2b – Application format and procedures

Step 1:
Review the section on 'Do We Qualify?' on the Foundation's website at www.bdmorganfdn.org to determine whether your organization and the particular programs or projects for which you are seeking funding qualify for a grant.

Step 2:
Before submitting a full proposal, send a letter of inquiry to Deborah D. Hoover, President, The Burton D. Morgan Foundation, 22 Aurora Street, Hudson, OH 44236. The letter must include a brief description of the project, the amount of the request, and the organization's Employee Identification Number (EIN).

Step 3:
You must receive approval from the Foundation before you submit a full proposal. There is no application form. Full proposals should be ***unbound*** and accompanied by a cover letter which states clearly and concisely the purposes of the grant requested. Only one copy is required. Proposals should include:

1. A **description of the projects or programs** for which the applicant is seeking funding.
2. An explanation of the **need** for the programs or projects.
3. A statement of the **objectives** of the programs or projects.
4. A description of the **outcomes expected** from the programs or projects.
5. A definition of the **groups and numbers served** by the programs or projects.
6. The **names and qualifications of program or project staff.**
7. An explanation of the **procedures that will be used to evaluate** the success of the programs or projects.

8. **A timetable for program or project activities and the period of time during which grant funds will be expended.**
9. A brief account of the applicant's **history, mission, and current programs.**
10. A brief statement about the applicant's **collaborations with other organizations.**
11. A **list of the current members of the applicant's board of trustees.**
12. A **current year budget for the organization and relevant project or program budgets.**
13. A list of **(a) actual and (b) potential grants** for support of the particular programs or projects for which funding is requested and a **list of major grants received from corporations and foundations in Northeast Ohio** for any purpose during the previous twelve months.
14. An explanation of long-term strategies for funding the projects or programs.
15. **Audited financial statements for the applicant's two most recently completed fiscal years.** (The Foundation may request additional financial information.)
16. The current **value of the applicant's endowment** (if applicable), an indication of the **percentage of that endowment which is donor-restricted, and an explanation of the spending and investment policies governing that endowment.**
17. A copy of the applicant's **most recent annual report** (if published).
18. If the organization received recognition as a public charity within the last five years, its Internal Revenue Service Form 1023 must be included.
19. A complete copy of the applicant's **most recent Form 990**, including Schedule A.
20. A completed draft of the **Grant Applicants′ Objectives Chart**. (See link to chart at top of page.)

At its discretion, the applicant may supplement the proposal with additional materials.

Part XV, Line 2c – Submission Deadlines

The Trustees meet three times each year during January, June and September to consider requests. Organizations may submit only one grant proposal in any calendar year. Deadlines for submitting proposals are as follows:

Meeting	*Deadline for Letter of Inquiry*	*Deadline for Full Proposal*
January	**September 1**	**October 1**
June	**February 1**	**March 1**
September	**May 1**	**June1**

Part XV, Line 2d – Award Restrictions or Limitations

Grants are made only to organizations recognized as public charities under Internal Revenue Code section 501(c)(3). The Foundation does not usually make multi-year grants and does not ordinarily consider grants to annual fund drives, to units of government, or to organizations or institutions which are primarily tax-supported, including state universities.

The Foundation's grants are usually focused on programs in the following Northeast Ohio counties: Ashland, Ashtabula, Carroll, Columbiana, Coshocton, Cuyahoga, Geauga, Jefferson, Knox, Lake, Licking, Lorain, Mahoning, Medina, Portage, Stark, Summit, Trumbull, Tuscarawas, and Wayne.

The Foundation's aim is to invest in projects that further its free enterprise mission.

The Foundation is interested in supporting projects that nurture creativity, invention, entrepreneurship and innovation.

To that end, it will invest in projects that fall into three life phases (starting with childhood, continuing through college and then into business activity):

- Education on the primary and secondary levels that instills an appreciation for free enterprise and cultivates creativity and invention.
- Entrepreneurial education on the collegiate and adult levels that deepens free enterprise values and develops critical skills and competencies.
- Entrepreneurial support for organizations that provides the incubation, business planning, and capitalization assistance critical to success.

The Burton D. Morgan Foundation 34-6598971
Form 990-PF, Part XV, Line 3a, Grants and Contributions Paid During the Year
For the year ended December 31, 2009

Name	Address	City	State	ZIP	Purpose		Amount
Akron City School District	70 N. Broadway	Akron	OH	44308	To fund development and delivery of six workshops in 2009-10 on incorporating an entrepreneurial mindset into the curriculum and school culture for Akron Public School's National Inventors Hall of Fame School teachers and curriculum specialists	$	25,000.00
Akron Council on World Affairs Inc	P.O. Box 5300	Akron	OH	44334	For support of the Global Scholars and Global Executives programs in 2009-10	$	5,000.00
Ashland University		Ashland	OH	44805	For the Scholarship of Entrepreneurial Engagement program	$	20,000.00
Ashland University		Ashland	OH	44805	To support financial literacy and economics workshops for teachers through EconomicsAmerica, Cleveland Center	$	25,000.00
Ashland University		Ashland	OH	44805	To support operations of the Scholarship of Entrepreneurial Engagement during 2009-10 and to fund a comprehensive survey of teachers and students using the "Main Program" and a sampling of teachers who have chosen not to use it	$	32,500.00
Boys and Girls Clubs of Cleveland	6114 Broadway Avenue	Cleveland	OH	44127	For "Money Matters: Make it Count" financial literacy program at seven Cleveland sites in 2009-10	$	30,000.00
Consortium for Entrepreneurship Education	1601 West Fifth Avenue, #199	Columbus	OH	43212	For support of the 2009 FORUM, including conference planning and promotion and partial scholarships to support the attendance of 14 Northeast Ohio teachers	$	15,000.00
					For Youth Entrepreneurship Alliance operational expenses	$	5,000.00
E CITY	7100 Euclid Avenue	Cleveland	OH	44103	To support attendance of up to 15 Northeast Ohio educators at NFTE University training to be conducted in the spring of 2009 in Northeast Ohio	$	40,873.00
E CITY	7100 Euclid Avenue	Cleveland	OH	44103	To support four Akron-based and two Cleveland-based BizCamps during summer 2009 and two Akron-based, in-school programs during the 2009-2010 school year	$	120,250.00
E CITY	7100 Euclid Avenue	Cleveland	OH	44103	To support the cost of a part-time coordinator to recruit volunteers for new Summit County programs	$	5,000.00
Foundation for Teaching Economics	260 Russell Boulevard, Suite B	Davis	CA	95616	To support three programs during the summer of 2009: two "Economics for Leaders" programs at The College of Wooster and one "Economic Forces in American History" program	$	101,000.00
Friends of E Prep Schools	1417 East 36th Street	Cleveland	OH	44114	To support the entrepreneurship curriculum in the 2009-10 school year	$	35,500.00
Friends of E Prep Schools	1417 East 36th Street	Cleveland	OH	44114	To support the operations of E Prep in 2008-2009	$	75,000.00
Gilmour Academy Inc.	34001 Cedar Road	Gates Mills	OH	44040-9356	To support two initiatives, an Entrepreneurship Exploration Community and an entrepreneurship video interview series	$	5,000.00
Girl Scouts of North East Ohio	1 Girl Scout Way	Macedonia	OH	44056	For implementation of the Financial Literacy & Urban Entrepreneurship Program	$	50,000.00
Great Trail Council Boy Scouts of America	P. O. Box 68	Akron	OH	44309	For a three-year grant for 2007-2009 to fund Entrepreneurship Merit Badge Clinics for Northeast Ohio youth	$	30,000.00
Invent Now, Inc.	3701 Highland Park NW	North Canton	OH	44720	To develop and pilot entrepreneurship-focused curricula at two Camp Invention sites in Akron and Wooster in the summer of 2009 in collaboration with Junior Achievement of North Central Ohio	$	40,000.00

Invent Now, Inc.	3701 Highland Park NW	North Canton	OH	44720	To fund 20 Club Invention sites during the 2009-2010 school year and 2 Camp Invention sites in summer 2010	$	32,000.00
Invent Now, Inc.	3701 Highland Park NW	North Canton	OH	44720	To support two Camp Invention sessions in 2009 (one in Akron and one in Wooster) and 20 Club Invention sites (14 in Akron and six in Wooster) during the 2008-2009 school year	$	45,000.00
Junior Achievement of East Central Ohio, Inc.	4353 Executive Circle NW	Canton	OH	44718	For the JA Economics program in 2008-09 and for the 2009 YES! event	$	7,000.00
Junior Achievement of East Central Ohio, Inc.	4353 Executive Circle NW	Canton	OH	44718	To provide JA Economics and the 2010 YES! Event to Stark County high school students in the 2009-2010 school year	$	22,000.00
Junior Achievement of Greater Cleveland, Inc.	1422 Euclid Avenue, Suite 525	Cleveland	OH	44115	To provide JA programming for grades 6-12 in Cuyahoga, Lake, Geauga, and Lorain counties in the 2009-2010 school year	$	45,500.00
Junior Achievement of Mahoning Valley, Inc.	Northwood Center	Girard	OH	44420	To provide "Our Nation" in 50 fifth-grade classrooms in Trumbull, Mahoning, Ashtabula, and Columbiana counties in the 2009-10 school year	$	25,000.00
Junior Achievement of North Central Ohio, Inc.	P O. Box 26006	Akron	OH	44319	For JA programs about business, entrepreneurship and financial literacy in eight counties during the 2009-10 school year	$	30,000.00
Network for Teaching Entrepreneurship	1990 M Street, NW, Suite 740	Washington	DC	20036	To sponsor the Youth Entrepreneurship Strategy Group's retreat recognition dinner on May 15, 2009	$	5,000.00
Ohio Business Week Foundation	1572 West First Avenue	Columbus	OH	43212	To provide scholarships and financial aid for students from Summit, Wayne, Medina, Portage, Stark, Geauga, and Cuyahoga counties to attend Ohio Business Week 2009	$	14,000.00
University School	2785 SOM Center Rd.	Hunting Valley	OH	44022	For entrepreneurship programs and outreach to other schools and teachers during 2009-2010 and to employ administrative help	$	28,000.00
Wooster City Schools	144 N. Market Street	Wooster	OH	44691	For development and implementation of the "Comprehensive Youth Entrepreneurship Model"	$	30,760.00
Baldwin-Wallace College	275 Eastland Road	Berea	OH	44017-2088	For the Northeast Ohio Collegiate Entrepreneurship Program	$	80,000.00
Case Western Reserve University	Adelbert Hall, Suite 203	Cleveland	OH	44106	To employ a Liaison for Student Innovation and Entrepreneurial Projects and to fund related costs	$	50,000.00
Cleveland Scholarship Programs, Inc.	200 Public Square, Suite 3820	Cleveland	OH	44114-2321	To renew scholarship support in 2009-10 for the four students selected to receive Burton D. Morgan Scholarships in 2008-09	$	5,000.00
The College of Wooster	1101 N. Bever Street	Wooster	OH	44691	For the Northeast Ohio Collegiate Entrepreneurship Program	$	87,013.00
Entrepreneurship Education Consortium Inc.	20700 North Park Blvd	Cleveland	OH	44118-4581	For Entrepreneurship Immersion Week 2009, Launchtown 2009, a planning grant for a new graduate immersion program, and for fundraising assistance	$	79,000.00
Hiram College	P.O. Box 67	Hiram	OH	44234	For the Northeast Ohio Collegiate Entrepreneurship Program	$	58,075.00
Hiram College	P.O. Box 67	Hiram	OH	44234	To construct, furnish and equip the Burton D. Morgan Entrepreneurship Center within a dormitory to create a residential learning community for entrepreneurship students	$	500,000.00
John Carroll University	20700 North Park Blvd.	University Heights	OH	44118-4581	To support creation of an entrepreneurship minor for business and non-business majors	$	78,250.00
Kent State University Foundation	P.O. Box 5190	Kent	OH	44242-0001	For Burton D Morgan Technology Endowment	$	4,000.00
Kenyon College	Student Activities Office	Gambier	OH	43022-9623	For the Burton D. Morgan Emerging Leadership Program	$	93,862.56

Lake Erie College	391 West Washington Street	Painesville	OH	44077	For the Northeast Ohio Collegiate Entrepreneurship Program	$	100,453.00
Lake Erie College	391 West Washington Street	Painesville	OH	44077	To fund architectural and design fees for the Burton D. Morgan Center for Entrepreneurship	$	36,500.00
Oberlin College	Cox Administration Bldg. 201	Oberlin	OH	44074	For the Northeast Ohio Collegiate Entrepreneurship Program	$	53,065.00
Purdue University	1201 W. State Street	West Lafayette	IN	47907	For the Interns for Entrepreneurship program during the summers of 2008, 2009, and 2010 and for the Life Sciences Business Plan Competition in 2009	$	65,000.00
Akron Community Foundation	345 West Cedar Street	Akron	OH	44307-2407	For the Foundation's renewed three-year commitment to the Fund for Our Economic Future to cover the years 2007, 2008, and 2009	$	50,000.00
Akron SCORE Chapter 81	One Cascade Plaza, 18th Floor	Akron	OH	44308	For advertising and travel expenses associated with market expansion and volunteer recruiting associated with service expansion in Summit, Medina, Portage, and Wayne counties	$	40,000.00
Akron SCORE Chapter 81	One Cascade Plaza, 18th Floor	Akron	OH	44308	For FY10 marketing and advertising activities in Summit, Portage, Wayne, and Medina counties	$	40,000.00
BioEnterprise Corporation	11000 Cedar Avenue	Cleveland	OH	44106-3052	To help fund the organization's business development and internship programs during its 2009 fiscal year	$	250,000.00
BioEnterprise Corporation	11000 Cedar Avenue	Cleveland	OH	44106-3052	To support business development and internship programs	$	50,000.00
Community Partnership for Arts and Culture	Tower Press, 1900 Superior Ave., Suite 130	Cleveland	OH	44114	For the 2009 Artist as Entrepreneur Institute	$	4,000.00
Entrepreneurs EDGE Inc.	6801 Brecksville Road, Suite 160	Independence	OH	44131	For the CEOs for NEO program	$	75,000.00
Hudson Library & Historical Society	96 Library Street	Hudson	OH	44236	To enhance and expand the lecture series, technology, and resources of The Burton D. Morgan Center for Entrepreneurship Research	$	40,000.00
Ideastream	1375 Euclid Avenue, Suite LL	Cleveland	OH	44115-1835	For support of the broadcast of "Nightly Business Report" and "BizKids" and associated outreach	$	65,500.00
JumpStart, Inc.	737 Bolivar Road, Suite 3000	Cleveland	OH	44115	For a $1-for-$1 challenge grant for unrestricted support	$	750,000.00
Nortech	737 Bolivar Road, Suite #1000	Cleveland	OH	44115	To fund an entrepreneur-in-residence for advanced energy, power, and propulsion through July 2010	$	150,000.00
Northeastern Educational Television of Ohio Inc	P O Box 5191	Kent	OH	44240-5191	To launch and broadcast a new, half-hour, weekly series on regional business and the local economy in 2009-2010	$	56,500.00
TiE Ohio	11000 Cedar Avenue, Suite 100	Cleveland	OH	44106	To fund at least eight educational and networking programs that are open to the public and are designed to encourage and support entrepreneurship	$	15,000.00
Westside Industrial Retention & Expansion Network	4855 West 130th Street, Suite 1	Cleveland	OH	44135-5137	To help fund the Great Lakes Wind Network's operations through March 2009	$	25,000.00
Actors' Summit	86 Owen Brown Street	Hudson	OH	44236	For operating support	$	25,000.00
Christ Church Episcopal	21 Aurora St.	Hudson	OH	44236	For seed money for the first Festival of Liturgical Arts of the Western Reserve to take place in 2010	$	5,000.00
City of Hudson	27 East Main St.	Hudson	OH	44236	For a $1-for-$1 challenge grant for the purchase of a liner and equipment to create a temporary ice rink every winter on the New Green in Hudson	$	2,100.00
First Congregational Church of Hudson	47 Aurora Street	Hudson	OH	44236	For the annual pledge drive and a $1-for-$1 challenge grant of up to $10,000 for the building and grounds/maintenance endowment fund	$	10,000.00
First Congregational Church of Hudson	47 Aurora Street	Hudson	OH	44236	To fund general operations and routine church maintenance costs	$	30,000.00

Hudson Community First	P.O. Box 515	Hudson	OH	44236	For start-up expenses for the Hudson Young Entrepreneurs to conduct an "identify" photo contest and a community awareness/involvement public relations campaign for the outdoor recreational/activity area at Veterans Way	$	1,250.00
Hudson Community First	P.O Box 515	Hudson	OH	44236	To educate Hudson students about diverse career opportunities by staging three career panels and continuing the Intern for a Day Program	$	14,000.00
Hudson Community Foundation	P.O. Box 944	Hudson	OH	44236-5911	For the purchase of window screens for Baldwin House	$	220.00
Hudson Community Foundation	P O Box 944	Hudson	OH	44236-5911	To develop and conduct a research project that will include a survey of individuals attending the 2009 Taste of Hudson event and an analysis of their responses to assess the economic impact of the event	$	5,000.00
Hudson Community Foundation	P.O. Box 944	Hudson	OH	44236-5911	To pay the fees of an attorney who will be hired by HCF to develop policies and procedures governing its establishment and management of donor-advised funds and its supervision of donor-initiated fundraising	$	12,850.00
Hudson Community Foundation	P O Box 944	Hudson	OH	44236-5911	To support the July 2009 fireworks show in Hudson	$	5,000.00
Hudson Community Service Association	P O Box 1472	Hudson	OH	44236	To assist needy residents within the Hudson City School District	$	7,500.00
Hudson High School Music Association	2500 Hudson-Aurora Road	Hudson	OH	44236	To support the Hudson High School Chamber Orchestra's proposed concert tour in Italy in 2010	$	5,000.00
Hudson Montessori School	7545 Darrow Road	Hudson	OH	44236	To enable the school to keep the Middleton House and to stabilize the school's finances	$	150,000.00
Hudson Rotary Foundation, Inc.	P O. Box 2260	Hudson	OH	44236	For the Hudson High School Scholarship Fund	$	1,000.00
Music from the Western Reserve	3141 Silver Lake Blvd	Stow	OH	44224	To support the cost of a part-time general manager and to execute a marketing plan	$	15,000.00
Western Reserve Academy	115 College Street	Hudson	OH	44236	For the Burton D. Morgan Leadership Program in 2008-09 and 2009-10	$	50,000.00
Western Reserve Academy	115 College Street	Hudson	OH	44236	To fund a maintenance endowment for the Burton D. Morgan Hall	$	265,000.00
The Foundation Center	1422 Euclid Avenue, Suite 1600	Cleveland	OH	44115	For operating support	$	2,000.00
Grants Managers Network	1101 14th Street, NW, Suite 420	Washington	DC	20005	For operating support	$	250.00
Ohio Grantmakers Forum	37 West Broad Street, Suite 800	Columbus	OH	43215-4198	For operating support	$	8,615.00
American Red Cross of Summit and Portage Counties	501 West Market Street	Akron	OH	44303	To help the Akron-based chapter of the American Red Cross in its mission of aiding those in need of local disaster relief	$	30,000.00
Crossroads Hospice Charitable Foundation	1742 Georgetown Road, Suite J	Hudson	OH	44236	In memory of Virginia Green	$	1,000.00
Fairlawn-West United Church of Christ	2095 W. Market Street	Akron	OH	44313	In memory of James L Fisher III	$	1,000.00
Hospice of the Western Reserve, Inc.	300 East 185th Street	Cleveland	OH	44119	In memory of Carol Ann Heasley	$	1,000.00
Kent State University Foundation	P O Box 5190	Kent	OH	44242-0001	For the Elizabeth A. Rhodes Legacy Campaign in support of the Elizabeth A. Rhodes Chair at the School of Fashion	$	5,000.00
Kent State University Foundation	P O Box 5190	Kent	OH	44242-0001	In memory of Elizabeth Rhodes for the New York City campus	$	5,000.00
Lake Ridge Academy	37501 Center Ridge Road	North Ridgeville	OH	44039-2897	For an admissions consultant	$	15,000.00
Leadership Akron	One Cascade Plaza, 17th Floor	Akron	OH	44308-1192	For the 25th Anniversary Endowment Campaign	$	20,000 00
Musical Arts Association	7544 Hemck Park Drive	Hudson	OH	44236	To support general operations of the Hudson Blossom Women's Committee	$	300.00
Project GRAD Akron	65 Steiner Avenue, #211	Akron	OH	44301	To support operations in the 2009-10 fiscal year and to help sustain its programs serving students in the Buchtel Cluster of the Akron Public Schools	$	20,000 00

United Way of Summit County	P.O. Box 1260	Akron	OH	44309-1260	For the 2008-2009 annual campaign	$	50,000.00
Old Trail School	P.O. Box 827	Bath	OH	44210-0827	To fund a maintenance endowment for the Burton D. Morgan Hall	$	130,000.00
Akron Art Museum	One South High Street	Akron	OH	44308	To sponsor the Akron Art Museum's Rethinking Art: Objects and Ideas from the 1960s and 70s exhibition in 2009	$	5,000.00
American Red Cross of Summit and Portage Counties	501 West Market Street	Akron	OH	44303	To assist with the Australia Wildfire Relief Effort	$	1,000.00
Ausbon Sargent Land Preservation Trust	154 Main St.	New London	NH	03257-2040	To underwrite land acqusition costs	$	5,000.00
The College of Wooster	1101 N. Bever Street	Wooster	OH	44691	For the art museum's exhibition budget	$	5,000.00
First Congregational Church of Hudson	47 Aurora Street	Hudson	OH	44236	For the youth board budget, including ASP and for general operations	$	4,000.00
Hudson Community Foundation	P.O. Box 944	Hudson	OH	44236-5911	For the 2009 Annual Fund drive	$	1,000.00
Norman Rockwell Museum at Stockbridge	9 Glendale Rd.	Stockbridge	MA	01262	For annual operations	$	2,500.00
Planned Parenthood of Northeast Ohio	444 West Exchange Street	Akron	OH	44302	In memory of Dr. Thomas H. Hoover	$	1,000.00
The Trustees of Reservations	572 Essex Street	Beverly	MA	01915-1530	For the Naumkeag Initiative	$	500.00
Western Reserve Academy	115 College Street	Hudson	OH	44236	For the John D. Ong Library	$	5,000.00
Williams College	75 Park Street	Williamstown	MA	01267	To the Alumni Fund for the immediate needs of the Biology Department	$	5,000.00
Boys and Girls Clubs of the Western Reserve, Inc.	889 Jonathan Ave.	Akron	OH	44306	For operating support	$	5,000.00
Buckeye Council Boy Scouts of America	2301 13th Street NW	Canton	OH	44708	For the 2009 Friends of Scouting Annual Fund Drive	$	5,000.00
California Alumni Association	Alumni House	Berkeley	CA	94720	For operating support	$	1,000.00
Camping & Education Foundation	3515 Michigan Avenue	Cincinnati	OH	45208	To support program operations, particularly for the girls camp, Ogichi Daa Kwe	$	30,000 00
Cape Eleuthera Foundation, Inc.	P O Box 5910	Princeton	NJ	08543	To support the sustainable food production programs in Eleuthera	$	10,000.00
Cardinal Newman High School	50 Ursuline Road	Santa Rosa	CA	95403	For operating support	$	10,000.00
Children's Hospital Foundation	One Perkins Square	Akron	OH	44308-1062	For the Annual Fund	$	10,000.00
Children's Hospital Foundation	One Perkins Square	Akron	OH	44308-1062	To help endow the Tele-Health-Kids Network in Wayne County	$	50,000.00
The College of Wooster	1189 Beall Avenue	Wooster	OH	44691	To underwrite the production of "Fiddler on the Roof"	$	10,000.00
Community Baptist Church	P.O. Box 4317	Santa Rosa	CA	95402	For mission work	$	12,000.00
Community Legal Aid Services, Inc.	Akron Centre Plaza	Akron	OH	44308-1828	For the Justice For All Campaign	$	10,000.00
Denison University	P O Box 716	Granville	OH	43023-0716	To support the Organizational Studies Program and the Dean Mark Smith Endowment for Values and Leadership Development	$	35,000.00
Hudson Presbyterian Church	201 W. Streetsboro Road	Hudson	OH	44236	For operating support	$	20,000.00
					To support a Hudson community outreach event	$	2,500.00
Lafayette-Orinda Presbyterian Church	49 Knox Drive	Lafayette	CA	94549	To further the church's mission	$	10,000.00
Latin America Mission, Inc.	P O Box 52-7900	Miami	FL	33152-7900	For renovation and repairs at La Cumbre adventure camp in Costa Rica	$	75,000.00
Lynn University	3601 N. Military Trail	Boca Raton	FL	33431-5598	To help finance construction of the university's new tennis complex	$	20,000 00
Millbrook School	School Road	Millbrook	NY	12545	For the art purchase fund	$	5,000.00

Moraga Educational Foundation	P O. Box 34	Moraga	CA	94556	To further the mission of the Moraga Educational Foundation	$	10,000.00
Moraga Junior Women's Club Inc	P O Box 462	Moraga	CA	94556	For operating support	$	13,000.00
Norman Rockwell Museum at Stockbridge Inc	9 Glendale Rd.	Stockbridge	MA	01262	To support a fire suppression system to be installed in Norman Rockwell's studio on the Museum's campus	$	25,000.00
PTA California Congress of Parents Teachers & Students Inc	34 Newberry Place	Moraga	CA	94556	To support programs or projects that advance the mission of the association	$	1,200.00
The Rectory School	528 Pomfret Street	Pomfret	CT	06258	To purchase windows for the Brittain House	$	50,000.00
Rock and Roll Hall of Fame and Museum Inc	1 Key Plaza	Cleveland	OH	44114-1022	To support the 2009 Annual Fund, the capital campaign, the annual Gala benefit, the American Music Masters program, and the 25th anniversary concert in New York	$	28,000.00
San Francisco Forty Niners Foundation	4949 Centennial Boulevard	Santa Clara	CA	95054	To further the mission of the Forty Niners Foundation	$	10,000.00
Santa Rosa East Rotary Club Elinor Vallera Endowment Fund	2218 Sunlit Ann Drive	Santa Rosa	CA	95403	For operating support	$	7,000.00
Sonoma County Museum Foundation	425 Seventh Street	Santa Rosa	CA	95401	For programs or projects that advance the mission of the Foundation	$	2,500.00
St. Mary's College of California	P.O Box 3005	Moraga	CA	94575	To support the Tip Off Club and Saint Mary's College men's basketball	$	3,000.00
The Trustees of Reservations	572 Essex Street	Beverly	MA	01262	For the Naumkeag Initiative	$	500.00
The Trustees of Reservations	572 Essex Street	Beverly	MA	01262	For the new Welcome Center and kitchen restoration at Naumkeag.	$	4,000.00
United Way of Wayne and Holmes Counties		Wooster	OH	44691	For the Alexis de Tocqueville Society	$	12,000.00
Wooster City Schools	144 N. Market Street	Wooster	OH	44691	To conduct a telephone survey of the Wooster community to inform future planning by the school district	$	10,000.00
Wooster City Schools	144 N. Market Street	Wooster	OH	44691	To cover costs incurred by the district in sending three Wooster City School District teachers to the 2008 Consortium for Entrepreneurship Education Conference	$	3,339.09
Young Life of Wayne County	P.O Box 1561	Wooster	OH	44691	Ongoing work with at-risk youth in local middle and high schools	$	7,500.00
Young Life of Wayne County	P.O Box 1561	Wooster	OH	44691	To support ongoing work with at-risk youth in local middle and high schools during 2009-2010	$	12,500.00
Young Men's Christian Association of Greater Dayton	5291 St. Rt. 350	Oregonia	OH	45054	For the creation of a tree house cabin as part of the teen program, Tree House Village	$	41,000.00
							$5,339,686.56

The Burton D. Morgan Foundation 34-6598971
Form 990-PF, Part XV Line 3B Amounts approved for future payment
For the year ended December 31, 2009

Grantee	Relation-ship	Foundation Status	Purpose	Amount
Learning About Business Inc. 391 W Washington Street Painesville, OH 44077	N/A	None	For the purchase of new simulation software	$ 5,000
Ashland University 401 College Ave. Ashland, OH 44805	N/A	None	To support operations of the Scholarship of Entrepreneurial Engagement during 2009-10have	$ 32,500
Akron City School District 70 N. Broadway Akron, OH 44308	N/A	None	For professional development programs for STEM teachers	$ 25,000
University School 2785 SOM Center Rd. Hunting Valley, OH 44022	N/A	None	For entrepreneurship programs and outreach to other schools and teachers during 2009-2010 and to employ administrative help	$ 28,000
Case Western Reserve University Adelbert Hall, Suite 203 10900 Euclid Avenue Cleveland, OH 44106	N/A	None	To employ a Liaison for Student Innovation and Entrepreneurial Projects and to fund related costs	$ 50,000
BioEnterprise Corporation 11000 Cedar Avenue Cleveland, OH 44106-3052	N/A	None	To support business development and internship programs	$ 150,000
Western Reserve Land Conservancy P.O. Box 314 Novelty, OH 44072	N/A	None	For purchase of land	$ 400,000
Emmanuel Christian Academy 1650 Diagonal Road Akron, OH 44320	N/A	None	For support of the pre-entrepreneurship/financial literacy program	$ 2,600
HudsonJS Inc. 49 E. Main Street Hudson, OH 44236	N/A	None	For operating support	$ 5,000
Friends of E Prep Schools 1417 East 36th Street Cleveland, OH 44114 Cleveland, OH 44114	N/A	None	To support the entrepreneurship curriculum in the 2009-10 school year	$ 30,000
Junior Achievement of North Central Ohio P.O. Box 26006 Akron, OH 44319	N/A	None	For JA programs about business, entrepreneurship and financial literacy in eight counties during the 2009-10 school year	$ 30,000
Lynn University 3601 N. Military Trail Boca Raton, FL 33431-5598	N/A	None	To help finance construction of the university's new tennis complex	$ 80,000
Wayne County Foundation 517 North Market Street, P O. Box 201 Wooster, OH 44691	N/A	None	For Wayne County's membership in the Fund for Our Economic Future	$ 10,000
Invent Now, Inc. 520 South Main Street, Suite 2423 Akron, OH 44311	N/A	None	To fund 20 Club Invention sites during the 2009-2010 school year and 2 Camp Invention sites in summer 2010	$ 41,703
Ohio Business Week Foundation 1572 West First Avenue Columbus, OH 43212	N/A	None	For scholarships and financial aid for at least 25 students from Northeast Ohio to attend Ohio Business Week 2010	$ 14,000
Foundation for Teaching Economics 260 Russell Boulevard, Suite B Davis, CA 95616	N/A	None	To fund one "Economics for Leaders" program at The College of Wooster in 2010	$ 42,500
Music From the Western Reserve c/o 3141 Silver Lake Blvd Stow, OH 44224	N/A	None	3 year grant for concerts	$ 15,000
				$ 961,303

Amounts above reflect grants awarded in accordance with Generally Accepted Accounting Principles.

The Burton D. Morgan Foundation 34-6598971
Form 990-PF, Part II, Line 10b - Corporate Stock Investments
For the Year Ended 12/31/2009

SECURITY	COST	FAIR MKT VALUE
WESTPORT INNOVATIONS INC COM STK	118,611	124,265
ADR BAIDU INC SPONSORED ADR	121,525	232,345
ADR NEW ORIENTAL ED & TECHNOLOGY GROUP INC SPONSORED	154,415	262,669
CHINA NAT GAS INC COM NEW STK	98,426	103,316
ADR NICE SYS LTD SPONSORED ADR	283,816	404,234
EZCHIP SEMICONDUCTOR LTD	263,746	222,226
VISTAPRINT NV COM USD0.001	354,098	589,377
TELVENT GIT SA ORD EUR3.00505	237,294	306,968
A-POWER ENERGY GENERATION SYSTEMS LTD COM STK	116,858	283,824
#REORG/CYBERSOURCE CASH MERGER EFF 7/22/10	352,754	390,134
5TH 3RD BANCORP COM	142,662	180,473
ACME PACKET INC COM STK	115,672	126,236
AECOM TECHNOLOGY CORP DELAWARE COM	257,831	245,080
AMERICAN SUPERCONDUCTOR CORP SHS	162,333	269,327
AMPHENOL CORP NEW CL A	140,789	350,137
ANCESTRY COM INC COM	70,389	73,048
APAC CUSTOMER SVCS INC COM	239,893	258,879
ARCSIGHT INC STK	54,933	63,771
ARIBA INC COM NEW	171,695	232,309
ART TECH GROUP INC OC-COM ISIN US04289L107	215,517	266,370
ASIAINFO-LINKAGE INC COM STK ISIN# US04518A1043	188,566	364,665
ATHENAHEALTH INC COM MON STOCK	587,000	843,816
AVAGO TECHNOLOGIES LTD	113,312	131,706
BIOMARIN PHARMACEUTICAL INC COM ISIN CH0008107010	346,294	171,397
BIOSCRIP INC COM	251,167	274,233
BLACKBOARD INC COM	254,788	257,815
BRIDGEPOINT ED INC COM	90,699	95,362
CHINA TRANSINFO TECHNOLOGY CORP COM STK	218,815	341,988
CITRIX SYS INC COM	98,415	130,239
CLEAN HBRS INC COM	348,949	340,075
COMPELLENT TECHNOLOGIES INC COM STK	206,117	289,079
CONCUR TECHNOLOGIES INC COM	256,563	372,823
CONSTANT CONTACT INC COM STK	172,819	170,592
CREE INC COM	241,234	286,923
DENBURY RES INC HLDG CO COM NEW	120,973	285,581
DEVRY INC DEL COM	175,827	194,357
DG FASTCHANNEL INC COM STK	71,994	103,118
ENERNOC INC COM	254,736	268,131
FEI CO COM	97,015	114,791
FORTINET INC COM	119,585	127,857
FUQI INTL INC COM NEW STK	255,458	247,764
GENOMIC HEALTH INC COM	180,139	184,979
GMX RES INC COM STK	353,788	410,112
GRAND CANYON ED INC COM STK	248,340	298,590
GREEN MTN COFFEE ROASTERS	86,197	298,099
GSE SYS INC COM STK	454,608	353,531
HAEMONETICS CORP MASS COM	374,371	335,036
HARBIN ELEC INC COM STK	79,488	102,043
HARRIS & HARRIS GROUP INC COM	537,370	188,028
HMS HLDGS CORP COM	196,136	288,050
HUMAN GENOME SCIENCES INC COM	213,946	601,382
JOY GLOBAL INC COM	398,912	709,053
K12 INC COM STOCK USD.0001	196,490	164,207
KIT DIGITAL INC COM NEW COM NEW	16,947	26,631

LIFE TECHNOLOGIES CORP COM STK	78,677	138,148
MEDIDATA SOLUTIONS INC COM	64,807	58,250
NANOMETRICS INC COM DELAWARE	262,970	263,649
NEUTRAL TANDEM INC COM STK	107,954	112,658
NIC INC COM	207,509	249,065
NOVATEL WIRELESS INC COM NEW	234,520	183,111
NUANCE COMMUNICATIONS INC COM	751,627	639,316
NUTRI SYS INC NEW COM	367,648	412,099
OMNIVISION TECHNOLOGIES INC COM	203,549	246,124
ON SEMICONDUCTOR CORP COM	202,721	242,002
OUTDOOR CHANNEL HLDGS INC COM NEW COM NEW	218,607	175,775
PETROHAWK ENERGY CORP COM	359,236	461,160
POWERSECURE INTL INC COM STK	253,887	216,437
QKL STORES INC COM STK	177,537	206,869
QUANTA SVCS INC COM	603,596	414,049
RANGE RES CORP COM	190,848	265,202
SATCON TECH CORP COM	25,610	55,554
SHAW GROUP INC COM	360,063	556,255
SOLARWINDS INC COM	376,477	497,246
SOURCEFIRE INC COM	152,470	269,854
SPIRE CORP COM	329,799	146,173
STERICYCLE INC COM	91,175	206,225
STR HLDGS INC COM	259,062	375,092
TELESTONE TECHNOLOGIES CORP COM STK	126,971	144,534
THORATEC CORP	379,293	360,109
TRANSCEND SVCS INC COM NEW COM NEW	209,593	267,278
UTD THERAPEUTICS CORP DEL COM STK	317,134	305,581
VERISK ANALYTICS INC CL A CL A	10,890	14,989
VERTEX PHARMACEUTICALS INC COM	164,131	318,547
VMWARE INC CL A COM CL A COM	315,854	418,079
WILLIAMS CLAYTON ENERGY INC COM	193,674	160,553
WONDER AUTO TECHNOLOGY INC COM STK\	363,781	456,594
WOODWARD GOVERNOR CO COM	361,583	239,197
YUCHENG TECHNOLOGIES LTD COM STK	419,590	292,195
ZIONS BANCORP COM	190,918	158,502
ADR NOKIA CORP SPONSORED ADR	481,724	443,325
ADR BP P L C SPONSORED ADR	438,960	565,208
AFLAC INC COM	197,390	317,969
ALTRIA GROUP INC COM	501,534	600,678
AT&T INC COM	502,470	599,842
BRISTOL MYERS SQUIBB CO COM	505,776	648,925
CATERPILLAR INC COM	301,297	564,201
CHEVRON CORP COM	500,919	615,920
CONOCOPHILLIPS COM	467,662	505,593
CONS EDISON INC COM	402,510	495,187
DU PONT E I DE NEMOURS & CO COM STK	200,614	279,461
EATON CORP COM	301,531	470,788
ELI LILLY & CO COM	501,446	535,650
EXELON CORP COM	372,110	376,299
GENUINE PARTS CO COM	201,972	235,352
HOME DEPOT INC COM	301,634	387,662
INTEL CORP COM	402,192	514,080
KIMBERLY-CLARK CORP COM	300,084	363,147
LOCKHEED MARTIN CORP COM	252,128	241,120
M & T BK CORP COM	320,493	394,651
MC DONALDS CORP COM	344,171	374,640
MERCK & CO INC NEW COM	502,453	654,066
NYSE EURONEXT COM STK	622,686	650,210
PFIZER INC COM STK $.11 1/9 PAR	300,530	372,895
SYSCO CORP COM	303,121	388,366
V F CORP COM	257,881	344,228

VERIZON COMMUNICATIONS COM	214,048	248,475
WASTE MGMT INC DEL COM STK	232,361	260,337
AGNICO-EAGLE MINES LTD COM	54,976	54,000
BARRICK GOLD CORP	181,603	196,900
ROGERS COMMUNICATIONS INC CL B NON VTG CL B	71,595	77,500
ABBOTT LAB COM	185,956	215,960
ARCHER-DANIELS-MIDLAND CO COM	78,950	78,275
AT&T INC COM	328,906	350,375
BANK NEW YORK MELLON CORP COM STK	133,154	139,850
BAXTER INTL INC COM	54,455	58,680
CHESAPEAKE ENERGY CORP COM	72,035	64,700
CHEVRON CORP COM	36,240	38,495
CISCO SYSTEMS INC	55,246	59,850
CITIGROUP INC COM	78,750	82,750
COMCAST CORP NEW-CL A	153,372	168,600
CONAGRA FOODS INC	105,867	115,250
CORNING INC COM	78,126	96,550
CVS CAREMARK CORP COM STK	90,100	80,525
DELL INC COM STK	47,751	50,260
ELI LILLY & CO COM	82,486	89,275
FRONTIER COMMUNICATIONS CORP COM	89,586	97,625
GENERAL ELECTRIC CO	107,175	113,475
HESS CORP COM STK	137,869	151,250
INTERNATIONAL BUSINESS MACHS CORP COM	117,334	130,900
KROGER CO COM	160,052	153,975
MARSH & MCLENNAN CO'S INC COM	58,439	55,200
MICROSOFT CORP COM	159,293	198,185
MOSAIC CO COM	82,695	89,595
MYLAN INC	73,426	92,150
NEWMONT MINING CORP NEW COM	107,234	118,275
PFIZER INC COM STK $.11 1/9 PAR	203,824	227,375
TRAVELERS COS INC COM STK	145,042	149,580
UNUM GROUP	48,611	48,800
VALERO ENERGY CORP COM STK NEW	87,673	83,750
VERIZON COMMUNICATIONS COM	78,517	82,825
WAL-MART STORES INC COM	178,935	187,075
YAHOO INC COM	79,682	83,900
CITIGROUP INC TANGIBLE DIVIDEND ENHANCEDCOM STK-T-DECS	100,000	104,340
ADR TEVA PHARMACEUTICAL INDS	110,330	120,787
XTO ENERGY INC STOCK MERGER EXXONMOBIL CORP COM 2313590	123,844	139,497
ADOBE SYS INC COM	78,468	115,857
ANADARKO PETRO CORP COM	106,899	104,554
APPLE INC	88,114	129,679
ASHLAND INC NEW COM	82,119	106,182
BROADCOM CORP CL A	106,227	124,542
CISCO SYSTEMS INC	106,203	139,211
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL ACL A	75,698	132,050
DANAHER CORP COM	121,989	122,952
EQUINIX INC COM NEW COM NEW	102,581	113,156
EXPRESS SCRIPTS INC COM	126,402	174,629
FLOWSERVE CORP COM	81,034	86,022
GILEAD SCIENCES INC	119,615	128,758
GOLDMAN SACHS GROUP INC COM	99,163	91,174
GOOGLE INC CL A CL A	116,901	154,995
H J HEINZ	103,500	117,590
INTUITIVE SURGICAL INC COM NEW STK	99,746	130,428
JPMORGAN CHASE & CO COM	95,523	90,632
NATIONAL OILWELL VARCO COM STK	106,479	110,225
PRAXAIR INC COM	99,660	98,380
PROCTER & GAMBLE CO COM	87,193	97,614
QUALCOMM INC COM	99,183	116,575

ROCKWELL COLLINS INC COM	123,051	117,086
RÓPER INDS INC NEW COM	123,211	120,451
SALESFORCE COM INC COM STK	117,537	143,483
SCHLUMBERGER LTD COM STK	138,542	139,293
SCHWAB CHARLES CORP COM NEW	139,424	142,279
STARWOOD HOTELS & RESORTS WORLDWIDE INC COM STK	60,883	107,333
STRAYER ED INC COM	79,870	86,058
T ROWE PRICE GROUP INC	112,711	117,150
VISA INC COM CL A STK	131,774	172,734
WALT DISNEY CO	123,734	129,806
ADR LIHIR GOLD LTD SPONSORED ADR	69,249	71,078
AGNICO-EAGLE MINES LTD COM	137,670	135,108
BARRICK GOLD CORP	199,069	202,689
ELDORADO GOLD CORP NEW COM STK	69,463	84,368
GOLDCORP INC NEW COM	207,055	208,974
IAMGOLD CORP COM STK	69,614	70,239
KINROSS GOLD CORP COM NPV NEW	137,124	136,859
MINEFINDERS CORP LTD COM MINEFINDERS CORP	69,897	68,773
NEW GOLD INC CDA COM	40,948	55,605
WESDOME GOLD MINES LTD COM STK	27,521	44,839
ADR ANGLOGOLD ASHANTI LTD	136,166	135,166
ASA LTD	119,544	138,481
ADR ANGLO AMERN PLC ADR NEW	98,941	139,337
ADR RANDGOLD RES LTD ADR	195,646	201,835
ALLIED NEV GOLD CORP COM STK	53,920	86,635
FREEPORT-MCMORAN COPPER & GOLD INC	187,208	209,316
NEWMONT MINING CORP NEW COM	206,863	204,947
ROYAL GOLD INC COM STK USD0.01	205,689	200,363
U S GOLD CORP COM PAR $0.10 COM PAR $0.10	72,475	71,541
BEMIS CO INC COM	125,000	7,412,500
3M CO COM	334,314	471,219
AIR PROD & CHEM INC COM	319,028	405,300
EMERSON ELECTRIC CO COM	319,770	387,660
EXXON MOBIL CORP COM	667,603	663,489
JOHNSON & JOHNSON COM	664,674	744,580
PEPSICO INC COM	331,150	407,360
PPG IND INC COM	317,435	427,342
PROCTER & GAMBLE CO COM	359,107	424,410
V F CORP COM	333,152	339,101
WALGREEN CO COM	323,313	389,232
LNB BANCORP	301,497	91,325
Total	**44,738,435**	**59,168,682**