Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , 2009, and ending , 20

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

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

Name of foundation
THE DOGWOOD FOUNDATION
C/O SUSAN MEYERS - WARNER, NORCROSS & JUDD

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
111 LYON STREET NW, SUITE 900

City or town, state, and ZIP code
GRAND RAPIDS, MI 49503

A Employer identification number 65-0499552

B Telephone number (see page 10 of the instructions) (616) 752-2184

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 15,669,716.

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see 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)	256,845.			
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B.				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	605,246.	605,246.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	218,816.			
	b Gross sales price for all assets on line 6a 5,866,534.				
	7 Capital gain net income (from Part IV, line 2)		218,816.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-342.	-342.		ATCH 2
	12 **Total.** Add lines 1 through 11	1,080,565.	823,720.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) ATCH 3	14,377.	7,189.	0.	7,188.
	b Accounting fees (attach schedule) ATCH 4	22,100.	11,050.	0.	11,050.
	c Other professional fees (attach schedule) *	41,779.	41,779.		
	17 Interest ATTACHMENT 6	182.	182.		
	18 Taxes (attach schedule) (see page 14 of the instructions) **	6,276.	1,468.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 8	59,793.	59,587.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	144,507.	121,255.	0.	18,238.
	25 Contributions, gifts, grants paid	448,000.			448,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	592,507.	121,255.	0.	466,238.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	488,058.			
	b **Net investment income** (if negative, enter -0-)		702,465.		
	c **Adjusted net income** (if negative, enter -0-)			-0-	

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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1	Cash - non-interest-bearing	3,205,610.	331,338.	331,338.
2	Savings and temporary cash investments			
3	Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U S and state government obligations (attach schedule)			
b	Investments - corporate stock (attach schedule) ATCH 9	4,047,157.	3,054,757.	3,127,070.
c	Investments - corporate bonds (attach schedule) ATCH 10	7,000,198.	11,144,474.	11,520,810.
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) ATCH 11	425,704.	636,158.	690,498.
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	14,678,669.	15,166,727.	15,669,716.
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted	14,678,669.	15,166,727.	
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)	14,678,669.	15,166,727.	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	14,678,669.	15,166,727.	

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	14,678,669.
2	Enter amount from Part I, line 27a	2	488,058.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	15,166,727.
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	15,166,727.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

2 Capital gain net income or (net capital loss) . . . . . { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } **2** 218,816.

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**

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	639,557.	15,800,936.	0.040476
2007	816,446.	17,500,322.	0.046653
2006	479,724.	15,893,687.	0.030183
2005	304,188.	14,536,775.	0.020925
2004	857,012.	13,666,372.	0.062710

2	**Total** of line 1, column (d)	2	0.200947
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	0.040189
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	14,413,946.
5	Multiply line 4 by line 3	5	579,282.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	7,025.
7	Add lines 5 and 6	7	586,307.
8	Enter qualifying distributions from Part XII, line 4	8	466,238.

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 ruling 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	14,049.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3	Add lines 1 and 2		3	14,049.
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	14,049.
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 14,100.		
b	Exempt foreign organizations-tax withheld at source	6b 0.		
c	Tax paid with application for extension of time to file (Form 8868)	6c 7,500.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	21,600.
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	7,551.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 7,551. **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 ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, 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) ▶ MI,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV 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 ▶ N/A

14 The books are in care of ▶ KAREN HARRISS, MONROE VOS Telephone no ▶ 713-227-0100

Located at ▶ 101 MCKINNEY, SUITE 1200 HOUSTON, TX ZIP + 4 ▶ 77002

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

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 ▶ N/A				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions)		2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ N/A				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)*		3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

			Yes	No
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	[X] 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	[X] No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes	[X] 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	[X] 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	[X] 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**	N/A	
Organizations relying on a current notice regarding disaster assistance check here ▶ [ ]				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	[ ] Yes	[ ] No		
If "Yes," attach the statement required by Regulations section 53.4945-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	[ ] Yes	[X] 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	[X] No		
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		**7b**	N/A	

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 12		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

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

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

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

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

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

Total number of others receiving over $50,000 for professional services . . . ▶ NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NOT APPLICABLE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NOT APPLICABLE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3 . . . ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	13,351,139.
b	Average of monthly cash balances	1b	771,596.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	510,713.
d	**Total** (add lines 1a, b, and c)	1d	14,633,448.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	14,633,448.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	219,502.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	14,413,946.
6	**Minimum investment return.** Enter 5% of line 5	6	720,697.

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	720,697.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	14,049.		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	14,049.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	706,648.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	706,648.
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	706,648.

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	466,238.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	466,238.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	466,238.

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				706,648.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			201,722.	
b Total for prior years 20____,20____,20____		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004 ... 0.				
b From 2005 ... 0.				
c From 2006 ... 0.				
d From 2007 ... 0.				
e From 2008 ... 0.				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 466,238.				
a Applied to 2008, but not more than line 2a			201,722.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		0.		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	0.			
d Applied to 2009 distributable amount				264,516.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				442,132.
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)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005 ... 0.				
b Excess from 2006 ... 0.				
c Excess from 2007 ... 0.				
d Excess from 2008 ... 0.				
e Excess from 2009 ... 0.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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

Part XV Supplementary Information (Complete this part only if the 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 ▶ [X] 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:

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

c Any submission deadlines

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

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 ATTACHMENT 13				448,000.
Total ▶ 3a				448,000.
b Approved for future payment				
SEE ATTACHMENT 14				695,000.
Total ▶ 3b				695,000.

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					
4 Dividends and interest from securities			14	605,246.	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	218,816.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b PRIVATE EQUITY FUND II			14	100.	
c PRIVATE EQUITY FUND III			14	-442.	
d					
e					
12 Subtotal Add columns (b), (d), and (e)				823,720.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . . 13 823,720.

(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)
	NOT APPLICABLE

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
		NOT APPLICABLE	

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
NOT APPLICABLE		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

[signature] 11-15-10 Secretary

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature: Lisa A Cattelan	Date 11-11-10	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions) P00140623
Firm's name (or yours if self-employed), address, and ZIP code: ERNST & YOUNG US LLP, 875 EAST WISCONSIN AVENUE, MILWAUKEE, WISCONSIN 53202		EIN 34-6565596	Phone no 414-273-5900

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 THE DOGWOOD FOUNDATION C/O SUSAN MEYERS - WARNER, NORCROSS & JUDD	**Employer identification number** 65-0499552

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 on line H 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: THE DOGWOOD FOUNDATION
C/O SUSAN MEYERS - WARNER, NORCROSS & JUDD

Employer identification number: 65-0499552

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	DOROTHY SCOTT MERRILL CHAR LD UNITRUST MONROE VOS SECURITIES HOUSTON, TX 77002	$ 256,845.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					25,892.	
		MFO NICHOLAS-APPLEGATE INSTL FUNDS - ADD PROPERTY TYPE: SECURITIES				P	VAR	01/14/2009
2,588.		0.					2,588.	
		HF NORTHERN TRUST ALPHA STRATEGIES HEDGE PROPERTY TYPE: SECURITIES				P	01/27/2009	07/16/2009
97,195.		97,195.						
		PRIVATE EQUITY FUND II K-1 PROPERTY TYPE: OTHER				P	VAR	VAR
144.		0.					144.	
		PRIVATE EQUITY FUND III K-1 PROPERTY TYPE: OTHER				P	VAR	VAR
0.		3,101.					-3,101.	
		BANK OF OKLAHOMA (SEE ATTACHED) PROPERTY TYPE: SECURITIES				P	VAR	VAR
638,863.		516,370.					122,493.	
		MONROE VOS ACCT 168 (SEE ATTACHED) PROPERTY TYPE: SECURITIES				P	VAR	VAR
5,101,852.		5,031,052.					70,800.	
TOTAL GAIN(LOSS)							218,816.	

MUTUAL FUNDS

Description	Date of Sale	Date Acquired	Symbol/ Cusip	Sales Price/ Share	Quantity	Proceeds	Cost Basis	Realized Gain (Loss)	Holding Period
JENNISON NATURAL RESOURCES CL A	08/19/09	Various	PGNAX	$37.48	10,166.101	$380,969 22	$370,610.63	$10,358.59	ST
JENNISON NATURAL RESOURCES CL A	07/23/09	Various	PGNAX	$37 67	5,818.979	$219,144.69	$212,101.78	$7,042.91	ST
		Position Total	**PGNAX**		**15,985.080**	**$600,113.91**	**$582,712.41**	**$17,401.50**	
PIMCO SHORT TERM INSTITUTIONAL	12/07/09	Various	PTSHX	$9.84	15,249.619	$150,000.00	$145,938.85	$4,061.15	ST
PIMCO SHORT TERM INSTITUTIONAL	07/23/09	Various	PTSHX	$9.70	448,634.046	$4,351,737.75	$4,302,400.50	$49,337.25	ST
		Position Total	**PTSHX**		**463,883.665**	**$4,501,737.75**	**$4,448,339.35**	**$53,398.40**	
Total Mutual Funds					**479,868.745**	**$5,101,851.66**	**$5,031,051.76**	**$70,799.90**	

UNREALIZED GAIN (LOSS) LOT DETAIL - YEAR ENDING 2009

NFS-provided estimated cost basis (including cost basis and short sale proceeds information provided to NFS by customers), realized gain and loss, and holding period information may not reflect all adjustments necessary for tax reporting purposes Taxpayers should verify such information against their own records when calculating reportable gain or loss resulting from a sale, redemption, or exchange NFS does not report such information to the IRS or other taxing authorities and is not responsible for the accuracy of such information taxpayers may be required to report to federal, state, and other taxing authorities. NFS makes no warranties with respect to, and specifically disclaims any liability arising out of a customer's use of, or any tax position taken in reliance upon, such information. Unless otherwise specified, NFS determines cost basis at the time of sale based on the average cost-single category (ACSC) method for open-end mutual funds and based on the first-in, first-out (FIFO) method for all other securities Customers should consult their tax advisors for further information.

For the specific share identification cost basis method, appropriate instructions must be given before or at the time of the trade If specific shares were selected manually rather than electronically, if some or all of the tax lots a customer specified do not correspond with NFS records, or if a customer used the specific share identification method before such method could be tracked by NFS systems, then cost basis and gain (loss) information displayed here for such transactions will be based on the first-in, first-out (FIFO) method. Affected customers will need to refer to their trade confirmation for the shares (tax lots) they specified and calculate their gain (loss) accordingly Additionally, all cost basis and realized and unrealized gain (loss) information based on the first-in, first-out method may need to be re-calculated to remove the effect of any tax lots that were specifically identified and allocated to other sales

Amortization, accretion and similar adjustments to cost basis have been provided for many fixed income securities (and some bond-like equities), however, they are not provided for certain types, such as short-term instruments, Unit Investment Trusts, foreign fixed income securities, or those that are subject to early prepayment of principal (pay downs) Where current year premium or acquisition premium amortization is provided, the prior years' cumulative amortization is reflected in the adjusted cost basis, but we cannot provide a breakdown or the total of such prior amortization amounts.

LIMITATION ON COST BASIS INFORMATION NFS's cost basis information system has a cumulative lifetime limit on how much activity it can track for each individual security position in an account For this purpose, each buy, sell, dividend, wash sale disallowed loss, stock split, stock merger, etc, is an event For some customers, this limit can be reached with approximately 1500 events Upon reaching the limit, the system no longer displays or tracks cost basis information for the affected position, and such information will usually show as not available or unknown Once the limit is reached, all cost basis information for the affected position will need to be tracked and updated by you, the investor.

2009 Tax Information Statement

Account Number: 719830010
Recipient's Tax ID number: XXX-XX-9552

☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address
DOGWOOD FOUNDATION
111 LYON STREET NW
GRAND RAPIDS, MI 49503-2413

BANK OF OKLAHOMA, N.A.
P.O. BOX 1620
TULSA, OK 74101-1620

2009 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
Short Term Sales								
500.0000	032511107	ANADARKO PETROLEUM CORP	10/17/2008	07/23/2009	24,082.88	16,513.35	7,569.53	0.00
300.0000	032511107	ANADARKO PETROLEUM CORP	VARIOUS	08/19/2009	15,383.60	9,677.17	5,706.43	0.00
200.0000	037411105	APACHE CORPORATION	10/17/2008	07/23/2009	15,829.59	15,953.34	-123.75	0.00
200.0000	037411105	APACHE CORPORATION	VARIOUS	08/19/2009	17,385.55	13,929.67	3,455.88	0.00
300.0000	040049108	ARENA RESOURCES INC	VARIOUS	07/23/2009	9,836.74	8,366.48	1,470.26	0.00
400.0000	040049108	ARENA RESOURCES INC	04/15/2009	08/19/2009	11,824.97	10,848.80	976.17	0.00
300.0000	127097103	CABOT OIL & GAS CORP	10/28/2008	07/23/2009	11,090.71	7,518.00	3,572.71	0.00
400.0000	127097103	CABOT OIL & GAS CORP	10/28/2008	08/19/2009	14,139.63	10,024.00	4,115.63	0.00
500.0000	136385101	CANADIAN NAT RES LTD	10/17/2008	07/23/2009	29,162.94	22,370.00	6,792.94	0.00
300.0000	136385101	CANADIAN NAT RES LTD	12/05/2008	08/19/2009	17,431.56	8,938.92	8,492.64	0.00
200.0000	166764100	CHEVRONTEXACO CORP COM	VARIOUS	07/23/2009	13,561.65	13,845.00	-283.35	0.00
200.0000	166764100	CHEVRONTEXACO CORP COM	10/17/2008	08/19/2009	13,643.64	12,832.00	811.64	0.00
500.0000	204386106	CIE GEN GEOPHYSIQUE-SP ADR	11/10/2008	07/23/2009	9,274.16	8,727.35	546.81	0.00
600.0000	204386106	CIE GEN GEOPHYSIQUE-SP ADR	VARIOUS	08/19/2009	11,923.67	10,447.86	1,475.81	0.00
200.0000	25179M103	DEVON ENERGY CORPORATIOIN	10/17/2008	07/23/2009	11,611.70	15,176.66	-3,564.96	0.00
200.0000	25179M103	DEVON ENERGY CORPORATIOIN	VARIOUS	08/19/2009	12,591.67	13,550.73	-959.06	0.00
200.0000	30231G102	EXXON MOBIL CORP COM	10/17/2008	07/23/2009	14,321.63	13,760.00	561.63	0.00

2009 Tax Information Statement

Account Number: 719830010
Recipient's Tax ID number: XXX-XX-9552

☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address
DOGWOOD FOUNDATION
111 LYON STREET NW
GRAND RAPIDS, MI 49503-2413

BANK OF OKLAHOMA, N.A.
P.O. BOX 1620
TULSA, OK 74101-1620

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
200.0000	30231G102	EXXON MOBIL CORP COM	VARIOUS	08/19/2009	13,605.65	13,607.00	-1.35	0.00
600.0000	346091705	FOREST OIL CORP COM PAR $0.01	10/22/2008	08/19/2009	9,851.74	14,191.80	-4,340.06	0.00
300.0000	42809H107	HESS CORP	10/17/2008	07/23/2009	15,932.59	16,854.75	-922.16	0.00
500.0000	42809H107	HESS CORP	VARIOUS	08/19/2009	25,504.34	24,044.26	1,460.08	0.00
500.0000	56845T305	MARINER ENERGY INC	06/04/2009	08/19/2009	6,062.14	7,250.00	-1,187.86	0.00
200.0000	636180101	NATIONAL FUEL GAS CO N J	06/10/2009	07/23/2009	8,017.79	6,959.20	1,058.59	0.00
400.0000	636180101	NATIONAL FUEL GAS CO N J	06/10/2009	08/19/2009	17,815.53	13,918.40	3,997.13	0.00
100.0000	637071101	NATIONAL-OILWELL INC	10/22/2008	07/23/2009	3,645.90	2,394.40	1,251.50	0.00
400.0000	637071101	NATIONAL-OILWELL INC	10/22/2008	08/19/2009	14,943.61	9,577.60	5,366.01	0.00
300.0000	655044105	NOBLE ENERGY INC COM	10/17/2008	07/23/2009	17,974.54	13,340.25	4,634.29	0.00
300.0000	655044105	NOBLE ENERGY INC COM	VARIOUS	08/19/2009	18,002.53	12,198.75	5,803.78	0.00
400.0000	674599105	OCCIDENTAL PETROLEUM CORP	10/17/2008	07/23/2009	28,695.26	19,034.00	9,661.26	0.00
200.0000	674599105	OCCIDENTAL PETROLEUM CORP	11/21/2008	08/19/2009	14,305.63	8,775.50	5,530.13	0.00
900.0000	71654V101	PETROBRAS BRASILEIRO ADR SPONSORED	VARIOUS	07/23/2009	30,752.20	18,801.00	11,951.20	0.00
500.0000	71654V101	PETROBRAS BRASILEIRO ADR SPONSORED	12/05/2008	08/19/2009	17,684.54	7,195.00	10,489.54	0.00
600.0000	847560109	SPECTRA ENERGY CORP	02/11/2009	07/23/2009	10,691.72	8,715.12	1,976.60	0.00
700.0000	847560109	SPECTRA ENERGY CORP	02/11/2009	08/19/2009	12,977.66	10,167.64	2,810.02	0.00
900.0000	87425E103	TALISMAN ENERGY INC	10/22/2008	07/23/2009	14,176.34	7,973.73	6,202.61	0.00
900.0000	87425E103	TALISMAN ENERGY INC	10/22/2008	08/19/2009	14,246.63	7,973.73	6,272.90	0.00

This is important tax information and is being furnished to you.

2009 Tax Information Statement

Account Number: 719830010
Recipient's Tax ID number: XXX-XX-9552

☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address
DOGWOOD FOUNDATION
111 LYON STREET NW
GRAND RAPIDS , MI 49503-2413

BANK OF OKLAHOMA, N.A.
P.O. BOX 1620
TULSA, OK 74101-1620

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
500.0000	969457100	THE WILLIAMS COMPANIES, INC	10/29/2008	07/23/2009	8,164.78	9,305.30	-1,140.52	0.00
700.0000	969457100	THE WILLIAMS COMPANIES, INC	10/29/2008	08/19/2009	11,563.70	13,027.42	-1,463.72	0.00
9000.0000	893830AU3	TRANSOCEAN INC CONV @ 1.625% DUE 12/15/2037	12/09/2008	08/19/2009	8,585.38	7,650.00	935.38	0.00
200.0000	H8817H100	TRANSOCEAN LTD	10/17/2008	07/23/2009	16,024.00	13,906.00	2,118.00	0.00
300.0000	H8817H100	TRANSOCEAN LTD	VARIOUS	08/19/2009	22,388.42	18,530.35	3,858.07	0.00
300.0000	98385X106	XTO ENERGY INC COM	10/22/2008	07/23/2009	11,999.69	9,199.71	2,799.98	0.00
300.0000	98385X106	XTO ENERGY INC COM	10/22/2008	08/19/2009	11,954.69	9,199.71	2,754.98	0.00
Total Short Term Sales					638,863.29	516,369.95	122,493.34	0.00

This is important tax information and is being furnished to you.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MONROE VOS - DIVIDENDS	592,084.	592,084.
PRIVATE EQUITY FUND II - DIVIDENDS	850.	850.
PRIVATE EQUITY FUND III - DIVIDENDS	506.	506.
BANK OF OKLAHOMA - DIVIDENDS	6,592.	6,592.
NORTHERN TRUST - INTEREST	26.	26.
BANK OF OKLAHOMA - INTEREST	206.	206.
PRIVATE EQUITY FUND II - INTEREST	2,782.	2,782.
PRIVATE EQUITY FUND III - INTEREST	2,200.	2,200.
TOTAL	605,246.	605,246.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NT PRIVATE EQUITY FUND III INCOME	-442.	-442.
NT PRIVATE EQUITY FUND II INCOME	100.	100.
TOTALS	-342.	-342.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
WARNER, NORCROSS & JUDD	14,377.	7,189.	0.	7,188.
TOTALS	14,377.	7,189.	0.	7,188.

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ERNST & YOUNG LLP	22,100.	11,050.	0.	11,050.
TOTALS	22,100.	11,050.	0.	11,050.

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NORTHERN TRUST MANAGEMENT FEES	8,814.	8,814.
MONROE VOS CONSULTING FEES	25,591.	25,591.
BANK OF OKLAHOMA FEES	7,374.	7,374.
TOTALS	41,779.	41,779.

ATTACHMENT 6

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PRIVATE EQUITY FUND II INT EXP	91.	91.
PRIVATE EQUITY FUND III INT EX	91.	91.
TOTALS	182.	182.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
EXCISE/ESTIMATED TAXES	4,808.	0.
FOREIGN TAXES-MONROE VOS	1,200.	1,200.
FOREIGN TAXES - BANK OF OK	260.	260.
FOREIGN TAXES - PE FUND II	3.	3.
FOREIGN TAXES - PE FUND III	5.	5.
TOTALS	6,276.	1,468.

ATTACHMENT 8

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MISCELLANEOUS - PE FUND II	14,683.	14,683.
MISCELLANEOUS - PE FUND III	44,923.	44,804.
WIRE TRANSFER FEES	100.	100.
MISCELLANEOUS - NORTHERN TRUST	2.	0.
MISCELLANEOUS - MONROE VOS	1.	0.
NON DEDUCT EXP - PE FUND II	7.	0.
NON DEDUCT EXP - PE FUND III	77.	0.
TOTALS	59,793.	59,587.

THE DOGWOOD FOUNDATION 65-0499552

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 9

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
AMER GROWTH FUND OF AMERICA	582,712.	631,754.
ASTON/RIVER ROAD SMALL CAP	361,954.	396,276.
BLACKROCK LARGE CAP VALUE	582,712.	571,509.
NUVEEN TRADEWINDS INTL VALUE	1,165,425.	1,137,902.
ROYCE VALUE PLUS SERVICE	361,954.	389,629.
TOTALS	3,054,757.	3,127,070.

FORM 990PF, PART II - CORPORATE BONDS

ATTACHMENT 10

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
PIMCO SHORT TERM INSTITUTIONAL	296,152.	304,107.
PIMCO TOT RETURN INSTITUTIONAL	10,848,322.	11,216,703.
TOTALS	11,144,474.	11,520,810.

FORM 990PF, PART II - OTHER INVESTMENTS

ATTACHMENT 11

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
NORTHERN TRUST PE FUND III, LP	258,253.	253,701.
NORTHERN TRUST PE FUND II, LP	377,905.	436,797.
TOTALS	636,158.	690,498.

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

ATTACHMENT 12

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
KYLE MERRILL CONVERSE 6203 MOORING LANE FREMONT, MI 49412	TRUSTEE	0.	0.	0.
HOLLY S. MERRILL 3750 SUNRISE LANE KEY WEST, FL 33040	TRUSTEE	0.	0.	0.
DANIELLE MERRILL BOX 170 FREMONT, MI 49412	TRUSTEE	0.	0.	0.
FRANK G. MERRILL R.R. #2 PURCELL, OK 73080	TRUSTEE	0.	0.	0.
JOHN H. MARTIN WARNER, NORCROSS & JUDD 400 TERRACE PLAZA MUSKEGON, MI 49440	TRUSTEE EMERITUS	0.	0.	0.

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

ATTACHMENT 12 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
SUSAN MEYERS WARNER, NORCROSS & JUDD 111 LYON STREET NW, SUITE 900 GRAND RAPIDS, MI 49503	SECRETARY	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

The Dogwood Foundation
65-0499552

Form 990-PF, Part XV - Grants and Contributions Paid During the Year

Name and Address	Relationship	Foundation Status	Purpose of Grant	Grant Amount
American Quarterhorse Foundation P.O. Box 200 Amarillo, TX 79168	None	501(c)(3)&509(a)(3)Type I	Equine Research Endowment Fund and	110,000
Community Foundation of the Florida Keys P.O. Box 162 Key West, FL 33041-0162	None	501(c)(3)&170(b)(1)(a)(vi)	Support VIP Program	20,000
Fremont Area District Library 104 East Main Street Fremont, MI 49412	None	501(c)(3)&170(b)(1)(a)(vi)	Support Library Operations	52,000
Key West Botanical Garden Society 5210 College Road Key West, Florida 33040	None	501(c)(3)&509(a)(2)	Support Activities of Botanical Garden	20,000
National Cowboy & Western Heritage Museum 1700 NE 63rd Street Oklahoma City, OK 73111	None	501(c)(3)&509(a)(2)	Support Endowment Initiative $15,000 Support Chuck Wagon Gathering $25,000	40,000
Sculpture Key West P O Box 7 Key West, FL 33041	None	501(c)(3)&509(a)(2)	Support Artists Assistance Fund, Community Artist Programs, and Educational Programming	10,000
St. John's Northwestern Military Academy, Inc. 1101 North Genesee Street Delafield, WI 53018	None	501(c)(3)&170(b)(1)(a)(ii)	Support Renovation of Residence Halls and Athletic Facilities	125,000
Key West Independent Education, Inc 5901 College Road Key West, FL 33040	None	501(c)(3)&170(b)(1)(a)(ii)	Support to Provide Tuition for Unspecified Students To Home School High School	6,000
Key West Players, Inc P O. Box 724 Key West, FL 33041	None	501(c)(3)&509(a)(2)	Support for Children and Family Programs	10,000

ATTACHMENT 13

The Dogwood Foundation
65-0499552

Form 990-PF, Part XV - Grants and Contributions Paid During the Year

Name and Address	Relationship	Foundation Status	Purpose of Grant	Grant Amount
Key West Literary Seminar 718 Love Lane Key West, FL 33040	None	501(c)(3)&509(a)(2)	Support Annual Literary Seminar	15,000
Key West Pops Orchestra P.O. Box 6206 Key West, Florida 33041	None	501(c)(3)&509(a)(2)	Support Orchestra Operations	5,000
Key West Art and Historical Society DBA Key West Museum of Art & History at the Custom House 281 Front Street Key West, Florida 33040	None	501(c)(3)&509(a)(2)	Support Museum Operations	20,000
Performing Arts Center of Key West, Inc DBA Tennessee Williams Theatre 5901 College Road Key West, Florida 33040	None	501(c)(3)&170(b)(1)(A)(iv)	Support Theater Operations	15,000
				448,000

The Dogwood Foundation
65-0499552

Form 990-PF, Part XV - Grants and Contributions Approved for Future Payment

Name and Address	Relationship	Foundation Status	Purpose of Grant	Grant Amount
American Quarterhorse Foundation P O Box 200 Amarillo, TX 79168	None	501(c)(3)&170(b)(1)(a)	Support the Equine Research Endowment and America's Horse Cares Endowment Funds	550,000
Community Foundation of the Florida Keys P.O Box 162 Key West, FL 33041-0162	None	501(c)(3)&170(b)(1)(a)	Support VIP Program	20,000
St. John's Northwestern Military Academy, Inc. 1101 North Genesee Streeet Delafield, WI 53018	None	501(c)(3)&170(b)(1)(a)	Support Renovation of Residence Halls and Athletic Facilities	125,000
				695,000

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

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing *(e-file)* Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated From 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*

Type or print	Name of Exempt Organization THE DOGWOOD FOUNDATION C/O SUSAN MEYERS - WARNER, NORCROSS & JUDD	**Employer identification number** 65-0499552
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P.O. box, see instructions 111 LYON STREET NW, SUITE 900	
	City, town or post office, state, and ZIP code For a foreign address, see instructions GRAND RAPIDS, MI 49503	

Check type of return to be filed (file a separate application for each return)

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec. 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ KAREN HARRISS, MONROE VOS

Telephone No. ▶ 713 227-0100 FAX No. ▶ N/A

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for

▶ [X] calendar year 2009 or
▶ [ ] tax year beginning ______, ______, and ending ______, ______

2 If this tax year is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	**3a**	$ 21,600.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit.	**3b**	$ 14,100.
c	**Balance Due.** Subtract line 3b from line 3a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	**3c**	$ 7,500.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see Instructions. Form **8868** (Rev 4-2009)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . . ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print	Name of Exempt Organization THE DOGWOOD FOUNDATION C/O SUSAN MEYERS - WARNER, NORCROSS & JUDD	**Employer identification number** 65-0499552
File by the extended due date for filing the return See instructions	Number, street, and room or suite no If a P.O box, see instructions. 111 LYON STREET NW, SUITE 900	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. GRAND RAPIDS, MI 49503	

Check type of return to be filed (File a separate application for each return):

[ ] Form 990	[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 6069
[ ] Form 990-BL	[ ] Form 990-T (sec. 401(a) or 408(a) trust)	[ ] Form 4720	[ ] Form 8870
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 5227	

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ KAREN HARRISS, MONROE VOS
  Telephone No. ▶ 713 227-0100 FAX No. ▶ N/A
- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box . . . ▶ [ ] . If it is for part of the group, check this box . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until 11/15/2010

5 For calendar year 2009 , or other tax year beginning ______ , and ending ______

6 If this tax year is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension TAXPAYER REQUIRES ADDITIONAL TIME TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**8a**	$ 21,600.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	**8b**	$ 21,600.
c	**Balance Due.** Subtract line 8b from line 8a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS(Electronic Federal Tax Payment System) See instructions	**8c**	$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ Lisa A Cattelan Title ▶ CPA Date ▶ 8-10-10

ERNST & YOUNG US LLP
171 MONROE AVENUE NW SUITE 600
GRAND RAPIDS, MI 49503