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990-PF

Form
Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2009

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

For calendar year 2009, or tax year beginning

04/01, 2009, and ending

03/31, 2010

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

THE MEAD FOUNDATION 20 -102110449240

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

KEYBANK N.A., P.O. BOX 10099

City or town, state, and ZIP code

TOLEDO, OH 43699-0099

A Employer identification number

34-1865129

B Telephone number (see page 10 of the instructions)

(419) 259-8372

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) \$ 3,827,741.

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)

1 Contributions, gifts, grants, etc., received (attach schedule)

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

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a

7 Capital gains (attach schedule)

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)

12 Total. Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach schedule)

c Other professional fees (attach schedule)

17 Interest

18 Taxes (attach schedule) (see page 14 of the instructions)

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

24 Total operating and administrative expenses. Add lines 13 through 23

25 Contributions, gifts, grants paid

26 Total expenses and disbursements. Add lines 24 and 25

27 Subtract line 26 from line 12

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

SCANNED AUG 16 2010 Revenue Operating and Administrative Expenses

RECEIVED
AUG 13 2010
IRS-OSC
TOLEDO, OH

P19

ENVELOPE AUG 12 2010 POSTMARK DATE

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments				
	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 ▶	NONE			
	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)				
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans	NONE				
13	Investments - other (attach schedule)	STMT 6	3,844,481.	3,539,422.	3,827,741.	
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)		3,844,481.	3,539,422.	3,827,741.	
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 ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒					
	27	Capital stock, trust principal, or current funds	3,844,481.	3,539,422.		
	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)	3,844,481.	3,539,422.		
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,844,481.	3,539,422.		

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	3,844,481.
2	Enter amount from Part I, line 27a	2	-305,061.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	2.
4	Add lines 1, 2, and 3	4	3,539,422.
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	3,539,422.

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 DETAIL					
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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(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			
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	-158,354.	
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.

(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	188,596.	3,580,721.	0.05266983940
2007	213,000.	3,991,358.	0.05336529572
2006	194,332.	3,517,055.	0.05525418283
2005	163,238.	3,091,598.	0.05280052581
2004	157,752.	2,763,145.	0.05709146643
2 Total of line 1, column (d)			2 0.27118131019
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 0.05423626204
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 3,591,899.
5 Multiply line 4 by line 3			5 194,811.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 508.
7 Add lines 5 and 6			7 195,319.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 202,057.

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)		1	508.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	508.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	508.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,644.	
b Exempt foreign organizations-tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,644.	
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	1,136.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax	11	508. Refunded	628.

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) STMT 8		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of KEYBANK N.A. Telephone no (419) 259-4968			
	Located at PO BOX 10099 OH 02-01-0330, TOLEDO, OH ZIP + 4 43699-0099			
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 / / / / /		
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	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here / / / / /		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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	
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

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

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

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 9		34,370.	-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		NONE	NONE	NONE

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

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

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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	3,646,598.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	3,646,598.
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	NONE
3	Subtract line 2 from line 1d	3	3,646,598.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	54,699.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,591,899.
6	Minimum investment return. Enter 5% of line 5	6	179,595.

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	179,595.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	508.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	508.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	179,087.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	179,087.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	179,087.

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	202,057.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	202,057.
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	508.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	201,549.

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				179,087.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			NONE	
b Total for prior years 20 <u>07</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2009				
a From 2004	20,839.			
b From 2005	10,284.			
c From 2006	20,051.			
d From 2007	18,288.			
e From 2008	11,204.			
f Total of lines 3a through e	80,666.			
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ <u>202,057.</u>				
a Applied to 2008, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2009 distributable amount				179,087.
e Remaining amount distributed out of corpus	22,970.			
5 Excess distributions carryover applied to 2009 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	103,636.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			NONE	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				NONE
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)	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	20,839.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	82,797.			
10 Analysis of line 9				
a Excess from 2005	10,284.			
b Excess from 2006	20,051.			
c Excess from 2007	18,288.			
d Excess from 2008	11,204.			
e Excess from 2009	22,970.			

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)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year

Prior 3 years

(e) Total

(a) 2009

(b) 2008

(c) 2007

(d) 2006

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test - enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i).

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

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 STATEMENT 10

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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 STATEMENT 27				
Total			3a	192,000.
b Approved for future payment				
Total			3b	

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[illegible]

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.			
Sign Here Paid Preparer's Use Only	 Signature of officer or trustee JEFFREY K. KOOGLER		Date 08/10/2010
			Title Vice President
	Preparer's signature 	Date	Check if self-employed ☐
	Firm's name (or yours if self-employed), address, and ZIP code		EIN
			Phone no.

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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 SHORT-TERM CAPITAL GAIN DIVIDENDS					NONE	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					1,511.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					3,133.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-17,805.	
6,252.00		200. CATERPILLAR INC DEL COM PROPERTY TYPE: SECURITIES 15,541.00					07/05/2007	04/03/2009
							-9,289.00	
15,629.00		500. CATERPILLAR INC DEL COM PROPERTY TYPE: SECURITIES 33,657.00					02/15/2007	04/03/2009
							-18,028.00	
18,858.00		1500. DEUTSCHE TELEKOM AG SPONS ADR PROPERTY TYPE: SECURITIES 33,180.00					01/04/2008	04/03/2009
							-14,322.00	
21,465.00		600. TARGET CORP COM PROPERTY TYPE: SECURITIES 21,143.00					05/22/2000	04/03/2009
							322.00	
22,968.00		600. STRYKER CORP COM PROPERTY TYPE: SECURITIES 37,991.00					07/05/2007	04/24/2009
							-15,023.00	
12,383.00		200. COLGATE PALMOLIVE CO COM PROPERTY TYPE: SECURITIES 13,588.00					02/15/2007	05/07/2009
							-1,205.00	
13,141.00		200. MILLIPORE CORP COM PROPERTY TYPE: SECURITIES 15,303.00					07/05/2007	05/14/2009
							-2,162.00	
7,777.00		700. TEXTRON INC COM PROPERTY TYPE: SECURITIES 43,865.00					10/10/2007	05/14/2009
							-36,088.00	

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)	
13,618.00		400. DOVER CORP COM PROPERTY TYPE: SECURITIES 20,720.00					07/05/2007 -7,102.00	06/03/2009
17,022.00		500. DOVER CORP COM PROPERTY TYPE: SECURITIES 25,153.00					02/15/2007 -8,131.00	06/03/2009
6,809.00		200. DOVER CORP COM PROPERTY TYPE: SECURITIES 6,204.00					05/14/2009 605.00	06/03/2009
21,756.00		400. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES 29,020.00					07/05/2007 -7,264.00	06/03/2009
6,547.00		100. AIR PRODUCTS & CHEMICALS INC COM PROPERTY TYPE: SECURITIES 8,111.00					07/05/2007 -1,564.00	06/15/2009
4,840.00		100. BAXTER INTERNATIONAL INC COM PROPERTY TYPE: SECURITIES 5,332.00					12/22/2008 -492.00	06/15/2009
6,986.00		100. COLGATE PALMOLIVE CO COM PROPERTY TYPE: SECURITIES 6,794.00					02/15/2007 192.00	06/15/2009
4,822.00		200. WALT DISNEY CO COM PROPERTY TYPE: SECURITIES 6,894.00					07/05/2007 -2,072.00	06/15/2009
14,486.00		200. EXXON MOBIL CORP COM PROPERTY TYPE: SECURITIES 17,007.00					07/05/2007 -2,521.00	06/15/2009
7,243.00		100. EXXON MOBIL CORP COM PROPERTY TYPE: SECURITIES 6,988.00					05/14/2009 255.00	06/15/2009
7,243.00		100. EXXON MOBIL CORP COM PROPERTY TYPE: SECURITIES 3,875.00					04/03/2001 3,368.00	06/15/2009

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,414.00		100. JP MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES 4,532.00					04/21/2008 -1,118.00	06/15/2009
7,578.00		400. KBR INC COM PROPERTY TYPE: SECURITIES 7,211.00					06/03/2009 367.00	06/15/2009
28,908.00		500. MCDONALDS CORP COM PROPERTY TYPE: SECURITIES 27,895.00					04/09/2008 1,013.00	06/15/2009
8,504.00		100. MONSANTO CO COM PROPERTY TYPE: SECURITIES 8,515.00					04/02/2009 -11.00	06/15/2009
2,001.00		100. ORACLE CORP COM PROPERTY TYPE: SECURITIES 3,203.00					05/22/2000 -1,202.00	06/15/2009
4,212.00		100. T ROWE PRICE GROUP INC COM PROPERTY TYPE: SECURITIES 5,819.00					09/25/2008 -1,607.00	06/15/2009
20,507.00		400. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES 17,721.00					03/20/2002 2,786.00	06/15/2009
6,942.00		300. QUANTA SERVICES INC COM PROPERTY TYPE: SECURITIES 6,833.00					06/03/2009 109.00	06/15/2009
7,434.00		300. WELLS FARGO CO COM PROPERTY TYPE: SECURITIES 7,632.00					05/14/2009 -198.00	06/15/2009
11,755.00		500. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES 21,641.00					01/28/1999 -9,886.00	08/14/2009
50,534.00		900. PEPSICO INC COM PROPERTY TYPE: SECURITIES 36,731.00					05/29/1998 13,803.00	08/14/2009

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)	
6.00		.574 TAIWAN SEMICONDUCTOR MFG CO SPONS A PROPERTY TYPE: SECURITIES 6.00					07/05/2007	08/21/2009
24,848.00		1000. DIRECTV GROUP INC COM PROPERTY TYPE: SECURITIES 23,967.00					02/15/2007	08/27/2009
							881.00	
9,939.00		400. DIRECTV GROUP INC COM PROPERTY TYPE: SECURITIES 9,360.00					07/05/2007	08/27/2009
							579.00	
12,677.00		500. DIRECTV GROUP INC COM PROPERTY TYPE: SECURITIES 11,700.00					07/05/2007	09/14/2009
							977.00	
10,142.00		400. DIRECTV GROUP INC COM PROPERTY TYPE: SECURITIES 8,916.00					06/15/2009	09/14/2009
							1,226.00	
23,447.00		300. L-3 COMMUNICATIONS CORPORATION COM PROPERTY TYPE: SECURITIES 29,773.00					07/05/2007	09/15/2009
							-6,326.00	
7,816.00		100. L-3 COMMUNICATIONS CORPORATION COM PROPERTY TYPE: SECURITIES 7,277.00					06/15/2009	09/15/2009
							539.00	
7,160.00		100. MILLIPORE CORP COM PROPERTY TYPE: SECURITIES 7,651.00					07/05/2007	09/21/2009
							-491.00	
14,321.00		200. MILLIPORE CORP COM PROPERTY TYPE: SECURITIES 14,982.00					02/15/2007	09/21/2009
							-661.00	
20,004.00		213.644 KT GOVERNMENT MORTGAGE FUND PROPERTY TYPE: SECURITIES 22,459.00					03/26/2003	10/05/2009
							-2,455.00	
12,351.00		250. ABBOTT LABS COM PROPERTY TYPE: SECURITIES 13,544.00					07/05/2007	10/13/2009
							-1,193.00	

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

Kind of Property		Description				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)	
19,761.00		400. ABBOTT LABS COM PROPERTY TYPE: SECURITIES 15,065.00				01/06/2003 4,696.00	10/13/2009
3,666.00		100. CVS/CAREMARK CORP COM PROPERTY TYPE: SECURITIES 3,657.00				07/05/2007 9.00	10/13/2009
2,394.00		100. CISCO SYS INC COM PROPERTY TYPE: SECURITIES 5,094.00				05/22/2000 -2,700.00	10/13/2009
3,350.00		100. COPART INC COM PROPERTY TYPE: SECURITIES 4,253.00				07/16/2008 -903.00	10/13/2009
4,682.00		100. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES 4,386.00				08/14/2009 296.00	10/13/2009
7,665.00		300. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES 12,984.00				01/28/1999 -5,319.00	10/13/2009
15,330.00		600. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES 18,006.00				07/05/2007 -2,676.00	10/13/2009
5,549.00		100. HENRY SCHEIN INC COM PROPERTY TYPE: SECURITIES 5,796.00				02/08/2008 -247.00	10/13/2009
1,897.00		100. SCHWAB CHARLES CORP NEW COM PROPERTY TYPE: SECURITIES 2,208.00				07/05/2007 -311.00	10/13/2009
3,111.00		100. URBAN OUTFITTERS INC COM PROPERTY TYPE: SECURITIES 2,805.00				08/14/2009 306.00	10/13/2009
5,980.00		200. WELLS FARGO CO COM PROPERTY TYPE: SECURITIES 5,088.00				05/14/2009 892.00	10/13/2009

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)	
29,901.00		1000. WELLS FARGO CO COM PROPERTY TYPE: SECURITIES 25,150.00					06/10/2003 4,751.00	10/13/2009
4,082.00		100. NOBLE CORP FGN COM PROPERTY TYPE: SECURITIES 4,968.00					07/05/2007 -886.00	10/13/2009
23,072.00		700. COPART INC COM PROPERTY TYPE: SECURITIES 29,768.00					07/16/2008 -6,696.00	10/22/2009
3,296.00		100. COPART INC COM PROPERTY TYPE: SECURITIES 3,427.00					06/15/2009 -131.00	10/22/2009
13,184.00		400. COPART INC COM PROPERTY TYPE: SECURITIES 12,170.00					05/14/2009 1,014.00	10/22/2009
9,664.00		400. CHESAPEAKE ENERGY CORP COM PROPERTY TYPE: SECURITIES 14,060.00					07/05/2007 -4,396.00	11/06/2009
2,416.00		100. CHESAPEAKE ENERGY CORP COM PROPERTY TYPE: SECURITIES 3,194.00					03/30/2006 -778.00	11/06/2009
5,688.00		300. INTEL CORP COM PROPERTY TYPE: SECURITIES 7,374.00					07/05/2007 -1,686.00	11/06/2009
3,792.00		200. INTEL CORP COM PROPERTY TYPE: SECURITIES 3,572.00					05/29/1998 220.00	11/06/2009
17,280.00		250. MONSANTO CO COM PROPERTY TYPE: SECURITIES 21,287.00					04/02/2009 -4,007.00	11/06/2009
6,912.00		100. MONSANTO CO COM PROPERTY TYPE: SECURITIES 8,052.00					08/14/2009 -1,140.00	11/06/2009

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

Kind of Property		Description				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)	
7,840.00		800. TAIWAN SEMICONDUCTOR MFG CO SPONS A PROPERTY TYPE: SECURITIES 9,043.00				07/05/2007 -1,203.00	11/06/2009
12,987.00		200. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES 14,510.00				07/05/2007 -1,523.00	11/06/2009
25,973.00		400. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES 22,632.00				01/03/2006 3,341.00	11/06/2009
8,772.00		400. XILINX INC COM PROPERTY TYPE: SECURITIES 10,128.00				04/21/2008 -1,356.00	11/06/2009
19,586.00		400. GENZYME CORP GENL DIVISION COM PROPERTY TYPE: SECURITIES 28,410.00				03/19/2008 -8,824.00	12/09/2009
4,896.00		100. GENZYME CORP GENL DIVISION COM PROPERTY TYPE: SECURITIES 6,052.00				05/14/2009 -1,156.00	12/09/2009
9,793.00		200. GENZYME CORP GENL DIVISION COM PROPERTY TYPE: SECURITIES 10,759.00				04/24/2009 -966.00	12/09/2009
29,558.00		300. BURLINGTON NORTHERN SANTA FE COM PROPERTY TYPE: SECURITIES 26,856.00				03/07/2008 2,702.00	12/14/2009
12,242.00		500. CHESAPEAKE ENERGY CORP COM PROPERTY TYPE: SECURITIES 15,970.00				03/30/2006 -3,728.00	12/14/2009
7,345.00		300. CHESAPEAKE ENERGY CORP COM PROPERTY TYPE: SECURITIES 6,848.00				06/15/2009 497.00	12/14/2009
4,897.00		200. CHESAPEAKE ENERGY CORP COM PROPERTY TYPE: SECURITIES 4,174.00				05/14/2009 723.00	12/14/2009

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

Kind of Property		Description				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)	
1,856.00		100. XL CAPITAL LTD FGN COM CL A PROPERTY TYPE: SECURITIES 1,750.00				10/13/2009 106.00	12/14/2009
27,465.00		1000. BANK OF NEW YORK MELLON CORP COM PROPERTY TYPE: SECURITIES 32,780.00				11/03/2008 -5,315.00	12/23/2009
16,479.00		600. BANK OF NEW YORK MELLON CORP COM PROPERTY TYPE: SECURITIES 16,904.00				05/14/2009 -425.00	12/23/2009
5,684.00		100. CELGENE CORP COM PROPERTY TYPE: SECURITIES 5,330.00				12/09/2009 354.00	12/23/2009
2,526.00		100. ORACLE CORP COM PROPERTY TYPE: SECURITIES 3,203.00				05/22/2000 -677.00	01/19/2010
16,039.00		200. TELEFONICA S A SPONS ADR PROPERTY TYPE: SECURITIES 13,534.00				07/05/2007 2,505.00	01/19/2010
6,823.00		100. FREEPORT-MCMORAN COPPER & GOLD COM PROPERTY TYPE: SECURITIES 7,948.00				11/06/2009 -1,125.00	02/01/2010
22,567.00		2230. TAIWAN SEMICONDUCTOR MFG CO SPONS PROPERTY TYPE: SECURITIES 25,209.00				07/05/2007 -2,642.00	02/01/2010
708.00		70. TAIWAN SEMICONDUCTOR MFG CO SPONS AD PROPERTY TYPE: SECURITIES 726.00				05/14/2009 -18.00	02/01/2010
6,448.00		200. URBAN OUTFITTERS INC COM PROPERTY TYPE: SECURITIES 3,411.00				04/24/2009 3,037.00	02/01/2010
7,063.00		100. TELEFONICA S A SPONS ADR PROPERTY TYPE: SECURITIES 6,767.00				07/05/2007 296.00	02/18/2010

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

Kind of Property		Description				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)	
24,720.00		350. TELEFONICA S A SPONS ADR PROPERTY TYPE: SECURITIES 16,703.00				03/23/2006 8,017.00	02/18/2010
18,598.00		200. EOG RESOURCES INC COM PROPERTY TYPE: SECURITIES 14,970.00				06/15/2009 3,628.00	02/26/2010
9,299.00		100. EOG RESOURCES INC COM PROPERTY TYPE: SECURITIES 7,430.00				07/05/2007 1,869.00	02/26/2010
4,200.00		100. JP MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES 4,532.00				04/21/2008 -332.00	02/26/2010
2,043.00		100. KBR INC COM PROPERTY TYPE: SECURITIES 2,317.00				10/13/2009 -274.00	02/26/2010
4,338.00		100. MEDTRONIC INC COM PROPERTY TYPE: SECURITIES 5,298.00				07/05/2007 -960.00	02/26/2010
2,460.00		100. ORACLE CORP COM PROPERTY TYPE: SECURITIES 3,203.00				05/22/2000 -743.00	02/26/2010
290.00		30. TAIWAN SEMICONDUCTOR MFG CO SPONS AD PROPERTY TYPE: SECURITIES 311.00				05/14/2009 -21.00	02/26/2010
4,830.00		100. THERMO FISHER SCIENTIFIC INC COM PROPERTY TYPE: SECURITIES 5,307.00				07/05/2007 -477.00	02/26/2010
3,194.00		100. URBAN OUTFITTERS INC COM PROPERTY TYPE: SECURITIES 1,705.00				04/24/2009 1,489.00	02/26/2010
8,511.00		100. VISA INC COM CL A PROPERTY TYPE: SECURITIES 7,422.00				10/13/2009 1,089.00	02/26/2010

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 GAIN (LOSS)							----- -158,354. =====	

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DIVIDENDS AND INT	40,857.	40,857.
MUTUAL FUNDS	21,952.	21,952.
COMMON TRUST FUNDS	14,741.	14,741.
	-----	-----
TOTAL	77,550.	77,550.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----

TOTALS	4,574.
	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	1,250.			1,250.
TOTALS	1,250.	NONE	NONE	1,250.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES	996.	996.
	-----	-----
TOTALS	996.	996.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
OTHER ALLOCABLE EXPENSE-PRINCI	200.	200.
OTHER NON-ALLOCABLE EXPENSE -	15.	15.
	-----	-----
TOTALS	215.	215.
	=====	=====

THE MEAD FOUNDATION 20 -102110449240

34-1865129

FORM 990PF, PART II - OTHER INVESTMENTS

=====

COST/

FMV

C OR F

DESCRIPTION

SEE ATTACHED

C

TOTALS

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
ROUNDING	2.

TOTAL	2.
	=====

THE MEAD FOUNDATION 20 -102110449240

34-1865129

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

OH

STATEMENT 8

XD576 2 000

GU7543 9618 08/10/2010 12:20:14

20-102110449240

34 -

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

OFFICER NAME:

KEYBANK NATIONAL ASSOCIATION

ADDRESS:

PO BOX 10099

TOLEDO, OH 43699-0099

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 34,370.

TOTAL COMPENSATION: 34,370.
=====

THE MEAD FOUNDATION 20 -102110449240
FORM 990PF, PART XV - LINES 2a - 2d
=====

34-1865129

RECIPIENT NAME:

ERWIN DIENER

ADDRESS:

C/O KEYBANK N.A., PO BOX 10099

TOLEDO, OH 43699-0099

RECIPIENT'S PHONE NUMBER: 419-259-8372

FORM, INFORMATION AND MATERIALS:

SUBMIT REQUEST IN WRITING TO THE CONTACT
SHOWN ABOVE

SUBMISSION DEADLINES:

NO SUBMISSION DEADLINES

RESTRICTIONS OR LIMITATIONS ON AWARDS:

NO RESTRICTIONS OR LIMITATIONS ON AWARDS

STATEMENT 10

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

AMERICA'S SECOND HARVEST

ADDRESS:

35 E WACKER DR., SUITE 2000

CHICAGO, IL 60601

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

DISTRIBUTION OF FOOD TO NEEDY

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

MERCY SHIPS

ADDRESS:

P O BOX 2020

GREEN VALLEY, TX 75771-2020

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

MEDICAL SUPPLIES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

LEELANAU COUNTY COMMISSION

ON AGING

ADDRESS:

209 ST MARY'S ST

LAKE LEELANAU, MI 49653

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORTING FUNDS FOR ELDERLY

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME:

SALVATION ARMY

ADDRESS:

620 ERIE STREET

TOLEDO, OH 43604

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

ASSISTANCE TO THE POOR

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 3,500.

RECIPIENT NAME:

TOLEDO FOOD BANK

ADDRESS:

526 HIGH STREET

TOLEDO, OH 43609

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FEED THE POOR

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

DOCTORS WITHOUT BORDERS, USA

ADDRESS:

333 SEVENTH AVE., 2ND FLOOR

NEW YORK, NY 10001-5004

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

MEDICAL CARE FOR POOR IN OTHER COUNTRIES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 4,500.

=====

RECIPIENT NAME:

INTERLOCHEN PUBLIC RADIO

ADDRESS:

PO BOX 199

INTERLOCHEN, MI 49643-0199

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT PUBLIC BROADCASTING

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:

GLEN ARBOR ART ASSOCIATION

ADDRESS:

PO BOX 305

GLEN ARBOR, MI 49636

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OF THE ARTS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

CARE

ADDRESS:

151 ELLIS STREET NE

ATLANTA, GA 30303-2440

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FEED THE POOR IN OTHER COUNTRIES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME:

FEED THE CHILDREN

ADDRESS:

PO BOX 36

OKLAHOMA CITY, OK 73101-0036

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

DISTRIBUTION OF FOOD TO POOR

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 4,500.

RECIPIENT NAME:

GOODWILL INDUSTRIES

ADDRESS:

2279 SOUTH AIRPORT RD, WEST

TRAVERSE CITY, MI 49684

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORTING THE POOR

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:

MIAMI UNIVERSITY

ADDRESS:

725 E CHESTNUT ST

OXFORD, OH 45056

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATIONAL ASSISTANCE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 3,000.

=====

RECIPIENT NAME:

LEELANAU SCHOOLS

ADDRESS:

ONE OLD HOMESTEAD ROAD

GLEN ARBOR, MI 49636

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATIONAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

CAMP LEELANAU/KOHANA

ADDRESS:

1653 S PORT ONEIDA RD

MAPLE CITY, MI 49664

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OF CAMP PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:

ST IGNATIUS SCHOOL

ADDRESS:

5222 NORTH BEND RD

CINCINNATI, OH 45247

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

NEW GYM FUND

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
SAINT JOHN'S SOCIAL CENTER
ADDRESS:
1800 LOGAN STREET
CINCINNATI, OH 45202
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FUNDING FOR SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
CHILD AND FAMILY SERVICES OF
NW MICHIGAN
ADDRESS:
3785 VETERAN'S DR
TRAVERSE CITY, MI 49684
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ASSISTANCE TO THE POOR
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
ST JUDE'S CHILDREN'S RESEARCH
ADDRESS:
501 ST JUDE PLACE
MEMPHIS, TN 38105
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FREE MEDICAL SERVICES FOR CHILDEN WITH CANCER
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
CENTRAL CATHOLIC HIGH SCHOOL
ADDRESS:
2550 CHERRY STREET
TOLEDO, OH 43608
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATIONAL ASSISTANCE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
CHERRY STREET MISSION
ADDRESS:
105 17TH STREET
TOLEDO, OH 43604
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FEED AND CLOTH THE NEEDY
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
CEDARS CAMP
ADDRESS:
1314 PARKVIEW VALLEY
MANCHESTER, MO 63011
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CAMP TUITIONS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 5,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

SUSAN G KOMEN FOUNDATION

ADDRESS:

PO BOX 650309

DALLAS, TX 75265-0309

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CANCER RESEARCH

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 11,000.

RECIPIENT NAME:

HOSPICE OF NW OHIO

ADDRESS:

30000 EAST RIVER ROAD

PERRYSBURG, OH 43551

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OF THOSE WITH TERMINAL ILLNESS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

SPECIAL OLYMPICS

ADDRESS:

3303 WINCHESTER PIKE

COLUMBUS, OH 43232

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OF PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

=====

RECIPIENT NAME:

SHRINER'S BURN HOSPITAL FOR
CHILDREN

ADDRESS:

3229 BURNETT AVE
CINCINNATI, OH 45229-3095

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OF MEDICAL SERVICES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

SUNSHINE INC OF NORTHWEST OHIO
THE SUNSHINE FOUNDATION

ADDRESS:

7223 MAUMEE WESTERN ROAD
MAUMEE, OH 43537-9656

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PROGRAMS FOR HANDICAPPED CHILDREN

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

LASALLE HIGH SCHOOL

ADDRESS:

3091 NORTH BEND ROAD
CINCINNATI, OH 45239

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

WILLIAM RAMSEY SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

=====

RECIPIENT NAME:

MAKE-A-WISH FOUNDATION OF NW OHIO

ADDRESS:

405 MADISON AVE

TOLEDO, OH 43504

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PROGRAMS FOR TERMINALLY ILL CHILDREN

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 9,000.

RECIPIENT NAME:

MARCH OF DIMES-OHIO CHAPTER

ADDRESS:

3450 W CENTRAL AVE., SUITE 352

TOLEDO, OH 43606-1418

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT FOR CRIPPLED CHILDREN

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

CINCINNATI CHILDREN'S HOSPITAL

ADDRESS:

3333 BURNETT AVE

CINCINNATI, OH 45229

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT CHILDHOOD ILLNESS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
OPERATION SMILE
ADDRESS:
6435 TIDEWATER DR
NORFOLK, VA 23509
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PLASTIC SURGERY FOR NEEDY CHILDREN
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
INTERLOCHEN N MUSIC CAMP
ADDRESS:
4000 S-M137 HWY
INTERLOCHEN, MI 49643
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
TO SUPPORT MUSIC PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
RUTHERFORD B HAYES PRESIDENTIAL
CENTER
ADDRESS:
1 SPIEGEL GROVE
FREMONT, OH 43420-2796
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT FOR MUSEUM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME:

CENTRAL ASIA INSTITUTE

ADDRESS:

PO BOX 7209

BOZEMAN, MT 59771

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATION, HEALTH CENTRAL ASIA

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

XAVIER UNIVERSITY

ADDRESS:

3800 VICTORY PARKWAY

CINCINNATI, OH 45207-7730

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATIONAL NEEDS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 6,000.

RECIPIENT NAME:

ALZHEIMER'S ASSOCIATION

ADDRESS:

225 N MICHIGAN AVE., 17TH FLOOR

CHICAGO, IL 60601-7633

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

RESEARCH ACTIVITIES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

SAVE THE CHILDREN

ADDRESS:

54 WILTON, PO BOX 950

WESTPORT, CT 06881

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHILDRENS SERVICES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

CATHOLIC RELIEF SERVICES

ADDRESS:

209 WEST FAYETTE ST

BALTIMORE, MD 21201-3443

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

ASSISTANCE TO POOR COUNTRIES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

RONALD MACDONALD HOUSE OF

NORTHWEST OHIO

ADDRESS:

3883 MONROE STREET

TOLEDO, OH 43606-3930

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT FOR FAMILIES WITH ILLNESS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 9,000.

=====

RECIPIENT NAME:

PRINCIPIA COLLEGE

ADDRESS:

COLLEGE SERVICES

ELSAH, IL 62028-9799

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

COLLEGE SERVICES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,500.

RECIPIENT NAME:

AMERICAN RED CROSS

ADDRESS:

2025 E STREET NW, 7TH FLOOR

WASHINGTON, DC

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

DISASTER ASSISTANCE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 6,000.

RECIPIENT NAME:

NATIONAL COALITION FOR HOMELESS

VETERANS

ADDRESS:

333 1/2 PENNSYLVANIA AVENUE

WASHINGTON, DC 20003-1148

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

HOMELESS VETERAN ASSISTANCE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 3,000.

=====

RECIPIENT NAME:

HABITAT FOR HUMANITY

ADDRESS:

PO BOX 5412

TRAVERSE CITY, MI 49696-5412

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

BUILDING HOMES FOR THE NEEDY

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

UNITED NATIONS CHILDR

ADDRESS:

333 EAST 38TH STREET, DEPT 11251

NEW YORK, NY 10016

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

INTERNATIONAL CHILDREN'S RELIEF

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 4,500.

RECIPIENT NAME:

FIRST CHURCH OF CHRIST SCIENTISTS

ADDRESS:

175 HUNTINGTON AVE

BOSTON, MA 02115

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUND

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:

KIDS AGAINST HUNGER

ADDRESS:

5401 BOONE AVENUE NORTH

NEW HOPE, MN 55428

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SOCIAL SERVICES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 6,000.

RECIPIENT NAME:

INTERNATIONAL RESPONSE FUND

CENTRAL PROCESSING CENTER

ADDRESS:

PO BOX 4002017

DES MOINES, IA 50340-2017

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

AMERICAN RED CROSS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 4,500.

RECIPIENT NAME:

FREESTORE FOOD BANK

ADDRESS:

1141 CENTRAL PARKWAY

CINCINNATI, OH 45202

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SOCIAL SERVICES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

BOY SCOUTS OF AMERICA

ADDRESS:

PO BOX 15279

IRVING, TX 75015-2079

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SOCIAL SERVICES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

LOCKS OF LOVE

ADDRESS:

234 SOUTHERN BLVD

WEST PALM BEACH, FL 33405

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CANCER SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,500.

RECIPIENT NAME:

CHILDREN'S HOSPITAL OF CHICAGO

ADDRESS:

2300 CHILDREN'S PLAZA

CHICAGO, IL 60614-3363

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHILDREN'S MEDICAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

THE MEAD FOUNDATION 20 -102110449240

34-1865129

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

MARINE TOYS FOR TOTS

ADDRESS:

18251 QUANTICO GATEWAY DR

TRIANGLE, VA 22172

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SOCIAL SERVICES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,000.

TOTAL GRANTS PAID:

192,000.

=====

STATEMENT 28

PRIVATE FOUNDATIONS
MONTHLY SUMMARY

REPORT TAC-CRR40
RUN DATE 15APR10
BUS DATE 2010-04-14
PAGE 3
SAR ID TAC000PCRR40

TAX ANALYST/NAME
328 M E ESTRADA

FISCAL YEAR 2010 - 0331
419-259-4968

ACCOUNT NAME
THE HEAD FOUNDATION

10 211 0449240

MONTH	MARKET VALUE	CASH	OTHER
APRIL	3,242,292.22	0.00	3,242,292.22
MAY	3,370,665.03	0.00	3,370,665.03
JUNE	3,394,379.18	0.00	3,394,379.18
JULY	3,562,759.68	0.00	3,562,759.68
AUGUST	3,625,334.14	0.00	3,625,334.14
SEPTEMBER	3,724,074.91	0.00	3,724,074.91
OCTOBER	3,691,452.79	0.00	3,691,452.79
NOVEMBER	3,830,688.83	0.00	3,830,688.83
DECEMBER	3,882,410.42	0.00	3,882,410.42
JANUARY	3,757,198.20	0.00	3,757,198.20
FEBRUARY	3,850,184.04	0.00	3,850,184.04
MARCH	3,827,741.06	0.00	3,827,741.06
MONTHLY AVG	3,646,598.37	0.00	3,646,598.37

CHARITABLE TRUSTS HOLDINGS REPORT

(-RG-OFF-ACCOUNT
 1-10-211-0449240 THE MEAD FOUNDATION
 FISCAL YEAR CODE 0331 AS OF 03-31-2010

ACCOUNT NAME
 328 M E ESTRADA

419-259-4968

REPORT TAC-CRR41
 RUN DATE 2010-04-15
 BUS DATE 2010-04-14
 PAGE 3
 SAR ID TAC000PCRR41

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
G98255105	XL CAPITAL LTD FGN COM CL A	49,140.00	0.00	45,104.50	2,600.000
H5833N103	NOBLE CORP FGN COM	71,094.00	0.00	74,892.19	1,700.000
H8817H100	TRANSOCEAN LTD FGN COM	66,944.50	0.00	72,041.51	775.000
00724F101	ADOBE SYSTEMS INC COM	38,907.00	0.00	30,742.01	1,100.000
009158106	AIR PRODUCTS & CHEMICALS INC COM	29,580.00	0.00	31,501.00	400.000
023135106	AMAZON COM INC COM	54,308.00	0.00	27,287.80	400.000
037411105	APACHE CORP COM	50,750.00	0.00	50,191.01	500.000
037833100	APPLE INC COM	76,375.00	0.00	41,394.56	325.000
054303102	AVON PRODS INC COM	50,805.00	0.00	50,176.70	1,500.000
064149107	BANK OF NOVA SCOTIA FGN COM	60,024.00	0.00	54,454.00	1,200.000
071813109	BAXTER INTERNATIONAL INC COM	23,280.00	0.00	21,326.12	400.000
088606108	BHP BILLITON LTD SPONS ADR	40,160.00	0.00	39,413.00	500.000
126650100	CVS/CAREMARK CORP COM	65,808.00	0.00	60,992.49	1,800.000
151020104	CELGENE CORP COM	37,176.00	0.00	31,979.76	600.000
17275R102	CISCO SYS INC COM	80,693.00	0.00	76,525.25	3,100.000
194162103	COLGATE PALMOLIVE CO COM	42,630.00	0.00	33,400.00	500.000
222816100	COVANCE INC COM	67,529.00	0.00	67,014.54	1,100.000
231021106	CUMMINS INC	49,560.00	0.00	39,699.44	800.000

CHARITABLE TRUSTS HOLDINGS REPORT

(-RG-OFF-ACCOUNT
)-10-211-0449240 THE MEAD FOUNDATION
ISCAL YEAR CODE 0331 AS OF 03-31-2010

TAX ANALYST/NAME
328 M E ESTRADA

419-259-4968

REPORT TAC-CRR41
RUN DATE 2010-04-15
BUS DATE 2010-04-14
PAGE 4
SAR ID TAC000PCRR41

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
254687106	WALT DISNEY CO COM	52,365.00	0.00	46,132.33	1,500.000
26875P101	EOG RESOURCES INC COM	46,470.00	0.00	36,887.40	500.000
278058102	EATON CORP COM	53,039.00	0.00	50,130.94	700.000
302130109	EXPEDITORS INTL WASH INC COM	33,228.00	0.00	28,856.97	900.000
30231G102	EXXON MOBIL CORP COM	20,094.00	0.00	11,623.50	300.000
31428X106	FEDEX CORP COM	28,020.00	0.00	27,108.99	300.000
315616102	F5 NETWORKS INC COM	36,978.00	0.00	33,226.50	600.000
35671D857	FREEPORT-MCMORAN COPPER & GOLD COM	33,416.00	0.00	28,285.83	400.000
369604103	GENERAL ELEC CO COM	87,360.00	0.00	74,543.17	4,800.000
369622493	GENERAL ELECT CAP CORP PFD 5.875%	24,500.00	0.00	25,520.00	1,000.000
38259P508	GOOGLE INC COM CL A	56,712.00	0.00	60,659.72	100.000
411511306	HARBOR INTERNATIONAL FD OPEN-END FUND	104,921.15	0.00	96,845.91	1,900.057
428236103	HEWLETT PACKARD CO COM	85,040.00	0.00	54,903.83	1,600.000
458140100	INTEL CORP COM	51,267.00	0.00	40,005.87	2,300.000
45865V100	INTERCONTINENTALEXCHANGE INC COM	33,654.00	0.00	32,865.00	300.000
459902102	INTERNATIONAL GAME TECHNOLOGY COM	29,520.00	0.00	34,080.08	1,600.000
464287234	ISHARES MSCI EMERGING MKTS INDEX CLOSED-END FUND	38,036.62	0.00	27,574.61	903.000

CHARITABLE TRUSTS HOLDINGS REPORT

(-RG-OFF-ACCOUNT 10-211-0449240 THE MEAD FOUNDATION AS OF 03-31-2010
 FISCAL YEAR CODE 0331
 ACCOUNT NAME
 328 M E ESTRADA
 419-259-4968
 TAX ANALYST/NAME
 REPORT TAC-CRR41
 RUN DATE 2010-04-15
 BUS DATE 2010-04-14
 PAGE 5
 SAR ID TAC000PCRR41

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
464287457	ISHARES BARCLAYS 1-3 YR TREAS FD CLOSED-END FUND	166,740.00	0.00	167,980.00	2,000.000
464287465	ISHARES MSCI EAFE INDEX FUND CLOSED-END FUND	58,667.04	0.00	70,810.46	1,048.000
464287705	ISHARES S&P MIDCAP 400/VALUE CLOSED-END FUND	57,634.64	0.00	60,682.03	808.000
46625H100	JP MORGAN CHASE & CO COM	58,175.00	0.00	58,914.96	1,300.000
482424H06	KBR INC COM	33,240.00	0.00	29,098.25	1,500.000
585055106	MEDTRONIC INC COM	49,533.00	0.00	52,813.40	1,100.000
68389X105	ORACLE CORP COM	82,272.00	0.00	67,035.37	3,200.000
693390700	PIMCO FUNDS-TOTAL RETURN FUND OPEN-END FUND INSTL CL	211,899.21	0.00	199,710.14	19,193.769
693391104	PIMCO REAL RETURN FUND OPEN-END FUND INSTL CL	206,530.00	0.00	193,230.00	19,000.000
704549104	PEABODY ENERGY CORP COM	50,270.00	0.00	59,675.70	1,100.000
7134488N7	PEPSICO INC SENIOR NT DTD 01/14/10 4.50% DUE 01/15/20	50,565.50	0.00	50,819.00	50,000.000
74144T108	T ROWE PRICE GROUP INC COM	38,479.00	0.00	40,732.51	700.000
747525103	QUALCOMM INC COM	50,352.00	0.00	52,593.06	1,200.000
74762E102	QUANTA SERVICES INC COM	22,992.00	0.00	26,956.08	1,200.000
7495200A1	KT SHORT TERM DEPOSIT FUND	43,685.52	5,776.79	49,462.31	49,462.310
7495200D5	KT INTER-TERM FIXED INCOME FUND	147,527.64	0.00	150,548.20	7,091.550
749520902	KT GOVERNMENT MORTGAGE FUND	140,163.44	0.00	142,792.23	1,501.356
806407102	HENRY SCHEIN INC COM	38,285.00	0.00	34,403.50	650.000

CHARITABLE TRUSTS HOLDINGS REPORT

(-RG-OFF-ACCOUNT
 10-211-049240
 FISCAL YEAR CODE 0331

ACCOUNT NAME
 THE HEAD FOUNDATION
 AS OF 03-31-2010

TAX ANALYST/NAME
 328 M E ESTRADA

419-259-4968

REPORT TAC-CRR41
 RUN DATE 2010-04-15
 BUS DATE 2010-04-14
 PAGE 6
 SAR ID TAC000PCRR41

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
806857108	SCHLUMBERGER LTD FGN COM	69,806.00	0.00	76,577.13	1,100.000
808513105	SCHWAB CHARLES CORP NEW COM	63,546.00	0.00	66,522.99	3,400.000
881624209	TEVA PHARMACEUTICAL INDS LTD SPONS ADR	82,004.00	0.00	55,288.96	1,300.000
883556102	THERMO FISHER SCIENTIFIC INC COM	56,584.00	0.00	49,796.50	1,100.000
892332A00	TOYOTA MOTOR CREDIT CORP NOTE DTD 05/18/06 5.45% DUE 05/18/11	104,494.00	0.00	100,049.00	100,000.000
913017109	UNITED TECHNOLOGIES CORP COM	44,166.00	0.00	32,650.96	600.000
917047102	URBAN OUTFITTERS INC COM	26,649.00	0.00	11,937.24	700.000
92826C839	VISA INC COM CL A	36,412.00	0.00	27,089.90	400.000
983919101	XILINX INC COM	35,700.00	0.00	30,641.05	1,400.000
989701107	ZIONS BANCORP COM	26,208.00	0.00	23,051.04	1,200.000

*** TOTAL ***

3,821,964.26

5176.78

3,827,141.05

173.37

3,827,914.42

3,539,248.50

173.37

3,539,421.87

312,258.042

COST BASIS ADJUSTMENT