



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



Form **990-PF**

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

OMB No 1545-0052

2009Department of the Treasury
Internal Revenue Service

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 07/01/09, and ending 06/30/10

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 THROCKMORTON FOUNDATION		A Employer identification number 61-6288548
	ACCT 7355000010		B Telephone number (see page 10 of the instructions) 330-258-2394
	Number and street (or P O box number if mail is not delivered to street address) 7 EASTON OVAL EA4E86	Room/suite	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 ☐
City or town, state, and ZIP code COLUMBUS OH 43219			
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) \$ 5,489,150 (Part I, column (d) must be on cash basis)		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	86,082	86,082		
	4 Dividends and interest from securities	65,149	65,149		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-13,061			
	b Gross sales price for all assets on line 6a 2,384,637				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns & allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	138,170	151,231	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	42,005	13,002		29,003
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 1	1,538	1,154		384
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 2	2,052	662		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att. sch.) STMT 3	200			200
	24 Total operating and administrative expenses. Add lines 13 through 23	45,795	14,818		29,587
	25 Contributions, gifts, grants paid	236,013			236,013
26 Total expenses and disbursements. Add lines 24 and 25	281,808	14,818	0	265,600	
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements	-143,638				
b Net investment income (if negative, enter -0-)		136,413			
c Adjusted net income (if negative, enter -0-)			0		

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Form 990-PF (2009) 16

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	260,174	140,532	140,532
	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 (att. schedule) ▶ Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule) STMT 4	2,101,084	2,136,284	2,272,129
	b Investments—corporate stock (attach schedule) SEE STMT 5	3,174,599	3,122,731	3,076,489
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach sch.) ▶			
15 Other assets (describe ▶ SEE STATEMENT 6)	7,328			
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	5,543,185	5,399,547	5,489,150	
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)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	5,543,185	5,399,547	
	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)	5,543,185	5,399,547		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	5,543,185	5,399,547		

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	5,543,185
2 Enter amount from Part I, line 27a	2	-143,638
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	5,399,547
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	5,399,547

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	HUNTINGTON BANK L/T	P	VARIOUS	VARIOUS
b	HUNTINGTON BANK S/T	P	VARIOUS	VARIOUS
c	LONG TERM CAP GAIN DIV	P	VARIOUS	VARIOUS
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 551,117		571,341	-20,224
b 1,832,660		1,826,357	6,303
c 860			860
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-20,224
b			6,303
c			860
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-13,061
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	6,303

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	322,514	5,325,223	0.060563
2007	322,128	6,600,846	0.048801
2006	338,054	6,605,896	0.051175
2005	317,203	6,458,743	0.049112
2004	302,325	6,363,506	0.047509

2 Total of line 1, column (d)	2	0.257160
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	0.051432
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	5,123,080
5 Multiply line 4 by line 3	5	263,490
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,364
7 Add lines 5 and 6	7	264,854
8 Enter qualifying distributions from Part XII, line 4	8	265,600

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

Part VI instructions on page 18

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	1,364
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	1,364
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	1,364
6	Credits/Payments.		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,560
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	1,560
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	196
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax 196 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?		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?		
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) OH		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► NONE	13	X	
14	The books are in care of ► HUNTINGTON NATIONAL BANK 39 EAST MARKET ST Located at ► AKRON, OH	Telephone no ► 330-258-2394 ZIP+4 ► 44308		
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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
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?	N/A	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If "Yes," list the years ► 20 , 20 , 20 , 20	☐ Yes	☒ No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions)	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20	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)	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ **5b** ☒ **X**

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

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

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☒ **X**

If "Yes" to 6b, file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A** **7b** ☐

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NEIL A MALY 953 MAPLE ST TALLMADGE OH 44278	TRUSTEE 3.50	8,000	0	0
JOHN RASNICK 388 S MAIN ST AKRON OH 44308	TRUSTEE 3.50	8,000	0	0
HUNTINGTON NATIONAL BANK 39 EAST MARKET ST, SUITE 402 AKRON OH 44308	TRUSTEE 5.50	26,005	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 ☐

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 ▶**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.	2	
a	Average monthly fair market value of securities	1a	5,201,096
b	Average of monthly cash balances	1b	0
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	5,201,096
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	5,201,096
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	78,016
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,123,080
6	Minimum investment return. Enter 5% of line 5	6	256,154

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	256,154
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,364
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,364
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	254,790
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	254,790
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	254,790

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	265,600
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	265,600
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	1,364
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	264,236

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				254,790
2 Undistributed income, if any, as of the end of 2009.				
a Enter amount for 2008 only			258,253	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009.				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e				
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 265,600				
a Applied to 2008, but not more than line 2a			258,253	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2009 distributable amount				7,347
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions				
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				247,443
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9.				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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 ☐ 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
MARK A. MOSLEY
HUNTINGTON NATIONAL BANK AKRON OH 44308

b The form in which applications should be submitted and information and materials they should include
SEE STATEMENT 7

c Any submission deadlines
N/A

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
SEE STATEMENT 8

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 9				236,013
Total			▶ 3a	236,013
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A	Analysis of Income-Producing Activities
-------------------	--

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	86,082	
4	Dividends and interest from securities			14	65,149	
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	-13,061	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue. a					
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0		138,170	0
13	Total. Add line 12, columns (b), (d), and (e)				138,170	138,170

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

[illegible]

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

- 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
- (2) Other assets
- b** Other transactions.
- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees
- 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.

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

- b** If "Yes," complete the following schedule

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

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 of officer or trustee

Date _____

TRUSTEE
Title

Title

Sign Here

**Paid
Preparer's
Use Only**

Preparer's
signature

Firm's name (or yours if self-employed), address, and ZIP code

APPLE GROWTH PARTNERS
1540 W MARKET ST
AKRON, OH 44313

Date _____

Check if
self-employed ►

Preparer's identifying
number (see **Signature** on
page 30 of the instructions)
P00024066

EIN ▶ 34-1082617

Phone no **330-867-7350**

Form **990-PF** (2009)

Federal Statements

61-6288548

FYE: 6/30/2010

Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING FEES	\$ 1,538	\$ 1,154	\$	\$ 384
TOTAL	\$ 1,538	\$ 1,154	\$ 0	\$ 384

Statement 2 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXCISE ESTIMATES	\$ 1,390	\$	\$	\$
FOREIGN TAXES	662	662		
TOTAL	\$ 2,052	\$ 662	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES		\$	\$	\$
STATE FILING FEE	200			200
TOTAL	\$ 200	\$ 0	\$ 0	\$ 200

Federal Statements

FYE: 6/30/2010

Statement 4 - Form 990-PF, Part II, Line 10a - US and State Government Investments

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
SEE ATTACHED STATEMENT	\$ 2,101,084	\$ 2,136,284	COST	\$ 2,272,129
TOTAL	<u>\$ 2,101,084</u>	<u>\$ 2,136,284</u>		<u>\$ 2,272,129</u>

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
SEE ATTACHED STATEMENT	\$ 3,174,599	\$ 3,122,731	COST	\$ 3,076,489
TOTAL	<u>\$ 3,174,599</u>	<u>\$ 3,122,731</u>		<u>\$ 3,076,489</u>

Statement 6 - Form 990-PF, Part II, Line 15 - Other Assets

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Fair Market Value</u>
RECIEVABLE FOR ATTORNEY FEE REIMB	\$ 7,328	\$	\$
TOTAL	<u>\$ 7,328</u>	<u>\$ 0</u>	<u>\$ 0</u>

Statement 7 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents**Description**

STUDENTS MUST FIRST BE ENROLLED IN GROVE CITY COLLEGE OR OTHER COLLEGES OR UNIVERSITIES IN EASTERN OHIO OR WESTERN PENNSYLVANIA. THE COLLEGE, UNIVERSITY, OR INSTITUTION OF HIGHER EDUCATION THROUGH IT'S ORDINARY AND USUAL PROCEDURES WILL DETERMINE ECONOMIC NEED. THE COLLEGE, UNIVERSITY OR INSTITUTION OF HIGHER EDUCATION WILL PRESENT TO THE TRUSTEE AND ADVISOR A LIST OF CANDIDATES THAT MEET THE CRITERIA.

Statement 8 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations**Description**

SCHOLARSHIPS ARE TO BE AWARDED TO INDIVIDUALS OF NATIVE AMERICAN OR AFRICAN AMERICAN DESCENT WHO DEMONSTRATE AN ECONOMIC NEED AND A WILLINGNESS TO COMPLETE A HIGHER EDUCATION DEGREE THAT WILL LEAD TO A GAINFUL CAREER OR A VOCATION.

ALL PAYMENTS WILL BE MADE DIRECTLY TO THE COLLEGE, UNIVERSITY, OR INSTITUTION OF HIGHER EDUCATION TO BE APPLIED AGAINST TUITION AND OTHER QUALIFIED EXPENSES. SCHOLARSHIPS ARE AWARDED ANNUALLY AND CAN BE RENEWED CONTINGENT UPON MAINTAINING THE STATUS OF A FULL TIME STUDENT IN GOOD ACADEMIC STANDING UNTIL GRADUATION. FAILURE TO MEET THE ONGOING ACADEMIC REQUIREMENTS WILL RESULT IN THE FORFEITURE OF ANY REMAINING UNDISTRIBUTED PORTION OF THE SCHOLARSHIP. THE EDUCATIONAL INSTITUTION WILL MONITOR THE ENROLLMENT AND ACADEMIC STANDING OF THE RECIPIENTS.

IF AN INSUFFICIENT NUMBER OF CANDIDATES ARE AVAILABLE AWARDS WILL BE MADE TO THE GENERAL SCHOLARSHIP FUNDS OF GROVE CITY COLLEGE OR OTHER COLLEGES LOCATED IN EASTERN OHIO OR WESTERN PENNSYLVANIA.

Federal Statements

61-6288548

FYE: 6/30/2010

Statement 9 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name	Address	Address	Relationship	Status	Purpose	Amount
ALECIA SWOOPE AKRON OH		UNIVERSITY OF AKRON NONE		N/A	SCHOLARSHIP	3,800
ARIANA JOHNSON CLEVELAND OH		CLEVELAND STATE UNIV. NONE		N/A	SCHOLARSHIP	1,420
AYANA JONES SLIPPERY ROCK PA		SLIPPERY ROCK UNIVERSITY NONE		N/A	SCHOLARSHIP	3,000
BARBARA CHAMBERS AKRON OH		UNIVERSITY OF AKRON NONE		N/A	SCHOLARSHIP	3,500
BART LEGRAIR AKRON OH		UNIVERSITY OF AKRON NONE		N/A	SCHOLARSHIP	500
BRITTAINY TRIPP CLEVELAND OH		JOHN CARROLL UNIVERSITY NONE		N/A	SCHOLARSHIP	4,000
CARDALE BRADFIELD AKRON OH		UNIVERSITY OF AKRON NONE		N/A	SCHOLARSHIP	6,000
CHRISTOPHER JONE KENT OH		KENT STATE UNIVERSITY NONE		N/A	SCHOLARSHIP	8,000
CHRISTOPHER TRIPP CLEVELAND OH		NOTRE DAME COLLEGE NONE		N/A	SCHOLARSHIP	2,000
DARRYL WOODS AKRON OH		UNIVERSITY OF AKRON NONE		N/A	SCHOLARSHIP	6,000
DAVID LEWIS CANTON OH		MALONE COLLEGE NONE		N/A	SCHOLARSHIP	3,500
DORIAN MAHULAWD AKRON OH		UNIVERSITY OF AKRON NONE		N/A	SCHOLARSHIP	6,000
EILEEN BOYD AKRON OH		UNIVERSITY OF AKRON NONE		N/A	SCHOLARSHIP	3,000
ERIN MICKEY-MONROE KENT OH		KENT STATE UNIVERSITY NONE		N/A	SCHOLARSHIP	2,500
GROVE CITY COLLEGE GROVE CITY PA		100 CAMPUS DR NONE		N/A	GENERAL SCHOLARSHIPS	87,264
JACKSON STURKEY AKRON OH		UNIVERSITY OF AKRON NONE		N/A	SCHOLARSHIP	4,000
JARETTE HOWELL KENT OH		KENT STATE UNIVERSITY NONE		N/A	SCHOLARSHIP	473
JARON LEGRAIR AKRON OH		UNIVERSITY OF AKRON NONE		N/A	SCHOLARSHIP	1,265

703503601 The Throckmorton Foundation
61-6288548
FYE: 6/30/2010

Federal Statements

Statement 9 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name	Address			Status	Purpose	Amount
	Address	Relationship				
JAVAN SHAW AKRON OH	UNIVERSITY OF AKRON NONE	N/A	SCHOLARSHIP	3,000		
JAZZMON BRITTON AKRON OH	UNIVERSITY OF AKRON NONE	N/A	SCHOLARSHIP	6,000		
JERUSHA JOHNSON AKRON OH	UNIVERSITY OF AKRON NONE	N/A	SCHOLARSHIP	1,465		
JUSTIN HOWELL KENT OH	KENT STATE UNIVERSITY NONE	N/A	SCHOLARSHIP	526		
KAYLA COMRIE AKRON OH	UNIVERSITY OF PITTSBURGH NONE	N/A	SCHOLARSHIP	8,000		
KENNITRA ARNOLD	NONE	N/A	BOOKS	500		
KISHA DAVIDSON AKRON OH	UNIVERSITY OF AKRON NONE	N/A	SCHOLARSHIP	4,000		
KRISTA HILL AKRON OH	UNIVERSITY OF AKRON NONE	N/A	SCHOLARSHIP	6,000		
MARCEL NWIZU AKRON OH	UNIVERSITY OF AKRON NONE	N/A	SCHOLARSHIP	6,000		
MARCUS PHELPS AKRON OH	UNIVERSITY OF AKRON NONE	N/A	SCHOLARSHIP	6,000		
OLADELE OLABISI KENT OH	KENT STATE UNIVERSITY NONE	N/A	SCHOLARSHIP	4,100		
QUINITA MCCOLLARS KENT OH	KENT STATE UNIVERSITY NONE	N/A	SCHOLARSHIP	4,000		
SHANICE WEBB AKRON OH	UNIVERSITY OF AKRON NONE	N/A	SCHOLARSHIP	6,700		
SHELBY PYKARE WOOSTER OH	COLLEGE OF WOOSTER NONE	N/A	SCHOLARSHIP	6,000		
SHERISE HALL AKRON OH	UNIVERSITY OF AKRON NONE	N/A	SCHOLARSHIP	8,500		
THOMAS WINDOM KENT OH	KENT STATE UNIVERSITY NONE	N/A	SCHOLARSHIP	7,000		
TIMOTHY CARROLL AKRON OH	UNIVERSITY OF AKRON NONE	N/A	SCHOLARSHIP	5,500		
TYRONE MATHERSON AKRON OH	UNIVERSITY OF AKRON NONE	N/A	SCHOLARSHIP	1,500		

703503601 The Throckmorton Foundation

61-6288548

FYE: 6/30/2010

Federal Statements

Statement 9 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name	Address		Relationship		Status	Purpose	Amount
	Address						
ROBERT HENRY CLEVELAND OH	LAKE ERIE COLLEGE NONE				N/A	SCHOLARSHIP	5,000
TOTAL							236,013