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

Department of the Treasury
Internal Revenue Service

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

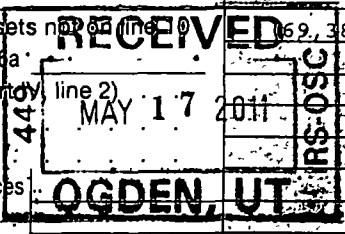
2010

For calendar year **2010**, or tax year beginning , **2010**, and ending , **20**

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

Name of foundation Cronin Foundation		A Employer identification number 38-2908362
Number and street (or P O box number if mail is not delivered to street address) 203 East Michigan	Room/suite	B Telephone number (see page 10 of the instructions) 269-781-9851
City or town, state, and ZIP code Marshall, Michigan 49068		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 11,326,104.57	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)	0			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	9.58	9.58		
	4 Dividends and interest from securities	304,622.57	304,622.57		
	5a Gross rents	0	0		
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 6a	169,383.17			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.00		
	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)	0.00				
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	304,632.15	304,632.15	0.00		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	3,600.00	3,600.00		
	b Accounting fees (attach schedule)	12,000.00	12,000.00		
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	12,000.00			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	31.75	31.75		
	24 Total operating and administrative expenses. Add lines 13 through 23	27,631.75	15,631.75	0.00	0.00
	25 Contributions, gifts, grants paid	356,368.79			356,368.79
26 Total expenses and disbursements. Add lines 24 and 25	384,000.54	15,631.75	0.00	356,368.79	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	(79,368.39)				
b Net investment income (if negative, enter -0-)		289,000.40			
c Adjusted net income (if negative, enter -0-)			0.00		



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	164,636.19	96,998.74	96,998.74
	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 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)	11,654,154.24	11,769,379.91	10,797,339.33
	b Investments—corporate stock (attach schedule)	698,625.28	502,285.50	431,766.50
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	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)	12,517,415.71	12,368,664.15	11,326,104.57	
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)	0.00	0.00		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	12,517,415.71	12,368,664.15	
	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)	12,517,415.71	12,368,664.15		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	12,517,415.71	12,368,664.15		

Part III Analysis of Changes in Net Assets or Fund Balances		
1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	12,517,415.71
2 Enter amount from Part I, line 27a	2	(79,368.39)
3 Other increases not included in line 2 (itemize) ▶ _____	3	
4 Add lines 1, 2, and 3	4	12,438,047.32
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	12,438,047.32

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	2646 Shares B P PLC Spons ADR	D	4/10/2002	6/1/2010
b	1000 Shares Burlington Nthrn Santa	D	4/10/2002	2/17/2010
c	25,735.739 Shares Lord Abbett Aff FD	D+P	VARIOUS	9/1/2010
d	LT Capital Gain Distribution	P	VARIOUS	VARIOUS
e	146,781 Shares Lord Abbett Aff F.D.	P	1/4/2010	9/1/2010
(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 98,562.45		136,639.44	(38,076.99)	
b 100,000.00		48,802.18	51,197.82	
c 252,602.22		357,786.17	(105,183.95)	
d 25,542.52			25,542.52	
e 1,438.48		1,497.71	(59.23)	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	(69,579.83)
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	196.66

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))
2009	508,678.08	8,906,251.02	0.0571
2008	535,980.00	11,016,210.74	0.0487
2007	738,368.77	13,747,766.50	0.0537
2006	341,995.57	13,747,766.50	0.0249
2005	311,217.28	12,145,599.16	0.0256
2	Total of line 1, column (d)		2 0.2100
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 .042
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5		4 10,633,063.04
5	Multiply line 4 by line 3		5 446,588.65
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 2,890.00
7	Add lines 5 and 6		7 449,478.65
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.		8 356,368.79

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b	1	5,780	00
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	5,780	00
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	5,780	00
6	Credits/Payments:			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	12,000	00
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	12,000	00
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	6,220	00
11	Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	6,220	00

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)? <i>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.</i>		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? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		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?	N	A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ <u>Michigan</u>		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		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 ▶ N/A	13	x	
14	The books are in care of ▶ Ronald J. DeGraw-Sec/Treas Telephone no. ▶ (269) 781-9851 Located at ▶ 203 East Michigan Ave, Marshall, MI ZIP+4 ▶ 49068			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16	Yes	No x

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	x
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 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions.)	2b	N A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 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 2010.)	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 2010?	4b	x

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** N A
Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? 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? **7b** N A

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

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

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

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
.....		
.....		
.....		
.....		
.....		
.....		
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 The Foundation's only activity is the making of grants which do not require significant involvement.	
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 none	
2	
3 All other program-related investments See page 24 of the instructions	
Total. Add lines 1 through 3 ▶	0.00

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	10,422,094.93
b	Average of monthly cash balances	1b	372,892.92
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	10,794,987.85
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	
3	Subtract line 2 from line 1d	3	10,794,987.85
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	161,924.81
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,633,063.04
6	Minimum investment return. Enter 5% of line 5	6	531,653.15

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	531,653.15
2a	Tax on investment income for 2010 from Part VI, line 5	2a	5,780
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	5,780.00
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	525,873.15
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	525,873.15
6	Deduction from distributable amount (see page 25 of the instructions)	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	525,873.15

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	356,368.79
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	356,368.79
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	356,368.79

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 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				525,873.15
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			355,029.09	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.00			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 356,368.79				
a Applied to 2009, but not more than line 2a			355,029.09	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2010 distributable amount				1,339.70
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.00			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.00		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0		
d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions		0.00		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			0.00	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				524,533.45
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	0			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.00			
10 Analysis of line 9:				
a Excess from 2006	0			
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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 2010, enter the date of the ruling **N/A**

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				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0.00
b 85% of line 2a	0.00	0.00	0.00	0.00	0.00
c Qualifying distributions from Part XII, line 4 for each year listed					0.00
d Amounts included in line 2c not used directly for active conduct of exempt activities					0.00
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0.00	0.00	0.00	0.00	0.00
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					0.00
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0.00
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0.00
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)					0.00
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0.00
(3) Largest amount of support from an exempt organization					0.00
(4) Gross investment income					0.00

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:
Ronald J. DeGraw Sec/Tres 203 E Michigan Avenue, Marshall, Michigan 49068 (269)781-9851
b The form in which applications should be submitted and information and materials they should include:

See Attached
c Any submission deadlines:
1st day of the month of the quarterly meeting April, June, September, Dec.
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Geographical by will establishing Foundation, Marshall School District, Calhoun County, MI

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
<p>a <i>Paid during the year</i></p> <p>See attached schedule</p>				356,368.79
Total ▶				3a 356,368.79
<p>b <i>Approved for future payment</i></p> <p>See attached schedule</p>				902,620.93
Total ▶				3b 902,620.93

FORM 990-PF 2010
CRONIN FOUNDATION
EIN 38-2908362

PART I SUPPLEMENTAL SCHEDULES

TOTAL CONTRIBUTIONS

Line 16a - Legal Fees

Schroeder DeGraw, PLLC

Preparation of 2009 990 PF Tax Return 3,600.00

Line 16b - Legal Fees

Schroeder DeGraw, PLLC

\$1,000.00 month retainer to use office for meetings, send out notices of meetings, prepare minutes, prepare monthly financial reports, handle all disbursements, investments, and receipts, reconcile checking accounts. Report and audit grants and handle all correspondence and inquiries.

(January 2010 through December 2010) 12,000.00

Line 18 - Taxes

Section 4940 Estimates Paid in 2009 12,000.00

Line 23 - Other Expenses

Checking - Fees 11.75
State of Michigan - 2009 Annual Report 20.00
31.75

PART II SUPPLEMENTAL SCHEDULES

	Beginning of Year		End of Year	
	<u>Book Value</u>	<u>Fair Market Value</u>	<u>Book Value</u>	<u>Fair Market Value</u>
<u>Line 10b - Investments-Corporate Stock</u>				
23,440.871 shares Fidelity Low Priced Stock Fund	579,364.11	761,593.90	579,551.64	909,258.02
12,297.750 shares Federated Capital Appreciation Fund	370,243.88	212,382.14	370,243.88	236,239.78
13,590.220 shares Aim Global Health Care Fund, f/k/a Aim Health Sciences	352,737.19	350,763.58	352,737.19	367,071.84
9,574.4010 shares Janus Twenty Fund	272,572.56	597,346.88	272,572.56	637,655.11
6,086.4460 shares American Century 20 th Ultra Fund	100,000.00	117,224.95	100,000 00	135,606.02
1,381.1150 shares Vanguard 500 Index Fund	150,998.62	144,077.92	150,998.62	161,770.00
1,808.588 shares Alliance Bernstein Mid Cap Growth Fund Class A	8,962.25	7,993.96	8,962.25	11,104.73
3,180.295 shares Alliance Bernstein International Value Fund Class A	42,653.35	44,619.54	44,074.94	45,307.32
810.040 shares Blackrock Funds	7,054.19	7,282.26	7,385.34	7,889.06
25,427.6110 shares Century Shares Trust				
25,434.354 shares Century Shares Trust	824,044.86	472,824.64	846,732.30	539,416.64
2,010.8180 shares Dreyfus Fund Incorporated				
2,037.955 shares Dreyfus Fund Incorporated	20,324.80	16,222.12	20,475.91	18,753.67
790.319 shares Strategic Funds, Inc., f/k/a Dreyfus Premier New Leaders Fund, Inc. Class A	34,148.94	22,516.19	34,232.30	26,379.52

Continued on next page

Line 10b - Investments-Corporate Stock (Continued)

	Beginning of Year		End of Year	
	<u>Book Value</u>	<u>Fair Market Value</u>	<u>Book Value</u>	<u>Fair Market Value</u>
25,775.739 shares Lord Abbett Affiliated Fund, Inc. Class A	357,786.17	269,098.72	0.0	0.0
22,240 shares Franklin Templeton LTD Duration	311,702.21	264,878.40	311,702.21	290,009.60
21,200 shares Blackrock LTD Duration	410,711.20	308,672.00	410,711.20	344,288.00
5,002 shares Allstate Corp	195,978.36	150,260.08	195,978.36	159,463.76
1,000 shares Atmos Energy Corp.	29,581.58	29,400.00	29,581.58	31,200.00
2,646 shares BP PLC Spons ADR	136,639.44	153,388.62	0.0	0.0
3,901 shares Bank of New York Mellon Corp	156,932.49	109,110.97	156,932.49	117,810.20
3,840 shares Bristol Myers Squibb Co.	120,268.80	96,960.00	120,268.80	101,683.20
1,000 shares Burlington Northern Santa Fe Corp	48,802.18	98,620.00	0.0	0.0
645 shares CMS Energy Corp	14,061.00	10,100.70	14,061.00	11,997.00
2,000 shares Chevron Corp	107,893.33	153,980.00	205,101.40	301,125.00
2,009 shares Citigroup, Inc.	97,779.74	6,649.79	97,779.74	9,502.57
16,800 shares Colgate Palmolive Company	974,064.00	1,380,120.00	974,064.00	1,350,216.00
3,234 shares Comerica, Inc.	203,839.02	95,629.38	203,839.02	136,604.16
1,092 shares ConocoPhillips	32,891.04	55,768.44	32,891.04	74,365.20
2,000 shares Cracker Barrel Old Country Store	69,801.82	75,980.00	69,801.82	109,540.00
34,325 shares DNP Select Income Fund, Inc.	388,515.62	307,208.75	384,573.74	313,730.50
2,106 shares Discover Financial Services	38,131.27	30,979.26	38,131.27	39,024.18
3,000 shares Dow Chemical Company	125,061.71	82,890.00	125,061.71	102,420.00
2,768 shares Exxon Mobil Corp	118,885.60	188,749.92	118,885.60	202,396.16
21,600 shares General Electric Company	798,984.00	326,808.00	798,984.00	395,064.00
7,967 shares JP Morgan Chase & Company	253,813.80	331,984.89	253,813.80	337,960.14

Continued on next page

Line 10b - Investments-Corporate Stock (Continued)

	Beginning of Year		End of Year	
	<u>Book Value</u>	<u>Fair Market Value</u>	<u>Book Value</u>	<u>Fair Market Value</u>
5,112 shares Lincoln National Corp.	241,638.52	127,186.56	241,638.52	142,164.72
4,212 shares Morgan Stanley	193,107.53	124,675.20	193,107.53	114,608.52
119 shares Newmont Mining Corp	3,305.82	5,629.89	3,305.82	7,310.17
78,000 shares Nuveen Multi Strategy Fund II	1,050,900.66	599,859.00	1,042,947.22	686,400.00
10,000 shares Nuveen Tax Advantaged Growth Fund	179,702.52	115,630.00	176,167.44	130,100.00
3,200 shares Occidental Petro Corp	97,198.14	260,320.00	97,198.14	313,920.00
9,608 shares Old Republic International Corp	175,006.08	96,464.32	175,006.08	130,957.04
2,272 shares PNC Financial Services Group, Inc.	135,570.24	119,938.88	135,570.24	137,955.84
3,600 shares PPG Industries Inc.	196,776.00	210,744.00	196,776.00	302,652.00
35,904 shares Pfizer Incorporated	1,404,205.44	653,093.76	1,404,205.44	628,679.04
1,900 shares Stryker Corp	98,354.79	95,703.00	98,354.79	102,030.00
1,500 shares 3M Company	123,159.37	124,005.00	123,159.37	129,450.00
8,489.000 shares First Trust Unit 2573	0.0	0.0	84,116.46	84,300.86
8,217.000 shares First Trust Unit 2241	0.0	0.0	84,650.44	85,061.56
8,672.000 shares First Trust Unit 2516	<u>0.0</u>	<u>0.0</u>	<u>84,665.93</u>	<u>91,358.65</u>
TOTAL	11,654,154.24	10,198,054.86	11,769,379.91	10,797,339.33

Line 10c - Investments-Corporate Bonds

	Beginning of Year		End of Year	
	<u>Book Value</u>	<u>Fair Market Value</u>	<u>Book Value</u>	<u>Fair Market Value</u>
General Motors Corp. NT 8.250% 07/15/2	100,244.50	35,775.00	100,244.50	46,912.50
Ford Motor Credit Co. 6.00% 01/21/14	200,000.00	179,048.00	200,000 00	200,894.00
General Motors Acceptance Corp. 6.10% 09/15/19	100,000.00	85,234.60	100,000.00	86,589.00
Marshall MI PubSch Dist	0.0	0.0	102,041.00	97,371.00
GMAC, LLC 7.375% 4,505 units	99,876.18	68,357.00	99,876.18	104,966.50
General Motors Corp. 7.50% 10,135 units	<u>198,504.60</u>	<u>54,222.25</u>	<u>198,504.60</u>	<u>80,573.25</u>
TOTAL	698,625.28	422,636.85	502,285.50	431,766.50

FORM 990-PF 2010
CRONIN FOUNDATION
EIN 38-2908362

PART VIII - Information About Officers and Directors

<u>Name and Address</u>	<u>Title and Average Hours Per Week</u>	<u>Compensation</u>	<u>Contributions to Employee Benefit Plans</u>	<u>Expense Account</u>
Monica Anderson 424 East Michigan Marshall, MI 49068	President Board of Directors .3 hours	-0-	-0-	-0-
Dr. Randall Davis 100 East Green St. Marshall, MI 49068	Vice President .3 hours	-0-	-0-	-0-
Ronald J. DeGraw 203 East Michigan Marshall, MI 49068	Secretary / Treasurer Board of Directors 1.75 hours	\$15,600.00	-0-	-0-
James Dyer 1118 O' Keefe Road Marshall, MI 49068	Board of Directors .3 hours	-0-	-0-	-0-
Mark O'Connell 15622 Katherine Trail Marshall, MI 49068	Board of Directors .3 hours	-0-	-0-	-0-

PART XV SUPPLEMENTAL INFORMATION

2b Cronin Foundation Application for Grant
Purpose:

The Cronin Foundation is a philanthropic entity through which the largess of its founder, Elizabeth Cronin, is distributed.

Its activities are carried out without regard to race, creed, sex, nationality or age.

It was created to carry out the founder's desire to support and expand the educational, social, economic, civic and cultural needs of the community contained within the Marshall School District.

Applications:

All applications shall be sent to:

Cronin Foundation
Attention: Ronald J. DeGraw
203 East Michigan Avenue
Marshall, Michigan 49068

GENERAL CRITERIA

The Cronin Foundation may initiate projects on its own as well as assisting other organizations and groups in the financing of a limited number of projects and/or grant requests directed at the enrichment of the Marshall community.

The Board of Trustees reviews requests quarterly following application deadlines of September 1, December 1, March 1 and June 1, or at such other meetings as it may call from time to time for a specified purpose or grant review.

Following is major criteria which it will use in evaluating requests:

1. Grants shall include projects which shall enrich, economically, socially, environmentally or in healthiness, substantial numbers of persons residing in the Marshall School District.
2. Grants will be made primarily to organizations having tax-exempt recognition under Section 501(c)(3) of the Internal Revenue Code and to these organizations described in Section 509(a)(1) or (2) of the IRS Code of 1954 as amended, educational institutions, municipal corporations, and ecclesiastical organizations.

3. The Foundation makes no grants directly to individuals.

The Foundation does not make grants or loans directly to students for general scholarships for high school, undergraduate, or graduate studies, but may grant funds to an organization which will benefit categories of students in either manner.

4. Grant commitments will usually be limited to one year or one project. Further funding may require an additional grant application or report stating progress achieved since funding of the initial grant.
5. Grant recipients may be required to provide the Foundation with both a periodic and a final report of the activities accomplished under the grant and a full financial statement describing expenditures.

APPLICATION PROCEDURE

To be considered, your application should include the following information and may include any other information which the applicant believes helpful.

1. Name, address and telephone number of the organization or project and the name, address and phone of the person who is the point of contact for the project and/or program.
2. Who is responsible for carrying out the project? How will execution of the project be supervised? Who will be the project contract person?
3. Is the organization carrying out the project and/or program a qualified 509(a)(1) or (2), an educational institution, municipal corporation, or ecclesiastical organization?
4. Has the organization secured tax-exempt status under Section 501(c)(3) of the IRS Code? If so, include a copy of the IRS determination letter. Local units of recognized national non-profit organizations will not be required to submit the letter.
5. Describe the project and/or program.
 - a. WHAT are its objectives?
 - b. HOW will it benefit persons living primarily in the Marshall School District?
 - c. WHERE will it be carried out?
 - d. HOW will it be carried out?
 - e. WHEN will it be carried out?

6. Are there similar projects? What distinguishes this project and/or program from others in the same general field? Does this project have unique characteristics?
7. What is the proposed budget for the project and/or program?
8. How much money is being requested from the Cronin Foundation?
9. Will the project require additional funding to sustain it? How would sustaining funds be raised if required?
10. Have funds been requested from other sources? If so, in what amounts? Have any other funds been received? If so, from whom and amounts received from each. If turned down, do you have alternate plans for raising funds? If so, what have you considered doing?
11. If the applicant is a presently active organization, the last three years' financial statements. In the event the applicant is a new organization, a current balance sheet and proposed budget should be submitted.
12. Include any additional statement or information you feel would be helpful in the evaluation of this request.

PART XV SUPPLEMENTAL SCHEDULES

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

a. Paid during the year:

1.	Boy Scouts 395 Boyer Court Marshall, Michigan 49068	501 (c) 3	Reestablish Dormant unit	\$800.00
2.	Marshall Public Schools 100 East Green Street Marshall, Michigan 49068	Public	Softball Field Renovation	\$3,584.00
3.	City of Marshall Marshall, MI 49068	Public	f/b/o/ Marshall Community Band	\$7,000.00
4.	Marshall District Library 124 W. Green Street Marshall, Michigan 49068	Public	Mosaic Mural Grant	\$4,079.81
5.	Marshall Civic Center Trust, Inc. 214 East Mansion Street Marshall, Michigan 49068	501 (c) 3	Junior youth theater Grant	\$1,161.00
6.	Marshall Rotary-Troop 337 395 Boyer Court Marshall, Michigan 49068	Public	Equip for Centennial Parade	\$2,500.00
7.	Veterans of Foreign Wars Captain Claude E. Hale Post No. 4073 800 East Michigan Avenue Marshall, Michigan 49068	501 (c) 3	Replace Windows	\$3,250.00
8.	Marshall District Library 124 W. Green Street Marshall, Michigan 49068	Public	Mosaic Mural Grant	\$222.00
9.	Habitat for Humanity Marshall Covenant Community 551 West Michigan Avenue Battle Creek, Michigan 49037	501 (c) 3	Rehab Marshall Home	\$3,750.00
10.	Marshall Community Foundation 124 West Michigan Avenue Marshall, Michigan 49068	501 (c) 3	Marshall Area Conservation Club	\$2,323.79
11.	Marshall District Library 124 W. Green Street Marshall, Michigan 49068	Public	Mosaic Mural Grant	\$698.19

12.	Marshall Public Schools 100 East Green Street Marshall, Michigan 49068	Public	Baseball Field Renovation	\$150,000.00
13.	Marshall Area Chamber of Commerce 424 East Michigan Avenue Marshall, Michigan 49068	501 (c) 3	Equipment upgrade	\$12,000.00
14.	Oaklawn Hospital 200 North Madison Marshall, Michigan 49068	501 (c) 3	80 Years of Caring (advance on 2011)	\$50,000.00
15.	Marshall Community Foundation 124 West Michigan Avenue Marshall, Michigan 49068	501 (c) 3	Brooks Fountain	\$20,300.00
16.	Marshall Public Schools 100 East Green Street Marshall, Michigan 49068	Public	Discretionary fund for Classrooms	\$27,100.00
17.	Kellogg Community College Foundation 450 North Avenue Battle Creek, Michigan 49014	501 (c) 3	Marshall Opportunity Fund	<u>\$67,600.00</u>
Total Grants:				\$356,368.79

FORM 990-PF 2010
CRONIN FOUNDATION
EIN 38-2908362

PART XV SUPPLEMENTAL SCHEDULES

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

b. Approved for future payment

1.	Marshall Civic Center Trust, Inc. 214 East Mansion Street Marshall, Michigan 49068	501 (c) (3)	Junior Youth Theater	\$3,439.00
2.	City of Marshall f/b/o Marshall Community Band 323 W. Michigan Avenue Marshall, Michigan 49068	Public	Purchase of Instruments	\$551.52
3.	City of Marshall f/b/o Marshall Community Band 323 W. Michigan Avenue Marshall, Michigan 49068	Public	Winterization of band Shell Storage Room	\$254.41
4.	City of Marshall Fire Dept. 323 W Michigan Avenue Marshall, Michigan 49068	Public	Convert FEMA trailer into "smokehouse safety"	\$3,000.00

5. Marshall Public Schools 100 East Green Street Marshall, Michigan 49068	Public	Softball field improvements	\$2,226.00
6. Kellogg Community College Foundation 450 North Avenue Battle Creek, Michigan 49014	501 (c) (3)	Human Patient Simulation Center	\$10,000.00
7. Marshall Public Schools 100 East Green Street Marshall, Michigan 49068	Public	Track Improvements	\$50,000.00
8. City of Marshall Recreation Department	501 (c) (3)	Athletic Field Improvements	\$83,150.00
9. Oaklawn Hospital 200 North Madison Street Marshall, Michigan 49068	501 (c) (3)	Building on the Success of 80 Years of Caring Grant	\$600,000.00
Total			\$902,620.93