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Form **990-PF**Department of the Treasury  
Internal Revenue Service**Return of Private Foundation**

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

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

OMB No 1545-0052

**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 changeName of foundation  
THE DOGWOOD FOUNDATION  
C/O SUSAN MEYERS - WARNER, NORCROSS & JUDD  
A Employer identification number  
65-0499552Number and street (or P O box number if mail is not delivered to street address) Room/suite  
111 LYON STREET NW, SUITE 900  
B Telephone number (see page 10 of the instructions)  
(616) 752-2184City or town, state, and ZIP code  
GRAND RAPIDS, MI 49503  
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 ☐H Check type of organization ☒ Section 501(c)(3) exempt private foundation  
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 16,574,784.  
J Accounting method ☒ Cash ☐ Accrual  
☐ Other (specify) \_\_\_\_\_  
(Part I, column (d) must be on cash basis)  
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 ☐

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)	319,838.			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	649,402.	649,402.		ATCH 1.
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	268,833.			
	b Gross sales price for all assets on line 6a	6,477,343.			
	7 Capital gain net income (from Part IV, line 2)		268,833.		
	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)	32,485.	1,662.		ATCH 2	
12 Total. Add lines 1 through 11	1,270,558.	919,897.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) ATCH 3	15,917.	7,959.	0.	7,958.
	b Accounting fees (attach schedule) ATCH 4	34,355.	17,178.	0.	17,177.
	c Other professional fees (attach schedule) *	14,972.	14,972.		
	17 Interest. ATTACHMENT. 6	377.	377.		
	18 Taxes (attach schedule) (see page 14 of the instructions) *	16,361.	4,861.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 8	60,858.	60,535.		
	24 Total operating and administrative expenses				
	Add lines 13 through 23	142,840.	105,882.	0.	25,135.
25 Contributions, gifts, grants paid	899,000.			899,000.	
26 Total expenses and disbursements. Add lines 24 and 25	1,041,840.	105,882.	0.	924,135.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	228,718.				
b Net investment income (if negative, enter -0-)		814,015.			
c Adjusted net income (if negative, enter -0-)					

For Paperwork Reduction Act Notice, see page 30 of the Instructions.

\*ATCH 5 JSA \*\* ATCH 7

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Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing . . . . .	331,338.	591,455.	591,455.	
	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 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 . . . . .				
	10 a Investments - U S and state government obligations (attach schedule) . .				
	b Investments - corporate stock (attach schedule) <b>ATCH 9.</b>	3,054,757.	5,567,270.	6,232,234.	
	c Investments - corporate bonds (attach schedule) <b>ATCH 10.</b>	11,144,474.	8,381,220.	8,707,096.	
	11 Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule)				
	12 Investments - mortgage loans . . . . .				
	13 Investments - other (attach schedule) <b>ATCH 11.</b>	636,158.	855,500.	1,043,999.	
	14 Land, buildings, and equipment basis Less accumulated depreciation (attach schedule)				
15 Other assets (describe ▶)					
16 <b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	15,166,727.	15,395,445.	16,574,784.		
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 <b>Total liabilities</b> (add lines 17 through 22) . . . . .		0.			
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	24 Unrestricted . . . . .	15,166,727.	15,395,445.		
	25 Temporarily restricted . . . . .				
	26 Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> ▶ <input type="checkbox"/>				
	27 Capital stock, trust principal, or current funds . . . . .				
	28 Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
	29 Retained earnings, accumulated income, endowment, or other funds . .				
30 <b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	15,166,727.	15,395,445.			
31 <b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	15,166,727.	15,395,445.			

**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	15,166,727.
2 Enter amount from Part I, line 27a . . . . .	2	228,718.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3 . . . . .	4	15,395,445.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	15,395,445.

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**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.)
<b>1a</b> SEE PART IV SCHEDULE					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
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			
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> 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 }			<b>2</b>	268,833.	
<b>3</b> 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. . . . .			<b>3</b>		

**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	466,238.	14,413,946.	0.032346
2008	639,557.	15,800,936.	0.040476
2007	816,446.	17,500,322.	0.046653
2006	479,724.	15,893,687.	0.030183
2005	304,188.	14,536,775.	0.020925
<b>2</b> Total of line 1, column (d)			<b>2</b> 0.170583
<b>3</b> 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			<b>3</b> 0.034117
<b>4</b> Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			<b>4</b> 15,655,435.
<b>5</b> Multiply line 4 by line 3			<b>5</b> 534,116.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 8,140.
<b>7</b> Add lines 5 and 6			<b>7</b> 542,256.
<b>8</b> 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.			<b>8</b> 924,135.

**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 ruling letter if necessary - see instructions)		1	8,140.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> 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	8,140.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		5	8,140.
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	11,551.	
b Exempt foreign organizations-tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	16,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	27,551.	
8 Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9		
10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	19,411.	
11 Enter the amount of line 10 to be <b>Credited to 2011 estimated tax</b> 19,411. <b>Refunded</b>	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
1b 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
1c Did the foundation file <b>Form 1120-POL</b> 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 \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <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 <b>Form 990-T</b> 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) MI,		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? 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 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

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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 <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> SUSAN MEYERS-WARNER, NORCROSS, & JUDD Telephone no <input type="checkbox"/> 616-752-2184 Located at <input type="checkbox"/> 111 LYON STREET NW, SUITE 900 GRAND RAPIDS, MI ZIP + 4 <input type="checkbox"/> 49503			
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 <input type="checkbox"/> 15 N/A				
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?	16	Yes	No
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 <input type="checkbox"/> N/A				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 type="checkbox"/> Yes <input checked="" 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)? <input type="checkbox"/>	1b	X
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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? <input type="checkbox"/>	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 <input type="checkbox"/> N/A		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions) <input type="checkbox"/>	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 <input type="checkbox"/> 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? <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) <input type="checkbox"/>	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	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? <input type="checkbox"/>	4b	X

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**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** 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)?

Organizations relying on a current notice regarding disaster assistance check here

☐

5b

N/A

**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)

**6 a** 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?

If "Yes" to 6b, file Form 8870

6b

X

**7 a** 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
ATTACHMENT 12		0.	0.	0.

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

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

Total number of other employees paid over \$50,000

☐ NONE

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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
-----		
-----		
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-----		
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
<b>1</b> NOT APPLICABLE -----	
<b>2</b> ----- -----	
<b>3</b> ----- -----	
<b>4</b> ----- -----	

**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
<b>1</b> NOT APPLICABLE -----	
<b>2</b> ----- -----	
All other program-related investments. See page 24 of the instructions	
<b>3</b> NONE -----	
Total. Add lines 1 through 3 . . . . . ▶	0.

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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	14,976,792.
b	Average of monthly cash balances	1b	140,550.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	776,501.
d	<b>Total</b> (add lines 1a, b, and c)	1d	15,893,843.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	15,893,843.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	238,408.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,655,435.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	782,772.

**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	782,772.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	8,140.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	8,140.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	774,632.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	774,632.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	774,632.

**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	924,135.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	924,135.
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	8,140.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	915,995.

**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
<b>1</b> Distributable amount for 2010 from Part XI, line 7 . . . . .				774,632.
<b>2</b> Undistributed income, if any, as of the end of 2010				
<b>a</b> Enter amount for 2009 only . . . . .			442,132.	
<b>b</b> Total for prior years 20____, 20____, 20____ . . . . .		0.		
<b>3</b> Excess distributions carryover, if any, to 2010				
<b>a</b> From 2005 . . . . .	0.			
<b>b</b> From 2006 . . . . .	0.			
<b>c</b> From 2007 . . . . .	0.			
<b>d</b> From 2008 . . . . .	0.			
<b>e</b> From 2009 . . . . .	0.			
<b>f</b> Total of lines 3a through e . . . . .	0.			
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 924,135.				
<b>a</b> Applied to 2009, but not more than line 2a . . . . .			442,132.	
<b>b</b> Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .	0.			
<b>d</b> Applied to 2010 distributable amount . . . . .				482,003.
<b>e</b> Remaining amount distributed out of corpus . . . . .	0.			
<b>5</b> Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a) ) . . . . .	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	0.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions . . . . .		0.		
<b>e</b> Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions . . . . .			0.	
<b>f</b> Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011 . . . . .				292,629.
<b>7</b> 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.			
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	0.			
<b>9</b> Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a . . . . .	0.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2006 . . . . .	0.			
<b>b</b> Excess from 2007 . . . . .	0.			
<b>c</b> Excess from 2008 . . . . .	0.			
<b>d</b> Excess from 2009 . . . . .	0.			
<b>e</b> Excess from 2010 . . . . .	0.			

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

**1 a** 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 . . . . .

**b** Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

**2 a** 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) 2010

(b) 2009

(c) 2008

(d) 2007

**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

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

**c** Any submission deadlines

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

**Part XV** Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i> SEE ATTACHMENT 14				899,000.
<b>Total</b> . . . . .			<b>3a</b>	899,000.
<i>b Approved for future payment</i> SEE ATTACHMENT 15				440,000.
<b>Total</b> . . . . .			<b>3b</b>	440,000.

Form 990-PF (2010)



		Yes	No
<b>1</b>	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?		
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash		X
	(2) Other assets		X
<b>b</b>	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
<b>d</b>	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]

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
NOT APPLICABLE		

believe, 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**  11-14-11 

Signature of officer or trustee Date Title

<b>Paid Preparer Use Only</b>	Pnn/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	LINDA J. TRUSKOSKI	<i>Linda J. Truskoski</i>	2/11/11		P01258584
	Firm's name ▶ ERNST & YOUNG US LLP			Firm's EIN ▶ 34-6565596	
	Firm's address ▶ 171 MONROE AVENUE NW SUITE 600 GRAND RAPIDS, MI 49503			Phone no. 616-774-0710	

**Schedule B**(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

**2010****Name of the organization**

THE DOGWOOD FOUNDATION

C/O SUSAN MEYERS - WARNER, NORCROSS &amp; JUDD

**Employer identification number**

65-0499552

**Organization type** (check one)**Filers of:****Section:**

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ \_\_\_\_\_

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

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

Employer identification number  
65-0499552

**Part I** Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	DOROTHY SCOTT MERRILL CHAR LD UNITRUST MONROE VOS SECURITIES HOUSTON, TX 77002	\$ 319,838.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )



ATTACHMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MONROE VOS - DIVIDENDS	636,794.	636,794.
PRIVATE EQUITY FUND II - DIVIDENDS	3,584.	3,584.
PRIVATE EQUITY FUND III - DIVIDENDS	2,709.	2,709.
PRIVATE EQUITY FUND II - INTEREST	2,889.	2,889.
PRIVATE EQUITY FUND III - INTEREST	3,426.	3,426.
TOTAL	649,402.	649,402.

ATTACHMENT 2FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NT PRIVATE EQUITY FUND II INCOME	-484.	-484.
NT PRIVATE EQUITY FUND III INCOME	549.	549.
CLASS ACTION FUNDS-ENRON SETTLEMENT	1,597.	1,597.
IRS REFUND - 2008 FORM 990-PF	30,823.	
TOTALS	<u>32,485.</u>	<u>1,662.</u>

ATTACHMENT 3FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
WARNER, NORCROSS & JUDD	15,917.	7,959.	0.	7,958.
TOTALS	<u>15,917.</u>	<u>7,959.</u>	<u>0.</u>	<u>7,958.</u>

ATTACHMENT 4FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ERNST & YOUNG LLP	34,355.	17,178.	0.	17,177.
TOTALS	<u>34,355.</u>	<u>17,178.</u>	<u>0.</u>	<u>17,177.</u>

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MONROE VOS CONSULTING FEES	14,972.	14,972.
TOTALS	14,972.	14,972.

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PRIVATE EQUITY FUND II INT EXP	110.	110.
PRIVATE EQUITY FUND III INT EX	267.	267.
TOTALS	377.	377.

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
ESTIMATED TAXES	11,500.	0.
FOREIGN TAXES - MONROE VOS	4,802.	4,802.
FOREIGN TAXES - PE FUND II	4.	4.
FOREIGN TAXES - PE FUND III	55.	55.
TOTALS	<u>16,361.</u>	<u>4,861.</u>

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MISCELLANEOUS - PE FUND II	14,367.	14,367.
MISCELLANEOUS - PE FUND III	46,053.	46,053.
WIRE TRANSFER FEES	115.	115.
MISCELLANEOUS - MONROE VOS	3.	
NON DEDUCT EXP - PE FUND II	3.	0.
NON DEDUCT EXP - PE FUND III	317.	0.
TOTALS	<u>60,858.</u>	<u>60,535.</u>



ATTACHMENT 9

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ASTON/RIVER ROAD SMALL CAP	160,074.	208,073.
NUVEEN TRADEWINDS INTL VALUE	2,283,244.	2,496,782.
ROYCE VALUE PLUS SERVICE	167,449.	215,174.
DIAMOND HILL LARGE CAP FUND	1,524,202.	1,636,800.
FIDELITY CONTRAFUND	1,432,301.	1,675,405.
TOTALS	<u>5,567,270.</u>	<u>6,232,234.</u>

ATTACHMENT 10

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PIMCO TOT RETURN INSTITUTIONAL	8,381,220.	8,707,096.
TOTALS	<u>8,381,220.</u>	<u>8,707,096.</u>

ATTACHMENT 11

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
NORTHERN TRUST PE FUND III, LP	537,278.	685,434.
NORTHERN TRUST PE FUND II, LP	318,222.	358,565.
TOTALS	<u>855,500.</u>	<u>1,043,999.</u>

## THE DOGWOOD FOUNDATION

65-0499552

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 12

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

THE DOGWOOD FOUNDATION

65-0499552

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

ATTACHMENT 12 (CONT'D)

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

THE DOGWOOD FOUNDATION

65-0499552

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 13

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
PRIVATE EQUITY FUND II			14	-484.	
PRIVATE EQUITY FUND III			14	549.	
CLASS ACTION FUNDS-ENRON SETTLEMENT			01	1,597.	
IRS REFUND - 2008 FORM 990-PF					30,823.
TOTALS				1,662.	30,823.

The Dogwood Foundation  
65-0499552

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

Name and Address	Relationship	Foundation Status	Purpose of Grant	Grant Amount
Alternatives in Motion 355 Sheldon SE Grand Rapids, MI 49503	None	501(c)(3)&170(b)(1)(a)	Support Wheelchair Purchase Programs	5,000
American Quarterhorse Foundation P O Box 200 Amarillo, TX 79168	None	501(c)(3)&509(a)(3)Type I	Equine Research Endowment Fund	110,000
Boy Scouts of America 1325 West Walnut Hill Lane Irving, TX 75038-3008	None	501(c)(3)&170(b)(1)(A)(vi)	Support Community Organizations	24,000
Community Foundation of the Florida Keys P O Box 162 Key West, FL 33041-0162	None	501(c)(3)&170(b)(1)(a)(vi)	Support VIP Program	20,000
Fishtown Preservation Society P O Box 721 Leland, MI 49654	None	501(c)(3)&170(b)(1)(a)	Support Preservation of Historic Site	30,000
Florida Keys Society for the Prevention of Cruelty to Animals 5230 College Road Key West, FL 33040	None	501(c)(3)&170(b)(1)(A)(vi)	Support Humane Treatment of Animals	25,000
Fremont Area District Library 104 East Main Street Fremont, MI 49412	None	501(c)(3)&170(b)(1)(a)(vi)	Support Library Operations	55,000
Key West Botanical Garden Society 5210 College Road Key West, Florida 33040	None	501(c)(3)&509(a)(2)	Support Activities of Botanical Garden	25,000

The Dogwood Foundation  
65-0499552

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

Name and Address	Relationship	Foundation Status	Purpose of Grant	Grant Amount
Key West Literary Seminar 718 Love Lane Key West, FL 33040	None	501(c)(3)&509(a)(2)	Support Annual Literature Seminar	18,000
Mary Abbott Children's House P O Box 6316 Norman, OK 73070	None	501(c)(3)&170(b)(1)(a)	Support Building Renovation Project	40,000
National Cowboy & Western Heritage Museum 1700 NE 63rd Street Oklahoma City, OK 73111	None	501(c)(3)&509(a)(2)	Support Endowment Initiative	90,000
St John's Northwestern Military Academy, Inc 1101 North Genesee Street Delafield, WI 53018	None	501(c)(3)&170(b)(1)(a)(ii)	Support Renovation of Residence Halls and Athletic Facilities	125,000
Key West Independent Education, Inc 5901 College Road Key West, FL 33040	None	501(c)(3)&170(b)(1)(a)(ii)	Support to Provide Tuition for Unspecified Students To Home School High School	7,000
Key West Players, Inc P O Box 724 Key West, FL 33041	None	501(c)(3)&509(a)(2)	Support for Children and Family Programs	20,000
Key West Pops Orchestra P O Box 6206 Key West, Florida 33041	None	501(c)(3)&509(a)(2)	Support Orchestra Operations	5,000
Key West Art and Historical Society DBA Key West Museum of Art & History at the Custom House 281 Front Street Key West, Florida 33040	None	501(c)(3)&509(a)(2)	Support Museum Operations	50,000
National Cowgirl Museum & Hall of Fame 1720 Gendy Street Fort Worth, TX 76107	None	501(c)(3)&170(b)(1)(A)(vi)	Support Museum Operations	50,000



The Dogwood Foundation  
65-049552

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

Name and Address	Relationship	Foundation Status	Purpose of Grant	Grant Amount
Paradise Ballet Theatre Presenters Inc 328 William Street Key West, FL 33040	None	501(c)(3)&170(b)(1)(A)(vi)	Support Theatre Operations	5,000
Key West Womens Club Inc Red Barn Theatre 319 Duval Street Key West, FL 33040	None	501(c)(3)&509(a)(2)	Support the Red Barn Theatre	25,000
The Studios of Key West, Inc 600 White Street Key West, FL 33040	None	501(c)(3)&170(b)(1)(A)(vi)	Support Artist Advancement	25,000
Key West Film Society, Inc Tropic Cinema P O Box 1283 Key West, FL 33041	None	501(c)(3)&509(a)(2)	Support Educational and Cultural Film Programs and Community Cultural Center	35,000
United States Equestrian Team Foundation 1040 Pottersville Road, PO Box 355 Gladstone, NJ 07934	None	501(c)(3)&170(b)(1)(A)(vi)	Support Needs of Horses and Athletes of US Equestrian Team	50,000
Womankind, Inc 3142 Northside Drive Key West, FL 33040	None	501(c)(3)&509(a)(2)	Support Improved Healthcare for Women	60,000
Total				<u>899,000</u>

The Dogwood Foundation  
65-0499552

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

Name and Address	Relationship	Foundation Status	Purpose of Grant	Grant Amount
American Quarterhorse Foundation P O Box 200 Amarillo, TX 79168	None	501(c)(3)&170(b)(1)(a)	Support the Equine Research Endowment and America's Horse Cares Endowment Funds	440,000
				<u>440,000</u>

KMG-761168

65-0499552

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THE DOGWOOD FOUNDATION  
FRANK G MERRILL  
900 FIFTH 3RD CTR/SG MEYERS  
111 LYON ST NW  
GRAND RAPIDS MI 49503

Customer Service. 713-227-0100

CORRECTED 02/03/2011

C=CORRECTED

**Detail Information****Short-Term Realized Gain/Loss**

Description/CUSIP Date Acquired	Date Sold	Quantity	Proceeds	Cost Basis	Gain/Loss(-)
<i>Cost basis, realized gain and loss, and holding period information reported may not reflect all adjustments necessary for tax reporting purposes</i>					
<i>This detail information is not reported to the IRS It may assist you in tax return preparation</i>					
BLACKROCK LARGE CAP VALUE FD CL A / 09250J858					
01/07/10	05/11/10	68,829 559	939,184 81	940,128.29 a	-943 48
AMERICAN GROWTH FUND OF AMERICA CLASS F1 / 399874403					
01/07/10	08/13/10	31,885 290	828,028 46	848,242 41 a	-20,213 95
Short-Term Realized Gain					0 00
Short-Term Realized Loss					-21,157 43
Short-Term Realized Disallowed Loss					0 00
<b>Total Short-Term Realized Gain/Loss</b>					<b>-21,157.43</b>

a - Average Cost-Single Category

Amortization, accretion, and similar adjustments to cost basis are not provided for short-term instruments, unit investment trusts, or securities of foreign issuers

**Detail Information****Long-Term Realized Gain/Loss**

Description/CUSIP Date Acquired	Date Sold	Quantity	Proceeds	Cost Basis	Gain/Loss(-)
<i>Cost basis, realized gain and loss, and holding period information reported may not reflect all adjustments necessary for tax reporting purposes</i>					
<i>This detail information is not reported to the IRS It may assist you in tax return preparation</i>					
ASTON/RIVER RD SMALL CAP VALUE CL N / 00078H125					
10/07/08	01/06/10	20,620 987	222,856 62	201,879 46 a	20,977 16

# 2010 Supplemental Information

National Financial Services LLC

KMG-761168

65-0499552

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THE DOGWOOD FOUNDATION  
FRANK G MERRILL  
900 FIFTH 3RD CTR/SG MEYERS  
111 LYON ST NW  
GRAND RAPIDS MI 49503

Customer Service 713-227-0100

CORRECTED 02/03/2011

C=CORRECTED

Detail Information		Long-Term Realized Gain/Loss			
Description/CUSIP Date Acquired	Date Sold	Quantity	Proceeds	Cost Basis	Gain/Loss(-)
<i>Cost basis, realized gain and loss, and holding period information reported may not reflect all adjustments necessary for tax reporting purposes This detail information is not reported to the IRS It may assist you in tax return preparation</i>					
BLACKROCK LARGE CAP VALUE FD CL A / 09250J858 10/03/08	05/11/10	42,873 890	585,017 64	585,605 33 a	-587 69
AMERICAN GROWTH FUND OF AMERICA CLASS F1 / 399874403 10/03/08	08/13/10	23,269 016	604,272 62	619,024 20 a	-14,751 58
NUVEEN TRADEWINDS INTL VALUE CL A / 67065W506 10/03/08	11/02/10	2,344 619	60,177 00	55,872 27 a	4,304 73
PIMCO SHORT TERM INSTITUTIONAL / 693390601 02/02/09	11/02/10	30,968 158	307,767 24	296,152 15 a	11,615 09
PIMCO TOTAL RETURN INSTL / 693390700 10/03/08	01/06/10	236,086 286	2,563,840 82	2,467,101 69 a	96,739 13
ROYCE VALUE PLUS SERVICE CLASS / 780905741 10/03/08	01/06/10	18,630 718	214,569 62	194,504 70 a	20,064 92
Long-Term Realized Gain					153,701 03
Long-Term Realized Loss					-15,339 27
Long-Term Realized Disallowed Loss					0 00
<b>Total Long-Term Realized Gain/Loss</b>					<b>138,361.76</b>

a - Average Cost-Single Category

Amortization, accretion, and similar adjustments to cost basis are not provided for short-term instruments, unit investment trusts, or securities of foreign issuers

**Important Tax Return Document Enclosed.**

This is for informational use only. This does not replace the official tax documents mailed to you.

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					135,783.	
8,464.		PRIVATE EQUITY FUND II K-1 PROPERTY TYPE: OTHER 0.				P	VARIOUS 8,464.	VARIOUS
7,381.		PRIVATE EQUITY FUND III K-1 PROPERTY TYPE: OTHER 0.				P	VARIOUS 7,381.	VARIOUS
1,767,213.		MONROE VOS #1168 ST (SEE ATTACHED) PROPERTY TYPE: SECURITIES 1,788,370.				P	VARIOUS -21,157.	VARIOUS
4,558,502.		MONROE VOS #1168 LT (SEE ATTACHED) PROPERTY TYPE: SECURITIES 4,420,140.				P	VARIOUS 138,362.	VARIOUS
TOTAL GAIN (LOSS) .....							<u>268,833.</u>	

**Application for Extension of Time To File an  
Exempt Organization Return**

OMB No 1545-1709

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

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

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

**Electronic filing (e-file)** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

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

**Type or  
print**File by the  
due date for  
filing your  
return. See  
instructions

Name of exempt organization THE DOGWOOD FOUNDATION

Employer identification number

C/O SUSAN MEYERS - WARNER, NORCROSS &amp; JUDD

65-0499552

Number, street, and room or suite no. If a P O box, see instructions

111 LYON STREET NW, SUITE 900

City, town or post office, state, and ZIP code. For a foreign address, see instructions

GRAND RAPIDS, MI 49503

Enter the Return code for the return that this application is for (file a separate application for each return)  

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ CHERI STRELECKI, MONROE VOS

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

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 11, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ▶ ☒ calendar year 20 10 or
- ▶ ☐ tax year beginning         , 20         , and ending         , 20

- 2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

<b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$	27,551.
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$	11,551.
<b>c</b> <b>Balance Due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	16,000.

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

For Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2011)

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

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

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

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

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

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

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

- 4 I request an additional 3-month extension of time until 11/15, 20 11
- 5 For calendar year 2010, or other tax year beginning       , 20       , and ending       , 20
- 6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension ADDITIONAL TIME IS NEEDED TO COLLECT ALL THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

<b>8a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	<b>8a</b> \$	27,551.
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	<b>8b</b> \$	27,551.
<b>c Balance Due.</b> Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	<b>8c</b> \$	0.

**Signature and Verification**

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

Signature ☒ USA A Catalan Title ☒ CPI Date ☒ 8-4-11

Form 8868 (Rev 1-2011)