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 JUL 1, 2010 **, and ending** JUN 30, 2011

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
THE WILLIAM T. MORRIS FOUNDATION INC

A Employer identification number
13-1600908

Number and street (or P O box number if mail is not delivered to street address)
49 RICHMONDVILLE AVENUE, SUITE 306

Room/suite

B Telephone number
203-557-9100

City or town, state, and ZIP code
WESTPORT, CT 06880-2054

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 foundation

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 52,498,684.

J Accounting method ☐ Cash ☒ Accrual
☐ Other (specify)
(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 ▶ ☐

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))

			(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			N/A	
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	2,239.	2,239.		STATEMENT 1
	4	Dividends and interest from securities	2,363,177.	2,363,177.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	623,140.			
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		623,140.		
	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)				
	11	Other income				
	12	**Total.** Add lines 1 through 11	2,988,556.	2,988,556.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	663,583.	331,790.		331,793.
	14	Other employee salaries and wages	40,000.	20,000.		20,000.
	15	Pension plans, employee benefits	169,681.	84,841.		84,840.
	16a	Legal fees STMT 3	30,222.	15,111.		15,113.
	b	Accounting fees STMT 4	59,744.	44,808.		14,936.
	c	Other professional fees				
	17	Interest				
	18	Taxes STMT 5	106,717.	19,531.		16,022.
	19	Depreciation and depletion				
	20	Occupancy	33,380.	16,690.		16,690.
	21	Travel, conferences, and meetings	9,456.	2,837.		6,619.
	22	Printing and publications				
	23	Other expenses STMT 6	26,848.	14,114.		12,734.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,139,631.	549,722.		518,747.
	25	Contributions, gifts, grants paid	2,000,000.			2,000,000.
	26	**Total expenses and disbursements.** Add lines 24 and 25	3,139,631.	549,722.		2,518,747.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	<151,075.>			
	b	**Net investment income** (if negative, enter -0-)		2,438,834.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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	Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only	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	7,057,058.	5,682,361.	5,682,361.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 7	25,731,768.	29,357,065.	33,275,915.
	c Investments - corporate bonds STMT 8	15,441,304.	13,050,441.	13,348,001.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 9)	228,553.	192,407.	192,407.
	16 **Total assets** (to be completed by all filers)	48,458,683.	48,282,274.	52,498,684.
Liabilities	17 Accounts payable and accrued expenses	6,298.	965.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ EXCISE TAX PAYABLE)	<25,015.>	3,762.	
	23 **Total liabilities** (add lines 17 through 22)	<18,717.>	4,727.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	48,477,400.	48,277,547.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	48,477,400.	48,277,547.	
	31 **Total liabilities and net assets/fund balances**	48,458,683.	48,282,274.	

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	48,477,400.
2 Enter amount from Part I, line 27a	2	<151,075.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	48,326,325.
5 Decreases not included in line 2 (itemize) ▶ EXCISE TAX	5	48,778.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	48,277,547.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				0.
b				421,849.
c				201,291.
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				0.
b				421,849.
c				201,291.
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	623,140.
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) If (loss), enter -0- in Part I, line 8	3	N/A

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 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	2,511,660.	49,799,991.	.050435
2008	2,450,753.	47,571,729.	.051517
2007	2,307,362.	47,339,821.	.048740
2006	2,479,002.	45,365,373.	.054645
2005	2,412,618.	43,789,114.	.055096

2	Total of line 1, column (d)	2	.260433
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	.052087
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	51,887,551.
5	Multiply line 4 by line 3	5	2,702,667.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	24,388.
7	Add lines 5 and 6	7	2,727,055.
8	Enter qualifying distributions from Part XII, line 4	8	2,518,747.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary-see instructions)** **b** Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b **c** All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			1	48,777.
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	48,777.
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	48,777.
6 Credits/Payments				
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	45,015.		
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	45,015.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	143.
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	3,905.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11 Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶	**Refunded** ▶		11	

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *If the answer is "Yes" to* **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0. **(2)** On foundation managers ▶ $ 0. **e** Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CT			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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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 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 ▶ WTMF.ORG			
14	The books are in care of ▶ FOUNDATION Telephone no ▶ (203) 557-9100 Located at ▶ 49 RICHMONDVILLE AVENUE, SUITE 306, WESTPORT, CT ZIP+4 ▶ 06880-2054			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
			Yes	No
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		X
	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 ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? ☐ Yes ☒ No If "Yes," list the years ▶ ____ , ____ , ____ , ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____ , ____ , ____ , ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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.)* N/A	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

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ 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 instructions)? N/A **5b**

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If "Yes" to 6b, file Form 8870.

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		663,583.	63,349.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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 ▶ 0

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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. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
DEMASCO, SENA & JAHELKA, LLP 5788 MERRICK ROAD, MASSAPEQUA, NY 11758	ACCOUNTING	58,200.
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0.

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	49,527,847.
b	Average of monthly cash balances			1b	3,149,870.
c	Fair market value of all other assets			1c	
d	**Total** (add lines 1a, b, and c)			1d	52,677,717.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.		
2	Acquisition indebtedness applicable to line 1 assets			2	0.
3	Subtract line 2 from line 1d			3	52,677,717.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	790,166.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	51,887,551.
6	**Minimum investment return.** Enter 5% of line 5			6	2,594,378.

Part XI Distributable Amount (see 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	2,594,378.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	48,777.		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	48,777.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	2,545,601.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	2,545,601.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	2,545,601.

Part XII Qualifying Distributions (see 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	2,518,747.
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	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,518,747.
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	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,518,747.

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

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Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7					2,545,601.
2 Undistributed income, if any, as of the end of 2010					
a Enter amount for 2009 only				0.	
b Total for prior years ______ , ______ , ______			0.		
3 Excess distributions carryover, if any, to 2010					
a From 2005	266,104.				
b From 2006	304,134.				
c From 2007	9,134.				
d From 2008	119,237.				
e From 2009	69,216.				
f **Total** of lines 3a through e		767,825.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 2,518,747.					
a Applied to 2009, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.			
d Applied to 2010 distributable amount					2,518,747.
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).)		26,854.			26,854.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		740,971.			
b Prior years' undistributed income Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see instr				0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7		239,250.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a		501,721.			
10 Analysis of line 9.					
a Excess from 2006	304,134.				
b Excess from 2007	9,134.				
c Excess from 2008	119,237.				
d Excess from 2009	69,216.				
e Excess from 2010					

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

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)

	Tax year	Prior 3 years			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
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					
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 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))

NONE

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

NONE

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 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

BRUCE AUGUST, 203.557.9100
49 RICHMONDVILLE AVE, SUITE 306, WESTPORT, CT 06880

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

IN WRITING

c Any submission deadlines

NO DEADLINES

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

NO RESTRICTIONS

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* SCHEDULE E ATTACHED				2000000.
Total			▶ 3a	2000000.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			03	2,239.	
4 Dividends and interest from securities			03	2,363,177.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			03	623,140.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		2,988,556.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 2,988,556.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee

Date 2/7/12

Title PRESIDENT

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
VINCENT R. SENA		2/3/12		

Firm's name ▶ DEMASCO, SENA & JAHELKA LLP

Firm's EIN ▶

Firm's address ▶ 5788 MERRICK ROAD
MASSAPEQUA, NY 11758

Phone no 516-541-6549

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
MONEY MARKET	2,239.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	2,239.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BONDS	834,310.	0.	834,310.
STOCKS	1,528,867.	0.	1,528,867.
TOTAL TO FM 990-PF, PART I, LN 4	2,363,177.	0.	2,363,177.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CSC	306.	153.		153.
BARBARA B. LINDSAY, LLC	342.	171.		171.
PATTERSON, BELKNAP, WEBB & TYLER	10,323.	5,162.		5,163.
DELAWARE SEC OF STATE	50.	25.		25.
ERNST & YOUNG LLP	19,201.	9,600.		9,601.
TO FM 990-PF, PG 1, LN 16A	30,222.	15,111.		15,113.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DEMASCO, SENA & JAHELKA	58,200.	43,650.		14,550.
PAYROLL SERVICE	1,544.	1,158.		386.
TO FORM 990-PF, PG 1, LN 16B	59,744.	44,808.		14,936.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	32,044.	16,022.		16,022.
FOREIGN TAXES WITHHELD	3,509.	3,509.		0.
EXCISE TAX	71,164.	0.		0.
TO FORM 990-PF, PG 1, LN 18	106,717.	19,531.		16,022.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
COMPUTER SERVICES	1,325.	994.		331.
TELEPHONE	3,245.	1,622.		1,623.
SUBSCRIPTIONS	10,694.	5,347.		5,347.
OFFICE	270.	135.		135.
CUSTODY FEES	300.	300.		0.
COMPUTER SUPPLIES	784.	588.		196.
FILING FEES	25.	25.		0.
DIRECTORS LIABILITY INSURANCE	8,027.	4,014.		4,013.
STATIONERY & SUPPLIES	1,631.	816.		815.
GENERAL INSURANCE	547.	273.		274.
TO FORM 990-PF, PG 1, LN 23	26,848.	14,114.		12,734.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STOCKS - SCHEDULE A	29,357,065.	33,275,915.
TOTAL TO FORM 990-PF, PART II, LINE 10B	29,357,065.	33,275,915.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BONDS - SCHEDULE B	13,050,441.	13,348,001.
TOTAL TO FORM 990-PF, PART II, LINE 10C	13,050,441.	13,348,001.

FORM 990-PF OTHER ASSETS STATEMENT 9

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INTEREST RECEIVABLE	220,775.	179,729.	179,729.
PREPAID RENT	2,516.	2,797.	2,797.
RENT SECURITY DEPOSIT	5,262.	5,262.	5,262.
PREPAID MEDICAL INSURANCE	0.	4,619.	4,619.
TO FORM 990-PF, PART II, LINE 15	228,553.	192,407.	192,407.

The William T. Morris Foundation, Inc.
Return of Private Foundation Exempt From Income Tax
Taxable Year July 1, 2010 to June 30, 2011

Schedule A

PART II - ITEM 10b - INVESTMENT IN CORPORATE STOCKS

	Beginning of Year			End of Year	
	No of Shares	Cost Basis	No of Shares	Cost Basis	Estimated Market Value
Corporate Stocks					
Allianz SE 8 375% Pfd	14,500	$ 362,934	-	$ -	$ -
Allstate Corp	8,600	545,119	-	-	-
Altria Group Inc	25,300	485,292	12,650	222,830	334,087
AT&T Inc	17,000	530,753	15,000	466,055	471,150
BAC Steps - Apple Inc	-	-	25,000	250,000	253,250
BAC Steps - Corning Inc	-	-	50,000	500,000	440,000
BAC Steps - Ford Motor Co	25,000	250,000	-	-	-
BAC Steps - JPMorgan Chase & Co	25,000	250,000	-	-	-
BAC Steps - Schlumberger Ltd	25,000	250,000	25,000	250,000	248,000
Bank of America Corp	33,000	867,484	33,000	867,484	361,680
Barclays Bank PLC 7 750% Pfd	10,000	250,000	-	-	-
Berkshire Hathaway Class B	3,500	305,471	-	-	-
Boardwalk Pipeline Partners	10,000	300,057	-	-	-
Boeing Company	3,000	200,498	-	-	-
Caterpillar Inc	3,200	202,356	-	-	-
Centurylink Inc	8,500	294,909	-	-	-
Chevron Corp	5,400	402,786	5,400	465,621	555,336
Cisco Systems Inc	22,000	815,140	22,000	815,140	343,420
Citigroup Inc	6,500	290,598	9,000	402,365	374,760
Commonwealth REIT	8,750	289,070	16,750	496,168	432,820
Consolidated Edison Inc	6,500	293,894	-	-	-
Copano Energy LLC	10,500	245,901	-	-	-
CVS Caremark Corp	8,300	296,912	14,800	518,697	556,184
DB Cont Capital Trust III 7 60% Cum Pfd	14,500	356,618	-	-	-
Diageo PLC Sponsored ADR	3,200	202,607	-	-	-
E I Du Pont De Nemours & Co	-	-	10,000	443,991	540,500
Eaton Corp	-	-	10,800	531,612	555,660
Enbridge Energy Partners LP	5,800	283,262	-	-	-
Entergy Corp	3,500	291,289	3,500	291,289	238,980
Exelon Corporation	-	-	7,200	298,939	308,448
Exxon Mobil Corp	6,800	406,073	9,300	609,164	756,834
Firstenergy Corp	9,000	394,944	9,000	394,944	397,350
General Electric Company	11,000	203,814	-	-	-
General Motors Co	-	-	22,800	768,095	692,208
Goldman Sachs Group Inc Flt Rate Non Cum Pf	13,500	251,045	-	-	-
Hewlett Packard Co	-	-	10,000	408,167	364,000
Honeywell International Inc	8,250	452,428	-	-	-
Illinois Tool Works Inc	5,200	294,087	7,400	414,793	418,026
JPM Capital XXVIII Flt Rate Pfd	11,500	297,445	11,500	297,445	297,390
Johnson & Johnson	6,500	425,470	6,500	425,470	432,380
Johnson Controls Inc	-	-	8,500	292,265	354,110
Kimberly Clark Corp	4,800	295,226	4,800	295,226	319,488
Kimco Realty Corp 7 75% Pfd	10,500	257,202	10,500	257,202	273,630
Kraft Foods Inc	16,000	502,184	16,000	502,184	563,680
Mack Cali Realty Corp	4,600	198,464	15,100	540,999	497,394
Marathon Oil Corp	-	-	9,400	496,417	495,192
Meadwestvaco Corp	9,200	251,134	-	-	-
Merck & Co Inc	13,700	797,307	13,700	797,307	483,473
Metlife Inc Flt Rate Non Cum Pfd	13,000	307,977	17,500	415,189	425,775
Microsoft Corp	-	-	23,600	629,992	613,600
Morgan Stanley	9,700	549,006	15,000	354,899	345,150
Nextera Energy Inc	-	-	4,800	249,383	275,808
Nokia Corp Sponsored ADR	7,500	296,354	-	-	-
Novartis A G Sponsored ADR	5,500	312,242	8,300	484,333	507,213
Nucor Corporation	6,500	295,942	-	-	-
Overseas Shipbuilding Group	-	-	11,100	398,528	299,034
Paychex Inc	8,600	249,045	-	-	-
Pepsico Inc	3,500	203,402	-	-	-
Petrohawk Energy Corp	7,100	224,034	-	-	-
Petroleo Brasileiro SA Petrobas	6,700	438,056	6,700	438,056	226,862
Pfizer Inc	14,000	254,730	22,800	400,458	469,680
Philip Morris International Inc	6,200	306,429	-	-	-
Procter & Gamble Co	-	-	5,000	301,491	317,850
Progress Energy Inc	7,000	301,468	-	-	-
Seadrill Ltd	-	-	9,000	303,379	317,520
SEK Steps - Boeing Co	-	-	25,000	250,000	252,750
SEK Steps - Ford Motor Co	-	-	25,000	250,000	235,250
Sormir Petroleum Corp	62,122	90,494	62,122	90,494	5,204,221
SPDR Gold Trust	2,600	306,777	3,200	445,731	467,203
Teekay Offshore Partners LP	15,000	312,424	-	-	-
Teekay Tankers Ltd	-	-	39,600	471,543	372,240
Time Warner Cable Inc	-	-	4,500	252,519	351,180

The William T Morris Foundation, Inc
Return of Private Foundation Exempt From Income Tax
Taxable Year July 1, 2010 to June 30, 2011

Schedule A

PART II - ITEM 10b - INVESTMENT IN CORPORATE STOCKS

	Beginning of Year			End of Year	
	No. of Shares	Cost Basis	No of Shares	Cost Basis	Estimated Market Value
Travelers Cos Inc	-	-	9,000	534,433	525,420
U S Bancorp Flt Rate Non Cum Pfd	13,500	297,511	18,000	393,635	409,500
United Technologies Corp	7,875	573,405	3,975	285,509	351,827
Verizon Communications Inc	12,500	448,010	-	-	-
Vodafone Group PLC	12,000	281,353	17,000	424,950	454,240
Vornado Realty Trust	14	760	-	-	-
Weatherford International Ltd	8,500	246,285	20,500	463,176	384,375
Wells Fargo Capital XII 7 875% TRUPS	12,000	300,000	12,000	300,000	311,760
Open Call Options	-	-		(164,100)	(159,718)
Total Stocks		20,485,477		21,293,467	25,318,170
International and Global Funds					
Eaton Vance Tax Managed Global Br	33,280	619,222	38,192	665,659	463,269
Eaton Vance Tax Managed Global Diversified Equity Income Fund	15,947	273,216	-	-	-
IShares Cohen & Steers Realty Majors Index Fund	3,501	201,147	-	-	-
Ishares Trust Dow Jones U S Stock Fund	7,000	346,693	-	-	-
IVA Worldwide Fund	-	-	59,773	1,000,000	1,045,422
Lord Abbett Floating Rate Fund	55,611	507,827	57,365	524,072	534,070
Lord Abbett Short Duration Income Fund	217,864	1,000,000	338,170	1,553,684	1,555,584
Oppenheimer International Bond Fund	81,142	515,772	-	-	-
Powershares Build America Bond ETF	10,161	256,247	49,790	1,262,909	1,294,040
Proshares Short 20+ Yr Treasurys	-	-	13,500	600,382	574,475
S&P U S Preferred Stock Index Fund	12,851	492,845	12,675	504,222	502,690
Tortoise Energy Infrastructure Corp	-	-	8,000	300,081	304,080
Tortoise MLP Fund Inc	-	-	26,000	649,265	673,400
Vanguard Short Term Bond Fund	9,725	781,552	-	-	-
Vanguard Short Term Corporate Bond Fund	3,300	251,770	12,900	1,003,324	1,010,715
Total International and Global Funds		5,246,291		8,063,598	7,957,745
Total Securities		$ 25,731,768		$ 29,357,065	$ 33,275,915

The William T Morris Foundation, Inc
Return of Private Foundation Exempt From Income Tax
Taxable Year July 1, 2010 to June 30, 2011

Schedule B

PART II - ITEM 10c - INVESTMENTS IN BONDS

	Beginning of Year		End of Year		
	Face Value	Cost Basis	Face Value	Cost Basis	Estimated Market Value
AK Steel Corp					
7 625% - 2020	-	-	$ 200,000	202,880	$ 205,000
American General Finance Co					
4.250% - 2010	300,000	300,000	-	-	-
American International Group Inc					
4 250% - 2013	-	-	250,000	259,750	256,993
Anheuser-Busch Companiew Inc					
5 000% - 2019	500,000	473,960	-	-	-
AT&T Inc					
5.500% - 2018	200,000	197,099	-	-	-
Avon Products Inc					
4 200% - 2018	100,000	89,124	100,000	89,124	101,603
Bank of America Corp					
Var Rt - 2017	-	-	250,000	250,000	246,562
6 750% - 2019	250,000	250,000	250,000	250,000	270,408
Var Rt - 2022	300,000	300,000	300,000	300,000	292,875
6 200% - 2031	300,000	300,000	300,000	300,000	288,597
Bank of New York Co Inc					
5 850% - 2021	500,000	500,000	-	-	-
Bank of New York Mellon					
5 600% - 2022	250,000	250,000	-	-	-
Barclays Bank PLC					
Var Rt - 2025	300,000	300,000	300,000	300,000	288,000
Bellsouth Corp					
5 200% - 2016	300,000	284,876	-	-	-
Bottling Group LLC					
5 5500% - 2016	250,000	261,975	250,000	261,975	285,960
Caterpillar Financial Svces Corp					
5 400% - 2023	300,000	300,000	-	-	-
5 750% - 2026	500,000	500,000	-	-	-
5 625% - 2028	150,000	150,000	150,000	150,000	151,322
CIT Group Incorporated					
7 000% - 2015	-	-	100,000	101,520	100,125
Citigroup Inc					
5 500% - 2017	250,000	252,745	250,000	252,745	262,928
5 875% - 2033	250,000	238,931	250,000	238,931	235,027
Comcast Corp					
6 500% - 2017	250,000	252,413	-	-	-
Coventry Health Care Inc					
6 300% - 2014	-	-	104,000	111,540	111,962
6 125% - 2015	-	-	100,000	106,055	108,732
CVS Corp					
4 875% - 2014	300,000	294,750	300,000	294,750	329,091
Dow Chemical Company					
6 000% - 2015	250,000	250,000	250,000	250,000	250,717
Emerson Electric Co					
4.500% - 2013	300,000	311,017	300,000	311,017	319,410
General Electric Capital Corp					
5 450% - 2013	250,000	250,975	250,000	250,975	266,065
5 200% - 2016	300,000	300,000	300,000	300,000	317,265
Var Rt - 2024	300,000	300,000	300,000	300,000	295,422
6 000% - 2030	300,000	300,000	300,000	300,000	287,223
General Motors Acceptance Corp					
Flt Rt - 2011	300,000	300,000	-	-	-
Var Rt - 2011	300,000	300,000	300,000	300,000	299,373
5 100% - 2016	300,000	300,000	300,000	300,000	295,479
Genworth Global Funding					
5.850% - 2033	300,000	300,000	300,000	300,000	281,862
Goldman Sachs Group Inc					
5 250% - 2013	250,000	247,955	250,000	247,955	264,870
Var Rt - 2025	-	-	300,000	300,005	300,624
6 125% - 2033	190,000	187,298	190,000	187,298	191,256
Government National Mtg Assoc CMO					
5 000% - 2039	300,000	302,255	300,000	302,255	287,066
Home Depot Inc					
4 625% - 2010	250,000	249,707	-	-	-
Household Finance Corp					
Flt Rt - 2011	300,000	300,000	-	-	-
HSBC Finance Corp					
5 000% - 2015	250,000	242,983	250,000	242,983	268,960
5 625% - 2020	500,000	500,000	-	-	-
International Business Machines					
4 750% - 2012	300,000	302,502	300,000	302,502	317,085
Kimberly-Clark Corp					
5 000% - 2013	250,000	248,420	250,000	248,420	271,385
Leucadia National Corp					
8.125% - 2015	-	-	150,000	165,855	165,375
Liberty Media					
5 700% - 2013	-	-	100,000	105,279	104,125

The William T. Morris Foundation, Inc
Return of Private Foundation Exempt From Income Tax
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Schedule B

PART II - ITEM 10c - INVESTMENTS IN BONDS

	Beginning of Year		End of Year		
	Face Value	Cost Basis	Face Value	Cost Basis	Estimated Market Value
Masco Corp					
4 800% - 2015	-	-	150,000	149,625	149,043
6 125% - 2016	-	-	150,000	154,125	154,088
Merrill Lynch & Co					
Flt Rt - 2014	300,000	300,000	300,000	300,000	304,500
Metlife Inc					
5 000% - 2015	250,000	244,593	250,000	244,593	272,758
JP Morgan Chase & Company					
5 100% - 2020	250,000	250,000	250,000	250,000	233,045
Morgan Stanley					
Var Rt - 2025	300,000	300,000	300,000	300,000	297,150
NYSE Euronext					
4 800% - 2013	100,000	101,841	100,000	101,841	106,924
Oracle Corp/Ozark Holding					
5.250% - 2016	150,000	148,927	150,000	148,927	169,276
Pitney Bowes Inc					
4 750% - 2018	200,000	189,806	200,000	189,806	204,594
Prudential Financial Inc					
5 750% - 2021	300,000	300,000	300,000	300,000	292,602
6 000% - 2023	150,000	150,000	150,000	150,000	150,672
6 000% - 2031	300,000	300,000	300,000	300,000	303,459
Puerto Rico Commonwealth Pub					
5.250% - 2012	-	-	70,000	73,084	72,504
5 550% - 2013	-	-	140,000	148,957	149,362
Regions Financial Corp					
4 875% - 2013	-	-	150,000	150,368	151,288
Royal Bank of Canada					
Var Rt - 2020	400,000	400,000	-	-	-
Royal Bank of Scotland Group Plc					
5 000% - 2014	-	-	150,000	148,416	148,055
Sprint Nextel Corp					
6 000% - 2016	-	-	100,000	96,521	99,875
Tesoro Corp					
6 625% - 2015	-	-	100,000	102,077	102,250
Time Warner Inc					
5 875% - 2016	150,000	145,218	150,000	145,218	171,456
Union Pacific Corp					
5 650% - 2017	200,000	202,606	200,000	202,606	226,420
Valero Energy Corp					
4 750% - 2014	-	-	250,000	267,503	266,925
Verizon New England Inc					
4 750% - 2013	500,000	496,470	500,000	496,470	532,795
Viacom Incorporated					
4 625% - 2018	250,000	231,985	250,000	231,985	257,645
Vulcan Materials					
6.300% - 2013	-	-	200,000	214,505	212,568
Wal Mart Stores Inc					
4.125% - 2011	500,000	494,730	-	-	-
William Wrigley Jr Company					
4 300% - 2010	200,000	196,142	-	-	-
Total Bonds		$ 15,441,303		$ 13,050,441	$ 13,348,001

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
A.C. LASKE JR. 49 RICHMONDVILLE AVENUE, SUITE 306 WESTPORT, CT 06880	EXEC VP AND DIRECTOR 5.00	22,125.	0.	0.
B.A. AUGUST 49 RICHMONDVILLE AVENUE, SUITE 306 WESTPORT, CT 06880	PRESIDENT AND DIRECTOR 40.00	454,500.	48,212.	0.
K. PAVLICK 49 RICHMONDVILLE AVENUE, SUITE 306 WESTPORT, CT 06880	VICE PRES AND DIRECTOR 5.00	4,917.	0.	0.
R. PATTI 49 RICHMONDVILLE AVENUE, SUITE 306 WESTPORT, CT 06880	VICE PRES/SECRETARY AND DI 5.00	29,500.	0.	0.
P. BARRETT 49 RICHMONDVILLE AVENUE, SUITE 306 WESTPORT, CT 06880	VICE PRES/TREASURER AND DI 5.00	29,500.	0.	0.
S. APRIL 49 RICHMONDVILLE AVENUE, SUITE 306 WESTPORT, CT 06880	VICE PRES AND DIRECTOR 5.00	22,125.	0.	0.
J. JOHNSTON 49 RICHMONDVILLE AVENUE, SUITE 306 WESTPORT, CT 06880	VICE PRES AND DIRECTOR 5.00	100,916.	15,137.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		663,583.	63,349.	0.

The William T. Morris Foundation, Inc.
Employer Identification Number 13-1600908
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SCHEDULE E

PART XV-3(a) - GRANTS AND CONTRIBUTIONS

All of the following grants were made in cash, and all of the grantees are exempt organizations under Section 501(c)(3), IRC, and not private foundations

Grantee	Purpose	Amount
Alzheimer's Association	Program & project support	$ 50,000
American Museum of Natural History	Program & project support	50,000
Appalachian Mountain Club	Program & project support	75,000
Army War College Foundation	Program & project support	25,000
Arthritis Foundation	Program & project support	100,000
Aspetuck Land Trust Inc	Program & project support	5,000
Assumption College	Program & project support	125,000
Axial Theatre	Program & project support	25,000
Boston College	Program & project support	125,000
Caroline House	Program & project support	20,000
Centrastate Healthcare Foundation	Program & project support	27,000
Charity Navigator	Program & project support	1,000
Cohen Center for Holocaust and Genocide Studies	Program & project support	15,000
Count Basie Theatre Foundation	Program & project support	1,000
Dartmouth College	Program & project support	125,000
Dreams Come True	Program & project support	20,000
East Stroudsburg University Foundation	Program & project support	45,000
Fairfield University	Program & project support	145,000
The Foundation Center	Program & project support	35,000
Johnson C Smith University	Program & project support	100,000
Keene State College	Program & project support	170,000
Lafayette College	Program & project support	45,000
Memorial Sloan-Kettering Cancer Center	Program & project support	100,000
Mycelium School	Program & project support	5,000
National Executive Service Corp	Program & project support	50,000
National Multiple Sclerosis Society	Program & project support	75,000
New York University Steinhardt School	Program & project support	50,000
Ramapo-Bergen Animal Refuge	Program & project support	5,000
Roger Williams University	Program & project support	135,000
St. Vincent's Medical Center Foundation	Program & project support	105,000
Settlement Music School	Program & project support	22,000
Two River Theater Company	Program & project support	1,000
University of Pittsburgh	Program & project support	55,000
West Bergen Mental Healthcare	Program & project support	15,000
Westport Police Athletic League	Program & project support	3,000
Wildlife Conservation Society	Program & project support	50,000
		$ 2,000,000

The William T Morris Foundation, Inc
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SCHEDULE C

PART IV - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME - CORPORATE STOCKS

Security	No of Shares	Date Acquired	Date Sold	Proceeds of Sale	Cost Basis	Gain or (Loss)
ALLIANZ SE 8 375% SUB CALL BONDS	12,000	06/10/08	06/21/11	$ 308,276	$ 300,000	$ 8,276
ALLIANZ SE 8 375% SUB CALL BONDS	2,500	08/19/09	06/21/11	64,224	62,934	1,290
ALLSTATE CORP	4,000	11/17/06	03/29/11	125,326	252,588	(127,262)
ALLSTATE CORP	3,000	12/19/06	03/29/11	93,995	195,616	(101,621)
ALLSTATE CORP	1,600	04/11/07	03/29/11	50,131	96,915	(46,785)
ALTRIA GROUP INC	12,650	10/17/08	06/01/11	349,897	262,462	87,435
AMERICAN INTERNATIONAL GROUP INC	2,000	005/27/11	05/31/11	56,078	58,000	(1,922)
AMERICAN INTERNATIONAL GROUP INC	8,000	005/27/11	05/31/11	224,311	232,000	(7,689)
APPLE INC	1,000	07/02/10	09/22/10	274,822	257,312	17,510
AT&T INC	6,000	01/09/08	05/25/11	185,335	247,668	(62,333)
AT&T INC	1,000	04/15/09	05/25/11	30,889	26,347	4,543
AT&T INC	4,000	05/14/09	05/25/11	123,556	102,085	21,472
AT&T INC	6,000	10/28/09	05/25/11	185,335	154,654	30,681
AT&T INC CALL	170	04/20/11	05/23/11	9,357	-	9,357
BAC STEPS F (FORD MTR CO DUE 3/07/11)	25,000	03/05/10	03/07/11	253,000	250,000	3,000
BAC STEPS JPM (JPMORGAN DUE 5/16/11)	25,000	05/07/10	05/17/11	250,000	250,000	-
BAC STEPS SLB (SCHLUMBERGER 4/21/11)	25,000	04/13/10	04/21/11	260,375	250,000	10,375
BANCO SANTANDER SA ADR	30,000	05/24/11	05/26/11	324,702	347,565	(22,863)
BANK OF AMERICA CORP CALL	330	01/24/11	03/21/11	17,230	-	17,230
BANK OF AMERICA CORP CALL	330	03/25/11	04/25/11	33,614	8,208	25,406
BARCLAYS BANK PLC 7 750% PFD	10,000	12/07/07	06/21/11	250,477	250,000	477
BERKSHIRE HATHAWAY CLASS B	3,500	10/03/08	03/28/11	294,023	305,470	(11,447)
BERKSHIRE HATHAWAY CLASS B CALL	35	02/02/11	03/24/11	9,199	10,154	(955)
BLACKROCK INC	2,000	11/15/10	11/15/10	331,453	326,000	5,453
BOARDWALK PIPELINE PARTNERS	10,000	02/23/10	03/18/11	316,234	300,057	16,177
BOEING CO	3,000	06/28/10	10/13/10	203,927	200,498	3,429
CATERPILLAR INC	3,200	06/28/10	07/27/10	215,681	202,356	13,325
CENTURYLINK INC	8,500	03/02/10	09/30/10	329,895	294,909	34,986
CENTURYLINK INC	7,500	04/12/11	06/06/11	299,164	304,606	(5,442)
CENTURYLINK INC CALL	75	04/27/11	06/02/11	7,953	-	7,953
CHEVRON CORP	2,000	04/06/09	04/29/11	217,053	136,438	80,615
CHEVRON CORP CALL	54	03/04/11	06/20/11	5,935	-	5,935
CISCO SYSTEMS INC CALL	220	01/28/11	03/21/11	21,487	-	21,487
CISCO SYSTEMS INC CALL	220	03/25/11	06/20/11	13,678	-	13,678
CONSOLIDATED EDISON INC	6,500	05/07/10	01/14/11	320,353	293,893	26,460
COPANO ENERGY LLC	10,500	03/09/10	07/14/10	291,042	245,901	45,142
CURRENCYSHARES AUSTRALIAN DOLLAR TR	2,500	11/08/10	05/13/11	269,926	251,960	17,966
CVS CAREMARK CORP CALL	148	04/25/11	06/20/11	13,950	8,889	5,061
DB CONT CAP TRUST III 7 60% CUM PFD	12,000	02/20/08	06/22/11	297,970	300,000	(2,030)
DB CONT CAP TRUST III 7 60% CUM PFD	2,500	08/19/09	06/22/11	62,077	56,618	5,459
DIAGEO PLC SPON ADR	3,200	05/24/10	07/27/10	218,002	202,607	15,396
DOMINION RESOURCES INC	7,000	11/22/10	01/14/11	295,473	299,798	(4,325)
EATON VANCE TAX MGD GLBL DIV EQ INC FD	5,000	02/27/07	01/14/11	52,097	100,000	(47,903)
EATON VANCE TAX MGD GLBL DIV EQ INC FD	5,000	02/27/07	01/14/11	52,050	100,000	(47,950)
EATON VANCE TAX MGD GLBL DIV EQ INC FD	243	06/07/07	01/14/11	2,530	4,750	(2,220)
EATON VANCE TAX MGD GLBL DIV EQ INC FD	266	09/13/07	01/14/11	2,769	4,865	(2,096)
EATON VANCE TAX MGD GLBL DIV EQ INC FD	301	12/13/07	01/14/11	3,133	4,992	(1,858)
EATON VANCE TAX MGD GLBL DIV EQ INC FD	190	03/12/08	01/14/11	1,978	3,147	(1,169)
EATON VANCE TAX MGD GLBL DIV EQ INC FD	120	03/12/08	01/14/11	1,249	1,988	(738)
EATON VANCE TAX MGD GLBL DIV EQ INC FD	307	05/30/08	01/14/11	3,197	5,282	(2,085)
EATON VANCE TAX MGD GLBL DIV EQ INC FD	382	08/29/08	01/14/11	3,972	5,428	(1,456)
EATON VANCE TAX MGD GLBL DIV EQ INC FD	640	11/28/08	01/14/11	6,663	5,609	1,054
EATON VANCE TAX MGD GLBL DIV EQ INC FD	780	02/27/09	01/14/11	8,123	5,913	2,210
EATON VANCE TAX MGD GLBL DIV EQ INC FD	574	05/29/09	01/14/11	5,974	6,284	(309)
EATON VANCE TAX MGD GLBL DIV EQ INC FD	549	08/31/09	01/14/11	5,717	6,556	(839)
EATON VANCE TAX MGD GLBL DIV EQ INC FD	548	11/30/09	01/14/11	5,700	6,817	(1,117)
EATON VANCE TAX MGD GLBL DIV EQ INC FD	487	02/26/10	01/14/11	5,071	5,699	(628)
EATON VANCE TAX MGD GLBL DIV EQ INC FD	561	05/28/10	01/14/11	5,837	5,885	(48)
EATON VANCE TAX MGD GLBL DIV EQ INC FD	569	08/31/10	01/14/11	5,919	6,100	(181)
EATON VANCE TAX MGD GLBL DIV EQ INC FD	586	11/30/10	01/14/11	6,098	6,317	(219)
ENBRIDGE ENERGY PARTNERS LP	800	11/17/09	07/23/10	46,419	38,345	8,074
ENBRIDGE ENERGY PARTNERS LP	202	11/17/09	07/23/10	11,723	9,682	2,041
ENBRIDGE ENERGY PARTNERS LP	1,400	11/17/09	07/23/10	81,262	67,104	14,157
ENBRIDGE ENERGY PARTNERS LP	102	11/17/09	07/23/10	5,922	4,889	1,032
ENBRIDGE ENERGY PARTNERS LP	593	11/17/09	07/23/10	34,432	28,423	6,008
ENBRIDGE ENERGY PARTNERS LP	2	11/17/09	07/23/10	116	96	20
ENBRIDGE ENERGY PARTNERS LP	101	11/17/09	07/23/10	5,867	4,841	1,026
ENBRIDGE ENERGY PARTNERS LP	501	12/04/09	07/23/10	29,105	25,027	4,078
ENBRIDGE ENERGY PARTNERS LP	200	12/04/09	07/23/10	11,621	9,991	1,630
ENBRIDGE ENERGY PARTNERS LP	300	12/04/09	07/23/10	17,443	14,986	2,457
ENBRIDGE ENERGY PARTNERS LP	699	12/04/09	07/23/10	40,657	34,918	5,739
ENBRIDGE ENERGY PARTNERS LP	300	12/04/09	07/23/10	17,447	14,986	2,461
ENBRIDGE ENERGY PARTNERS LP	600	12/04/09	07/23/10	34,922	29,972	4,950

The William T Morris Foundation, Inc
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SCHEDULE C

PART IV - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME - CORPORATE STOCKS

Security	No of Shares	Date Acquired	Date Sold	Proceeds of Sale	Cost Basis	Gain or (Loss)
EXXON MOBIL CORP CALL	34	02/02/11	04/18/11	6,353	-	6,353
EXXON MOBIL CORP CALL	59	04/21/11	06/20/11	13,260	-	13,260
FORD MOTOR COMPANY	18,000	10/29/10	01/14/11	327,714	260,334	67,380
FRONTIER COMMUNICATIONS CORP	1,440	07/08/10	08/04/10	10,839	15,888	(5,049)
FRONTIER COMMUNICATIONS CORP	1,560	07/08/10	07/16/10	11,741	11,894	(153)
GENERAL ELECTRIC CO	11,000	04/12/10	03/18/11	208,444	203,814	4,630
GENERAL ELECTRIC CO	4,000	09/09/10	03/18/11	75,798	61,590	14,207
GENERAL ELECTRIC CO CALL	150	02/11/11	03/16/11	14,994	6,240	8,754
GOLDMAN SACHS GROUP INC FLT RATE PFD	800	06/02/10	08/04/10	15,878	14,877	1,001
GOLDMAN SACHS GROUP INC FLT RATE PFD	12,665	06/02/10	08/04/10	249,942	235,518	14,425
GOLDMAN SACHS GROUP INC FLT RATE PFD	35	06/02/10	08/04/10	690	651	39
HOME DEPOT INC	10,000	09/22/10	01/14/11	347,611	301,462	46,149
HONEYWELL INTERNATIONAL INC	750	09/14/05	03/30/11	43,199	29,217	13,982
HONEYWELL INTERNATIONAL INC	4,500	05/01/07	03/30/11	259,192	244,547	14,644
HONEYWELL INTERNATIONAL INC	3,000	05/13/08	03/30/11	172,794	178,664	(5,870)
HONEYWELL INTERNATIONAL INC CALL	82	02/11/11	03/25/11	20,822	21,157	(335)
ILLINOIS TOOL WORKS INC CALL	52	04/27/11	06/20/11	8,831	-	8,831
INTERNATIONAL BUSINESS MACHINES CORP	2,000	07/23/10	08/13/10	261,220	251,603	9,617
INTERNATIONAL BUSINESS MACHINES CORP	2,000	08/27/10	09/30/10	268,482	251,755	16,727
ISHARES COHEN & STEERS REALTY MAJORS I/F	3,500	06/28/10	08/13/10	213,137	201,148	11,989
ISHARES DOW JONES U S	7,000	01/29/10	03/15/11	421,860	346,693	75,167
ISHARES SILVER TRUST	12,500	10/13/10	12/07/10	348,933	280,317	68,616
JETBLUE AIRWAYS CORP	10,000	10/29/10	01/18/11	68,207	73,317	(5,110)
JETBLUE AIRWAYS CORP	10,000	10/29/10	01/18/11	68,106	73,207	(5,101)
JETBLUE AIRWAYS CORP	10,000	10/29/10	01/18/11	68,106	72,913	(4,807)
JOHNSON & JOHNSON CALL	65	04/29/11	06/20/11	6,627	9,277	(2,649)
JOHNSON CONTROLS INC CALL	85	02/11/11	06/22/11	16,314	726	15,588
JPMORGAN CHASE & CO	6,500	07/14/10	03/01/11	297,255	248,785	48,471
LORD ABBETT FLOATING RATE FUND	98	12/20/10	12/20/10	910	-	910
LORD ABBETT FLOATING RATE FUND	224	12/20/10	12/20/10	2,092	-	2,092
LORD ABBETT SHORT DURATION INCOME FUND	53	12/20/10	12/20/10	244	-	244
LORD ABBETT SHORT DURATION INCOME FUND	1,167	12/20/10	12/20/10	5,367	-	5,367
KRAFT FOODS INC CALL	160	04/18/11	06/20/11	8,333	10,909	(2,575)
MEADWESTVACO CORP	9,200	04/23/10	03/29/11	266,795	251,134	15,661
MORGAN STANLEY	3,000	07/25/07	03/29/11	82,052	202,695	(120,643)
MORGAN STANLEY	2,200	11/02/07	03/29/11	60,172	146,877	(86,706)
MORGAN STANLEY	2,000	01/28/08	03/29/11	54,702	98,696	(43,994)
MORGAN STANLEY	2,500	06/18/08	03/29/11	68,377	100,738	(32,360)
MOTOROLA MOBILITY	2,343	12/03/10	01/07/11	77,139	68,959	8,180
MOTOROLA SOLUTIONS INC	2,678	12/03/10	01/07/11	100,132	77,736	22,395
NOKIA CORP SPONSORED ADR	7,500	11/02/07	01/26/11	79,614	296,354	(216,741)
NOKIA CORP SPONSORED ADR	7,500	08/06/10	01/26/11	79,614	73,217	6,397
NOKIA CORP SPONSORED ADR	15,000	11/01/10	01/26/11	159,227	163,034	(3,806)
NUCOR CORPORATION	6,500	03/22/10	01/14/11	288,865	295,942	(7,078)
OPPENHEIMER INTERNATIONAL BOND FUND	47,999	08/31/09	01/14/11	308,631	300,000	8,631
OPPENHEIMER INTERNATIONAL BOND FUND	4	09/01/09	01/14/11	25	25	1
OPPENHEIMER INTERNATIONAL BOND FUND	121	10/01/09	01/14/11	775	786	(11)
OPPENHEIMER INTERNATIONAL BOND FUND	30,674	10/05/09	01/14/11	197,232	200,000	(2,768)
OPPENHEIMER INTERNATIONAL BOND FUND	205	11/02/09	01/14/11	1,318	1,337	(18)
OPPENHEIMER INTERNATIONAL BOND FUND	186	12/01/09	01/14/11	1,195	1,240	(45)
OPPENHEIMER INTERNATIONAL BOND FUND	216	12/31/09	01/14/11	1,388	1,375	13
OPPENHEIMER INTERNATIONAL BOND FUND	578	12/31/09	01/14/11	3,716	3,681	35
OPPENHEIMER INTERNATIONAL BOND FUND	215	02/01/10	01/14/11	1,382	1,358	24
OPPENHEIMER INTERNATIONAL BOND FUND	206	03/01/10	01/14/11	1,322	1,306	16
OPPENHEIMER INTERNATIONAL BOND FUND	242	04/01/10	01/14/11	1,557	1,550	7
OPPENHEIMER INTERNATIONAL BOND FUND	254	05/03/10	01/14/11	1,635	1,633	3
OPPENHEIMER INTERNATIONAL BOND FUND	242	06/01/10	01/14/11	1,556	1,481	75
OPPENHEIMER INTERNATIONAL BOND FUND	238	07/01/10	01/14/11	1,529	1,472	57
OPPENHEIMER INTERNATIONAL BOND FUND	218	08/02/10	01/14/11	1,401	1,410	(9)
OPPENHEIMER INTERNATIONAL BOND FUND	237	09/01/10	01/14/11	1,523	1,545	(21)
OPPENHEIMER INTERNATIONAL BOND FUND	216	10/01/10	01/14/11	1,386	1,462	(75)
OPPENHEIMER INTERNATIONAL BOND FUND	238	11/01/10	01/14/11	1,529	1,638	(109)
OPPENHEIMER INTERNATIONAL BOND FUND	230	12/01/10	01/14/11	1,479	1,484	(5)
OPPENHEIMER INTERNATIONAL BOND FUND	278	12/31/10	01/14/11	1,786	1,806	(19)
OPPENHEIMER INTERNATIONAL BOND FUND	793	12/31/10	01/14/11	10,252	5,154	5,098
OVERSEAS SHIPBUILDING GROUP CALL	111	01/31/11	03/21/11	15,663	-	15,663
OVERSEAS SHIPBUILDING GROUP CALL	111	05/06/11	06/20/11	13,476	-	13,476
PAYCHEX INC	8,600	10/19/09	03/28/11	270,410	249,045	21,365
PAYCHEX INC	4,000	01/14/11	03/28/11	125,772	128,405	(2,633)
PEPSICO INC	3,500	08/31/09	05/03/11	244,156	203,402	40,755
PEPSICO INC CALL	35	04/18/11	04/29/11	4,746	10,717	(5,971)
PETROHAWK ENERGY CORP	6,100	08/05/08	01/28/11	110,651	202,265	(91,614)
PETROHAWK ENERGY CORP	1,000	04/15/09	01/28/11	18,140	21,769	(3,630)

The William T Morris Foundation, Inc
Return of Private Foundation Exempt From Income Tax
Taxable Year July 1, 2010 to June 30, 2011

SCHEDULE C

PART IV - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME - CORPORATE STOCKS

Security	No of Shares	Date Acquired	Date Sold	Proceeds of Sale	Cost Basis	Gain or (Loss)
PHILIP MORRIS INTERNATIONAL INC	2,800	01/28/08	05/24/11	194,536	140,259	54,277
PHILIP MORRIS INTERNATIONAL INC	1,400	03/20/08	05/24/11	97,268	68,851	28,417
PHILIP MORRIS INTERNATIONAL INC	2,000	04/16/08	05/24/11	138,954	97,319	41,635
PIMCO CORPORATE OPPORTUNITY FUND	17,500	12/22/10	01/27/11	312,364	295,258	17,106
PLUM CREEK TIMBER CO INC	7,000	07/14/10	09/09/10	246,519	248,046	(1,526)
PROGRESS ENERGY INC	7,000	06/10/08	03/29/11	315,905	301,468	14,437
S&P US PFD STOCK INDEX FUND	7,850	01/29/10	06/22/11	304,885	295,685	9,200
S&P US PFD STOCK INDEX FUND	4,825	03/29/10	06/22/11	187,397	190,258	(2,861)
SPDR GOLD TRUST	2,600	05/28/10	10/05/10	331,046	306,777	24,270
SPDR GOLD TRUST	1,000	09/08/10	10/05/10	127,326	122,834	4,492
TEEKAY OFFSHORE PARTNERS LP	1,000	05/03/10	07/27/10	23,163	20,801	2,362
TEEKAY OFFSHORE PARTNERS LP	2,345	05/03/10	07/27/10	54,318	48,766	5,553
TEEKAY OFFSHORE PARTNERS LP	11,655	05/03/10	07/27/10	269,969	242,858	27,111
TEVA PHARMACEUTICAL INDS ADR	6,000	08/17/10	03/01/11	300,559	305,034	(4,475)
UNILEVER PLC	10,700	09/22/10	03/29/11	321,180	295,549	25,631
UNITED TECHNOLOGIES CORP	3,900	11/27/07	05/20/11	311,560	287,896	23,664
UNITED TECHNOLOGIES CORP CALL	39	02/02/11	05/18/11	15,477	-	15,477
VANGUARD SHORT TERM BOND FUND	3,125	08/19/09	09/13/10	253,281	249,767	3,514
VANGUARD SHORT TERM BOND FUND	3,100	01/21/10	09/13/10	251,255	249,664	1,591
VANGUARD SHORT TERM BOND FUND	3,500	01/29/10	09/13/10	283,675	282,120	1,555
VANGUARD SHORT TERM BOND FUND	3,300	02/18/10	09/13/10	255,840	251,770	4,070
VANGUARD SHORT TERM CORPORATE BOND FUND	6,400	02/01/11	05/13/11	500,466	498,600	1,866
VERIZON COMMUNICATIONS INC	6,000	01/09/08	10/13/10	198,036	240,319	(42,283)
VERIZON COMMUNICATIONS INC	4,255	07/20/09	10/13/10	140,440	117,772	22,669
VERIZON COMMUNICATIONS INC	45	07/20/09	10/13/10	1,486	1,246	240
VERIZON COMMUNICATIONS INC	1,900	07/20/09	10/13/10	62,731	52,589	10,142
VERIZON COMMUNICATIONS INC	300	07/20/09	10/13/10	9,906	8,304	1,602
VORNADO REALTY TRUST	14	09/16/09	08/04/10	1,097	760	337
WEATHERFORD INTERNATIONAL LTD CALL	205	02/09/11	03/17/11	34,024	5,554	28,470
WEATHERFORD INTERNATIONAL LTD CALL	205	04/06/11	05/23/11	15,963	-	15,963
WEIGHT WATCHERS INTERNATIONAL	6,750	12/15/10	02/15/11	286,122	250,765	35,356
XEROX CORP	11,888	11/30/10	01/31/11	125,416	139,692	(14,276)
XEROX CORP	13,112	11/30/10	01/31/11	136,935	154,075	(17,141)
				$ 20,635,135	$ 20,213,286	$ 421,849

The William T Morris Foundation, Inc
Return of Private Foundation Exempt From Income Tax
Taxable Year July 1, 2010 to June 30, 2011

SCHEDULE D

PART IV - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME - CORPORATE & GOVERNMENT BONDS

	Face	Date		Proceeds	Cost	Gain or
Security	Value	Acquired	Sold	of Sale	Basis	(Loss)
AMERICAN GENERAL FINANCE CO	300,000	10/02/03	10/15/10	$ 300,000	$ 300,000	$ -
ANHEUSER BUSCH COMPANIES INC	500,000	10/23/06	09/23/10	536,800	473,960	62,840
AT&T INC	200,000	03/03/09	11/08/10	232,685	197,100	35,585
BANK OF NEW YORK	500,000	11/15/06	11/15/10	500,000	500,000	-
BANK OF NEW YORK MELLON	250,000	10/31/07	10/15/10	250,000	250,000	-
BELLSOUTH CORP	300,000	08/07/06	09/08/10	335,836	284,877	50,959
CATERPILLAR FINANCIAL SERVICE CORP	300,000	02/07/08	02/15/11	300,000	300,000	-
CATERPILLAR FINANCIAL SERVICE CORP	500,000	11/24/06	11/15/10	500,000	500,000	-
COMCAST CORP	250,000	12/29/08	11/04/10	294,900	252,413	42,487
GENERAL MOTORS ACCEPTANCE CORP	300,000	06/02/04	06/15/11	300,000	300,000	-
HOME DEPOT INC	250,000	02/23/06	08/16/10	250,000	249,708	292
HOUSEHOLD FINANCE CORP	300,000	06/10/04	06/10/11	300,000	300,000	-
HSBC FINANCE CORP	500,000	10/06/05	04/15/10	500,000	500,000	-
ROYAL BANK OF CANADA	400,000	05/19/10	05/19/11	400,000	400,000	-
WAL MART STORES INC	500,000	03/21/05	02/15/11	500,000	494,730	5,270
WILLIAM WRIGLEY JR COMPANY	200,000	03/09/06	07/15/10	200,000	196,142	3,858
Total Corporate & Government Bonds				$ 5,700,221	$ 5,498,930	$ 201,291

Form **8868**
(Rev. January 2011)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

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

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ ☒
- 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* 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 WILLIAM T. MORRIS FOUNDATION INC	**Employer identification number** 13-1600908
	Number, street, and room or suite no. If a P.O. box, see instructions. 49 RICHMONDVILLE AVENUE, SUITE 306	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. WESTPORT, CT 06880-2054	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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 ▶ FOUNDATION - 49 RICHMONDVILLE AVENUE, SUITE 306 - WESTPORT, CT 06880-2054

Telephone No. ▶ (203) 557-9100 FAX No. ▶

- 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 FEBRUARY 15, 2012 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ ☐ calendar year ______ or
▶ ☒ tax year beginning JUL 1, 2010 , and ending JUN 30, 2011 .

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**3a**	$ 0.
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.	**3b**	$ 25,015.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	**3c**	$ 0.

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.

LHA **For Paperwork Reduction Act Notice, see Instructions.** Form **8868** (Rev. 1-2011)

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01-03-11