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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

2011

l	Гог	cale	ndar year 2011 or tax year beginning	, an	d ending	•					
-	Nan	ne of fo	oundation	·-·		ΑE	A Employer identification number				
	The	More	gridge Family Foundation			26-2366633					
-			nd street (or P O box number if mail is not delivered to street add	dress)	Room/suite	ВТ	elephone number (see inst	ructions)			
	Fou	ndati	on Source 501 Silverside Rd		123	1	(800) 839-	1754			
_			n, state, and ZIP code	-	•	C If	C if exemption application is pending, check hi				
,	∕∕ilr	ningte	on	DE	19809-1377						
_				I return of a former p		D 1.	Foreign organizations, che	eck here	▶□		
	_			nded return	,	ļ					
				e change		2.	Foreign organizations mee check here and attach cor		▶□		
-	н	Chac	k type of organization X Section 501(c)(3) exer			<b>!</b>			· Ш		
			ion 4947(a)(1) nonexempt charitable trust				private foundation status w		▶□		
-	_					1	under section 507(b)(1)(A), check here				
3			narket value of all assets at end   J Accounting r ar (from Part II, col. (c),		Accrual	1 '	the foundation is in a 60-m ider section 507(b)(1)(B), c		►□		
5		-	6) <b>\$</b> 38,304,061 (Part I, column (column (col		s)	"	(ac) 3000011 007 (b)(1)(D), 0	ALCON FICIC	- Ш		
, 1			Analysis of Revenue and Expenses (The total of	-	<u>- 1</u>			(d) Disbursen	nents		
•			amounts in columns (b), (c), and (d) may not necessarily equal	(a) Revenue and expenses per	(b) Net investm	ent	(c) Adjusted net	for chantab			
ì			the amounts in column (a) (see instructions) )	books	income		income	purposes (cash basis c			
; -	Т	1	Contributions, gifts, grants, etc., received (attach schedule)	18,592,500				(odoli babio d	1		
		_	Check If the foundation is not required to attach Sch B	10,002,000	·		!		į,		
j		_	Interest on savings and temporary cash investments	5,835		5,835			ĺ		
5 7		4	Dividends and interest from securities	24,570		1,570					
	i	5 a	Gross rents								
Ź	a	b	Net rental income or (loss)								
ń	Ž	6 a	Net gain or (loss) from sale of assets not on line 10	900,736							
	Revenue	b	Gross sales price for all assets on line 6a 7,625,320								
	8	7	Capital gain net income (from Part IV, line 2)		8,113	3,611			i		
2-67	, .	<del>-8</del> -7	Net short-term capital gain	_							
-0,	쒸	9	Income modifications								
	ı	10-a	Gross sales less returns and allowances								
NOV		P	Less Cost of goods sold						<u>}</u>		
	- 1	F.	Gross profit or (loss) (attach schedule)	224.065	22	2,013					
<u>~</u>	ľ	117 12∋	Other income (attach schedule)  Total. Add lines 1 through 11	234,065		•	1		<u> </u>		
_:	$\dashv$			19,757,706	8,376	5,029					
01	ses	11 1 1	Compensation of officers, directors, trustees, etc						<del></del>		
~	٦	14	Other employee salaries and wages Pension plans, employee benefits								
	چ	]15 16 a	Legal fees (attach schedule)	1,812					1,812		
S-U		, a	Accounting fees (attach schedule)	1,012)					1,012		
	<u>[ĕ</u>		Other professional fees (attach schedule)	45,430					45,430		
	Operating and Administrative	17	Interest .	116				İ	116		
	<u>is</u>	18	Taxes (attach schedule) (see instructions)	322,081							
	اڃَ	19	Depreciation (attach schedule) and depletion	19,171							
	튕	20	Occupancy .	16,477					16,477		
	4	21	Travel, conferences, and meetings	62,949					62,949		
	Ĕ	22	Printing and publications	,							
	6	23	Other expenses (attach schedule)	1,242,068	1,14	2,528		!	99,215		
	Ë	24	Total operating and administrative expenses.								
	E.		Add lines 13 through 23	1,710,104	1,14	2,528			<u> 25,999</u>		
	ğ	25	Contributions, gifts, grants paid	10,359,910					59,910		
		26	Total expenses and disbursements Add lines 24 and 25	12,070,014	1,14	2,528		10,5	85,909		
		27	Subtract line 26 from line 12								
	ļ		Excess of revenue over expenses and disbursements .	7,687,692				-			
			Net investment income (if negative, enter -0-)		7,23	3,501					
		С	Adjusted net income (if negative, enter -0-)					<u> </u>			

For Paperwork Reduction Act Notice, see instructions.

\$5

Part II		Balance Sheets Attached schedules and amounts in the description column	Beginning of year	End o	of year			
Га	EU I	should be for end-of-year amounts only (See instructions )	(a) Book Value	(b) Book Value	(c) Fair Market Value			
	1	Cash—non-interest-bearing						
	2	Savings and temporary cash investments	8,493,325	361,092	361,092			
	3	Accounts receivable						
		Less allowance for doubtful accounts	56,280					
	4	Pledges receivable ▶						
		Less allowance for doubtful accounts						
	5	Grants receivable .						
	6	Receivables due from officers, directors, trustees, and other			<del>.</del>			
		disqualified persons (attach schedule) (see instructions)						
	7	Other notes and loans receivable (attach schedule)						
Š	8	Inventories for sale or use						
set	9	Prepaid expenses and deferred charges						
Assets	10	a Investments—U S and state government obligations (attach schedule)						
		b Investments—corporate stock (attach schedule)		379,625	452,000			
	i		_					
	11							
		Less allowance for doubtful accounts Grants receivable Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) Other notes and loans receivable (attach schedule) Less allowance for doubtful accounts Inventories for sale or use Prepaid expenses and deferred charges Investments—US and state government obligations (attach schedule) Investments—corporate stock (attach schedule) Investments—corporate stock (attach schedule) Investments—corporate bonds (attach schedule) Investments—and, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) Investments—other (attach schedule) Land, buildings, and equipment basis ▶ 10 ther assets (describe ▶ 10 Total assets (to be completed by all filers—see the instructions Also, see page 1, item   10 Accounts payable and accrued expenses Grants payable Loans from officers, directors, trustees, and other disqualified persons Mortgages and other notes payable (attach schedule) Other liabilities (add lines 17 through 22) Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. Unrestricted Temporanily restricted						
	12							
	13		16,491,908	32,004,658	37,013,986			
	14		· · · · · · · · · · · · · · · · · · ·	· · · · · · · · · · · · · · · · · · ·	, ,			
			493,153	476,983	476,983			
	15			•				
	16	`						
		· · · · · · · · · · · · · · · · · · ·	25,534,666	33,222,358	38,304,061			
	17	Accounts payable and accrued expenses						
	18							
<u>.ĕ</u>	19	• •						
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons						
ap	21	, , ,						
	22	Other liabilities (describe						
	23	`	0	0				
		Foundations that follow SEAS 117 check here						
Balances			]					
2	24							
<u>a</u>	25			, <u> </u>				
	26	, ,						
p								
Net Assets or Fun		and complete lines 27 through 31.						
ō	27	Capital stock, trust principal, or current funds			]			
ţ	28	Paid-in or capital surplus, or land, bldg , and equipment fund						
ŝŝ	29	Retained earnings, accumulated income, endowment, or other funds.	25,534,666	33,222,358				
Ä	30	Total net assets or fund balances (see instructions)	25,534,666	33,222,358				
e	31	Total liabilities and net assets/fund balances (see		<del></del> ;	]			
Z		instructions)	25,534,666	33,222,358				
Pa	rt III	Analysis of Changes in Net Assets or Fund Balances						
		I net assets or fund balances at beginning of year—Part II, column (a), line	30 (must agree with					
		of-year figure reported on prior year's return) .		_1	25,534,666			
2	Ente	r amount from Part I, line 27a		. 2	7,687,692			
3		er increases not included in line 2 (itemize)		3				
4 Add lines 1, 2, and 3								
5		rassas not included in line 2 (itemize)		5	33,222,358			
6	6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 6 33,222,358							

Part IV Capital Gains and	<u>l Losses for Tax on Inve</u>	stme	nt Incor	ne					
(a) List and describe the 2-story brick warehouse	(b) How acquired 1 P—Purchase D—Donation		Date acquired io , day, yr )	(d) Date sold (mo , day, yr )					
1a Publicly-traded Securities									
b Passthrough K1 Capital Gair	1	•							
C									
d									
e									
(e) Gross sales price	(f) Depreciation allowed (or allowable)			r other basis ense of sale		(h) Gain or (loss) (e) plus (f) minus (g)			
a 7,625,320							7,625,320		
b							488,291		
С									
d									
е									
Complete only for assets show	ng gain in column (h) and owned	d by the	foundation	on on 12/31/69		(I) Gains (Col	(h) gain minus		
(i) F M V as of 12/31/69	(D F M V as of 12/31/69 )		ss of col (i) (j), if any	col (k), but not less than -0-) or Losses (from col (h))					
a							7,625,320		
b							488,291		
С									
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							8,113,611		
3 Net short-term capital gain o	• •		` '	` '			, ,		
in Part I, line 8	ne 8, column (c) (see instruc	tions)	II (IOSS),	enter-0-					
Part V Qualification Und	or Section 4040(s) for Be	-d	d Tay a	n Not Investme	3				
(For optional use by domestic p									
If section 4940(d)(2) applies, lead Was the foundation liable for the If "Yes," the foundation does no	e section 4942 tax on the dis t qualify under section 4940(	e) Do	not com	plete this part			Yes X No		
	unt in each column for each	year, s	ee the in	structions before	makır	ng any entries			
(a) Base period years	(b)			(c)		Dist	(d) Inbution ratio		
Calendar year (or tax year beginning in	Adjusted qualifying distribution	ons	Net value	of nonchantable-use a	ssets		divided by col (c))		
2010	10,636	6,125		14,852	2,714		0 716106		
2009	10,086			5,389			1 871513		
2008	2,422	2,870		2,648	3,966		0 914647		
2007							0 000000		
2006							0 000000		
2 Total of line 1, column (d)						2	3 502266		
3 Average distribution ratio for the number of years the four				•	′	3	1 167422		
4 Enter the net value of nonch	nantable-use assets for 2011	from F	Part X, Iır	ne 5	.	4	25,660,971		
5 Multiply line 4 by line 3						5	29,957,182		
6 Enter 1% of net investment	income (1% of Part I, line 27	b)				6	72,335		
7 Add lines 5 and 6 .					.	7	30,029,517		
8 Enter qualifying distributions If line 8 is equal to or greate the Part VI instructions	s from Part XII, line 4 r than line 7, check the box	n Part	VI, line 1	b, and complete	that pa	8 art using a 19	10,588,910 % tax rate See		

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing

their names and addresses

10

Forn	990-PF (2011) The Morgridge Family Found	lation	1					26-233	6633	P	age <b>6</b>
Pa	t VII-B Statements Regarding Activit	ies f	or Which Form	47	20 May Be R	equir	ed (continued)				
5a	During the year did the foundation pay or incur ar	y amo	ount to								
	(1) Carry on propaganda, or otherwise attempt	to infl	uence legislation (s	sect	ion 4945(e))?		Yes	X No			
	(2) Influence the outcome of any specific public	elect	ion (see section 49	55)	, or to carry		_	_			}
	on, directly or indirectly, any voter registration										}
	(3) Provide a grant to an individual for travel, si	udv c	or other similar nurr	nnee	ne?		. Tyes	X No			
	(4) Provide a grant to an organization other that	-					ез	<u></u>			
	in section 509(a)(1), (2), or (3), or section 4						X Yes	No			
	(5) Provide for any purpose other than religious						[X] 163				ŀ
	educational purposes, or for the prevention				•		Yes	X No			
h	If any answer is "Yes" to 5a(1)-(5), did any of the		•			ne dae		<u></u>			
~	Regulations section 53 4945 or in a current notice		•	-	•		onoca iii		5b		X
	Organizations relying on a current notice regarding	_	_			113).			55		
_	If the answer is "Yes" to question 5a(4), does the	-						ш			
·	tax because it maintained expenditure responsibilities			liOH	nom the		X Yes	□No			
	· · · · · · · · · · · · · · · · · · ·	•	_	d)			[\(\cdot\)] 163		1		
62	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										
va	premiums on a personal benefit contract?	inus,	directly of indirectly	, 10	pay		Vos	X No			
h	100 100							6b			
-	b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  If "Yes" to 6b, file Form 8870							0.0			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?										
	b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?								7b	N/A	<del></del>
								Paid Fm			
_	Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors										
1		lation	n managers and	the	eir compensati	on (s	ee instructions	۸.			
·	1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).  (b) Title, and average (c) Compensation (d) Contributions to (e) Expense account,										
	(a) Name and address		hours per week evoted to position	(11	f not paid, enter -0-)		nployee benefit plans deferred compensati	i   ` :	other allowances		
SE	ATTACHMENT	╁	ovolog to podladii			una.	actioned compensati	<del>-</del>			
		1									
			1					ŀ			
	77-20-0										
2	Compensation of five highest-paid emplo	yees	(other than tho	se	included on li	ne 1	-see instructio	ns). If no	ne,		
	enter "NONE."		•								
			(b) Title, and avera	ge			<ul><li>(d) Contributions t employee benefit</li></ul>		Expen	se acco	unt
(a	Name and address of each employee paid more than \$5	0,000	hours per week devoted to positio	_	(c) Compensate	on	plans and deferre		other all		
			devoted to positio			_	compensation	_			
NO	<u> </u>			_							
				00		-+					
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				00							
To	al number of other employees paid over \$50	.000		00				<b>•</b>			
		,	· ·		-	·	<u> </u>				

Form 990-PF (2011) The Morgridge Family Foundation  Part VIII Information About Officers, Directors, Trus		26-2336633 Page 7
and Contractors (continued)	itees, i oundation managers, inging i aid	i Employees,
3 Five highest-paid independent contractors for professional service	es (see instructions). If none, enter "NONE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
oundation Source		
55 Walls Drive, 3rd Floor, Fairfield, CT 06824	Administrative Services	93,767
Total number of others receiving over \$50,000 for professional serv	rices	0
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct chantable activities during the tax year. Include the number of organizations and other beneficiaries served, conferences convened, re-		Expenses
1 SEE ATTACHMENT		
		58,698
2		
3	in	•
*		
4		
Part IX-B Summary of Program-Related Investments		1
Describe the two largest program-related investments made by the foundation during t	the tax year on lines 1 and 2	Amount
'		
2	* -	
All other program-related investments. See instructions		

.....

Total. Add lines 1 through 3

Form **990-PF** (2011)

Par	Minimum Investment Return (All domestic foundations must complete this part. Foreign f	ounda	ations,
	see instructions )		
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc.,		
	purposes		
а	Average monthly fair market value of securities	1a	1,403,469
b	Average of monthly cash balances	1b	<u>4,</u> 914,440
С	Fair market value of all other assets (see instructions)	1c	<u>19,733,838</u>
d	Total (add lines 1a, b, and c)	1d	26,051,747
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	26,051,747
4	Cash deemed held for chantable activities Enter 1 ½ % of line 3 (for greater amount, see		
	instructions)	4	390,776
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	25,660,971
6	Minimum investment return. Enter 5% of line 5	6	1,283,049
Par	t 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	1,283,049
2a	Tax on investment income for 2011 from Part VI, line 5		
b	Income tax for 2011 (This does not include the tax from Part VI)  2b 142		
С	Add lines 2a and 2b	2c	144,812
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,138,237
4	Recoveries of amounts treated as qualifying distributions .	4	
5	Add lines 3 and 4	5	1,138,237
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII,		
	line 1	7	1,138,237
	A III to Did II ii o for a set of and	<u> </u>	
Par	Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
а	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	10,585,909
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	3,001
3	Amounts set aside for specific chantable projects that satisfy the		
а	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	Ö
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	10,588,910
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 instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	10,588,910
-	<b>Note.</b> The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the found	dation	110.0
	qualifies for the section 4940(e) reduction of tax in those years.		

Pai	rt XIII Undistributed Income (see instructions)				
1	Distributable amount for 2011 from Part XI,	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
_	line 7				1,138,237
2	Undistributed income, if any, as of the end of 2011				
	a Enter amount for 2010 only		0	0	
	b Total for prior years 20, 20, 20		0		
3	Excess distributions carryover, if any, to 2011				
	a From 2006 . 0				
	b From 2007 0				
	c From 2008 0 d From 2009 0				
	0.704.004				
	From 2010 8,701,861	8,701,861			
4	Qualifying distributions for 2011 from Part	0,701,001			
_	XII, line 4 ► \$ 10,588,910				
	a Applied to 2010, but not more than line 2a				
	b Applied to undistributed income of prior years				
	(Election required—see instructions)		0	11	
	c Treated as distributions out of corpus (Election				•
	required—see instructions)				
	d Applied to 2011 distributable amount				1,138,237
	e Remaining amount distributed out of corpus	9,450,673			
5	Excess distributions carryover applied to 2011	0			0
	(If an amount appears in column (d), the same amount must be shown in column (a) )				
6	Enter the net total of each column as indicated below:				
	a Corpus Add lines 3f, 4c, and 4e Subtract line 5	18,152,534			
	<b>b</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 .				
	d Subtract line 6c from line 6b Taxable				
	amount—see instructions		0		
	e Undistributed income for 2010 Subtract line				
	4a from line 2a Taxable amount—see				
	instructions			0	
	f Undistributed income for 2011 Subtract				
	lines 4d and 5 from line 1. This amount must				
7	be distributed in 2012				0
7	Amounts treated as distributions out of				
	corpus to satisfy requirements imposed by	10,000,000			
8	section 170(b)(1)(F) or 4942(g)(3) (see instructions)  Excess distributions carryover from 2006	10,000,000			
U	not applied on line 5 or line 7 (see instructions)	o			
9	Excess distributions carryover to 2012.	<u> </u>			
,	Subtract lines 7 and 8 from line 6a	8,152,534			
10	Analysis of line 9	0,102,004			
	a Excess from 2007 0			•	
	b Excess from 2008		1		
	c Excess from 2009				
	d Excess from 2010	1			
	e Excess from 2011 8,152,534	1			

Forn	1990-PF (2011) The Morgridge Family Found	dation			26-233	
Pai	t XIV Private Operating Foundations (s	ee instructions ar	nd Part VII-A, q	uestion 9)		N/A
1 a	If the foundation has received a ruling or determination, and the ruling is effective for 2011, ent	· · · · · · · · · · · · · · · · · · ·		<b>.</b>		
b	Check box to indicate whether the foundation is a	private operating foun	idation described in	n section	4942(J)(3) or	4942(j)(5)
2 a	Enter the lesser of the adjusted net income from Part I or the minimum	Tax year		Pnor 3 years		
	investment return from Part X for each	(a) 2011	<b>(b)</b> 2010	(c) 2009	(d) 2008	(e) Total
	year listed	0				0
b	85% of line 2a	0	0	0	0	0
С	Qualifying distributions from Part XII, line 4 for each year listed .	0				0
d	Amounts included in line 2c not used directly for active conduct of exempt activities					0
е	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
3 a	Complete 3a, b, or c for the alternative test relied upon "Assets" alternative test—enter					
	(1) Value of all assets	ļ.,,				0
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
С	"Support" alternative test—enter	Ť				
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
	(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					0
	(4) Gross investment income	<del></del>				<u>0</u> 0
Рa	rt XV Supplementary Information (Co	mniete this nart	only if the four	ndation had \$5	000 or more in	<u> </u>
	assets at any time during the ye			indution that yo	,000 01 111010 111	
1	Information Regarding Foundation Manag		<b>,</b>	-		<del></del>
а	List any managers of the foundation who have corbefore the close of any tax year (but only if they have	ntributed more than 29			the foundation	
Joh	n P. Morgridge Tashia Mo	rgridge				
	List any managers of the foundation who own 10% ownership of a partnership or other entity) of which				ortion of the	
<u>NO</u>		A Ciff I can Cala	damahin sta B			
2	Information Regarding Contribution, Gran Check here	contributions to pres	elected charitable	organizations and de		
а	The name, address, and telephone number of the	person to whom appl	ications should be	addressed.		
b	The form in which applications should be submitted	d and information and	d materials they sh	ould include		
С	Any submission deadlines				<u>.</u>	
d	Any restrictions or limitations on awards, such as l	by geographical areas	s, charitable fields,	kinds of institutions,	or other	
_	factors.					

26-2336633

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment								
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount				
Name and address (home or business)	or substantial contributor	recipient	oons ballon					
a Paid during the year ACADEMY AT HIGH POINT 6750 N DUNKIRK ST	N/A	509(a)(1)	21st CCC Project	10,000				
AURORA CO 80019 AMER ENT INST FOR PUBLIC POLICY RSRCH 1150 17TH ST NW	N/A	509(a)(1)	General & Unrestricted	10,000				
WASHINGTON DC 20036  AMER ENT INST FOR PUBLIC POLICY RSRCH  1150 17TH ST NW	N/A	509(a)(1)	National Council Program	25,000				
WASHINGTON DC 20036  AMER ENT INST FOR PUBLIC POLICY RSRCH  1150 17TH ST NW  WASHINGTON DC 20036	N/A	509(a)(1)	Future of American Education Research	90,000				
WASHINGTON DC 20036 ANNUNCIATION ELEMENTARY SCHOOL 3536 LAFAYETTE ST	N/A	509(a)(1)	21st CCC Project	10,000				
DENVER CO 80205 ASPEN PREP ACADEMY 5859 S UNIVERSITY BLVD GREENWOOD VLG CO 80121	N/A	509(a)(1)	21st CCC Project	45,000				
AURORA PUBLIC SCHOOLS EDUCATION FDN 15701 E 1ST AVE STE 100	N/A	509(a)(1)	Backpack Program for Low Income Children	10,000				
AURORA CO 80011 AURORA PUBLIC SCHOOLS EDUCATION FDN 15701 E 1ST AVE STE 100 AURORA CO 80011	N/A	509(a)(1)	21st CCC Project	30,000				
AURORA PUBLIC SCHOOLS EDUCATION FDN 15701 E 1ST AVE STE 100	N/A	509(a)(1)	Synaptic Mash Project	131,300				
AURORA CO 80011 AURORA WEST COLLEGE PREP ACADEMY 10100 E 13TH AVE	N/A	509(a)(1)	21st CCC Project	5,000				
AURORA CO 80010 BAYFIELD SCHOOL DISTRICT 24 CLOVER DR	N/A	509(a)(1)	21st CCC Project	5,000				
BAYFIELD CO 81122  Total . See Attached Statement			<b>▶</b> 3a	10,359,910				
b Approved for future payment								
Total	• •		. <u>► 3b</u>	0				

orm 990-PF (2011) The Morgridge Family Foundation				26-233	6633 Page <b>12</b>	
Part XVI-A Analysis of Income-Producing Activ	/ities					
Enter gross amounts unless otherwise indicated	Unrelated bus	siness income	Excluded by section	on 512, 513, or 514	(e)	
Ç	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)	
1 Program service revenue					(See instructions )	
a	-				<del></del>	
b			<u> </u>		<del></del> -	
c	_					
	-				<del>  -</del> ·	
e	<del></del>					
g Fees and contracts from government agencies						
2 Membership dues and assessments .		_			_	
3 Interest on savings and temporary cash investments			14	5,835	<u> </u>	
4 Dividends and interest from securities			14	24,570		
5 Net rental income or (loss) from real estate			17	24,570		
a Debt-financed property .						
b Not debt-financed property						
6 Net rental income or (loss) from personal property			_			
7 Other investment income	-					
8 Gain or (loss) from sales of assets other than inventory			18	900,736		
9 Net income or (loss) from special events				000,700	†- <del>-</del> -	
10 Gross profit or (loss) from sales of inventory						
11 Other revenue a K-1 Pass-Through Income	525990	2,052	14	232,013		
b						
c						
d						
e						
12 Subtotal Add columns (b), (d), and (e)		2,052		1,163,154		
13 Total. Add line 12, columns (b), (d), and (e)			•	13	1,165,206	
See worksheet in line 13 instructions to verify calculations )				<del> </del>		
Part XVI-B Relationship of Activities to the Acciline No. Explain below how each activity for which income the accomplishment of the foundation's exempt p	e is reported in col	umn (e) of Part X	VI-A contributed ii		ictions )	
			<del> </del>		<del></del>	
			···-			
<del></del>				· · · · · · · · · · · · · · · · · · ·		
			-			
		<u>-</u>		<del>.</del>		
				<del></del>		

Part X	VII	Ine Morgri Information Reg Exempt Organiz			nd Transa	ctions a	nd Rel	lationships W	ith Noncharit		Pagi	e IJ
ın s	the o	rganization directly 501(c) of the Cod	or indirectly e								Yes	No
a Tra	nsfers	from the reporting	foundation to	a noncharita	able exemp	t organiza	tion of.					i
(1)	Cash									1a(1)		Х
(2)	Other	rassets						-		1a(2)		Х
		nsactions.									1 1	
		of assets to a nor					-			1b(1)	<b>  </b>	X
(2) Purchases of assets from a noncharitable exempt organization										1b(2)		X
		ai of facilities, equi bursement arrange		rassets	• •			•		1b(3) 1b(4)	├{	X
		s or loan guarante		•	•	•				1b(5)	-	X
		rmance of services		np or fundra	ising solicita	ations				1b(6)		X
		of facilities, equipm		•	-		es			1c		Х
val val	ue of t ue in a	wer to any of the a he goods, other as any transaction or s	ssets, or servicesharing arrange	es given by tement, show	the reporting in column	g foundati (d) the va	on If the	ne foundation red he goods, other	eived less than assets, or serv	r fair ma	ırket eıved	
(a) Line	no	(b) Amount involved	(c) Name	of nonchantable	exempt organ	ization	(d) De	scription of transfers	transactions, and s	sharing an	angem	ents
	$\dashv$	<del></del>	<del></del>				<del> </del>	······································	<u>.</u>			
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			<del></del>				<del>                                     </del>		<del> </del>			
		·	*	····		_	1					
		,	1		<del></del>		1		****			
		<del></del>		•				<del></del>				
							1					
			1									
des	eribed Yes," o	ndation directly or in section 501(c) complete the follow	of the Code (o ring schedule	ther than se	ction 501(c)	(3)) or in	re tax-e section	527?		Yes X	No No	
		(a) Name of organizatio	n	<b></b>	b) Type of orga	inization		(c)	Description of relat	onship		
				<del></del>								
					<del></del>				<del></del>	-		
		·	<del></del>						<u></u>			
		penalties of perjury, I declare							wledge and belief, it is t	rue,		
Sign Here	<b>_</b>	t, and complete Dedaration		taxpayer) is based	on all information		_	knowledge LESIDEN	May the IRS with the prep instructions)*	are <u>r sh</u> ow	n b <u>elov</u>	
		Pnnt/Type preparer's	name	Preparer's sign	nature			Date	T	PTIN		
Paid		l '	_	1				Ì	Check III if			
Prepa	ırer	Jeffrey D Haskel		Jeffrey D	ı. Haskel	i		11/9/2012	self-employed	P0134		
Use C	Only		oundation Sou							1-0398		
		Firm's address > 5	b Walls Drive,	<u>⊦airfield, CT</u>	U6824			<del></del>	Phone no (80	0) 839-1	754	

### Schedule B (Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

# **Schedule of Contributors**

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

OMB No 1545-0047

2011

Name of the organization		Employer Identification number					
The Morgridge Family Fo	undation	26-2336633					
Organization type (chec							
Filers of:	Section:						
Form 990 or 990-EZ	501(c)( ) (enter number) organization						
	4947(a)(1) nonexempt charitable trust <b>not</b> tr	reated as a private foundation					
	527 political organization						
Form 990-PF	X 501(c)(3) exempt private foundation						
	4947(a)(1) nonexempt charitable trust treate	ed as a private foundation					
	501(c)(3) taxable private foundation						
Note. Only a section 501 instructions  General Rule	(c)(7), (8), or (10) organization can check boxes for bo	th the General Rule and a Special Rule See					
X For an organizati	on filing Form 990, 990-EZ, or 990-PF that received, d	luring the year, \$5,000 or more (in money or					
property) from ar	y one contributor Complete Parts I and II						
Special Rules							
sections 509(a)(1	(c)(3) organization filing Form 990 or 990-EZ that met i) and 170(b)(1)(A)(vi) and received from any one cont <b>2)</b> 2% of the amount on (i) Form 990, Part VIII, line 1h,	tributor, during the year, a contribution of the greater					
the year, total co	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, total contributions of more than \$1,000 for use <i>exclusively</i> for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III						
the year, contributotal to more that year for an exclu	I(c)(7), (8), or (10) organization filing Form 990 or 990- itions for use <i>exclusively</i> for religious, charitable, etc., in \$1,000. If this box is checked, enter here the total con sively religious, charitable, etc., purpose. Do not comp ganization because it received nonexclusively religious	purposes, but these contributions did not ntributions that were received during the plete any of the parts unless the <b>General Rule</b> s, charitable, etc., contributions \$5,000 or more					
Caution. An organization	that is not covered by the General Rule and/or the Sp	pecial 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 Part I, 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 Morgridge Family Foundation

Employer identification number 26-2336633

Part I	Contributors (see instructions) Use duplicate copies	s of Part I if additional space is no	eeded
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Morgridge Personal Trust c/o John Morgridge, 105 Mapache Drive Portola Valley CA 94028 Foreign State or Province Foreign Country	\$8,592,500	Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	TOSA Foundation c/o Tashia F Morgridge, 3130 Alpine Road Portola Valley CA 94028 Foreign State or Province Foreign Country	\$ 10,000,000	Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
3	Foreign State or Province Foreign Country	\$0	Person Payroll Oncash (Complete Part II if there is a noncash contribution )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
4	Foreign State or Province Foreign Country	\$0	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
5	Foreign State or Province Foreign Country	\$0	Person Payroli Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
6	Foreign State or Province Foreign Country	\$0	Person Payroll Noncash (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

26-2336633

THE MOIGH	age Fairily Foundation		20-2330033
Part II	Noncash Property (see instructions) Use duplicate co	pies of Part II if additional spa	ce is needed.
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	CISCO SYSTEMS INC CSCO, 500000 sh	\$ 7,592,500	6/10/2011
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$0	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$0	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ <u>o</u>	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$0	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		•	

Name of or	<del>-</del>			Employer identification number
	Idge Family Foundation	in allerial at a		26-2336633
Part III	Exclusively religious, charitable, etc., total more than \$1,000 for the year. Co			
	For organizations completing Part III, enter			
				estructions ) > \$ 0
	Use duplicate copies of Part III if additional			or a constraint of the constra
(a) No.				T
from	(b) Purpose of gift	(c)	) Use of gift	(d) Description of how gift is held
Part I				
	•••••			
		ŀ		
		(e) T	ransfer of gift	· · · · · ·
	Transferee's name, address, and	ZIP + 4	Relations	hip of transferor to transferee
		• • • • • • • • • • • • • • • • • • • •		
	For Prov Country		•••••	
(a) No.				1
from Part I	(b) Purpose of gift	(c)	) Use of gift	(d) Description of how gift is held
raiti				
		l.		
		<u>                                     </u>		
		(e) T	ransfer of gift	
	l			
	Transferee's name, address, and	<u>ZIP + 4</u>	Relations	hip of transferor to transferee
			•••••	
	For Prov Country			
(a) No.				
from Part I	(b) Purpose of gift	(C)	) Use of gift	(d) Description of how gift is held
		(a) T	'ununfau af miff	1
		(e) i	ransfer of gift	
	Transferee's name, address, and	7IP + 4	Relations	hip of transferor to transferee
	Transcisco o namo, adaroco, ana		Treignons:	inp of datisieror to datisieree
		• • • • • • • • • • • • • • • • • • • •		
		• • • • • • • • • • • • • • • • • • • •		
(=\ \\ \)	For Prov Country			
(a) No. from	(b) Purpose of gift	(c	) Use of gift	(d) Description of how gift is held
Part I	(2,1 2,1 2,1 2,1 2,1 2,1 2,1 2,1 2,1 2,1	(3)		(a) accompanies of most give to most
		(e) T	ransfer of gift	
		ζ-/	<b>3</b>	
	Transferee's name, address, and	ZIP + 4	Relations	hip of transferor to transferee
	For Prov Country			
	i iorriov Laminiv		i .	

# Form 990-PF, Part I, Line 11 - Other Income

TOTAL: 234,065 232,013   C
TOTAL: 234,01  (a) Revenue Description GENERAL ATLANTIC INVESTMENT PARTNERS K-1 Pass-Through Share of Partnership Income 234,01
TOTAL: 234,01  (a) Revenue Description GENERAL ATLANTIC INVESTMENT PARTNERS K-1 Pass-Through Share of Partnership Income 234,01
Description GENERAL ATLANTIC INVESTMENT PARTNERS K-1 Pass-Through Share of Partnership Ιησ

Form 990-PF, Part I, Line 16a - Legal Fees

The Morgridge Family Foundation

	<del></del>										
1,812	(d) Charitable Purpose	1,812									
0	(c) Adjusted Net Income	0									
0	(b) Net Investment Income	0									
1,812	(a) Expenses per Books	1,812									
TOTAL:	Description	unseling									
		-	7	က	4	2	9	7	8	6	10

Form 990-PF, Part I, Line 16c - Other Professional Fees

0 0	Description	TOTAL: 45,430  (a)  Expenses per N Books	(b) et Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
	d consulting	35,430	0	0	35,430
	S	10,000	0	0	10,000

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

TOTAL: 322,081	ା	·	0	ठा	ī	П	1	 	_	$\neg$
TOTAL: 322,081   0   (c)		(d) Charitable Purpose								
TOTAL: 322,0  (a) Expenses per Books per 125,9 1126,9 1136,1	0	(c) Adjusted Net Income	0	0						
TOTAL: 322,0  (a) Expenses per Books per 125,9 1126,9 1136,1	0	(b) Net Investment Income	0	0						
Description	322,081	(a) Expenses per Books	125,900	196,181						
	TOTAL:									
Excise Tax for 2011 Excise Tax for 2010		Description								
			Excise Tax for 2011	Excise Tax for 2010						

Amount of depreciation included in cost of goods sold.

Form 990-PF, Part I, Line 19 - Depreciation and Depletion

The Morgridge Family Foundation

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

Description  1 Administrative Fees 2 Bank Charges 3 Communications 4 State Inspection Fees 5 GENERAL ATLANTIC INVESTMENT PARTNERS K-1 expenses 6 Office Supplies 7 Postage 8 Insurance 9 10		TOTAL:	1,242,068	1,142,528	0	99,215
Descripation Fees  Administrative Fees Bank Charges Communications State Inspection Fees GENERAL ATLANTIC INVESTMENT Office Supplies Postage Insurance	l		(a)	(q)	(c)	(p)
Administrative Fees Bank Charges Communications State Inspection Fees GENERAL ATLANTIC INVESTMENT Office Supplies Postage Insurance			Expenses ber	Net Investment		Charitable
Administrative Fees Bank Charges Communications State Inspection Fees GENERAL ATLANTIC INVESTMENT Office Supplies Postage Insurance		Description	Books	Income		Purpose
Bank Charges Communications State Inspection Fees GENERAL ATLANTIC INVESTMENT Office Supplies Postage Insurance	7	Administrative Fees	93,767	0	0	93,767
ANTIC INVESTMENT	2	Bank Charges	1,805	1,480	0	0
State Inspection Fees GENERAL ATLANTIC INVESTMENT Office Supplies Postage Insurance	က	Communications	318	0	0	318
GENERAL ATLANTIC INVESTMENT Office Supplies Postage Insurance	4	State Inspection Fees	115	0	0	115
6 Office Supplies 7 Postage 8 Insurance 9 10	2	GENERAL ATLANTIC INVESTMENT PARTNERS K-1 expenses	1,141,048	1,141,048	0	0
7 Postage 8 Insurance 9 10 11	မ	Office Supplies	2,096	0	0	2,096
8 Insurance 9 10 10 11		Postage	121	0	0	121
9 10 11 12	8	Insurance	2,798	0	0	2,798
11	6					
11	10					
12	Ξ					
	2	i				

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

		TOTAL:	379,625	452,000
			Book Value	FMV
	Description	Shares	End of Year	End of Year
-	CISCO SYSTEMS INC (CSCO)	25,000	379,625	452,000
2				
က				
4				
2				
9				
7				
8				
ര				
9				

Form 990-PF, Part II, Line 13 - Investments - Other

.01	<b>TOTAL</b> : 32,004,658	37,013,986
	Book Value	
Asset Description	End of Year	
INVESTMENT PARTNERS	32,004,658	37,013,986

Form 990-PF, Part II, Line 14 - Land, Buildings, and Equipment

	**	TOTAL:	476,983	476,983
H			Book Value	FMV
	Asset Description		End of Year	End of Year
Ļ	Office Building		218,360	218,360
2	mprovements		101,756	101,756
ြက	Somputers		2,501	2,501
4	Land		154,366	154,366
2				
ဖ				
7				
8				
6				
0				
١				

# Form 990-PF, Part VII-A, Line 5 - Substantial Contraction

contraction of assets. The following information is submitted in accordance with Treasury Regulation Section 1.6043-3(a)(1) and the Form 990-PF This statement is submitted to report the distribution of certain assets during the above-referenced year. The distributions resulted in a substantial Instructions

of the Foundation's net assets of \$28,776,596 (as measured by fair market value) at the beginning of the Foundation's taxable year ending December sources other than current income. Collectively, the distributions in excess of current income totaled \$10,359,910. This amount represents over 25% 31, 2011 Although the Foundation technically experienced a "substantial contraction," it will continue in existence and has no plans for dissolution During the taxable year ending December 31, 2011, The Morgridge Family Foundation (the "Foundation") made distributions from assets from

The Foundation made distributions of cash to the grantees listed in the attachment to Part XV, Line 3a, each such grant was made solely for the charitable purpose specified therein.

	Verification	None necessary	None necessary	None necessary					
		7/6/10 and 3/20/12	5/5/11	3/20/12					
	Any Diversion by Grantee?	To the knowledge of the grantor, no funds have been diverted.	To the knowledge of the grantor, no funds have been diverted.	To the knowledge of the grantor, no funds have been diverted					
	Amt. Expended by Grantee	22,000 To the knowle the gra funds h funds h been d	60,800 To the knowle the graph funds by funds by been d	91,000 To the knowle the gratefunds by funds by been d					
	Grant Purpose	22,000 Program expenses	60,800 Program expenses	91,000 Program expenses					
	Grant Amount	22,000	008'09	91,000					
		11/4/09	7/29/10	5/18/11					
	Foreign Country								
ibility	Zıp Code	19809	19809	19809					
spons	State	DE	8	DE C					
enditure Re	Cıty	Wilmington	Wilmington	Wilmington					
B, Line 5c - Exp	Street	501 Silverside Rd Ste 123	501 Silverside Rd Ste 123	501 Silverside Rd Ste 123			-		
Form 990-PF, Part VII-B, Line 5c - Expenditure Responsibility		<u></u>	Student Support Foundation	Student Support Foundation					
외		-	~	ო	4	ιΩ	ဖ	 - ∞	6

Form 990-PF, Part VIII, Line 1 - Compensation of Officers, Directors, Trustees and Foundation Managers

_											
0	Expense Acct	0	0	0	0						
0	Benefits	0	0	0	0						
0	Comp	0	0	0	0						
TOTAL:	Avg Hrs	-	1	-	1			-			
	Title	Vice President	President	Director	Director						
	Zıp Code	19809	19809	19809	19809						
	State	DE	DE	DE	DE						
	Cıty	Wilmington	Wilmington	Wilmington	Wilmington						
	Street	Foundation Source 501 Silverside Rd									
	Name	1 Carrie Morgridge									
		-	2	က	4	2	9	7	8	6	10

The Morgridge Family Foundation

EIN: 26-2336633

Taxable Year Ending December 31, 2011

## Form 990-PF, Part IX-A – Summary of Direct Charitable Activities

TNC Island Project – 21<sup>st</sup> Century Classroom Community: supports a teacher in exploring and sharing the possibilities for 21st Century Science Teaching in the 21st Century Classroom and the wider education community. The teacher will develop innovative teaching ideas and approaches around the project and the resources that will be shared online with other educators. The teacher will have personal website/blog, technical tools and support from Promethean and exclusive access to the Scientists.

The Morgridge Family Foundation

EIN: 26-2336633

Taxable Year Ending December 31, 2011

Form 990-PF

## Election to Treat Unused Prior Year Corpus Distributions As Current Year Corpus Distributions

Pursuant to Regulation §53.4942(a)-3(c)(2)(1v), the foundation hereby elects to treat, as a current distribution out of corpus, the following unused prior years distributions that were treated as corpus distributions under Regulation §53.4942(a)-3(d)(1)(11) in such prior tax year

Tax Year

**Amount** 

12/31/2010

\$8,701,861

Signed:

The Morgridge Family Foundation EIN: 26-2336633 Taxable Year Ending December 31, 2011

## Form 990-PF, Part XIII, Line 7

The Morgridge Family Foundation received a grant of \$10,000,000 in the taxable year ending 12/31/2011 from the TOSA Foundation. As reported on Part XIII, Line 7, The Morgridge Family Foundation elects to treat \$8,701,861 of 2010 qualifying distributions and \$1,298,139 of 2011 qualifying distributions as distributions out of corpus to satisfy requirements imposed by Section 4942(g)(3). See attached election to treat \$8,701,861 of 2010 qualifying distributions as current distributions out of corpus.

Foundation Status

Amount

35,000

509(a)(1)

Relationship

21st CCC Project

Purpose of grant/contribution

N/A

125,000

RAFT - Resource Area for Teachers

21st CCC Project

20,000

20,000

21st CCC Project

Professional Development for STEM Teacher Residence in APS

200,000

The Morgridge Family Foundation 26-2336633 Page 21 of						of 21
Form 990-PF, Part XV, Line 3	<u> 3a - Grants and</u>	Cont	ributions Paid	During the	Year	
Recipient(s) paid during the year						
Name ZEBRA FOUNDATION FOR YOUTH IN	С					
Street 230 S NEW YORK AVE STE 100						
City			Zip Code	Foreign Country		
WINTER PARK			32789			
Relationship	Foundation Status					
N/A Purpose of grant/contribution	[509(a)(1)				Amount	
Kids Displaced Due to Their Sexual Orie	entation					10,000
Name		20.72.79.30	<u>. jariti Tarin e . 1</u>	Per monter	758 <u>- 558</u> 778-	<u>:</u>
Street						
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Street			<del>V</del>	·	··	
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